EASTERN SILK INDUSTRIES LIMITED
Corporate Office : # 39, Chandapura, Anekal Road
Bangalore, Karnataka - 562106

CIN : L17226WB1946PLC013554
Tel : + 91- 80-27840691
Email : Office@EasternSilk.com
Website : www.EasternSilk.com

Date: 07.08.2026

National stock exchange of India Ltd
"Exchange Plaza"
Bandra Kurla Complex
Bandra (E), Mumbai 400 051
NSE Symbol: EASTSILK

BSE Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai 400 001
BSE Scrip Code: 590022

Sub.: Notice of the 80th Annual General Meeting (AGM) and Annual Report of the Company for the Financial Year 2025-26

In compliance with the Companies Act 2013, (Act') and rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), please be informed that the 80th Annual General Meeting (AGM) of the Members of the Company for the Financial Year 2025-26 will be held on Saturday, September 26, 2026, at 01.00 P.M. (IST) through Video Conferencing ("VC") / Other Audio - Visual Means ("OA VM") in accordance with relevant circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India to transact the business as detailed in the enclosed Notice of the 80th AGM.

Please note that the Notice of 80th AGM and Annual Report of the Company for the Financial Year 2025-26 is enclosed here with and may be accessed through the company website as given below:

The 34th Annual Report	https://easternsilk.com/annual-report/
The 34th AGM Notice	https://easternsilk.com/notice-of-agm/

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 Regulations and other applicable laws, the Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating remote e-voting and e-voting on the date of the 80th AGM of the Company.

Cut-off date for e-voting	20.09.2026
Remote e-voting conclusion date and time	25.09.2026

Further, in accordance with Regulation 36(1)(b) of SEBI Listing Regulations, the Company will be sending a letter to Shareholders whose e-mail addresses are not registered with the Company/RTA/DPs providing the weblink from where the Annual Report can be accessed on the Company's website.

Request you to kindly take the same on record.

Thanking You

Thanking you,

Yours Faithfully,
For Eastern Silk Industries Limited

NITIN DUBEY
Digitally signed by NITIN DUBEY
Date: 2026.08.07 16:38:51 +05'30'

Nitin Dubey
Company Secretary and Compliance Officer

Encl :

Annual Report

Annual Report
2025-2026

Eastern Silk Industries Limited

CONTENTS

CORPORATE INFORMATION

CIN: L17226WB1946PLC013554

ISIN: INE962C01035

LEI:335800NM49CVV2SKW244

BOARD OF DIRECTORS

Mr. Ajay Bikram Singh
[Chairman]
Mr. Sunil Kumar
Mr. Ramesh Chandragiri Reddappa
Mr. Deepak Kumar Gupta
Mr. Praveen Kumar Agarwal
Ms. Jyothi Thomas

KEY MANAGERIAL PERSONNEL

Mr. Sunil Kumar
Chief Financial Officer
(up to 30.06.2026)

Mr. Ayush Goel
Chief Financial Officer
(W.e.f from July 01, 2026)

Mr. Nitin Dubey
Company Secretary

STATUTORY AUDITORS

M/s B K Shroff & Co.
Chartered Accountants
Resigned w.e.f. June 18, 2026

M/s Vyas & Vyas
Chartered Accountants
Appointed w.e.f. July 07, 2026

INTERNAL AUDITORS

Mr. Dilip Shah
Chartered Accountant

SECRETARIAL AUDITORS

M/s H Nitin & Associates
Practicing Company Secretary

REGISTRAR& SHARE TRANSFER AGENT

ABS Consultant Pvt. Ltd.
Room No.-99, Stephen House,
6thFloor 4, B.B.D. Bag (East). Kolkata - 700 001
Phone :-(033) 2243-0153
(033) 2220-1043
Fax:- (033) 2243 0153
E-mail:absconsultant99@gmail.com

BANKERS OF THE COMPANY

State Bank of India

WORKS OF THE COMPANY

Unit 1
411, Telugarahalli Road, Anekal,
Bangalore – 562106

Unit 2
39, Chandapura, Anekal Road
Bangalore, Karnataka – 562106

Unit 3
11A, 2nd Cross Industrial Area,
Nanjangud, Karnataka – 571 301

Unit 4
Falta Special Economic Zone,
24 Parganas (South), West Bengal

REGISTERED OFFICE

Eastern Silk Industries Limited
19, R. N. Mukherjee Road, Kolkata -
700 001

CORPORATE OFFICE

Eastern Silk Industries Limited
39, Chandapura, Anekal Road
Bangalore, Karnataka – 562106
E-Mail: cs@easternsilk.com
Website: www.easternsilk.com

STOCK EXCHANGE LISTING

BSE Scrip Code- 590022
NSE Symbol - Eastsilk

BOARD OF DIRECTOR'S & PROMOTERS

BOARD OF DIRECTORS

Name of the Director	Designation
Mr. Ajay Bikram Singh	Non-Executive - Non Independent Director, Chairman
Mr. Sunil Kumar	Executive Director & CFO
Mr. Ramesh Chandragiri Reddappa	Executive Director
Mr. Deepak Kumar Gupta	Non-Executive - Independent Director
Mr. Praveen Kumar Agarwal	Non-Executive - Independent Director
Ms. Jyothi Thomas	Non-Executive - Independent Director

PROMOTER & PROMOTER GROUP

S No	Name of the Promoters	Category
1	Mrs.Veenu Kanwar	Promoter Group
2	Mr. Ajay Bikram Singh	Promoter Group
3	Mr. Abhay Singh	Promoter Group
4	M/s Baumann Dekor Private Limited	Promoter
5	M/s VFM Infraventures Private Limited	Promoter Group
6	M/s Consilio Resources Private Limited	Promoter Group
7	M/s Dorato Infrastructure Private Limited	Promoter Group

STAKEHOLDER ENGAGEMENT & VALUE CREATION

In today's dynamic business landscape, the role of stakeholders - from our employees to our suppliers, investors to business associates and consumers to communities -- is more critical than ever. Their perspectives, insights, and feedback shape our decisions, influence our strategies, and ultimately determine our success.

By actively involving stakeholders in our decision-making processes, we have demonstrated our commitment to transparency, accountability, and responsible business practices. This transparency has instilled confidence in our stakeholders, assuring them that their interests are aligned with ours.

We seek out opportunities to listen, learn, and collaborate with our stakeholders, ensuring that their voices are heard, and their contributions are valued. By doing so, we not only strengthen our relationships but also drive sustainable growth and create shared value for all. We actively engage through a broad range of communication channels to promote participative and integrated decision-making.

The Integrated Value—Creation overcomes the conventional approach with a comprehensive framework that captures a wider set of initiatives and addresses a larger family of stakeholders. The Integrated Reporting approach explains the sectoral context, analyses corporate strategy and competitiveness leading to different reporting standards (financial, management commentary, governance and remuneration, and sustainability reporting) integrated to express an organisation's holistic ability to enhance value. Integrated Reporting explains to providers of financial capital how an organisation enhances value. Its impact extends beyond financial stakeholders; it enhances understanding across all stakeholders —including employees, customers, suppliers, business partners, local communities, legislators, regulators and policy— makers —focused on an organisation's ability to improve value across time.

OUR KEY STAKEHOLDERS :-

1. Current and Potential owners of EASTERN's shares

We have always believed in the support and trust provided by our shareholders, committing their wealth and supporting our growth story. We are committed to doing business the right way, by adopting best practices and continuously assessing our performance on financial as well as non-financial parameters. The Total Market Capitalization of company as on March 31, 2026 is ₹ 3011 Lakhs.

Modes of Engagement :

- Employee Volunteering programs
- Investor Calls with Institutional Investors
- Investor presentations.
- Annual General Meeting for shareholders
- Press Releases about latest developments and new product introductions
- Publication of Half Yearly Results
- Publishing latest updates on Company's website

2. Governmental and Regulatory Authorities

In continuance of business, company interacts with Governmental and Regulatory Authorities on various fronts such as Sector Specific Policies, Compliance with Laws and Regulations.

Mode of Engagement :

- Multi-stakeholder meetings, Constructive relationships, regular interactions
- Responding to public consultations on issues relevant to our business
- Payment of Statutory Taxes/Duties in form GST, Taxes, etc.

3. Trade and Industry Associations in the country.

Industry associations and bodies are important to develop networks and enable consensus building to present a unified and mutually agreeable perspective to the government on various policy interventions.
We are members of all leading business associations and participate in multi-stakeholder public processes, sharing thought leadership to assist them in formulating policies and regulatory frameworks that promote as well as protect the interest of our stakeholders and the industry at large. We regularly engage with Industry Associations on various matters such as Manufacturing related issues impacting operations, Policies, Sustainability and low-carbon transition pathways Etc.

Mode of Engagement :

- Multi-stakeholder meetings & Seminars
- Constructive relationships
- Regular interactions

4. Our Employees

Our employees are the key to our long-term success and to strengthen our market leadership.

Mode of Engagement :

- Safe working environment, Equal Opportunities
- Career progression, Employee benefits
- Holistic Well-Being, Work-Life balance
- Internal Communications, Annual Appraisals
- Team-building workshops
- Career Development & Talent management
- Departmental programs, Learning and Development Strategy
- Regular Surveys, Transformation strategy
- Rewards & Recognition
- Web-based platforms to ease their functioning
- Academic Relationships & Career Days on campuses
- Visits to manufacturing plants and R&D units

5. Our Suppliers, Vendors & Business Partners

Our Suppliers, Vendors & Business Partners are key to ensuring streamlined business operations. We work with them to uncover and realize new value, increase savings and reduce costs to deliver and supply Quality Products.

Mode of Engagement :
Conferences

- Supplier Meets
- Business meetings, both physical and virtual
- One-to-One contacts and briefings with Suppliers
- Management System for Timely redressal of queries & concerns

6. Our Consumers

Our Consumers are at the heart of what we do. And they help us understand the emerging needs and trends in the marketplace. Their purchasing habits influence our strategy and success.

Mode of Engagement:

- Consumer Engagement & Satisfaction surveys
- Surveys to understand consumer needs to design, improve products
- Dedicated Marketing Cell to address all queries and grievances
- Consumer Activations, Participation in exhibitions & events to give consumers an opportunity to touch, feel & experience our products, Focused Group Discussions to reach out to consumers across markets
- Social Media engagement, Publishing latest updates on website of the Company

7. Community Development

Company strives for a positive impact in the communities where we operate. Empowering the community is necessary to our long-term sustainability and growth.

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 80th Annual General Meeting ('AGM') of Eastern Silk Industries Limited will be held on Saturday, 26th day, September, 2026 at 1.00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Ramesh Chandragiri Reddappa (DIN: 10535137), who retires by rotation, and being eligible, has offered herself for re-appointment.

3. To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the 85th Annual General Meeting and to fix their remuneration

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

"**RESOLVED THAT** pursuant to provisions of Section 139, and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s Vyas & Vyas, Chartered Accountants (FRN: 000590C), be and is hereby appointed as the Statutory Auditors of the Company for a period of 5 (Five) consecutive years and to hold the office from the conclusion of this Annual General Meeting till the conclusion of 85th Annual General Meeting of the Company and on a remuneration as mutually agreed and reimbursement of actual expenses that maybe incurred by the auditors in the performance of their duty as auditors of the company."

FURTHER RESOLVED THAT any of the Directors and/or Company Secretary of the Company, be and is, hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies."

SPECIAL BUSINESS:

4. Appointment of M/s. Vyas and Vyas, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B K Shroff & Co., Chartered Accountants

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

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 ("Act") as amended from time to time or any other law for the time being in force (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and upon recommendations of the Audit Committee and the Board of Directors of the Company, M/s Vyas & Vyas, Chartered Accountants, (Firm Registration No: 000590C), be and is hereby appointed as the Statutory Auditors of the Company to hold office w.e.f. July 07, 2026 till the conclusion of the 80th Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s. B K Shroff & Co, Chartered Accountants, on such remuneration plus applicable taxes and out of pocket expenses as mutually agreed.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

5. To approve material related party transaction of providing Corporate Guarantee for the credit facilities being availed by Bauman Dekor Private Limited and to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company for the credit facilities being availed by Bauman Dekor Private Limited

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

RESOLVED THAT subject to the provisions of Sec 185, 186 read with Schedule VI of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company be and is hereby permitted to provide Corporate Guarantee upto an amount of Rs. 35 crores [Rupees Thirty Five Crores only for the financial facility extended to M/s Baumann Dekor Private Limited.

FURTHER RESOLVED THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to take from time to time all decisions and such steps as may be necessary and finalize, settle and execute such documents, deeds, writings, papers, and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem fit, necessary or appropriate.

FURTHER RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 (Act) read with applicable rules framed thereunder and Regulation 2(1)(zb), Regulation 2(1)(zc), Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations) and other applicable laws including any amendments, modifications, variations or re-enactments thereof and the Company's Policy on Related Party Transactions and pursuant to approval of Audit Committee and Board of Directors (the Board) of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company in relation to a material related party transaction to be entered into for the benefit of the Company (s) between holding Company i.e. Baumann Dekor Private Limited [BDPL] and various Banks and/or Financial Institutions and/or NBFC (Third Party Lenders) and their respective security agents/trustees for providing moveable and immoveable securities/properties/assets held by the company for the purpose of securing loans to be obtained by the BDPL from Third Party Lenders.

FURTHER RESOLVED THAT the Board of Directors of the Company (including any Committee thereof) be authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

6. Increase in Investment Limits for NRIs and OCIs – proposal to increase the existing limit from 10% to 24% of paid-up capital

To consider and if thought fit, to pass the following resolution as an SPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to the applicable provisions of Foreign Exchange Management Act, 1999, as amended ("FEMA"), Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended up to date, the Consolidated Foreign Direct Investment Policy Circular of 2020 issued by the Department for Promotion of Industry and Internal Trade, Government of India, Master Directions – Foreign Investment issued by the Reserve Bank of India (as amended from time to time), the Companies Act, 2013 as amended, as the case may be and all other applicable acts, rules, regulations, provisions and guidelines (including any statutory modifications or re-enactments thereof for the time being in force) and subject to all applicable approvals, permissions and sanctions of the Reserve Bank of India ("RBI"), Ministry of Finance, Government of India ("MoF"), the Ministry of Corporate Affairs, Government of India ("MCA") and other concerned authorities and subject to such conditions as may be prescribed by any of the said concerned authorities while granting such approvals, permissions or sanctions which may be agreed to by the Board of Directors of the Company, the respective limits of investment by non-resident Indians ("NRI" and overseas citizens of India ("OCI") in the Equity Shares of the Company in accordance with the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, is increased from 10 % to 24 % of the paid-up equity share capital of the Company., provided however that the shareholding of each non-resident Indian and overseas citizens of India in the Company shall not exceed the limit as may be stipulated by RBI in each case, from time to time. "

"**RESOLVED FURTHER THAT** the board of directors of the Company or any duly authorized committee or representative thereof, be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary applications, filing forms with the relevant authorities and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions."

RESOLVED FURTHER THAT any director of the company and /or Company Secretary be and is hereby severally authorized to certify the true copy of the aforesaid resolutions and the same may be forwarded to any concerned authorities for necessary action."

7. Enhancement in limits of Investments/Loans/Guarantees/Securities under Section 186 of the Companies Act, 2013

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

"**RESOLVED THAT** pursuant to the provisions of the Section 186 and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called 'the Board' which term shall deemed to include any Committee which Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise the securities of any other body corporate, up to Rs. 2,000.00 Crores (Rupees Two Thousand Crores), outstanding at any point of time, over and above the permissible limits under Section 186(2) of the Companies Act, 2013 (presently being 60 percent of the Company's paid-up capital, free reserves and securities premium account or one hundred percent of the Company's free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to this resolution.

8. To approve Conversion of Loan in to Equity pursuant to Resolution Plan Approved by Honble NCLT

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

"**RESOLVED THAT** in terms of Resolution Plan approved by Honble NCLT (hereinafter referred to as the "Resolution Plan", which term shall include inter alia proposal to convert loan of SRA in to Equity Shares and in order to implement the Resolution Plan) of the Company as approved by Honble NCLT and pursuant to the provisions of Sebi (LODR) Regulations, 2015 and other applicable provisions, if any and to the extent applicable, of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as the "Act") and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of Regulation 158(6) of Chapter V – "Preferential Issue" and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as may be modified or re-enacted from time to time (hereinafter referred to as "ICDR Regulations"), the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations") read with the listing agreements entered into by the Company with the stock exchanges where the shares of the Company are listed and all other applicable laws, rules, regulations, notifications, guidelines, circulars and clarifications issued by various authorities including but not limited to the Government of India ("GOI"), the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs ("MCA") and other competent authorities and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities including but not limited to the GOI, SEBI, RBI, MCA, Stock Exchanges etc., and all such other approvals and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent of the Company be and is hereby accorded to the Board, to convert the whole or part of the outstanding loans of SRA (Successful Resolution Applicant) , M/s Baumann Dekor Private Limited into fully paid up equity shares of the Company having a face value of Rs. 2/- (Rupees Two Only) each, in one or more tranches, as per the Resolution Plan Approved by Honble NCLT upon receipt of notice in writing from SRA (Successful Resolution Applicant) , M/s Baumann Dekor Private Limited to the Company (hereinafter referred to as the "Notice of Conversion") and in accordance with the following conditions:

i) the conversion right reserved as aforesaid may be exercised by the SRA (Successful Resolution Applicant), Bauman Dekor Private Limited by serving Notice of Conversion.

ii) on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the applicable laws, shall file application to seek in-principle approval of Stock

Exchanges including listing and trading applications as may be required for listing of such shares.

iii) the part of the loan so converted shall cease to carry interest, further interest, additional interest, repayment instalment, liquidated damages, commission, fee, etc., as the case may be, from the date of conversion and the loan shall stand correspondingly reduced.

iv) The equity shares so allotted and issued to the Lenders shall rank pari passu with the existing equity shares of the Company in all respects."

RESOLVED FURTHER THAT on receipt of the Notice of Conversion, the Board be and is hereby authorized to do all such acts, deeds and things as may be necessary and shall allot and issue requisite number of fully paid-up equity shares in the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection or incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby also authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.

9. **Approval for availing of the non-interest-bearing unsecured loan from Director(s) and/or Promoter(s) with an option for conversion of the loan into Equity Shares of the Company**

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

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(3) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modifications, amendments and re-enactments thereof for the time being in force), the enabling provisions of the Memorandum of Association (MoA) and Articles of Association (AoA) of the Company, the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, ('SEBI ICDR Regulation'), SEBI (Substantial Acquisitions Shares and Takeover) Regulations, 2011, ('SEBI Takeover Regulations'), SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended from time to time, and accordance with other applicable policies, rules, regulation, circulars, notifications, clarifications guidelines thereon issued from time to time by the Government of India and subject to such approval(s) and condition(s) as may be applicable, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which expression shall be deemed to include any Committee duly constituted by the Board to exercise its powers, including the powers conferred by this Resolution) in respect of availing of an unsecured loan up to an amount of Rs. 50 Crores from Mr. Ajay Bikram Singh, Director and Promoter of the Company, on the terms and conditions as may be approved by the Board from time to time as mentioned the loan agreement executed between the Company, which provide for an enabling option to Mr. Ajay Bikram Singh, Director and Promoter of the Company to convert the whole or any part of such outstanding unsecured loan into fully paid up Equity Shares of Rs. 2/- (Rupees Two Only) each of the Company by way of Preferential Issue and / or Right Issue, on one or more occasions during the currency of such Loan from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, including allotment and issue of the requisite number of fully paid-up Equity Shares of the Company upon conversion of such unsecured loan to Mr. Ajay Bikram Singh, Director and Promoter of the Company.

RESOLVED FURTHER THAT the loan as hereinbefore mentioned would be converted into fully paid Equity Shares of the Company in accordance with the following conditions: (i). the lender (or their agents or trustees) shall give notice in writing to the Company (hereinafter referred to as the "Notice of Conversion") of the exercise of their Conversion rights i.e. right to convert their loan into fully paid Equity Shares of the Company; (ii). the conversion right reserved as aforesaid may be exercised by the Lenders in the event of the default/inability of the Company to repay, as stipulated in the Loan Agreement; (iii). on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the Loan Agreement, allot and issue the requisite number of fully paid-up equity shares to the Lenders after due compliance of all applicable provisions of the Companies Act, 2013 and other applicable laws; (iv). the Lender/s may accept the same in satisfaction of the part of the loans so converted and the loan shall stand correspondingly reduced; (v). the equity shares so allotted and issued to the Lender/s shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari-passu with the existing equity shares of the Company in all respects; (vi). The loans shall be converted into equity shares at a price will be decided at the time of conversion, subject to the compliance of applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions for raising the loan, from time to time, with an option to convert them into equity shares of the Company at any time till the loan is repaid, on the terms specified in the Loan Agreement, including upon happening of an event of default by the Company in terms of the Loan Agreement.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders as well as to dematerialize the shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lender/s arising from or incidental to the aforesaid terms providing for such option.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable without being required to seek any further consent or approval of the members or otherwise in this regard and intent that they shall be deemed to have given their approval expressly by the authority of this resolution.

RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and are hereby severally authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.

ITEM NO 10: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH WARPS AND WEFTS FZC

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 ("the Act") read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered the following material related party transactions, in the ordinary course of business and on arms- length term as mentioned below that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or the Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
Warps and Wefts FZC	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 20 Crores (FY 2026-27), Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreements and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution".

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect"

ITEM NO 11: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DESIGN COORDINATES FZC

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
Warps and Wefts FZC	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

ITEM NO 12: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH M/s BAUMANN DEKOR PRIVATE LIMITED

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
M/s Baumann Dekor Private Limited	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

ITEM NO 13: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH M/S CONSILIO RESOURCE PRIVATE LIMITED

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
M/s Consilio Resource Private Limited	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 5 Crores (FY 2026-27) Rs. 5 Crores (FY 2027-28) Rs. 5 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

ITEM NO 14: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH M/s BAUMANN DEKOR FZC

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
M/s Baumann Dekor FZC	Sale, purchase or supply of goods or materials, rendering of services,	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs.20 Crores (FY 2028-29)

	receipt of services and other transactions for business purpose	

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

ITEM NO 15: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH M/s SHAKUNTLA SAMPLING

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
M/s Shakuntla Sampling	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

ITEM NO 16: TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH M/s TRENDZ BUILDING MATERIALS TRADING LLC

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 ("Listing Regulations") and other applicable provisions, if any of the Listing Regulations, Section 188 of the Act read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded to the Company to enter/ entered, the following material related party transactions, in the ordinary course of business and on arms-length terms that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Act as mentioned below:

Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
M/s **TRENDZ BUILDING MATERIALS TRADING LLC**	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)

RESOLVED FURTHER THAT the Board of Directors of the Company, or Company Secretary be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) agreement(s) and other ancillary documents; and to take all such decisions, and to do all acts as may be necessary for giving effect to the said resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect".

By order of the Board of Directors
For Eastern Silk Industries Limited

Nitin Dubey
Company Secretary and Compliance Officer
ACS: 26979

Date:
Place: Bangalore

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details of material facts relating to the Special businesses to be transacted at this Annual General Meeting (AGM), is annexed hereto. Information, pursuant to Para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings") and Regulation 36(3) of the SEBI Listing Regulations is included in the explanatory statement.

Pursuant to the Companies Act, 2013 ('the Act') and Rules thereof read with the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circulars No. 20/2020 dated 5th May 2020, read with subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter referred as "MCA Circulars") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations 2015"), read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, read with subsequent circulars issued from time to time, the latest one being No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 (hereinafter referred as "SEBI Circulars")" prescribes the procedures and manner of conducting the Annual General

Meeting through VC/OAVM. In terms of the said Circulars, the Second Annual General Meeting (AGM) of the members of the Company will be held through VC/OAVM. The deemed venue for the second Annual General Meeting shall be the Registered office of the Company. For detailed procedure for participating in the AGM through VC/OAVM please refer to point no. 15 below. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, therefore the 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. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

2. Only a member of the Company will be entitled to attend and vote at the AGM of the Company which will be held through VC or OAVM and no member will be entitled to appoint a proxy to attend and vote instead of himself/herself. Corporate Member(s) intending to appoint their authorized representative(s) to attend the AGM through VC/OAVM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM, pursuant to Section 113 of the Companies Act, 2013, and Rules thereof including amendments thereunder, to the Scrutinizer by e-mail at acs.gauravarora@gmail.com with a copy marked to cs@easternsilk.com.

3. The Company has appointed Mr. Gaurav Arora, Practicing Company Secretary (Membership No. A48327 and Certificate of Practice No. 17696) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

4. The Members attending the AGM through VC / OVAM will be counted to reckon the quorum under Section 103 of the Companies Act, 2013. Members holding equity shares as on 20.09.2026 ("Cut-off date") may join the AGM by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

5. Information of Director seeking appointment and re-appointment at the Meeting, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, is annexed to the Notice as Annexure A.

6. The Register of Members and Share Transfer Books of the Company will remain closed from 20.09.2026 till 26.09.2026 (both days inclusive) for the AGM. E- voting starts from 09:00 a.m., 21.09.2026 and ends on 25.09.2026 at 5:00 P.M.

7. Members who wish to obtain any information on the Integrated Annual Report for FY26 or have questions on the financial statements and/or matters to be placed at the Annual General Meeting, may send a communication from their registered e-mail address to the E-mail ID – cs@easternsilk.com quoting their name, DP Id. and Client Id./Folio number, on or before 19.09.2026.

8. In compliance with the aforesaid MCA Circulars and Circulars issued by Securities and Exchange Board of India dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 3, 2024, ("SEBI Circulars"), Notice of the Meeting along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Shareholders whose email addresses are registered with the Company/ Depositories as on Cut off Date, 20.09.2026. Further, a letter providing a weblink and QR code for accessing the Notice of the AGM and Annual Report for the FY 2025-26 will be sent to those shareholders who have not registered their email address. Shareholders may note that the Notice of AGM and Annual Report for FY 2025-26 will also be available on the website of the Company i.e. www.easternsilk.com and the website of the National Stock Exchange of India Limited at www.nseindia.com, respectively. The Shareholder who wishes to obtain hard copy of the Notice of the Meeting along with Annual Report for FY 2025-26 can send a request to the Company at cs@easternsilk.com, mentioning their DP-ID and Client-ID/Folio Number.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., directly to their respective Depository Participants only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records, which will help the Company and its RTA to provide efficient and better service to the Members

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

11. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website www.easternsilk.com, on the website of the Stock Exchange i.e., National Stock Exchange of India Limited at www.nseindia.com and on the website of the e-Voting service provider, NSDL.

12. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode up to the date of the Meeting i.e. 26.09.2026. Shareholders can inspect the same by sending an email to the Company cs@easternsilk.com

13. NSDL will provide facility for voting through remote e-Voting, for participation in this AGM through VC /OAVM facility, and e-Voting during this AGM.

14. REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

1. Pursuant to the latest General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

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

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.Easternsilk.com. The Notice can also be accessed from the websites of the Stock

Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 21.09.2026 at 09:00 A.M. and ends on 25.09.2026, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 20.09.2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20.09.2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

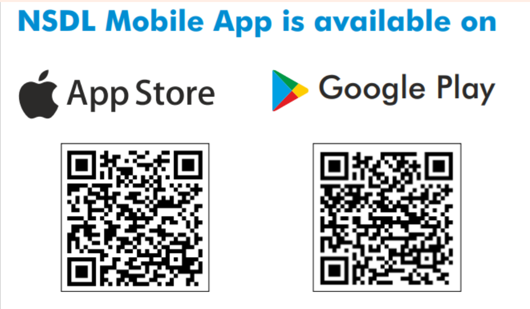
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On

	the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
    a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
    b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
    c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
    d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

<u>Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.</u>

<u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u>

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to acs.gauravarora@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, DVP, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@easternsilk.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@easternsilk.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@easternsilk.com. The same will be replied by the company suitably.

6. Members seeking information or clarification regarding any business placed before the AGM may e-mail their query from their registered e-mail address, mentioning their Name, DP-ID and Client-ID/Folio No. and Mobile no. to reach the Company's e-mail address at cs@easternsilk.com at least 72 hours in advance before the start of the said meeting.

7. Members of the Company are advised to nominate a person pursuant to Section 72 of the Act read with SEBI Circular, in whom the shares held by him/her/them shall vest in the unfortunate event of his/her/their death.

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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4 - Appointment of M/s. Vyas and Vyas, Chartered Accountants, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. B K Shroff & Co., Chartered Accountants

Statutory Auditors M/s B k Shroff & Co, Chartered Accountants had tendered their resignation as Statutory Auditors of the Company with effect from June 18, 2026 due to their preoccupation with other personal and professional commitments. On the recommendation of Audit Committee, Board of Directors at their meeting held on July 07, 2026 had appointed M/s Vyas & Vyas, Chartered Accountants (Firm registration No: 000590C) as the Statutory Auditors of the Company with effect from July 07, 2026 till the conclusion of 80th Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s B K Shroff & Co., Chartered Accountants, subject to approval of the members in the ensuing 80th AGM of the Company.

Statutory Auditors M/s Vyas & Vyas , Chartered Accountants (Firm registration No: 000590C) have confirmed their eligibility and willingness for their appointment as per the provisions of section 141 of the Companies Act, 2013 and relevant rules framed thereunder.

The Board recommends passing of Ordinary Resolutions by the shareholders as set out under Item No. 4.

Item No. 5 - To approve material related party transaction of providing Corporate Guarantee for the credit facilities being availed by M/s Baumann Dekor Private Limited and to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company for the credit facilities being availed by M/s Baumann Dekor Private Limited

The Audit Committee had, on the basis of relevant details provided by the management, as required by law, reviewed and approved the said transaction, subject to approval of the shareholders of the Company. The Board of Directors has recommended the below proposal for the approval of shareholders by way of Special Resolution. The Members may note that in terms of the provisions of the Listing Regulations, no Related Party shall vote to approve this Special Resolution, whether the entity is a Related Party to the particular transaction(s) or not. None of the Directors, KMPs and or their respective relatives, is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned in this Notice.

S No	Particulars of the information	Information provided by the management
1.	Name of the related party	Baumann Dekor Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Textile
4.	Relationship between the listed entity/subsidiary and related party	Baumann Dekor Private Limited is holding company of Eastern Silk Industries Limited.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N.A. Related Party is Private Limited Company
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary.	89.99%
5.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	N.A.

6.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	N.A.
7.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	N.A.
8.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Up to the Credit Facility secured from Financial Institution.
9.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
11.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A.
12.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	To Provide Corporate Guarantee and Mortgage of Assets
13.	Details of each type of the proposed transaction	Corporate Guarantee
14.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till the tenure of Credit Facility
15.	Whether omnibus approval is being sought?	No
16.	Value of the proposed transaction during a financial year.	N.A.
17.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Baumann Dekor Private Limited is the holding company of Eastern Silk Industries Limited
18.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	N.A.

19.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
20.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	ESIL, being a subsidiary of the Company, requires operational and financial support to ensure smooth integration and sustained growth. The guarantee/ security/ indemnity is proposed to be provided to support the financial and operational requirements of the ESIL, to avail credit/ financial facilities on commercially viable terms and ensure smooth conduct of its business operations. These arrangements will be undertaken in the ordinary course of business and on an arm's length basis, and are in the best interest of both the Companies.
	(b) Whether it will create a legally binding obligation on listed entity?	Yes, the proposed guarantee/ security/ indemnity will create a legally binding obligation on the Company to the extent of the terms agreed
21.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	N.A.
22.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	N.A.
23	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Name of the Parties to transaction: i. Eastern Silk Industries Limited ii. Baumann Dekor Private Limited Eastern Silk Industries Limited [ESIL] is Subsidiary of M/s Baumann Dekor Private Limited [BDPL].
24.	Type, material terms and particulars of proposed transactions	Providing Corporate Guarantee to the tune of entire amount of Credit Facility in favour of Lender for credit facility of BDPL.

25.	Tenure and Value of Transaction	The proposed transaction is for providing Corporate Guarantee to be provided for the entire amount of credit facilities to be availed by BDPL. The Corporate Guarantee will subsist till the availment and continuance of Credit Facilities.

Item no. 5 - Increase in Investment Limits for NRIs and OCIs – proposal to increase the existing limit from 10% to 24% of paid-up capital

In terms of Foreign Exchange Management Act, 1999, as amended ("FEMA"), the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended ("FEMA Rules") and the Consolidated FDI Policy Circular of 2017, as amended (together with the FEMA and FEMA Rules, the "FEMA Laws"), the Companies Act, 2013, as amended (including any statutory modification or re-enactment thereof for the time being in force), the Non-resident Indians ("NRIs") and Overseas Citizens of India ("OCIs"), together, can acquire and hold up to an aggregate limit of 10% of the paid up equity share capital of an Indian Company. The FEMA Laws further provide that the limit of 10% can be further increased up to 24% by passing a special resolution to that effect by the shareholders and followed by necessary filings with the Reserve Bank of India. Therefore it is proposed , subject to approval of the shareholders by way of special resolution, to increase the foreign investment limit of NRIs and OCIs, together, to 24 % of the paid up equity share capital of the Company.

Item no. 6 - Enhancement in limits of Investments/Loans/Guarantees/Securities under Section 186 of the Companies Act, 2013

As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can make any loan, investment or give guarantee or provide any security beyond the prescribed ceiling of: i. Sixty per cent of the aggregate of the paid-up capital and free reserves and securities premium account or ii. Hundred per cent of its free reserves and securities premium account, whichever is more, if the special resolution is passed by the members of the Company. As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors for making further investment, providing loans or give guarantee or provide security in connection with loans to subsidiaries/ associate/group companies for an amount not exceeding Rs. 2000 Crores (Rupees Two Thousand Crores). The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made there under. These investments are proposed to be made out of own /surplus funds/internal accruals and or any other sources including borrowings, if necessary, to achieve long term strategic and business objectives. The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

The Audit Committee had, on the basis of relevant details provided by the management, as required by law, reviewed and approved the said transaction, subject to approval of the shareholders of the Company. The Board of Directors has recommended the below proposal to for the approval of shareholders by way of Special Resolution. The Members may note that in terms of the provisions of the Listing Regulations, no Related Party shall vote to approve this Special Resolution, whether the entity is a Related Party to the particular transaction(s) or not. None of the Directors, KMPs and or their respective relatives, is in any way, concerned or interested, financially or otherwise, in the Special Resolution mentioned in this Notice.

Item 7 - To approve Conversion of Loan in to Equity pursuant to Resolution Plan Approved by Honble NCLT

Honble NCLT vide its order dated January 31, 2024 had approved the Resolution plan of Company as submitted by M/s Baumann Dekor Private Limited. As per the terms of approved Resolution Plan, Funds provided by SRA , M/s Baumann Dekor Private Limited as unsecured loan is to converted in to equity post implementation of Resolution Plan at the option of SRA, M/s Baumann Dekor Private Limited. The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the Members.

Item No. 8 - **Approval for availing of the non-interest-bearing unsecured loan from Director(s) and/or Promoter(s) with an option for conversion of the loan into Equity Shares of the Company:**

ln order to meet the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. In this connection, it is proposed to raise an unsecured loan from Mr. Ajay Bikram Singh , Director and Promoter of the Company, for an amount up to Rs. 50 Crores [Rupees Fifty Crores Only) with an option to convert this unsecured loan into Equity shares by way of Preferential Issue and/or Right issue, to be decided by the Board at a later date.
Following are the terms and conditions of said loan inter-alia provide for an option to convert the outstanding loan amount into Equity Shares of the Company

Terms of the Unsecured Loan and the Conversion:
i. the conversion right reserved as aforesaid may be exercised by Mr. Ajay Bikram Singh, Director and Promoter of the Company, on one or more occasions during the currency of the Financial Assistance;
ii. The unsecured loan shall remain interest-free till the time of conversion of the loan or the repayment, as the case may be;

iii. On receipt of the Notice of Conversion, the Company shall, subject to the provisions of the Companies Act, SEBl Regulations and financing documents, allot and issue the requisite number of fully paid-up equity shares to Mr. Ajay Bikram Singh, Director and Promoter of the Company, as from the date of conversion and the he may accept the same in satisfaction of the part of the loans so converted. The conversion of loan, if any, will be by way of Preferential Issue and / or Right Issue, to be decided by our Board at the appropriate time;

iv. The said shares shall rank pari passu with the existing equity shares of the Company in all respects.

v. In the event that Mr. Ajay Bikram Singh, Director and Promoter of the Company, exercise the conversion right as aforesaid, the Company shall at its cost get the equity shares, issued to him as a result of the conversion, and list the shares in the Stock exchanges where Company's shares are presently listed and for the said purpose the Company shall take all such steps as may be necessary to ensure that the equity shares are listed in the Stock Exchanges.
The loans shall be converted into equity shares at a price to be determined in accordance with the applicable Securities and Exchange Board of lndia Regulations at the time of such conversion.

As required by Section 102 of the Companies Act, 2013 (the Act) read with rules framed thereunder and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021, in respect of material related party transactions that require the approval of Members in terms of the Listing Regulations, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1. Section 2(76) of the Act and Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations) provides for the definition of Related Party(ies). Section 188 of the Act provides that certain transactions entered into by the Company with its related party as provided therein shall be considered as related party transactions. Regulation 2(1)(zc) of the Listing Regulations, provides inter alia any transaction involving a transfer of resources, services or obligations, between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand shall be a related party transaction.

In addition to above any transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand, and any other person or entity on the other hand, shall also be considered as a Related Party Transaction (Recent Amendment). Regulation 23 of the Listing Regulations provides for thresholds for material related party transaction requiring prior approval of Members by means of an resolution. Transactions entered into between the related parties shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a financial year, exceeds]10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower.

The Audit Committee had, on the basis of relevant details provided by the management, as required by law, reviewed and approved the said transaction, subject to approval of the shareholders of the Company. The Board of Directors has recommended the below proposal to the shareholder approval of shareholders by way of Special Resolution. The Members may note that in terms of the provisions of the Listing Regulations, no Related Party shall vote to approve this Special Resolution, whether the entity is a Related Party to the particular transaction(s) or not. None of the Directors, KMPs and or their respective relatives, is in any way, concerned or interested, financially or otherwise, in the Resolution mentioned in this Notice

1.	Justification as to why RPT is in interest of the Company	The transaction is expected to create stronger financial synergy and resource optimization
2..	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary. Details of the source of funds in connection with the proposed transaction	Not Applicable Not Applicable
3.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments - nature of indebtedness; - cost of funds; and - tenure; Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured the nature of security.	Nature of indebtedness – Interest Free Unsecured Loan
4.	The purpose for which the funds will be Utilized by the ultimate beneficiary of Such Funds pursuant to the RPT.	The loan will be used to support working capital needs, including inventory, receivables, and operational expenses, along with other general corporate purposes and capital expenditure.
5.	Copy of valuation or other external report, if any, relied upon in relation to the proposed Transaction	Not Applicable
6.	Any other information relevant or important for the members to take a decision on the proposed transaction.	Not Applicable

Item No. 9 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH WARPS AND WEFTS FZC

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contract with Warps and Wefts FZC for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	**WARPS AND WEFTS FZC**
2	Nature of Relationship	Related Party
3	Nature of concern or interest of the related party (financial or otherwise)	Financial
4	Details of the source of funds in connection with the proposed transaction	N.A.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
6	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.

7	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S No	Particulars of the information	Information provided by the Management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Warps And Wefts FZC is a body corporate under the control of Mr. Ajay Bikram Singh. Mr. Ajay Bikram Singh is the promoter and non executive director of Eastern Silk Industries Limited. N.A. Eastern Silk Industries Limited has not made any capital contribution in the Related Party Related Party does not have any shareholding in the Company. N.A.

<u>Amount of the proposed transaction(s)</u>

S No	Particulars of the information	Information provided by the Management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*No*
5.	Value of the proposed transaction during a financial year, If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Rs. 20 Crores (FY 2026-27) Rs. 20 Crores (FY 2027-28) Rs. 20 Crores (FY 2028-29)
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company. 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. . 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the Management

1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method OR CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 10 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH DESIGN COORDINATES FZC

As per Section 188 of the Companies Act, 2013 (“the Act”) read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (‘SEBI Listing Regulations’), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with Design Coordinates FZC for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions (“MRPTs”), exceed aforesaid threshold limit Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no.

SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	**DESIGN COORDINATES FZC**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial
3	Details of the source of funds in connection with the proposed transaction	N.A.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether	Design Coordinates FZC is a body corporate under the control of Mr. Ajay Bikram Singh. Mr. Ajay Bikram Singh is the promoter and non executive director of Eastern Silk Industries Limited. N.A. Eastern Silk Industries Limited has not made any capital contribution in the Related Party Related Party does not have any shareholding

	direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*No*
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	INR 20 Crores

6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company. 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method or CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 11- TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH BAUMANN DEKOR PRIVATE LIMITED

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with M/s Baumann Dekor Private Limited for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit .

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	**Baumann Dekor Private Limited**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial

3	Details of the source of funds in connection with the proposed transaction	N.A.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the Management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Baumann Dekor Private Limited, Company incorporate under Companies Act 2013 is Promoter of the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Eastern Silk Industries Limited has not made any capital contribution in the Related Party
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Related Party does not have any shareholding in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management

1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	**Particulars of the information**	**Information provided by the management**
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*Yes*
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	2026-2027 - INR 20 Crores 2027-2028 - INR 20 Crores 2028-2029 – INR 20 Crores

6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company. 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient, production, and lower operating costs. 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method OR CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 12 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH CONSILIO RESOURCES PRIVATE LIMITED

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with Consilio Resources Private Limited for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit .

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S No	Particulars	Details
1	Name of the Related Party	**CONSILIO RESOURCES PRIVATE LIMITED**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial
3	Details of the source of funds in connection with the proposed transaction	N.A.

4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Consilio Resources Private Limited is member of Promoter Group of Eastern Silk Industries Limited
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Eastern Silk Industries Limited has not made any capital contribution in the Related Party
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). .	Related Party does not have any shareholding in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 5 Crores

2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of Goods
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*Yes*
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	2026-2027 – Rs. 5 Crores 2027-2028 - Rs. 5 Crores 2027-2029 – Rs. 5 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. . 5. **Foreign Exchange Earnings**

		Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method or CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 13 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH BAUMANN DEKOR FZC

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with Baumann Dekor FZC for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S No	Particulars	Details
1	Name of the Related Party	**BAUMANN DEKOR FZC**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial
3	Details of t]he source of funds in connection with the proposed transaction	N.A.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the Management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Baumann Dekor FZC is a body corporate under the control of Mr. Ajay Bikram Singh. Mr. Ajay Bikram Singh is the promoter and non executive director of Eastern Silk Industries Limited.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Eastern Silk Industries Limited has not made any capital contribution in the Related Party
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Related Party does not have any shareholding in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the Management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*

5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*Yes*
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	2026-2027 – INR 20 Crores 2027-2028 – INR 20 Crores 2028-2029 – INR 20 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. . 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.

7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S No	Particulars of the information	Information provided by the Management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method or CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 14 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH SHAKUNTLA SAMPLING

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with M/s Shakuntla Sampling for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	**SHAKUNTLA SAMPLING**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial
3	Details of the source of funds in connection with the proposed transaction	N.A.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S No	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Shakuntla Sampling is a body corporate under the control of Mr. Ajay Bikram Singh. Mr. Ajay Bikram Singh is the promoter and non executive director of Eastern Silk Industries Limited.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Eastern Silk Industries Limited has not made any capital contribution in the Related Party
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Related Party does not have any shareholding in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*Yes*
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	2026-2027 -INR 20 Crores 2027-2028 -INR 20 Crores 2028-2029 -INR 20 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. . 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) Or Resale Price Method or CUP Method
3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

Item No. 15 - TO APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH TRENDZ BUILDING MATERIALS TRADING LLC

As per Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of Members by way of an ordinary resolution. Further, Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), mandates prior approval of Members through Ordinary Resolution for all Material Related Party Transactions, if such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity . The Company seeks approval to enter into contracts with M/s **Trendz Building Materials Trading LLC** for Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose on a continuous basis for business profitability. Considering business opportunities, aforesaid transactions with the said related parties as above may exceed/exceeded the threshold prescribed for the material related party transactions under Regulation 23 of the SEBI Listing Regulations and require the approval of members by way of Ordinary Resolutions ("MRPTs"), exceed aforesaid threshold limit .

Pursuant to Regulation 23 of the SEBI Listing Regulations, members may also note that no related party of the Company as defined in 2 (1) (zb) in SEBI Listing Regulations, shall vote to approve these MRPTs. The Audit Committee, after reviewing all necessary information, has, granted approval for entering into the MRPTs subject to the conditions that the same will be on an arm's length basis and in the ordinary course of business, as per the policy on related party transactions of the Company. None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Ajay Bikram Singh, Non-Executive Director/ his relatives, are interested in this resolution. The Board recommends the Ordinary Resolution for approval by the members Further, pursuant to SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 & SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, and latest being Circular no. SEBI/HO/CFD/CFD- PoD-2/P/CIR/2025/135 dated October 13, 2025, the particulars of transactions entered/ to be entered into by the Company with related parties are as under:

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	**Trendz Building Materials Trading LLC**
2	Nature of Relationship	Related Party
2	Nature of concern or interest of the related party (financial or otherwise)	Financial
3	Details of the source of funds in connection with the proposed transaction	N.A.
4	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5	Type of transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose.
6	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

Relationship and ownership of the related party

S. No.	**Particulars of the information**	**Information provided by the Management**
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	M/s **Trendz Building Materials Trading LLC** is a body corporate under the control of Mr. Ajay Bikram Singh. Mr. Ajay Bikram Singh is the promoter and non executive director of Eastern Silk Industries Limited**.**
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**N.A.**
	• Where the related party is a partnership firm or	

	a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Eastern Silk Industries Limited has not made any capital contribution in the Related Party Related Party does not have any shareholding in the Company.

Amount of the proposed transaction(s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	INR 20 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	*Yes*
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	*More than 10% of Turnover of the Company*
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	*N.A.*
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	*N.A.*

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
2.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, rendering of services, receipt of services and other transactions for business purpose
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	2026-2027, 2027-2028, 2028-2029
4.	Whether omnibus approval is being sought?	*Yes*

5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	2026-2027 –INR 20 Crores 2027-2028 –INR 20 Crores 2028-2029 - INR 20 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	1. **Access to Global Markets** To sell products and services in different countries, increasing revenue and market share. 2. **Higher Profits** Earnings from foreign operations contribute to the overall profitability of the Company. 3. **Diversification of Risk** Operating in multiple countries reduces dependence on the Indian market and spreads business risk. 4. **Economies of Scale** Global operations enable bulk purchasing, efficient production, and lower operating costs. 5. **Foreign Exchange Earnings** Sales made through overseas companies generate foreign currency, strengthening the group's financial position.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Except Mr. Ajay Bikram Singh, none of the Directors or KMP is interested.
	a. Name of the director / KMP	Mr. Ajay Bikram Singh
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	N.A.
9.	Other information relevant for decision making.	N.A.

Disclosure *only* in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Terms were negotiated on arms length basis considering the factors such as market reputation, distribution network, Industry experience, Access to Foreign Market, etc.
2.	Basis of determination of price.	Cost Plus Method (CPM) or Resale Price Method or CUP Method

3.	In case of Trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A.
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	

ANNEXURE - A

[ANNEXURE ON DIRECTORS LIABLE TO RETIRE BY ROTATION & SEEKING RE -APPOINTMENT]

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be re-appointed.

Director's Name	Mr. Ramesh Chandragiri Reddappa (DIN: 10535137)
Date of First Appointment	January 03, 2025
Brief Resume & Nature of Expertise	Mr. Ramesh is a seasoned textile professional with over 30 years of experience in the textile industry. Throughout his career, he has developed extensive expertise across textile manufacturing, quality assurance, production management, and process optimization. Known for his strong technical knowledge, leadership, and commitment to excellence, he has consistently contributed to improving operational efficiency and maintaining high-quality standards. His decades of experience have made him a trusted and respected professional in the textile sector.
Name of the other listed Companies in which she holds directorships	None
Name of the Committees of Companies in which she holds membership	None
Shareholding in the Company	Nil
Relationship with Director and KMP	Mr. Ramesh is not related to any of the Directors and KMP.

DIRECTOR'S REPORT

DIRECTOR REPORT

The Members,

Your Directors have pleasure in presenting their 80th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended 31st March, 2026.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

The Audited Financial Statements of your Company as on March 31, 2026, are prepared in **accordance with the** relevant applicable Indian Accounting Standards ("Ind AS") and Regulation 33 of the Securities and **Exchange Board** of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing **Regulations") and the** provisions of the Companies Act, 2013 ("Act").

The summarized financial highlight is depicted below:

₹ In Lakhs

Particulars	F.Y. 2025-26	F.Y. 2024-2025
Revenue from Operations	2370.67	2185.37
Other Income	210.43	364.33
Total Income	2581.10	2549.70
Profit / (Loss) before exceptional items and tax	-689.00	52.70
Exceptional items	-20.60	-
Profit before Tax (PBT)	-709.60	52.70
Tax Expense	650.64	-343.72
Profit after Tax (PAT)	-1360.24	396.42
Reserves and Surplus	3482.50	4648.05
Earnings per Share (₹)	-27.20	0.50

2. PERFORMANCE HIGHLIGHTS

- Standalone income, comprising Revenue from Operations and other income, for the FY 2025-26 was ₹ 2581.10 Lakhs.
- Standalone Profit before Tax for the FY 2025-26 was ₹ (709.60) Lakhs.
- Standalone Profit after Tax for the FY 2025-26 was ₹ (1360.24) Lakhs.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

The Company is engaged in the business of manufacturing and selling of Textiles under the brand name "Eastern". There has been no change in the Nature of the Company's Business during the reported Financial Year 2025-2026.

DIVIDEND

As the company retained the earnings for investment in future projects, the directors have not recommend any dividend for the financial year 2025-26.

RESERVES & SURLPUS

The Company has ₹ 3482.50 Lakhs in the Reserves and Surplus for the Financial Year ended 2025-26. . The closing balance of the retained earnings of your Company for FY 2025-26, after all appropriations and adjustments, was ₹ 11420.97.

6. SHARE CAPITAL

The authorized equity share capital of Company is ₹ 30,00,00,000/- (₹ Thirty Crore Only) divided in to 15,00,00,000 [Fifteen Crore] Equity Shares of ₹ 2/- each and the paid-up equity share capital of your Company is ₹ 100,00,000/- (One Crore Only).

Particulars	As on 1 April 2025 (₹)	As on March 31 2026 (₹)
Authorized Equity Share Capital	30,00,00,000	30,00,00,000
Paid Up Equity Share capital	157905240	##100,00,000

During the Year, Company issued 50,00,000 Equity Shares of ₹ 2/- each on April 03, 2025, by way of preferential issue as per approved Resolution Plan By Hon'ble NCLT, Kolkata Bench. Paid Up capital after such Issue was ₹ 10,000,000/-. The in principle approval of NSE was granted by NSE on March 07, 2025 and listing approval was granted by NSE on August 13, 2025.

OFFER FOR SALE

Company was further required to achieve the Minimum Public Shareholding [MPS] OF 5% pursuant to proviso to Rule 19A(5) of the SCRR and Regulation 38 of the Sebi (LODR) Regulations, 2015 , to achieve the MPS, Promoters of Company, i.e. Baumann Dekor Private Limited sold 2,50,000 equity shares representing 5% of the paid up share capital of the company through OFS (Offer for sale) on NSE on July 29, 2025 and July 30, 2025. Post Conclusion of OFS, Company achieved the MPS [Minimum Public Shareholding] of 5% in compliance with Rule 19A(5) of the SCRR and Regulation 38 of the Sebi (LODR) Regulations, 2015. Company further came out with second OFS [Offer for Sale] for sale of 2,50,000 Equity Shares on March 18 and March 19, 2026 to achieve the MPS of 10% in compliance with Rule 19A(5) of the SCRR and Regulation 38 of the Sebi (LODR) Regulations, 2015. Post Offer for sale concluded on March 19, 2026, Total 1,38,660 equity shares were sold, Promoter and Public shareholding as on march 31, 2026 stood as follows:-

Shareholding As on march 31, 2026	In Percentage of Total Shareholding
Promoter Shareholding	92.23
Public Shareholding	7.77

Further Company sold 1,11,340 Equity shares in open market on April 06, 2026 as permitted under Comprehensive Framework on Offer for Sale (OFS) of Shares through Stock Exchange Mechanism Vide Circular No. SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023.
After such sale of shares, Promoter shareholding stood at 90% and Public shareholding stood at 10% of Total Shareholding.

DEPOSITORY SYSTEM & DEMATERIALISATION OF SHARES

As the Members are aware, your Company's shares are trade-able compulsorily in electronic form and your Company has established connectivity with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the depository system, the members are requested to avail the facility of dematerialization of the Company's shares on NSDL & CDSL. The ISIN allotted to the Company's Equity shares is INE962C01035.

As on 31st March, 2026, all Equity Shares of the Company are held in dematerialized form

MODE	NUMBER OF SHARES	% OF TOTAL CAPITAL
Shares in Demat Mode with CDSL	285125	5.7
Shares in Demat Mode with NSDL	4714875	94.3

COMPANY'S WEBSITE

The website of your Company i.e. WWW.EASTERNSILK.COM displays the Company's businesses up-front on the home page. The site carries a comprehensive database of information of all the products and services offered by the Company including other information for investors like the Financial Results of your Company, Shareholding Pattern, Director's & Senior Management personnel's profile, details of Board Committees, Corporate Policies and business activities of your Company.

All the mandatory information and disclosures as per the requirements of the Companies Act, 2013 (hereinafter referred as "the Act") and as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "SEBI LODR Regulations") has been uploaded on the website. The Company does not have any Equity shares lying in the Suspense Account.

CREDIT RATING

During the year under review, your Company has no outstanding instruments for which the credit rating needs to be obtained.

PUBLIC DEPOSITS

During the year, Company has not accepted or renewed any public deposits from the public in terms of the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013, and the rules made thereunder hence information regarding outstanding deposits is not required.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

As on March 31, 2026 your Company does not have any Subsidiary, Joint Ventures and Associate Companies. Hence submission of details in Form AOC-1 is not applicable to the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As of March 31, 2026, your Company's Board had 6 members comprising of Three Non-Executive Independent Director, One Non-Executive Non-Independent Promoter Director, Two Executive Non-Independent Director.

The details of Board and Committee composition, tenure of directors, and other details are available in the Corporate Governance Report, which forms part of this Integrated Annual Report.

In terms of the requirement of the Listing Regulations, the Board has identified core skills, expertise, and competencies of the Directors in the context of the Company's business for effective functioning. The key skills, expertise and core competencies of the Board of Directors are detailed in the Corporate Governance Report, which forms part of this Integrated Annual Report.

COMPOSITION OF THE BOARD:

S.No.	Name of the Director	DIN Number	Designation	Date of Appointment	Date of Cessation
1	Mr. Ajay Bikram Singh	03096101	Chairman and Non-Executive Director	January 03, 2025	-
2	Ms. Jyothi Thomas	03502492	Non-Executive Independent Director	January 03, 2025	-
3	Mr. Praveen Kumar Agarwal	06992675	Non-Executive Independent Director	January 03, 2025	-
4	Mr. Deepak Kumar Gupta	08578380	Non-Executive Independent Director	January 03, 2025	-
5	Mr. Sunil Kumar	09424480	Executive Director & CFO	January 03, 2025	-
6	Mr. RameshChandragiri Reddappa	10535137	Executive Director	January 03, 2025	
7	Mr. Ravi Kumar	-	Company Secretary	June 29, 2024	November 10, 2025
8	Mr. Nitin Dubey	-	Company Secretary	December 04, 2025	-

RE-APPOINTMENT OF DIRECTOR(S) RETIRING BY ROTATION

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ramesh C Reddappa, Whole Time Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, has offered himself to be re-appointed as Director of the Company. The Board recommends the re-appointment of Mr. Ramesh Chandragiri Reddappa (DIN: 10535137) as Director of the Company, liable to retire by rotation.

DECLARATION FROM INDEPENDENT DIRECTORS

All the Independent Directors have confirmed to the Board that they meet the criteria of independence as specified under Section 149(6) of the Act and that they qualify to be independent directors pursuant to the Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014.They have also confirmed that they meet the requirements of 'Independent Director' as mentioned under Regulation 16(1)(b) of the SEBI LODR Regulations.

Further, all the Independent Directors have affirmed that they have adhered and complied with the Company's Code of Conduct for Independent Directors which is framed in accordance with Schedule IV of the Act.

Further, the Independent Directors have confirmed that 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 with an objective independent judgment and without any external influence.

It may be noted that all the Independent Directors on the Board of the Company as on March 31, 2025 have been registered in the data bank of Independent Directors as per Rule 6 of the Companies (Appointment and Qualification of Directors) Rules,2014.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity and are independent of management.

COMMITTEES OF BOARD

The Board Committees play a vital role in strengthening the Corporate Governance practices of the Company and focus effectively on the issues and ensure expedient resolution of the diverse matte₹ The Committees also make specific recommendations to the Board on various matters as and when required. All observations, recommendations and decisions of the Committees are placed before the Board for information, noting or approval. As on March 31, 2025, the following Committees have been constituted in terms of the Act and the SEBI LODR Regulations.

A. AUDIT COMMITTEE

The composition of the Audit Committee has been precisely structured to align with the requirements outlined in Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Audit Committee collectively possess substantial financial and accounting expertise, ensuring a high level of proficiency within the committee. The committee is comprised of 3 members, and the Company Secretary is the Secretary of the committee. The detail of the composition of the Audit Committee along with their meetings held/ attended is as follows:

The detailed composition of the members of the Audit Committee at present is given below:

Name of Director	Nature of Directorship	Designation in Committee
Mr. Deepak Kumar Gupta	Non-Executive Independent Director	Chairperson
Ms. Jyothi Thomas	Non-Executive Independent Director	Member
Mr. Sunil Kumar	Non-Executive Director	Member
Mr. Praveen Kumar Agarwal	Non-Executive-Independent Director, Member	Member

B. NOMINATION AND REMUNERATION COMMITTEE

The Nomination & Remuneration Committees composition meets with the requirement of section 178 of the companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Members of the Nomination & Remuneration Policy possess sound knowledge/expertise/exposure. The Committee comprised of 3 members as per Table here in below. The Company Secretary is the Secretary and Compliance Officer of the Committee. The detail of a composition of the Nomination & Remuneration Committee along with their meetings held/ attended are as follows:

Name of Director	Nature of Directorship	Designation in Committee
Mr. Deepak Kumar Gupta	Non-Executive Independent Director	Chairperson
Ms. Jyothi Thomas	Non-Executive Independent Director	Member
Mr. Praveen Kumar Agarwal	Non-Executive-Independent Director, Member	Member

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee meets with the requirement of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholders Relationship Committee is mainly responsible to review all grievances connected with the Company's transfer of securities and Redressal of shareholders / Investors / Security Holders Complaints. The Committee comprised of 3 members as per Table here in below. The Company Secretary is the Secretary and Compliance Officer of the Committee. The detail of a composition of the said Committee along with their meetings held/ attended is as follows: -

Name of Director	Nature of Directorship	Designation in Committee
Mr. Deepak Kumar Gupta	Non-Executive Independent Director	Chairperson
Ms. Jyothi Thomas	Non-Executive Independent Director	Member
Mr. Sunil Kumar	Executive Director	Member

MEETINGS

a. MEETINGS OF THE BOARD:

During the year under review 12 (Twelve) Board meetings were convened and held respectively on the following dates: April 03, 2025, June 30, 2025, July 25, 2025, August 14, 2025, August 30, 2025, November 05, 2025, November 14, 2025, December 04, 2025, December 27, 2025, January 24, 2026, February 14, 2026, March 23, 2026 . The maximum time gap between any two consecutive meetings did not exceed 120 (One Hundred Twenty) days.

The names of the Directors, their attendance at Board Meetings during the year, attendance at the last AGM and the status of attendance of Board Meeting and AGM by each of Director is as follows:

Name of the Director	Board Meetings attended during the year	Attendance at last AGM
Mr. Ajay Bikram Singh	04	Yes
Mr. Sunil Kumar	12	Yes
Mr. Ramesh Chandragiri Reddappa	12	Yes
Mr. Deepak Kumar Gupta	06	Yes
Mr. Praveen Kumar Agarwal	11	-
Ms. Jyothi Thomas	12	Yes

b. MEETINGS OF THE SHAREHOLDERS:

Type of Meeting	Date
AGM for the Financial year 2024-2025	31.12.2025
AGM for the Financial year 2023-2024	25.09.2025

INDEPENDENT DIRECTORS' MEETING

As stipulated by the Code of Independent Directors under the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, a Separate Meeting of the Independent Directors of the Company was held on February 14, 2026, to review the performance of Non-Independent Directors (including the Chairman) and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties. Independent Directors 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 is of the opinion that the Independent Directors fulfil the conditions specified under the Act and the Regulations and are independent of the management.

BOARD FAMILIARISATION AND TRAINING PROGRAMME

The Board is regularly updated on changes in statutory provisions, as applicable to the Company. The Board is also updated on the operations, key trends and risk universe applicable to the Company's business. These updates help the Directors to keep abreast of key changes and their impact on the Company. An annual strategy retreat is conducted by the Company where the Board provides its inputs on the business strategy and long- term sustainable growth for the Company. Additionally, the Directors also participate in various programmes / meetings where subject matter experts apprise the Directors on key global trends.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Pursuant to Section 178(3) of the Act, the Company has framed a policy on Directors' appointment and remuneration and other matters ("Remuneration Policy") which is available on the website of the Company and link for the same is given in "Annexure-1" of this report. The Remuneration Policy for selection of Directors and determining Directors' independence sets out the guiding principles for the NRC for identifying the persons who are qualified to become the Director Your Company's Remuneration Policy is directed towards rewarding performance based on review of achievements. The Remuneration Policy is in consonance with existing industry practice. We affirm that the remuneration paid to the Directors is as per the terms laid out in the Remuneration Policy.

BOARD DIVERSITY

Your Company recognizes and embraces the importance of a diverse board in its success. The Board has adopted the Board Diversity Policy which sets out the approach to the diversity of the Board of Director. The said Policy is available on your Company's website and link for the same is given in "Annexure-1" of this report.

SUCCESSION PLAN

The Nomination and Remuneration Committee works with the Board on succession plan to ensure orderly succession in appointments to the Board and in the senior management. The Company strives to maintain an appropriate balance of skills and experience within the Board of Directors and the organization to introduce new perspectives while maintaining experience and continuity

BOARD POLICIES

The details of various policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are provided in "Annexure-1" to this report.

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT (BRSR)

The business responsibility & sustainability report framework as specified in Regulation 34 of SEBI (LODR) Regulations, 2015 is applicable on the top one thousand listed entities based on market capitalization, Since your company is out of the aforesaid criteria, therefore Company is not required to enclose the business responsibility & sustainability report as part of Annual Report.

COST RECORDS AND COST AUDITORS

The provisions of the Cost Audit were not applicable to the Company during the year under report. The Company has duly maintained cost records in terms of applicable provisions of law.

AUDITOR'S REPORT AND REPORTING OF FRAUDS BY AUDITORS

The observations, if any, made by the Statutory Auditors in their Audit Report together with the notes to accounts, as appended thereto are self-explanatory and hence does not call for any further explanation. The Auditor's Report does not contain any qualification, reservation, adverse remark, or disclaimer. During the Financial Year 2025-26, the Auditors have not reported any matter under Section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under Section 134(3) (ca) of the Companies Act, 2013. During the year under review, the Statutory Auditors and Secretarial Auditor of your Company have not reported any instances of fraud committed in your Company by Company's officers or employees, to the Audit Committee, as required under Section 143(12) of the Act.

CODE FOR PREVENTION OF INSIDER TRADING

Your Company has adopted a Code of Conduct ("Code") to regulate, monitor and report trading in Company's shares by Company's designated persons and their immediate relatives as per the requirements under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code, inter alia, lays down the procedures to be followed by designated persons while trading! dealing in Company's shares and sharing Unpublished Price Sensitive Information ("UPSI"). The Code covers Company's obligation to maintain a digital database, mechanism for prevention of insider trading and handling of UPSI, and the process to familiarise with the sensitivity of UPSI. Further, it also includes code for practices and procedures for fair disclosure of unpublished price sensitive information which has been made available on the Company's website and link for the same is given in Annexure -1 of this report.

GENERAL DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items, as there were no transactions/events of these nature during the year under review: 1. Issue of equity shares with differential rights as to dividend, voting or otherwise. 2. Issue of Shares (Including Sweat Equity Shares) to employees of your Company under any scheme. 3. Significant or material orders passed by the Regulators or Courts or Tribunals which impact the Going concern status and your Company's operation in future. 4. Voting rights which are not directly exercised by the employees in respect of shares for the subscription! purchase of which loan was given by your Company (as there is no scheme pursuant to which such persons can beneficially hold shares as envisaged under Section 67(3)(c) of the Act). 5. Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016. 6. One time settlement of loan obtained from the Banks or Financial Institutions. 7. Revision of financial statements and Director's Report of your Company.

BOARD EVALUATION

The Nomination and Remuneration Committee (NRC) has devised criteria for evaluation of the performance of the Board as a whole, various committees, chairperson and individual Director. The recommendations arising from the evaluation process were discussed at the Independent Directors' meeting held on February 14, 2026 and also at the NRC meeting and Board meeting held on February 14,

2026. The suggestions were considered by the Board to optimise the effectiveness and functioning of the Board and its committees.

STATUTORY AUDITORS

The Statutory Auditors, M/s B.K. Shroff & Co., Chartered Accountants, were re-appointed as the statutory Auditors of the Company in the AGM held on July 15, 2022 for a term of 5 years till March 31, 2027. However Statutory Auditors, M/s B.K. Shroff & Co, Chartered Accountants, resigned as Statutory Auditors of the company with effect from June 18, 2026.

On the recommendation of Audit Committee, Board of Directors at their meeting held on July 07, 2026 have appointed M/s Vyas & Vyas, Chartered Accountants (Firm registration No: 000590C) as the Statutory Auditors of the Company with effect from July 07, 2026 till the conclusion of 80th Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s B K Shroff & Co., Chartered Accountants, subject to the approval of the members in the ensuing 80th AGM of the Company.

Further, on the recommendation of Audit Committee, Board of Directors have recommended for appointment of M/s Vyas & Vyas, Chartered Accountants (Firm registration No: 000590C) as the Statutory Auditors of the Company for a term of five years to hold office from the conclusion of the 80th AGM of the Company to the conclusion of 85th AGM of the Company to be held in the year 2031 and placed the requisite resolutions in the notice of the ensuing 80th AGM of the Company for member's approval. Statutory Auditors M/s Vyas & Vyas, Chartered Accountants (Firm registration No: 000590C) have confirmed their eligibility and willingness for their appointment as per the provisions of section 141 of the Companies Act, 2013 and relevant rules framed thereunder. As per the provisions of SEBI (LODR) Regulations, 2015, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

Further for the F.y. ended March 31, 2026, the notes on Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments. There is no qualification, reservation, adverse remark or disclaimer by the auditors in their report

INTERNAL AUDITORS

In terms of Section 138 of the Companies Act, 2013 and Rule 13 of Company (Accounts) Rules, 2013, the Company appointed Mr. Dilip Shah, Chartered Accountant as Internal Auditor to conduct the internal audit of the company for the Period 2025-2026. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed and corrective steps are taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

VIGIL MECHANISM

Pursuant to Regulation 15 of the SEBI (LODR) Regulations, 2015, which states that Regulation 22 of the SEBI(LODR) Regulations, 2015, is not applicable to the Company. However, pursuant to Section 17/(9) of the Companies Act, 2013, read with Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014, your Company has established a vigil mechanism. Further, Whistle Blower & Vigil Mechanism Policy as required has been uploaded on the website of the Company at www.easternsilk.com

RISK MANAGEMENT POLICY

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Management Policy which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the Policy.

ANNUAL RETURN

In terms of Section 92(3) of the Companies Act, 2013, and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company - https://www.easternsilk.com

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments, if any affecting the financial position of the Company which have been occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

According to Section 134 (5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguard 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. The Company has a well placed internal financial control system, which ensures the all assets are safeguarded, and protected and that the transactions are authorized, recorded and reported correctly. The Company's Internal Financial Control System also comprises of due compliances with Company's policies and Standard Operating Procedures (SOPs) . During the year such controls were tested with reference to financial statements and no material weakness in the formulation or operations were observed.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 are given in the Notes to the Financial Statements. . However, the company has not made Investment through more than two layers of investment Companies in accordance with Section 186 of the Act. Further the Company has not given any guarantee or security to any person or body corporate.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Related Party Transactions that were entered into during the Financial Year 2025-26 were on Arm's Length Basis and were in the Ordinary Course of business. There were no materially significant Related

Party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2, is appended as "Annexure II" to the Board report.

PARTICULARS OF EMPLOYEES

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force). During FY 2025-26, there was no such employee in the Company who employed throughout the year and was in receipt of remuneration of not less than one crore and two lakh rupees or not less than eight lakh and fifty thousand rupees per month if employed for a part of the financial year.

Details as required under the provisions of section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, containing, inter alia, ratio of remuneration of directors and KMP to median remuneration of employees and percentage increase in the median remuneration are annexed to this Directors' Report as 'Annexure III'.

Further, a statement containing details of top ten employees in terms of the remuneration drawn and other specified employees as required under the provisions of section 197(12) of the Act read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, forms part of this Directors' Report. In terms of the provisions of section 136 of the Act, the report is being sent to the members excluding the aforesaid statement. This statement will be made available by email to members of the Company seeking such information. The members can send an email to compliance@deltic.co.

SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Act and Rules made there under, M/s H Nitin & Associates, Practicing Company Secretary has been appointed Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as Annexure to this report.

CORPORATE GOVERNANCE REPORT

Your Company is committed to maintain the highest standards of ethics and governance, resulting in enhanced transparency for the benefit of all stakeholders. Your Company has implemented all the stipulations enshrined in the Listing Regulations, 2015, and the requirements set out by the Securities and Exchange Board of India. The Report on Corporate Governance as stipulated under Regulation 27 of the Listing Regulations, 2015 forms part of this Report . The requisite Certificate from M/s. H Nitin & Associates, Company Secretary in Practice, confirming compliance with the conditions of Corporate Governance stipulated under Regulation 27 of the Listing Regulations, 2015 is annexed to the Report on Corporate Governance, which forms part of this Report.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACTS, 2013

Your Company is committed to provide a good work environment which ensures that every women employee is treated with dignity, respect and equality. There is zero tolerance towards sexual harassment invites serious disciplinary action. The Directors state that during the year under review, company has not received any complaint of harassment under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Further as required under clause (x) of Rule 8 of The Companies (Accounts) Rules, 2014, Company had duly constituted the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of complaints of sexual harassment received in the year;	Nil
Number of complaints disposed off during the year; and	Nil
Number of cases pending for more than ninety days]	Nil

COMPLIANCE WITH MATERNITY BENEFIT ACT 1961

As required under clause (xiii) of Rule 8 of The Companies (Accounts) Rules, 2014, it is stated that in Financial Year 2025-26, there was no female employee in employment who was entitled for maternity benefit under maternity benefit act 1961 and further company has not received any claim for maternity benefit in the aforesaid period. Company has complied and is committed to comply with all applicable labour legislations.

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

Particulars with respect to Conservation of Energy:

a. Steps taken or impact on Conservation of energy-

The power consumption of the Company as a percentage of the total turnover comes to negligible percent. The efforts of the Company are aimed to minimize energy consumption in spite of the rapid increase in operations of the Company.

b. Steps taken for utilizing alternate sources of energy:

As the energy consumption to total turnover is very minimal, use of alternate source of energy is presently not required. During the year, the Company reported a rise in renewal energy use and reduction in specific energy consumption v/s production.

c. Capital investment on energy conservation equipment:

As the energy consumption to total turnover is very minimal, investment in Energy Conservation Equipment is presently not required.

(II) Particulars with respect to Technology Absorption:

a. Efforts made- The Company has always been aware of the latest technological developments and adapted them to make products more cost effective and to attain high levels of quality.

b. Benefits derived- The benefits derived by the Company for such adaptation have been evident in reducing cost, improving packaging, upgrading existing products and developing new products. Thus, it helped the Company to satisfy consumer needs and business requirements.

c. Imported technology-

Technology imported: None

Year of import: Not applicable

Has technology been fully absorbed: Not applicable

d. Research & Development:

The Company is planning to have R&D unit in near future currently there is no expenditure were

incurred by the Company on the same.

(Ill) Foreign Exchange Earnings and Outgo:

During the Financial Year 2025-2026, particulars regarding Foreign Exchange Earnings and Outgo, as required by the Companies (Accounts) Rules, 2014 are as follows:

PARTICULARS	2025-2026 (Rs. In Lakhs)
Foreign Exchange Earnings (Inflow)	1811.24
Foreign Exchange Outgo (Outflow)	656.52

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Provisions of Corporate Social Responsibility as stipulated under Companies Act 2013 is not applicable for the year ended March 31, 2026.

MANAGEMENT DISCUSSIONS AND ANALYSIS

As required under the Listing Regulation, Management Discussion and Analysis Report is presented in Annexure and forms an integral part of the Directors' Report.

HUMAN RESOURCES

Our employees are our core resources and the Company has continuously evolved policies to strengthen its employee value proposition. Your Company was able to attract and retain best talent in the market and the same can be felt in the past growth of the Company. The Company is constantly working on providing the best working environment to its Human Resources with a view to inculcate leadership, autonomy and towards this objective; Our Company makes all efforts on training. Qur Company shall always place all necessary emphasis on continuous development of its Human Resources. The belief "Great People create Great Organization" has been at the core of the Company's approach to its people.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors based on the representations received from the operating management and after due inquiry confirms that:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation n relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

LISTING WITH STOCK EXCHANGES

The Company's equity shares are listed on SME platform of National Stock Exchange of India Limited with Symbol Deltic. The Company is regular in payment of Annual Listing Fees. The Company has already paid the Listing Fees for the year 2025-26.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has duly followed the applicable Secretarial standards, SS-1 & SS-2 relating to Meeting of the Board of Directors and General Meeting respectively.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the support and co-operation received from the Government Departments, Bankers, Customers, Investors, Stakeholders and all others with whose help, cooperation and hard work the Company is able to achieve the results.

For and on Behalf of the Board of Eastern Silk Industries Limited

Sunil Kumar
Whole Time Director
DIN: 09424480

Ramesh Chandragiri Reddappa
Whole Time Director
DIN: 10535137

ANNEXURE – 1

BOARD POLICIES

Sl No	Policy Name	Web Link
1	**Code of Conduct for Insider Trading**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
2	**Familiarization Programme**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
3	**Prevention of Sexual Harassment Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
4	**Policy for Determining Materiality of Events**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
5	**Policy for Preservation of Documents**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
6	**Code of Conduct for Senior Management and Personal**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf

7	**Code For Independent Directors**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
8	**Related Party Transaction Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
9	**Whistle Blower Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
10	**Nomination and Remuneration Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
11	**Policy for Determining Material Subsidiary**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
12	**Policy for Evaluation of the Performance of the Board of Directors**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
13	**Policy on Procedure of Inquiry in Case of Leak of UPSI**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
14	**Remuneration Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
15	**Risk Management Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf
17	**Board Diversity Policy**	https://easternsilk.com/wp-content/uploads/2024/07/Disclosure-under-Regulation46-of-SEBI2015-1.pdf

Annexure-II

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3)of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

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

S.NO.	Name of the Related Party	Nature of the Relationship	Nature of Contract/ Arrangement/ Transactions	Amount Involved In Rs.	Amount (in ₹) Duration of Contract/ Arrangement	Amount Paid As Advance
1	Baumann Dekor FZC	Enterprises under the control of KMP & their relative	Sales of Goods	1,83,48,330	01/04/2025 to 31/03/2026	Nil
2	Baumann Dekor Private Limited	Enterprises under the control of KMP & their relative	Amount received as per the approved Resolution plan towards the payments to financial creditors.	39,28,40,650	01/04/2025 to 31/03/2026	Nil
			Amount received as per the approved Resolution plan towards the working capital	15,00,000	01/04/2025 to 31/03/2026	Nil
3	Warps and Wefts FZC	Enterprises under the control of KMP & their relative	Sales of Goods	6,12,62,663	01/04/2025 to 31/03/2026	Nil
			Receipts Against Sales	6,12,62,663	01/04/2025 to 31/03/2026	3,28,51,580
			Purchase of Goods	17,432	01/04/2025 to 31/03/2026	Nil
			Paid against Purchase	19,86,800	01/04/2025 to 31/03/2026	Nil

4	Consilio Resource Private Limited	Enterprises under the control of KMP & their relative	Sales of Goods	5,30,337	01/04/2025 to 31/03/2026	Nil
			Receipts Against Sales	6,07,653	01/04/2025 to 31/03/2026	1,47,92,347
5	Shakuntla Sampling	Enterprises under the control of KMP & their relative	Sales of Goods	71,17,074	01/04/2025 to 31/03/2026	Nil
			Purchase of Goods	1,45,70,773	01/04/2025 to 31/03/2026	37,78,069
			Paid against Purchase	48,57,506	01/04/2025 to 31/03/2026	Nil
6	LSC Marketing India Private Limited	Enterprises under the control of KMP & their relative	Sales of Licence	12,47,591	01/04/2025 to 31/03/2026	Nil
7	Design Coordinates FZC	Enterprises under the control of KMP & their relative	Advances Received	2,58,37,150	01/04/2025 to 31/03/2026	2,87,65,465
8	Trendz Building Materials Trading LLC	Enterprises under the control of KMP & their relative	Advances Received	1,54,01,550	01/04/2025 to 31/03/2026	1,69,76,340
9	Ajay Bikram Singh	KMP	Unsecured Loan	15,70,00,000	01/04/2025 to 31/03/2026	15,70,00,000

For and on Behalf of the Board of Eastern Silk Industries Limited

Sunil Kumar
Whole Time Director
DIN: 09424480

Ramesh Chandragiri Reddappa
Whole Time Director
DIN: 10535137

Annexure-III

STATEMENT CONTAINING THE NAME AND OTHER PARTICULARS OF EMPLOYEES

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

(i) The percentage increase in remuneration of each Director and Key Managerial Personnel (KMPs) during the FY 2025-26 are as under:

Name of the Director	Designation	percentage increase in remuneration of each Director and Key Managerial Personnel (KMPs)
Mr Ajay Bikram Singh	Chairman	N.A.
Mr. Sunil Kumar	Whole Time Director & CFO	N.A.
Mr. Ramesh Chandragiri Reddapa	Whole Time Director	N.A.
Mr. Ravi Kumar Resigned w.e.f. 10.11.2025	Company Secretary	N.A.
Mr. Nitin Dubey Appointed w.e.f. 04.12.2025	Company Secretary	N.A.

The information required under section 197 of the Act and rules made there-under, in respect of employees of as shown below:
(a) Employed throughout the year and in receipt of remuneration aggregating to Rs.1,02,00,000 or more - Nil
(b) Employed for part of the year and in receipt of remuneration of Rs.8,50,000 or more per month - Nil
(iii) The percentage increase in median remuneration of employees for the Financial Year 2025-26 -Nil
(iv) The number of permanent employees on the rolls of the Company is 248.
(v) Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration if any: Not Applicable
(vi) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

For and on Behalf of the Board of Eastern Silk Industries Limited

Sunil Kumar
Whole Time Director
DIN: 09424480

Ramesh Chandragiri Reddappa
Whole Time Director
DIN: 10535137

Global Economy

The global economy demonstrated remarkable resilience in 2025, achieving a growth rate of 3.4%, despite heightened trade tensions and persistent policy uncertainty. Economic activity was supported by technology-led investments, accommodative financial conditions and targeted policy measures across major economies. However, following a period of resilience in the face of elevated trade barriers and uncertainty, global activity now faces a significant headwind from the outbreak of conflict in the Middle East. Looking ahead, the global outlook remains broadly stable, albeit cautious. Structural drivers, particularly sustained investment in technology and AI, along with continued policy support are expected to support global economic stability. Policymakers will need to encourage the diffusion and adoption of new technologies while ensuring adequate investment in skills development to support a smoother labour market transition.

Indian Economy

Despite navigating multiple headwinds, India achieved real GDP growth at 7.6% , supported by robust domestic demand conditions and strong business optimism. Economic activity remained relatively resilient, with leading indicators pointing towards continued momentum in manufacturing. Within this broader growth environment, the textile and apparel sector, contributing approximately 2.3% to India's GDP and employing over 45 million people, remained a significant beneficiary of India's economic momentum. Direct tax exemptions for the middle-income segment under the Union Budget 2025-26 supported disposable incomes, thereby strengthening consumption. Building on this, the accelerated rationalization of GST slabs ahead of the festive season further boosted demand, while also providing relief to MSMEs and the informal sector amid subdued external demand conditions. Against this backdrop of easing price pressures, inflation moderated to multi-year lows, enabling the Reserve Bank of India to implement a cumulative 125-basis-point rate cut in 2025 to support growth and revive credit demand. Looking ahead, India's growth outlook remains positive, underpinned by strong services sector, continued infrastructure investment and ongoing structural reforms. The proposed India– EU Free Trade Agreement is expected to provide access to over 99% of India's exports, while the recently concluded India–UK FTA opens further avenues for trade expansion. Continued focus on infrastructure, manufacturing, digital transformation and supply chain diversification is likely to strengthen India's position as a global hub for production and consumption.

Industry Overview

The global textile market was valued at $ 1,104 Billion in CY 2025, with Asia Pacific accounting for 48.7% of the market, supported by its strong manufacturing base, cost competitiveness and growing domestic demand. China, India and Bangladesh continued to maintain a significant presence owing to their extensive production infrastructure, availability of skilled labour and access to raw materials. India remains among the largest and most diversified textile producers. Total exports, including handicrafts, increased from ₹3,09,859.3 crore in FY 2024–25 to ₹3,16,334.9 crore in FY 2025– 26, registering a growth of 2.1%. 6 Government initiatives, including enhanced budgetary allocation, the Production Linked Incentive (PLI) scheme and targeted support for MSMEs, strengthened the industry. These measures are expected to support capacity expansion, productivity improvement and long-term growth.

REVIEW OF MACRO-ECONOMIC FACTORS:

Currency trends at a glance The US Dollar rose to 86.96 USD/INR and holds steady, while the Euro was reported at 92.4326 EUR/ INR 19 in March 2025. The Pound Sterling stands at 113.531 GBP/INR. The depreciation of the Indian Rupee against the US Dollar, from ₹83.40 in April 2024 to ₹86.06 in July 2025, has made Indian exports more competitive in the US market. With the weakening of the INR, Indian products have become more affordable for US buyers, potentially driving higher demand and boosting export volumes.

EXPORTS:

India's textile exports reached $35.90 billion 34 in FY24, making it the sixth-largest exporter of textiles across apparel, home and technical segments. During the same period, the share of textile and apparel including handicrafts in India's total exports stood at 8.21%. India holds a 3.91% share in global textile and apparel trade, with the US and EU being key destinations, accounting for around 47% of total textile and apparel exports. Government incentives and favourable trade agreements have continued to power exports in this sector. During FY25, textile exports is estimated to be $37 billion. The sector is now set to play a key role in the coming years, aiming to grow exports to $100 billion by FY30, up from $34.43 billion in FY24.

Competitive landscape

India remains a strong global player in key segments, including: • Home textiles: India maintains a leading position in global home textiles, supplying to major international markets like the US, which accounted for 56% of India's home textile exports in the first nine months of FY25.

India benefits from a major cost advantage in the textile sector due to its skilled manpower and lower production costs. This competitive edge strengthens its position in both home and advanced textiles exports. While India's fundamentals remain strong, sustaining a steady momentum in value-added segments like home and technical textiles will be critical amid intensifying international competition. In FY24, total textile exports stood at $35.9 billion, reinforcing India's significant role in global supply chains across various textile categories. The home textile industry is attracting major investments in infrastructure from governments worldwide to support textile production and promote eco-conscious manufacturing practices. Additionally, with consumer preferences shifting towards organic cotton, recyclable materials and eco-friendly colours and stricter regulations, home textile manufacturers are increasingly adopting sustainable practices to innovate and meet updated safety and environmental standards. Furthermore, antimicrobial and smart textiles are gaining traction owing to their durability, enhanced hygiene, and ease of maintenance. The global home textile market is projected to grow at a CAGR of 6.1% 38 , reaching approximately $235.9 billion by 2033, up from $130.5 billion in 2023. This growth is being driven by advances in textile manufacturing, increased spending on new home construction, greater demand for home renovations and high disposable incomes. Asia-Pacific continues to dominate production, while North America and Europe drive high-value consumption due to premiumisation trends and sustainability mandates. E-commerce has emerged as a critical distribution channel for home textiles, offering customers a wider range of products, quick comparisons, and personalisation options. There is a growing consumer inclination towards branded, design-forward home textiles, especially in urban markets, reflecting a premiumisation trend. Driven by sustainability, technological advancements, and evolving lifestyle needs, the global home textiles industry is well-positioned for steady long-term growth, offering significant opportunities for both innovation and value creation.

REGIONAL INSIGHTS

The Asia Pacific region dominated the global home textiles market with a revenue share of over 48% in 2025, driven by strong manufacturing bases in China, India and Bangladesh. As of 2025, the Asia Pacific home textiles market is estimated at approximately $70 billion, up from $65.36 billion in 2024, growing at a 7.2% CAGR 39 with the global home textiles market projected to reach $146.47 billion in 2025. Europe is the largest importer and exporter of home textiles, with the region's home textile market expected to grow at a CAGR of around 7.5% from 2024 to 2030. In the UK, the home textile market is witnessing a potential surge in demand owing to the increasing adoption of sustainable home textile products. The market for home textiles in North America is projected to grow at a CAGR of over 5% from 2024 to 2030. Greater sustainability awareness is influencing consumer preferences, with more people seeking eco-friendly and organic products, such as bedding, towels and curtains made from sustainable materials. India accounts for approximately 4% 40 of the global home textiles trade. Growth in this sector is primarily driven by rising household incomes, a burgeoning population and expansion in end-use sectors such as housing, hospitality, healthcare and more. The US remains India's largest export market, constituting 59% of exports in FY24 and 56% 41 in 9M FY25. Going forward, India's home textile industry is expected to expand at a CAGR of 8.9% 42 from $10.78 billion in FY23, reaching $23.32 billion in FY32. Industry revenues are anticipated to grow by 7 to 9% 43 in FY25 and 6 to 8% in FY26, with operating profit margins likely to remain between 13 and 15%. The growth trend will largely depend on the resolution of tariff issues with the US and the progress of free trade agreement negotiations with the UK and the EU

LINEAGE

Established in 1946, Eastern Silk Industries Limited is a leading textile manufacturer renowned for its high-quality furnishing fabrics. Our commitment to excellence is driven by state-of-the-art technology, enabling us to consistently meet and exceed international standards.

As a vertically integrated production unit, we oversee every stage of fabric creation—from sourcing raw yarns to processes such as treating, twisting, warping, weaving, and embroidery. This end-to-end control allows us to maintain strict quality standards at every step, ensuring superior finished products.

Our advanced production capabilities include a wide range of weaving techniques such as jacquards, velvet jacquards, embroidery, and dobby. We specialize in crafting exceptional fabrics using both natural fibers—like cotton, linen, and silk—as well as innovative synthetic materials including polyester, viscose, and acrylic yarns.

Our Textiles and technologies stand for exceptional quality and a strong spirit of innovation. We consistently look to nature as our role model, placing sustainability at the forefront of everything we do

STRATEGIC CORPORATE TRANSFORMATION

- **LEGACY OF EXCELLENCE IN TEXTILE MANUFACTURING**

Decades-long track record in Textile Manufacturing delivering Textile Excellence Since inception in 1946.

- **TURNAROUND UNDER NEW BOARD & PROMOTERS POST CIRP**

After a challenging period of financial stress and insolvency proceedings, a successful resolution has repositioned the company for stability. New Board was constituted on March 11, 2024 implementing governance and financial restructuring to set ESIL on a sustainable, profitable path.

- **POISED FOR GROWTH**

ESIL is now on a multi-year growth trajectory, evidenced by strengthening fundamentals. With a cleansed balance sheet and a focused strategy, the company is targeting steady revenue expansion and margin improvement in the coming years, rebuilding investor confidence.

PRODUCT PORTFOLIO

- **DRAPERY**

  Curtain sheer, Curtain Drapes, Curtain Blackouts, Embroidered, Jacquard, Printed, Burnouts, Plain, Textured, Blackouts and more

- **UPHOLSTERY**

  UPHOLSTERY FABRICS

BEDDINGS

Bed Sheets, Comforters, Fitted Sheet Sets, Quilted Bed Covers, Pillow Covers, Duvet & Duvet Covers, Cushion Covers, and more.

RUGS

TEXTILE ACCESSORIES

OUR CLIENTS

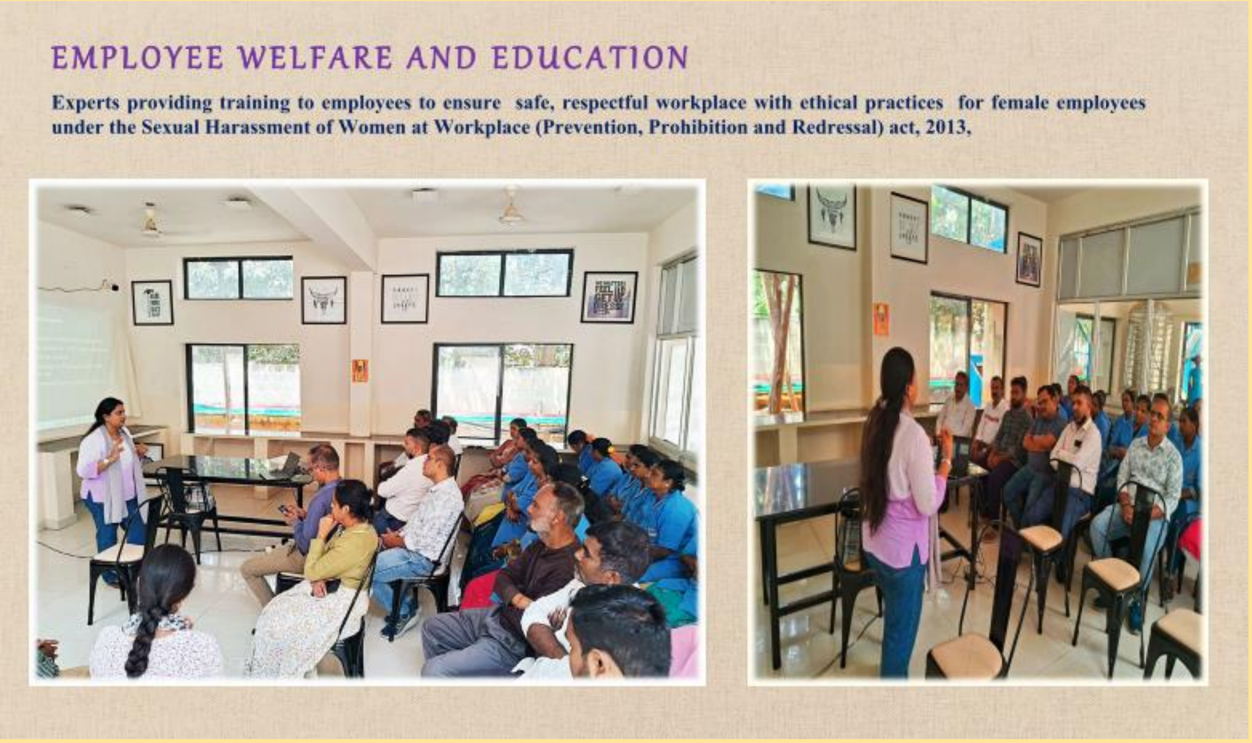
Heimtextil Exhibition

ESIL participated in Heimtextil Exhibition held in Germany. Heimtextil is the Textile industry's most important global event for Textiles, Interior design and Interior trends held every year in Frankfurt Germany

19th HGH INDIA EXHBITION, 2026

ESIL participated in **19th HGH INDIA EXHBITION. HGH India is India's well established annual trade show for home textiles, home décor, houseware, gifts and lifestyle.**

EMPLOYEE WELFARE AND EDUCATION



RISK MANAGEMENT:

Risk Management is an integral part of our Company's business strategy. A dedicated team is a part of the management processes governed by the senior management team. This team reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyses risk exposure related to specific issues and provides oversight of risk across the organization. The team nurtures a healthy and independent risk management function to avoid any kind of misappropriations in the Company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Board holds the responsibility for assessing and approving the efficiency of internal controls, including financial, operational, and compliance aspects. The Company has implemented a robust and sufficient internal control system to safeguard its assets against loss and ensure proper authorization and recording of all transactions. The internal control system is continuously enhanced and evaluated for effectiveness. The information provided to management is accurate and prompt. The Company prioritizes the reliability of financial reporting and adherence to legal and regulatory requirements. To strengthen controls, the Company utilizes technology and centralizes processes, enhances monitoring, and maintains effective tax and treasury strategies. The Audit Committee oversees the effectiveness of internal controls, employing new technologies that influence financial controls and risk management. The Company has established an Internal Financial Control framework, encompassing internal controls over financial reporting, operating controls, and an anti-fraud framework. The framework undergoes regular reviews by management and is tested by both an independent audit firm and the internal audit team. The results are presented to the Audit Committee. Based on periodic testing, the framework is fortified to ensure the adequacy and effectiveness of Internal Financial Controls.

TOTAL QUALITY MANAGEMENT (TQM)

QUALITY STANDARDS

The Company adheres to quality standards compliant with ISO-9001:2008 regulations. Company has been granted an ISO 9001: 2015 (Quality Management System), ISO 45001:2018 (Occupational Health & Safety Management System), and ISO 14001:2015 (Environmental Management System) certificates by the Americo Quality Standards Registech, member of International Accreditation Forum (IAF) & United Accreditation Foundation (UAF).

The certifications have been granted in recognition of the robust Quality Management systems, standardized processes and continuous improvement practices adopted by the company in Environmental Management and Occupational Health & Safety Management Systems. The certification reaffirms the company’s commitment to ensure adherence to internationally recognized standards for Quality, Environmental and Occupational Health & Safety Management Systems with focus on sustainable and responsible business practices.

Fabrics undergo a rigorous series of mechanical, efficacy, and compliance tests to ensure that they consistently deliver peak performance and fulfil their product promise. These tests are conducted not only at our in-house NABL-accredited lab but also at globally recognized third-party labs.

STAIN REMOVAL TESTING

To verify that its fabrics can withstand tough stains, are easy to clean, and retain their quality over time, we have created a unique testing process.

To ensure long-lasting appearance and superior stain-removal performance, we have designed a unique testing process for our fabrics.

To guarantee easy care, effective stain resistance, and lasting beauty wash after wash, we have developed a proprietary testing process.

We test all our fabrics both in our in-house laboratory and at independent third-party facilities to ensure they meet our rigorous quality standards. Multiple types of stains are applied to each fabric and evaluated under various cleaning conditions to verify effective stain removal. We also assess how well the fabrics withstand common household spills and stains, including those that have remained on the surface for an extended period. Finally, we conduct repeated wash-and-test cycles to ensure the fabrics maintain their durability, performance, and appearance over time.

PERFORMANCE & DURABILITY TEST

We are committed to delivering fabrics that are durable, dependable, and consistently perform to the highest standards. That's why each fabric is rigorously tested in our fully accredited in-house laboratory and verified by independent third-party laboratories.

These are the tests our fabrics undergo to ensure peak performance:

MARTINDALE ABRASION AND PILLING TEST - For resistance to wearing and abrasion.

BRUSH PILLING - Test to measure to measure a fabric's resistance to fuzzing and pilling

COLOUR FASTNESS - Test to measure textile's resistance to fading or color bleeding

WASHABILITY - Testing to ensure the fabric maintains its strength, appearance, and performance wash after wash.

ANTIBACTERIAL TESTS - Evaluate the efficacy of antibacterial finishes added to textiles and fabrics by challenging the finishes with various bacterial strains

COST AND PRICE MANAGEMENT

The Company provides high-value offerings to consumers achieved through aggressive waste reduction and quality improvement strategies such as value engineering, modularity, lightweight, alternative materials, localization, and process innovation. These efforts extend across the entire supply chain, incorporating productivity enhancements, process improvements and low cost automation. The structured cost-reduction approach comprising alternate sourcing, alternate material, alternate design, light weighting helped in improving the overall cost realization across products. Employee engagement is a cornerstone, driving one of the industry's most active employee suggestion programmes. The staff, at all levels, focus on cost reduction, operational enhancements, and waste elimination. Digitalization of internal processes is increasing to reduce waste and improving efficiency, particularly in fixed costs. Intense focus on cost management has enabled the Company to navigate commodity price inflation successfully, achieving record profits and earning recognition, with customer satisfaction.

ENVIRONMENT, OCCUPATIONAL HEALTH AND SAFETY

All manufacturing Plants have been certified under the 'Integrated Management System' of ISO 14001:2015 and ISO 45001:2018.

A comprehensive Occupational Health and Safety Management System is in place across all manufacturing plants of Raymond Lifestyle Limited, providing maximum coverage to employees and workers. The system is aligned with international standards and certified under ISO 45001:2018. Safety culture is reinforced through regular training programmes, induction sessions for new employees and visitors, and continuous reinforcement of safe practices including mock drills and visible safety signage. Dedicated safety officers & welfare officers in all our plants are engaged in compliance with the provisions of the Occupational Safety, Health and Working Conditions Code, 2020

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Share Capital:

As on March 31, 2026, The paid up equity capital of company is ₹ 100 Lakhs.

Reserves and Surplus:

The Reserves and Surplus of Company is ₹ 3482.50 Lakhs for the Financial Year ended on March 31, 2026.

Total Income:

The Company has earned total Income of ₹ 2581.10 Lakhs for year ended on March 31, 2026

Employee Benefits Expenses and Finance Costs:

Employee Benefits Expenses stood at ₹ 1569.75 Lakhs and Finance Cost stood at ₹ 0.77 Lakhs for Financial Year 2025-26.

Material Costs:

Material Costs stood at ₹ 921.62 Lakhs in Financial Year 2025-26

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

Talent Management is a key people planning tool that provides an integrated means of identifying, selecting, developing and retaining top talent within our organization. Attrition has been managed well and has been below industry benchmarks. The Company employed 280+ Employees in the Financial Year 2025-2026. The Company has kept a sharp focus on Employee Engagement. We follow 360-degree feedback to ensure the satisfaction of our people. We have a strong system of grievance handling too. No concern of our people goes without addressing. We strive for excellence in Human Resource management.

CAUTIONARY STATEMENT:

This report contains forward- looking statements based on the perceptions of the Company and the data and information available with the company. The company does not and cannot guarantee the accuracy of various assumptions underlying such statements and they reflect Company's current views of the future events and are subject to risks and uncertainties. Many factors like change in general economic conditions, amongst others, could cause actual results to be materially different.

CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE REPORT FOR THE YEAR ENDED ON 31st MARCH, 2026

At Eastern Silk Industries Limited, Corporate Governance is all about maintaining a valuable relationship and trust with stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximizing shareholders value, be its shareholders, customers, investor's communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses. We believe that any business conduct can be ethical only when it resets on the customer value, ownership mindset, respect, integrity, One Team and Excellence.

Corporate Governance is system of rules, practices and processes by which a Company is directed and controlled. Corporate governance essentially involves balancing the interests of the many stakeholders in a Company –these include its shareholders, management, customers, suppliers, financiers, government and the community. Since Corporate Governance also provides the framework for attaining a Company's objectives, it encompasses practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure.

Corporate Governance refers to the way a corporation is governed. It is the technique by which companies are directed and managed. It means carrying the business as per the stakeholders' desires. It is actually conducted by the Board of Directors and the concerned Committees for the Company's stakeholder's benefit. It is all about balancing individual and societal goals, as well as, economic and social goals. Over the years, the Company has followed best practices of Corporate Governance. The objective of Company, its management and its employees is to render the Company's services in such a way so as to create value that can be sustained over the long term for consumers, shareholders, employees, business partners and the national economy.

Your Company believes that the success of an organization is irrevocably linked to the maintenance of global standards of corporate conduct towards its stakeholders. Towards this end, your Company has always focused on good corporate governance as the key driver of sustainable corporate growth and long term value creation.

1. COMPANY PHILOSOPHY:

We continue to believe that good corporate Governance is essential to achieve long term corporate goals and to enhance stockholders value. Company is a listed company on the Bombay Stock Exchange Limited. The Company has complied with in all material respect with the features of corporate governance as specified in the SEBI (LODR) Regulations, 2015.

2. BOARD OF DIRECTORS:

The Board of Directors which is a body formed to serve and protect the overall interest of all the stakeholders, provides and evaluates the strategic direction of the Company; formulates and reviews management policies and ensures their effectiveness. The Board critically evaluates strategic direction of the Company and exercises appropriate control to ensure that the business of the Company is conducted in the best interests of the shareholders and society at large.

A. Composition of Board of Directors

The Company has a balanced and diverse Board which includes independent professionals and conforms to provisions of the Companies Act, 2013 (the Act) and the Listing Regulations, 2015. Your Company's Board represents an optimum combination of experience and expertise in diverse areas such as banking, finance, law, general The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company. None of the Directors are inter-se related to each other. None of the Directors on the Company's Board are members of more than 10 (ten) committees and chairpersons of more than 5 (five) committees (being, Audit Committee and Stakeholders' Relationship Committee) across all the companies, in which he / she is a Director. All the Directors have made necessary disclosures regarding committee positions held by them in other companies and do not hold the office of Director in more than 10 (ten) public companies as on 31 st March, 2026. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations, 2015.

The Board of Directors of the company comprises of:

i. Two Executive Director and One Non Executive Non Independent Director

ii. Three Non-Executive Independent Director

The names and categories of the Directors on the Board, their attendance at the Board Meetings held during the year and the numbers of Directorships and Committee Chairmanships/ Memberships held by them in other Companies are given below

B. The Composition of Board and Attendance Record of Directors for 202526:

Name of Director	**Category**	**Shareholding in Company (No. of Shares)**	**No. of Board Meetings during the year 202526**		**Date of Appointment**	**No. of Directorship (s) held in Indian Listed public Company**	**Number of Committee(s) position held in listed Public Company**	
			Held	Attended			**Member**	**Chairman**
Mr.	Executive Director	Nil	12	12	January 03, 2025	Nil	N.A.	N.A.

Sunil Kumar								
Mr. Ramesh Chandragiri Reddappa	Executive Director	Nil	12	12	January 03, 2025	Nil	N.A.	N.A.
Mr. Ajay Bikram Singh	Non Executive Director	1	12	04	January 03, 2025	Nil	N.A.	N.A.
Mr. Deepak Kumar Gupta	Non Executive Independent Director	Nil	12	06	January 03, 2025	Nil	N.A.	N.A.
Mr. Praveen Kumar Agarwal	Non Executive Independent Director	Nil	12	11	January 03, 2025	Nil	N.A.	N.A.
Ms. Jyothi Thomas	Non Executive Independent Director	Nil	12	12	January 03, 2025	Nil	N.A.	N.A.

BOARD MEMBERSHIP CRITERIA

The Nomination and Remuneration Committee works with the entire Board to determine the appropriate characteristics, skills and experience required for the Board as a whole and for individual members. Board members possess the required qualification, integrity, expertise and experience for the position. They also possess deep expertise and insights in sectors / areas relevant to the Company and ability to contribute to Company's growth. The Board periodically evaluates the need for change in its size and composition to ensure that it remains aligned with statutory and business requirements.

List of Core Skills / Expertise / Competencies of the Directors of the Company

1. Strategy planning and execution;
2. Management and leadership;
3. Functional and managerial experience;
4. Legal and risk management;
5. Corporate governance systems and practices; and
6. Finance, banking and accounts.

BOARD INDEPENDENCE

Our definition of 'Independence' of Directors is derived from Regulation 16(b) of the Listing Regulations, 2015 and Section 149(6) of the Act. Due to promulgation of Section 149 of the Act and Regulation 25 of the Listing Regulations, 2015, Independent Directors can be appointed for 2 fixed terms of maximum five years and they shall not be liable to retire by rotation. Therefore, the Company has appointed/ re-appointed all the existing Independent Directors for a fixed term of five consecutive years in compliance with the aforesaid provisions. The Company has issued formal letters of appointment to all the Independent Directors as prescribed under the provisions of the Act and the terms and conditions of their appointment have been uploaded on the website of the Company. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as specified under Section 149(6) of the Act and applicable provisions of Listing Regulations, 2015 and that they are qualified to act as Independent Directors. In the opinion of the Board, the Independent Directors fulfil the conditions specified in the Listing Regulations, 2015 and are independent of the management. As required under the Act, the Independent Directors held a separate meeting to assess the functioning of the Board and its Committees and to evaluate the performance of the Chairman and the Executive Directors. The maximum tenure of the Independent Directors is in compliance with the provisions of the Listing Regulations, 2015 and the Act. No Independent Director of the Company has resigned or was re-appointed during the financial year under review.

FAMILIARIZATION OF BOARD MEMBERS

As an onboarding process, all new Directors inducted on the Board are taken through a familiarization process whereby information of the Company, its various units, products and financials is shared and explained to the Director. The provision of an appropriate induction programme for the Directors and ongoing training for existing Directors is a major contributor to the maintenance of high Corporate Governance standards of the Company. All new Directors inducted on the Board are introduced to the Company's culture through appropriate orientation sessions or at the meeting of Board of Directors. Presentations are shared to provide an overview of the Company's operations and to familiarize the new Directors with our operations. They are also introduced to our organization structure, our products, Board procedures, matters reserved for Board and our major risk and risk management strategy. The Independent Directors, from time to time, request management to provide detailed understanding of any specific project, activity or process of the Company. The management provides such information and training either at the meeting of the Board of Directors or otherwise. The induction process is designed to:

a. build an understanding of the Company, its businesses and the markets and regulatory environment in which it operates; b. provide an appreciation of the role and responsibilities of the Director;

c. fully equip Directors to perform their role on the Board effectively; and

d. develop understanding of the Company's people and its key stakeholder relationships.

e. The Directors are also kept informed about market and sectoral trends, changes in governing laws and regulations, etc.

BOARD MEETINGS AND PROCEDURE

The Board meets at least once in every quarter inter alia, to review the quarterly financial results, operations and other items on the agenda and minimum 4 (four) pre- scheduled Board meetings are held every year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are passed by way of circulation, as permitted by law, which is confirmed in the subsequent Board meeting. The meetings are held as per the requirements of business; and maximum interval between any two Board meetings is within the permissible limits.

BOARD SUPPORT

The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Company Secretary is also responsible for preparation of the agenda and convening of the Board and Committee meetings. The Company Secretary attends all the meetings of the Board and its Committees except Independent Directors meeting, advises / assures the Board on compliance and governance principles and ensures appropriate recording of Minutes of the meetings.

INFORMATION TO THE BOARD

The internal guidelines for Board / Board Committee meetings facilitate the decision making process at the meetings of the Board / Committees in an informed and efficient manner. Board meetings are governed by structured agenda. The Company Secretary in consultation with the Chairman and senior management prepares the detailed agenda for the meetings. All major agenda items are backed by comprehensive background information, notes and supporting papers containing all the vital information, to enable the Board to have focused discussion at the meeting and take informed decisions. Agenda papers and notes on agenda are circulated to the Directors, in advance, in the defined agenda format. All material information is circulated along with agenda papers for facilitating meaningful and focused discussions at the meeting. In case of sensitive agenda matters, or where it is not practicable to attach or circulate relevant information or document as part of the agenda papers, the same are tabled at the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are taken up for discussion with the permission of the Chairman and Independent Directors. Video conferencing facilities are also made available t enable the participation of Directors at meetings of the Board / Committees. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company. A detailed agenda is sent to each Director in advance of the Board meetings, covering inter alia, the required information as enumerated in Part A of Schedule II to Regulation 17(7) of the Listing Regulations, 2015. As a policy, all major decisions involving business plan, allocation and deployment of funds, investments and capital expenditure, in addition to matters which statutorily require the approval of the Board, are placed before the Board for its consideration and directions. Inter alia, the following information, as may be applicable and required, is provided to the Board as a part of the agenda papers:

- Annual operating plans and revenue budgets Capital expenditure budgets
- Quarterly, half yearly and annual results of the Company
- Minutes of the Audit and other Committees of the Board
- Information relating to recruitment and remuneration of senior level officers just below
- the Board
- Materially important legal or taxation issuesStatus of financial obligations to and by the Company
- Any significant development in human resources or industrial relations
- Details of risk exposure and steps taken by management to limit or restrain the risk Compliance status with any regulatory, statutory or Listing Regulations related requirements or in relation to any shareholder services
- Action taken report in respect of the decisions arising out of the previous meeting.

The Board is also briefed on areas covering industry environment, project implementation, project financing and operations of the Company. Senior executives are invited to provide additional inputs at the Board meeting, as and when necessary. The members of the Board / Committees are free to suggest any item to be included in the agenda, in addition to exercising their right to bring up matters for discussion at the meeting with permission of the Chairman. The draft minutes of each Board / Committee meetings are circulated to all Directors for their comments within 15 days of the meeting. After incorporating comments, if any, received from Directors, the Company Secretary records the minutes of each Board / Committee meeting within 30 days from conclusion of the meeting. The important decisions taken at the Board / Committee meetings are communicated to concerned departments promptly. Action taken report on the decisions taken at the meeting(s) is placed at the immediately succeeding meeting of the Board / Committee for noting by the Board / Committee. The Board periodically reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliance, if any.

Separate Independent Directors' Meeting

The Independent Directors is duly held without the presence of Executive Directors or management representatives and inter alia to discuss:

the performance of Non-Independent Directors and the Board as a whole;

the performance of the Chairman of the Company, taking into account the views of Executive Director and Non-Executive Directors; andthe 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.

C. During the year under review 12 (Twelve) Board meetings were convened and held respectively on the following dates: April 03, 2025, June 30, 2025, July 25, 2025, August 14, 2025, August 30, 2025, November 05, 2025, November 14, 2025, December 04, 2025, December 27, 2025, January 24, 2026, February 14, 2026, March 23, 2026 . The maximum time gap between any two consecutive meetings did not exceed 120 (One Hundred Twenty) days .

D. During the year, information, as mentioned in Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements), has been placed before the Board for its consideration.

E. There is no inter se relationship between the Independent Directors
F. The Board reviews the compliance report pertaining to all applicable laws, as well as the steps taken by the Company to rectify the instances of noncompliance

G. The Non-executive Directors do not hold any convertible instruments in the Company

H. The Senior management has disclosed to the Board of directors that they have not entered into any material, financial, commercial transactions which may have potential conflicts with the interest of the Company.

I. Detail of other Listed Companies in which Directors hold Directorship

Name of Directors of the Company	Name of other listed Companies	Category of Directorship
Mr. Ajay Bikram Singh	NA	NA

Mr. Sunil Kumar	NA	NA
Mr. Ramesh Chandragiri Reddappa	NA	NA
Mr. Deepak Kumar Gupta	NA	NA
Mr. Praveen Kumar Agarwal	NA	NA
Ms. Jyothi Thomas	NA	NA

K. The Board confirms that the Independent Directors fulfil the conditions specified in these regulations and are Independent of the management.

L. No Independent Director has resigned during the financial year 2025-2026.

M. Familiarization Programme of Independent Directors

In compliance with the provisions of Regulation 25 of the SEBI Listing Regulations, all Independent Directors are familiarized about the company, through various programs from time to time.
The policy on the familiarization programs for Independent Directors has been uploaded on the Company's website at the www.easternsilk.com

3. COMMITTEES OF THE BOARD

A) AUDIT COMMITTEE

The Committee met on five occasions with below mentioned attendance of the members.
The Composition of the Audit Committee as at March 31, 2026 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category	Attendance at the Audit Committee Meetings held on				
		03.04.2025	30.05.2025	14.08.2025	14.11.2025	14.02.2026
Mr. Deepak Kumar Gupta	Chairperson, Non Executive Independent Director	✓	--	✓	✓	✓
Ms. Jyothi Thomas	Non Executive Independent Director	✓	✓	✓	✓	✓
Mr. Sunil Kumar	Executive Director	✓	✓	✓	✓	✓

Mr. Praveen Kumar Agarwal	Non Executive Independent Director	✓	✓	✓	✓	✓

The Committee is governed by Regulation 18 of SEBI (LODR) Regulation, 2016 and Provisions of section 177 of the Companies Act, 2013.

Some of the important functions performed by the Audit Committee are:

Financial Reporting and Related Processes

- Oversight of the Company's financial reporting process and financial information submitted to the Stock Exchanges, regulatory authorities or the public.
- Reviewing with the Management the quarterly unaudited financial statements and the Auditors' Limited Review Report thereon/audited annual financial statements and Auditors' Report thereon before submission to the Board for approval. This would, inter alia, include reviewing changes in the accounting policies and reasons for the same, major accounting estimates based on exercise of judgment by the Management, significant adjustments made in the financial statements and / or recommendation, if any, made by the Statutory Auditors in this regard.
- Review the Management Discussion & Analysis of financial and operational performance
- Discuss with the Statutory Auditors its judgment about the quality and appropriateness of the Company's accounting principles with reference to the Generally Accepted Accounting Principles in India (IGAAP).
- Review the investments made by the Company.

All the Members of the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls. During the year under review, the Audit Committee held a separate meeting with the Statutory Auditors and the Chief Internal Auditor to get their inputs on significant matters relating to their areas of audit.

(B) NOMINATION AND REMUNERATION COMMITTEE

In compliance with Section 178 of the Companies Act, 2013, the Board has constituted the "Nomination and Remuneration Committee". The terms of reference of the Committee inter alia, include the following:

Succession planning of the Board of Directors and Senior Management Employees;

- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;

- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Director and Senior Management Employees based on certain
- criteria as approved by the Board.

The Composition of the Nomination & Remuneration Committee as at March 2026 and details of the Members participation at the Meetings of the Committee are as under:

Name of Director	Category	Attendance of the meeting held on 30.08.2025	Attendance of the meeting held on 04.12.2025	Attendance of the meeting held on 14.02.2026
Mr. Deepak Kumar Gupta	Chairperson, Non-Executive Independent Director	✓	--	✓
Ms. Jyothi Thomas	Non-Executive Independent Director	✓	✓	✓
Mr. Praveen Kumar Agarwal	Non-Executi]ve Independent Director, Member	✓	✓	✓

(C) RISK MANAGEMENT COMMITTEE

The Formulation of Risk Management Committee is mandatory for only top 100 companies according to their market capitalization. Accordingly provisions of Risk Management committee are not applicable to our company.

(D) STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI(LODR) Regulation , 2015 the Board has constituted "Stakeholders' Relationship Committee". The terms of reference of the Committee are:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;

- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non receipt of annual reports, notices, non receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debenture.

The Composition of the Stakeholders Relationship Committee as at March 31, 2026 are as under:

Name of the member	Category	14/02/2026
Mr. Deepak Kumar Gupta	Chairperson, Non Executive Independent Director	✓
Ms. Jyothi Thomas	Non Executive Independent Director	✓
Mr. Sunil Kumar	Executive Director	✓

(E) INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on and 14th February, 2026, inter alia, to discuss:

- Evaluation of the performance of Non independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Nonexecutive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

4. PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Compliance Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

5. COMPLIANCE WITH ACCOUNTING STANDARDS

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

6. INTERNAL CONTROLS

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company's business processes have a strong monitoring and reporting process resulting in financial discipline and accountability.

7. MD / CFO CERTIFICATION

The MD and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (LODR) Regulation, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

8. CODE OF CONDUCT

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees.

9. VIGIL MECHANISM / WHISTLE BLOWER POLICY

In pursuant to the provision of section 177 (9) & (10) of the Companies Act, 2013, the company has formulated a whistle mechanism policy to establish a vigil mechanism for directors and employees of the company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

10. SEXUAL HARASSMENT POLICY

During the financial year 2025-2026, the Company has not received any complaint on Sexual harassment.

11. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires preclearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The CFO & Managing Director is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the Code.

(a) Means of Communication

i. In which newspapers quarterly results were normally published	"**Financial Express**" English Language Edition and "**Arthik Lippi**" – Bengali Language Edition
ii. Any Website where results or official news are displayed	www.easternsilk.com

(b) General Shareholder Information

Market Information : Listing on Stock Exchanges

The Company's shares are listed on the following Stock Exchanges and the Listing Fees have been paid to the Exchanges:

Name & Address of the Stock Exchanges	**Stock Code/Scrip Code**	**ISIN (For Dematerialized share)**
Bombay Stock Exchange	590022	INE962C01035
National Stock Exchange	EASTSILK	INE962C01035

12. SHAREHOLDER'S INFORMATION

Service of documents through electronic mode

As a part of Green Initiative, the members who wish to receive the notices/documents through email, may kindly intimate their email addresses to the Company's Registrar and Share Transfer Agent, ABS Consultant Private Limited at – absconsultant99@gmail.com

Address for Correspondence

Company	Registrar and Share Transfer Agent
#39,Chandapura, Anekal Road Bangalore – 562106 Email – CS@EasternSilk.com	**Abs Consultant Private Limited 4, Binoy Badal Dinesh Bag E, B.B.D. Bagh, Kolkata, West Bengal 700001**

NOMINATION FACILITY FOR SHAREHOLDING

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

PERMANENT ACCOUNT NUMBER (PAN)

Members who hold shares in physical form are informed that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders / legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

DIVIDEND

There is no announcement of declaration of Dividend so no option is available to members.

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PENDING INVESTORS' GRIEVANCES

Any Member / Investor, whose grievance has not been resolved satisfactorily, may kindly write to the Company Secretary and Head Compliance at the Corporate Office with a copy of the earlier correspondence.

S. No.	Nature of Queries/Complaint	Pending as at 1st April, 2025	Received during the Year	Redressed during the year	Pending as on 31st March, 2026
1	Transfer/Transmission of Duplicate Share Certificate	Nil	Nil	Nil	Nil
2	Nonreceipt of Dividend	Nil	Nil	Nil	Nil
3	Dematerialisation/Rematerialisation of shares	Nil	Nil	Nil	Nil
4	Complaints Received from:				
	SEBI	Nil	Nil	Nil	Nil
	Stock Exchanges/NSDL/CDSL	Nil	Nil	Nil	Nil
	ROC/MCA/Others	Nil	Nil	Nil	Nil
	Advocates	Nil	Nil	Nil	Nil
	Consumer Forum/Court Case	Nil	Nil	Nil	Nil
5	Others	Nil	Nil	Nil	Nil
	Grand Total	Nil	Nil	Nil	Nil

RECONCILIATION OF SHARE CAPITAL AUDIT

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital is being carried out by an "Practicing Company Secretary" with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditor Certificate in regard to the same is submitted to BSE Limited and is also placed before Stakeholders' Relationship Committee and the Board of Directors.

DEMATERIALISATION OF SHARES AND LIQUIDITY

The breakup of equity shares held in physical and Dematerialized form as on March 31, 2026, is given below:

PARTICULARS	NO. OF SHARES	PERCENTAGE
Physical Segment	Nil	Nil
Demat Segment	50,00,000	100
Total	**50,00,000**	100

SHAREHOLDING PATTERN AS ON MARCH 31, 2026

Particulars	No. of share held	Percentage of Holding
Individual/ Hindu Undivided family (Promoter)	3	0.0000006
Body Corporation(Promoter)	46,11,340	92.23
Bank, Financial Institution, Insurance Companies, Mutual Funds	-	-
Bank	-	-
Financial institutions	-	-
Insurance Companies	-	-
Mutual Funds/UTI	-	-
Central and State Governments	-	-
Foreign Institutional Investors	-	-
NRIs/Foreign National	-	-
Directors	-	-
Public and others (Clearing Members)	3,88,660	7.77
Total	50,00,000	100

13. GENERAL BODY MEETINGS

PARTICULARS OF LAST THREE ANNUAL GENERAL MEETING

AGM	Year ended 31st March	Date	Time
77th	2023	29th September, 2023	03.30 PM
78th	2024	25th September, 2025	11.00 AM
79th ##	2025	29th November, 2025	11.00 AM

##The Company had applied for extension of AGM with the Registrar of Companies (ROC) to conduct their AGM vide SRN AB6584331 on 06/09/2025. The approval for the same was granted on 25th September, 2025 with extension of 2 months and 1 day. The Company conducted its AGM on 29th November, 2025.

MEETINGS FOR APPROVAL OF QUARTERLY AND ANNUAL FINANCIAL RESULTS WERE HELD ON THE FOLLOWING DATES:

Quarter	Date of Board Meeting
1st Quarter	14.08.2025
2nd Quarter	14.11.2025

3rd Quarter	14.02.2026
4th Quarter	27.05.2026

14. CERTIFICATE PURSUANT TO THE REGULATION 34 SCHEDULE V (C)(10)(I) OF THE SEBI LISTING REGULATIONS READ WITH SECTION 164 OF THE COMPANIES ACT, 2013

A certificate has been received from M/s SPR & Co, Practicing Company Secretaries, that none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as Directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority

15. DISCLOSURE

1. The Company follows the practice of 'Closure of Trading Window' prior to the publication of price sensitive information. During this period, a mechanism was formulated, whereby the management and relevant staff and business associates of the Company are informed regarding the same and advised not to trade in the Company's securities.

2. The Company complies with all the mandatory requirements of Listing Regulations, 2015. It is in the process of conforming to the non-mandatory requirements of the LODR on 'Corporate Governance'.

3. Necessary disclosures have been made on the website of the Company as required under Regulation 46(2) of LODR.

4. All the mandatory recommendation (wherever required) of the committee(s) are accepted by the Board.

5. Company established effective whistle blower mechanism and hereby affirms that no personnel or stakeholder has been denied access to the Audit Committee.

16. CONFIRMATION OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUBREGULATION (2) OF REGULATION 46

Particulars	**Regulation Number**	**Compliance status (Yes/No/NA)**
Independent Director(s) have been appointed in terms of specified criteria of Independence and/or eligibility	16(1)(b) &25(6)	**Yes**

Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes

Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by NonExecutive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Other Corporate Governance requirements	27(1) & (2)	Yes
Disclosure on the website of the Company	46(2)	Yes

17. GOVERNANCE CODES

Code of Business Conduct & Ethics

The Company has adopted Code of Business Conduct and Ethics ("the Code") which is applicable to the Board of Directors and all Employees of the Company. The Code was formed by the Board of Directors on July 17, 2024. The Board of Directors and the members of Senior Management Team of the Company are required to affirm compliance of this code on an annual basis compliance. A declaration signed by the Executive Chairman and Managing Director of the Company is placed at the end of this Report. The Code requires Directors and Employees to act honestly, fairly, ethically and with integrity, conduct themselves in professional, courteous and respectful manner and not to allow their independent judgement to be subordinated

Conflict of Interest

Each Director informs the Company on an annual basis about the Board and the Committee positions he/she occupies in other companies including Chairmanships and notifies changes therein during the year, if any. The Members of the Board, while discharging their duties, avoid conflict of interest in the decisionmaking process. The Members of Board restrict themselves from participating in any discussions and voting on transactions in which they are concerned or interested.

Insider Trading Code

The Company has adopted an Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons ("the Code") in accordance with the SEBI (Prohibition of Insider Trading), Regulations, 2015 ("SEBI PIT Regulations"). The Code is applicable to Promoters, Member of Promoter's Group, all Directors and Designated Persons as defined in the Code. The Company Secretary is the Compliance Officer for monitoring adherence to the said SEBI PIT Regulations. The Code is suitably amended, from time to time to incorporate the amendments carried out by SEBI to SEBI PIT Regulations. The Company has put in place adequate and effective system of internal controls to ensure compliance with the requirements of the SEBI PIT Regulations. The Company has already implemented an online module for enabling the Promoters, Promoter's Group, Directors and Designated Persons to submit their Disclosures and take requisite approvals under the PIT Regulations. This online module also facilitates updating of their shareholding in the Company as well as details of their immediate relatives and the persons with whom they share material financial relationship in a seamless manner. The Audit Committee reviews cases of non compliance's, if any and makes necessary recommendations to the Board w.r.t. action taken against such defaulters. The Company has also formulated a Policy for determination of 'legitimate purposes' as a part of the Code of Practices and Procedures for Fair Disclosure of UPSI as per the requirements of the SEBI PIT Regulations. The Company Secretary is the Compliance Officer for ensuring implementation of the code for fair disclosure and conduct. The Board and designated persons have affirmed compliance with the Code. This Code is displayed on the Company's website at: www. raymondlifestyle.com.

18. AFFIRMATIONS AND DISCLOSURES

a. Related Party Transactions

The Company has adopted the Policy on dealing with the materiality of Related Party Transactions to incorporate the changes pursuant to the notification of Industry standards and amendments to the Listing Regulations. The revised policy on dealing with materiality of Related Party transactions is available on the website of the Company at the website of the company. The objective of the Policy is to ensure proper approval, disclosure and reporting of transactions as applicable, between the Company or its subsidiary and any of its related parties. Related party transactions are disclosed under significant accounting policies and notes forming part of the Financial Statements in accordance with Ind AS 24 'Related Party Disclosures'. A statement in summary form of transactions with Related Parties is periodically placed before the Audit Committee and the Board for review/ approval / noting on quarterly basis. None of the transactions with Related Parties were in conflict with the interest of the Company. All the transactions are carried out on an arm's length or fair value basis. b.

Details of noncompliance by the Company, penalties and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three Financial Years

The Company has complied with all other requirements specified under the SEBI Listing Regulations as well as other regulations, circulars and guidelines issued by the SEBI.

b. Vigil Mechanism / Whistle Blower Policy

Pursuant to Section 177(9) and (10) of the Act and Regulation 22 of the SEBI Listing Regulations, the Company has formulated Whistle Blower Policy for vigil mechanism of Directors and employees to report concern about unethical behavior, actual or suspected fraud or violation of Company's code of conduct and ethics. The Whistle Blower Policy was formulated by the Board, based on the recommendations of the Audit Committee to make it more transparent for handling of whistle blower complaints by third party independent professional agency with dedicated helpline, formation of Ethics Committee and nomination of Chief Ethics Officer. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. The Whistle Blower Policy is displayed on the Company's website at: www.easternsilk.com.

c. A certificate from a Company Secretary in practice that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority The certificate issued by M/s. H Nitin & Associates, Practicing Company Secretaries is annexed herewith as a part of the Report.

d. Where the Board had not accepted any recommendation of any committee of the Board, which is mandatorily required, in the relevant Financial Year During the year under review, all recommendations made by the Committee(s) of the Board which were mandatorily required have been accepted by the Board.

e. Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/ network entity of which the statutory auditor is a part Details relating to fees paid to the Statutory Auditors of the Company are given in Note No. 33 to the Standalone Financial Statements and Note No. 32 to the Consolidated Financial Statements.

f Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The details of number of complaints filed, disposed of during the year and pending as on March 31, 2026 are given in the Directors' report.

g. Compliances with Governance Framework The Company is in compliance with all mandatory requirements under the SEBI Listing Regulations.

h. Disclosure by listed entity and its subsidiaries of 'Loans and Advances' in the nature of loans to firms/ companies in which directors are interested by name and amount

The Company has not given any loans and advances to any firm / company in which its Directors are interested.

i. Non mandatory requirements

Adoption of non mandatory requirements of the SEBI Listing Regulations is reviewed by the Board from time to time. The status of compliance with the non mandatory requirements of the Listing Regulations is provided below:

Shareholders Rights

The quarterly financial results are published in the newspapers of wide circulation and not sent to individual shareholders. Quarterly Financial 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

During the year under review, the Auditors have expressed an unmodified opinion on the Financial Statements. The Company continues to adopt best practices to ensure regime of financial statements with unmodified opinion.

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 Auditor directly presents their Quarterly internal audit report to the Audit Committee for its consideration.

j. Disclosure of Compliance with Corporate Governance Requirements specified in Regulation 17 to 27 and Regulation 46(2) of the Listing Regulations

The Company has complied with all the mandatory corporate governance requirements under the SEBI Listing Regulations. The Company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

k. Chief Financial Officer (CFO) certification

As required by SEBI Listing Regulations, the CEO and CFO certification on the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial reporting for FY 2025–26 is enclosed to this Report.

l. Disclosure of Accounting Treatment

In the preparation of the financial statements, the Company has followed Indian Accounting Standards referred to in Section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

m. Risk Management

Business risk evaluation and Management is an ongoing process within the Company. The assessment is periodically examined by the Risk Management Committee and Board.

n. Credit Rating

Company has not obtained credit rating for any of the Instruments.

o. Disclosure of certain type of agreements binding on the Company

There are no agreements impacting management or control of the Company or imposing any restriction or create any liability upon the Company.

COMPLIANCE WITH THE CODE OF BUSINESS CONDUCT AND ETHICS

As provided under Regulation 26 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Board Members and Senior Management Personnel have affirmed annual compliance with Code of Business Conduct and Ethics of the Eastern Silk Industries Limited
for the year ended March 31, 2026.

For Eastern Silk Industries Limited

Sunil Kumar	**Ramesh Chandragiri Reddappa**
Executive Director	**Executive Director**
DIN: 09424480	**DIN:** 10535137

CFO CERTIFICATION

We, the undersigned, in our respective capacities as Chief Financial Officer of Eastern Silk Industries Limited ("the Company") to the best of our knowledge and belief certify that:

a) We have reviewed financial statements and cash flow statements for the year ended March 31, 2026 and that to the best of our knowledge and belief, we state that:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading; and

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) We further state that to the best of our knowledge and belief, no transactions are entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

c) We are responsible for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of internal control systems pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of 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 have indicated to the Auditors and the Audit Committee:

i. significant changes, if any, in internal control over financial reporting during the year;

ii. significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii. Instance 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.

For Eastern Silk Industries Limited

Sunil Kumar	**Aayush Goel**
Executive Director & CFO	**CFO**
DIN: 09424480	

[Mr. Sunil Kumar Resigned from the position of CFO w.e.f from June 30, 2026 and Mr. Aayush Goel was appointed as CFO w.e.f July 01, 2026]

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS

To,
The Members of
Eastern Silk Industries Limited

We have examined the compliance of conditions of corporate governance by Eastern Silk Industries Limited ("the Company") for the year ended 31 st March, 2026, as prescribed in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of Schedule V to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

Management's Responsibility:

The Compliance of the conditions of Corporate Governance is the responsibility of the Management. Auditors' Responsibility: Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

Conclusion:

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

For H Nitin & Associates
Company Secretaries

Nitin Ghanshyam Hotchandani
Practicing Company Secretary
M. No.: F-9632
C.P. No.: 11673

UDIN: F009632H000788025
Place: Jaipur

<u>**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**</u>

(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

Eastern Silk Industries Limited

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Eastern Silk Industries Limited** bearing CIN: L17226WB1946PLC013554 and having registered office at 19, R. N. Mukherjee Road,Kolkata – 700001 (hereinafter referred to as 'the Company'), 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 Sub clause 10 (i) of the Securities 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 us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending 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 other Statutory Authority.

S No.	Name of the Director	DIN Number	Designation	Date of Appointment
1	Mr. Ajay Bikram Singh	03096101	Non-Executive - Non Independent Director, Chairperson	January 03, 2025
2	Mr. Sunil Kumar	09424480	Executive Director & CFO	January 03, 2025
3	Mr. Ramesh Chandragiri Reddappa	10535137	Executive Director	January 03, 2025
4	Mr. Deepak Kumar Gupta	08578380	Non-Executive - Independent Director	January 03, 2025

5	Mr. Praveen Kumar Agarwal	06992675	Non-Executive - Independent Director	January 03, 2025
6	Ms. Jyothi Thomas	03502492	Non-Executive - Independent Director	January 03, 2025

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 these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For H Nitin & Associates
Company Secretaries

Nitin Ghanshyam Hotchandani
Practicing Company Secretary
M. No.: F-9632
C.P. No.: 11673

UDIN: F009632H000787970
Place: Jaipur

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Eastern Silk Industries Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Eastern Silk Industries Limited (CIN-L17226WB1946PLC013554)** (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 my 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,** 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 **Eastern Silk Industries Limited** ("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 hereunder;

(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 there under.

(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 (Not applicable to the company during the Audit Period 2025-2026);

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') is applicable to the Company

a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;
b) The Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, as amended from time to time;
c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;
d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time;
Company had issued and allotted equity shares on preferential basis pursuant to the Resolution Plan approved by Honble NCLT vide order dated 31.01.2024, However as per clause 158 of Chapter -V (Preferential Issue) of Securities & Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2018, Provision of Chapter- V (Preferential Issue) except the lock-in provisions, does not apply where the preferential issue of securities is made in terms of the resolution plan approved under Section 31 of the Insolvency & Bankruptcy Code, 2016.

e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (**Not applicable to the Company during the Audit Period).**

f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time; **(Not applicable to the Company during the Audit Period).**

g) 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 to the Company during the Audit Period)**

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the Audit Period)**

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not applicable to the Company during the Audit Period.**

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

We have not examined compliance by the company with respect to Applicable financial laws, like direct and indirect tax laws, maintenance of financial records, etc., since the same have been subject to review by statutory (financial) auditors, tax auditors and other designated professionals.

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

i. Secretarial Standards on meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meeting (SS-2) issued by Institute of Company Secretaries of India.

ii. SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Companies Act, 2013 and the corresponding Rules, Regulations, Guidelines, Secretarial Standards as mentioned above and has filed all the form and returns, with the Registrar of Companies within the prescribed time or in case of delay, filing has been made with the requisite additional fees.

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

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings. Agenda and detailed note on agenda were sent at least seven days in advance, and wherever it was not sent, consent was obtained for shorter notice from the directors to hold the meeting at a shorter notice 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. Minutes of the meetings record proper proceedings of the meetings.

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.

All decisions at Board and/or Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or respective Committee of the Board, as the case may be.

We further report that, during the audit period, the Company had the events which had bearing on the Company's affairs, in pursuance of the above referred laws, rules, regulations, guidelines and standards as annexed in Annexure-B.

For H Nitin & Associates
Company Secretaries

Nitin Ghanshyam Hotchandani
FCS No. 9632
CP No.: 11673
Peer Review Cert. No.: 1023/2020
Firm Reg. No.
UDIN- F009632H000793901

Date: 09/07/2026
Place: Jaipur

Note: This report is to be read with our letter of even date, which is annexed as Annexure-A, and forms as integral part of this report.

Annexure A to the Secretarial Audit Report for the Financial Year ending 31st March, 2026
The Members
Eastern Silk Industries Limited

Our report of even date is to be read along with this letter

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Eastern Silk Industries Limited (hereinafter called "the Company") is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.

3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. Further part of the verification was done on the basis of electronic data provided to us by the Company and on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.

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.

For H Nitin & Associates
Company Secretaries

Nitin Ghanshyam Hotchandani
FCS No. 9632
CP No.: 11673
Peer Review Cert. No.: 1023/2020
Firm Reg. No.
UDIN- F009632H000793901

Date: 09/07/2026
Place: Jaipur

Annexure B to the Secretarial Audit Report for the Financial Year ending 31st March, 2026

We report that, during the audit period, the Company had the following events which had bearing on the Company's affairs, in pursuance of the above referred laws, rules, regulations, guidelines and standards:

1. The Company had issued and allotted 50,00,000 Equity shares on April 03, 2025 on Preferential basis as per the terms of Resolution Plan approved by Honble NCLT under the section 31 of the Insolvency and Bankruptcy Code, 2016.
2. The in principle approval of NSE was granted by NSE on March 07, 2025 and listing approval was granted by NSE on August 13, 2025.
3. Company was further required to achieve the Minimum Public Shareholding [MPS] OF 5% pursuant to proviso to Rule 19A(5) of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of the Sebi (LODR) Regulations, 2015 , to achieve the MPS, Promoters of Company, i.e. Baumann Dekor Private Limited sold 2,50,000 equity shares representing 5% of the paid up share capital of the company through OFS (Offer for sale) on NSE on July 29, 2025 and July 30, 2025. Post Conclusion of OFS, Company achieved the MPS [Minimum Public Shareholding] of 5% in compliance with Rule 19A(5) of the SCRR and Regulation 38 of the Sebi (LODR) Regulations, 2015. Company further came out with second OFS [Offer for Sale] for sale of 2,50,000 Equity Shares on March 18 and March 19, 2026 to achieve the MPS of 10% in compliance with Rule 19A(5) of the SCRR and Regulation 38 of the Sebi (LODR) Regulations, 2015.
4. As per the provisions of Section 96(1) of the Companies Act, 2013, the Company was required to conduct its 79th Annual General Meeting (AGM) for Financial Year ended on March 31, 2025 on or before 30th September, 2025. The Company had applied for extension of time for holding of AGM with the Registrar of Companies (ROC) vide SRN AB6584331 on 06.09.2025. The approval for the same was granted on 25th September, 2025 with extension of 2 months and 1 day. The Company conducted its AGM on 29th November, 2025.

For H Nitin & Associates
Company Secretaries

Nitin Ghanshyam Hotchandani
FCS No. 9632
CP No.: 11673
Peer Review Cert. No.: 1023/2020
Firm Reg. No.
UDIN- F009632H000793901

Date: 09/07/2026
Place: Jaipur

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Eastern Silk Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Eastern Silk Industries Limited ("the Company"), which comprise the balance sheet as at 31st March 2026, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Board of Directors and Management Committee is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's

Report, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the financial statements and our auditor’s report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

When we read the other information and if, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to communicate the matter with those charged with governance.

Responsibilities of Management and Those Charged With Governance for the Financial Statements

The Company’s Board of Directors and Management Committee is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors and Management Committee are also responsible for overseeing the Company’s financial reporting process.

Auditor’s Responsibilities for the Audit of the Financial Statements

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

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

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

• Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

c) The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules thereunder.

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

g) With respect to the other matters to be included in the Auditor's Report in accordance with 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 explanation given to us, the managerial remuneration for the year ended 31st March, 2026 has been paid/ provided for by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS Financial Statements.

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

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. a)The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented, that, to the best of it’s knowledge and belief, other than as disclosed in the notes to the accounts, 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, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that the auditor has 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 mis-statement.

v. In our opinion and based on the information and explanation provided to us, no dividend has been declared or paid during the year by the company.

vi. In our opinion and according to the information and explanation provided to us, the company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

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For **B.K. SHROFF & CO.**
Chartered Accountants
Firm Registration No.: 302166E

(L. K. Shroff)
Partner
Membership No.: 060742
UDIN: 26060742FFTNAI3447

Place: Kolkata
Date: 27.05.2026

Annexure "A" referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditor's Report of even date on the Ind AS Financial Statements

(i) (a) (A)	The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
(i) (a) (B)	The company has maintained proper records showing full particulars of intangible assets.
(i) (b)	All the property, plant and equipment have been physically verified by the management according to a regular program, except as mentioned in note 68 to these financial statements, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.
(i) (c)	The title deeds of immovable properties disclosed in the financial statements are held in the name of the company.
(i) (d)	During the year, the company has not revalued its property, plant and equipments (including right to use assets) or intangible assets or both and hence provisions of clause (i) (d) are not applicable to the company.
(i) (e)	According to the information and explanation given to us and the records maintained by the company no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
(ii) (a)	Physical verification of inventory (except material in transit or lying with third party) has been conducted by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable. Discrepancies of 10% or more in the aggregate for each class of inventory with respect to book records were not noticed on such verification except as mentioned in note 38(e) to these financial statements. Discrepancies noticed have been properly dealt with in the books of account
(ii) (b)	In our opinion and according to the information and explanation given to us and records maintained by the company, during the financial year, the company has borrowings from banks or financial institution on the basis of security of current assets. However, no quarterly returns or statement of current assets has been filed by the company with banks or financial institutions due to implementation of Resolution Plan referred to in note 37 & 38 to the Ind AS Financial Statements.
(iii)	According to the information and explanation provided to us, during the year, the company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to companies, firms, limited liability partnerships or other parties and hence provisions of clause (iii) of the order are not applicable to the company.
(iv)	In our opinion and according to the information and explanations given to us no loans, investments, guarantees and security covered under section 185 and 186 of the Companies Act, 2013 has been given by the company.

(v)	According to the information and explanation given to us, the company has not accepted any deposit or amounts which are deemed to be deposits from the public. Therefore, the provisions of clause (v) of the order are not applicable to the company. Advances received from customers against orders, outstanding for more than 365 days have not been considered as deposits, as the same are appropriated against supply of goods/services in the normal course of business based on the order passed by the Hon'ble NCLT, New Delhi order dated 19/05/2023 Petition No.49/(ND)/2021 in the matter of M/s Banwari Lal Arora & Sons vs. M/s S. R. Foils & Hygiene Private Limited.
(vi)	We have broadly reviewed the books of account maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of such accounts and records.
(vii) (a)	The company is generally regular in depositing with the appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect thereof were outstanding as at 31st March, 2026 for a period of more than six months from the date they became payable.
(vii) (b)	According to the records of the company, there are no dues referred to in sub clause (a) which have not been deposited on account of any dispute.
(viii)	According to the information and explanations provided to us, there were no transactions which were not recorded in the books of account and have been surrendered or disclosed as income, during the year, in the tax assessments under the Income Tax Act, 1961.
(ix) (a)	In our opinion and according to the information and explanations given to us, no default in repayment of loans or other borrowings or in the payment of interest thereon to any lender due to implementation of Resolution Plan referred to in note 37 & 38 to the Ind AS Financial Statements.
(ix) (b)	According to the records of the company and information or explanation given to us, Export Import Bank of India vide email dated 1st February 2022 informed the Company regarding the inclusion of name of the company and its promoters/directors in RBI's/CIRLC's list of wilful defaulters. However, after implementation of the Resolution Plan referred to in note 37 & 38 to the Ind AS financial statements, the dues of lenders have been fully paid to the extent payable as per the said plan and no dues certificates have been received.
(ix) (c)	According to the records of the company and information and explanation given to us, no term loans have been received by the company during the year and hence provisions of clause (ix)-c of the order are not applicable to the company.
(ix) (d)	According to the records of the company and information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes.
(ix) (e)	According to the records of the company and information and explanation given to us, the

	company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture.
(ix) (f)	According to the records of the company and information and explanation given to us the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
(x) (a)	In our opinion, moneys raised by way of initial public offer or further public offer (including debt instruments) have been applied for the purposes for which they were obtained.
(x) (b)	During the year the company has made preferential allotment/ private placement of shares pursuant to the Resolution Plan referred to in note 37 & 38 to the Ind AS financial statements. The funds raised have been used for the purposes for which the funds were raised.
(xi) (a)	According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.
(xi) (b)	No report under subsection (12) of Section 143 of the Companies Act in form ADT-4 as prescribed Under Rule 13 of the Companies (Audit & Auditing) Rules 2014 has been filed with the Central Government during the year & upto the date of audit.
(xi) (c)	According to the records of the company and information and explanation given to us, no whistle blower complaints have been received by the company during the year.
(xii)	According to the records of the company and information and explanation given to us, the company is not a Nidhi Company hence provisions of clause (xii) of the order are not applicable to the company.
(xiii)	In our opinion all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
(xiv) (a)	According to the information and explanations given to us, in our opinion the company has an internal audit system commensurate with the size and nature of its business.
(xiv) (b)	We have considered the reports of internal auditors for the period under audit provided to us by the company.
(xv)	According to the records of the company and information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him.
(xvi) (a)	In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
(xvi) (b)	In our opinion, there is no core investment company within the Group (as defined in the Core

	Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
(xvii)	The company has incurred cash losses of Rs. 278.98 lakhs in the financial year under audit. Cash loss was not incurred in the immediately preceding financial year.
(xviii)	During the year there has been no resignation of the statutory auditors of the company and hence provisions of clause (xviii) of the order are not applicable to the company.
(xix)	On the basis of the financial ratio, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditors knowledge of the Board of Directors and management plans we are of the opinion that no material uncertainty exists as on the date of audit report that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date after the implementation of Resolution plan referred to in note 37 & 38 to the Ind AS financial statements.
(xx)	According to the information and explanations given to us, during the year, provisions of Section 135 of the Companies Act, 2013 not applicable to the company. Hence, reporting under clause 3(xx) the Order is not applicable for the year.
(xxi)	The Company does not have any subsidiary, associate or joint venture and there is no requirement to prepare consolidated financial statements. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.

For **B. K. SHROFF & CO.**
Chartered Accountants
Firm Registration No.: 302166E

(L. K. Shroff)
Partner
Membership No.: 060742
UDIN: 26060742FFTNAI3447

Place: Kolkata
Date: 27.05.2026

Annexure B referred to in Paragraph (II)(f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Eastern Silk Industries Limited on the standalone Ind AS Financial Statements for the year ended 31st March 2026.

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

We have audited the internal financial controls over financial reporting of Eastern Silk Industries Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 my /our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that:

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

b) 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

c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March,2026, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI".

For **B. K. SHROFF & CO.**
Chartered Accountants
Firm Registration No.: 302166E

(L. K. Shroff)
Partner
Membership No.: 060742
UDIN: 26060742FFTNAI3447

Place: Kolkata
Date: 27.05.2026

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026	2025
		₹ in lakhs	
ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	4	3,307.98	3,365.57
(b) Capital work-in-progress	4.1	198.35	-
(c) Intangible Assets	4.2	2.36	-
(d) Right of use Assets	5	228.61	247.56
(e) Financial assets			
Investments	6	3.28	4.87
Other Financials Assets	7	223.84	240.03
(f) Deferred tax assets (net)	8	4,240.84	4,889.95
(g) Non-current tax assets (net)	9	19.09	19.27
(h) Other Non-current assets	10	4.56	-
(2) Current assets			
(a) Inventories	11	3,902.20	4,126.00
(b) Financial assets			
Trade receivables	12	296.54	552.89
Cash and cash equivalents	13	335.08	431.05
Bank balances other than cash and cash equivalents mentioned above	14	137.63	861.10
Other Financials Assets	7	13.25	22.43
(c) Current tax assets (net)	9	33.85	17.15
(d) Other current assets	10	425.06	274.12
Total		**13,372.52**	**15,051.98**
EQUITY AND LIABILITIES			
(3) Equity			
(a) Equity share capital	15	100.00	1,579.05
(b) Other equity	16	3,482.50	4,648.05
(4) Liabilities			
Non-current liabilities			
(a) Financial liabilities			
Borrowings	17	7,637.30	2,138.89
Other financial liabilities	18	40.50	46.5
(b) Other non current liabilities	19	30.00	30.00
(c) Provisions	20	27.17	18.43
Current liabilities			
(a) Financial liabilities			
Borrowings	17	-	3,972.22
Lease liabilities	21	-	17.84
Trade payables			
small enterprises	22	7.04	-
total outstanding dues of creditor other than micro enterprises and small enterprises		136.57	51.71
Other financial liabilities	18	936.32	1,455.82
(b) Other current liabilities	19	954.92	1,089.87
(c) Provisions	20	20.20	3.60
Total		**13,372.52**	**15,051.98**

PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(₹ in lakhs)

	Note No	2026	2025
(1) Income			
Revenue from operations	23	2,370.67	2,185.37
Other income	24	210.43	364.33
Total Income		2,581.10	2,549.70
(2) Expenses			
Cost of Raw Materials Consumed	25	921.62	972.55
Purchases of traded goods	26	155.91	33.34
Decrease / (increase) in inventories of finished goods, work-in-progress and traded goods	27	(957.53)	(1,155.81)
Employee benefits expense	28	1,569.75	1,410.83
Finance Cost	29	0.77	1.66
Depreciation and Amortization expenses	30	152.24	204.82
Other expenses	31	1,427.33	1,029.61
Total Expenses		3,270.10	2,496.99
(3) Profit / (Loss) before exceptional items and tax (1-2)		(689.00)	52.70
(4) Exceptional items (refer note 65)		20.60	-
(5) Profit / (Loss) before Tax (3-4)		(709.60)	52.70
(6) Tax Expenses for the period / year -			
Current tax		-	-
- Earlier Year Tax Adjustments	32	-	(26.75)
- Deferred tax		650.64	(316.97)
(7) Net profit for the period / year (5-6)		**(1,360.24)**	**396.42**
(8) Other comprehensive income			
Items that will not be reclassified to profit and loss			
Net gain / (Loss) on fair value of FVOCI equity instruments		(1.60)	(0.37)
Re-measurement gain / (Loss) on defined benefit plans		13.31	(9.21)
Income tax effect	32	1.53	-
(9) Total comprehensive income for the year (7+8)		**(1,347.00)**	**386.84**
(10) Earnings per equity share (Face value of ₹ 2/- per share)			
Basic (in ₹)	33	(27.20)	0.50
Diluted (in ₹)		(27.20)	0.50
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements
Based on our audit report of even date attached.

For and on behalf of
B.K. SHROFF & CO
Chartered Accountants
(FRN: 302166E)

For and on behalf of the Board of Directors
EASTERN SILK INDUSTRIES LIMITED

L.K. Shroff
(Partner)
Membership No.: 060742
Place : Kolkata
Date: 27.05.2026

Ajay Bikram Singh
DIN: 03096101
(Chairman & Director)

Sunil Kumar
DIN: 09424480
(CFO & Whole time Director)

Nitin Dubey
M No: 26979
(Company Secretary)

CASH FLOW STATEMENT

(₹ in lakhs)

	March 31, 2026	March 31, 2025
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) Before Tax	(689.00)	52.70
Add : Depreciation & Amortization on Owned Assets	133.30	183.24
Add : Amortization on Leased Assets (Net Off Adjustment)	18.95	13.75
Add : Expected Loss allowance on financial assets	278.37	-
Less : Interest Income	(29.00)	(32.61)
Less : Exceptional items (net)	(20.60)	-
Less : Dividend Income	(0.20)	(0.22)
Operating Profit Before Working Capital Changes	(308.19)	216.85
Working Capital Adjustments		
(Increase)/Decrease in Inventories	(1,173.80)	(1,051.91)
(Increase)/Decrease in Trade Receivables	(22.03)	(419.31)
(Increase)/Decrease in Other Current & Non Current Financials Assets	25.36	(37.62)
(Increase)/Decrease in Other Current & Non Current Assets (Including adjustments made from Reserves account)	(155.50)	(78.43)
Increase/(Decrease) in Trade Payables	91.90	41.14
Increase/(Decrease) in Other Current & Non Current Financial Liabilities	(525.49)	155.96
Increase/(Decrease) in Other Current & Non Current Liabilities	(134.96)	1,068.47
Increase/(Decrease) in Other Current & Non Current Lease Liabilities	(17.84)	(12.43)
Increase/(Decrease) in Current Provisions & Non Current Provisions	38.65	4.34
	(1,873.71)	(329.79)
Direct Taxes Paid	(16.53)	13.09
Net Cash Flow From Operating Activities	(2,198.42)	(99.86)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Add : Dividend Income	0.20	0.22
Add : Interest Income	29.00	32.61
Less : Acquisition of Property, plant and equipment, Capital CWIP and Intangible Assets	(276.41)	(42.76)
	(247.21)	(9.92)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Increase / (Decrease) in Current & Non Current Borrowings	1,526.18	295.95
Proceeds from issue of Equity share capital	100.00	-
	1,626.18	295.95
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	(819.45)	186.17
Cash and cash equivalents at the beginning of the year	1,292.15	1,525.89
Amount already settled by Banks against their Loans	-	419.91
Cash and cash equivalents at year end	**472.71**	**1,292.15**
Components of cash and cash equivalents at year end comprises of:		
Cash and cash equivalents & Other Bank Balances (refer note 13 & 14)	**472.71**	**1,292.15**

Summary of significant accounting policies
The accompanying notes are an integral part of the financial statements

Based on our audit report of even date attached.

For and on behalf of
B.K. SHROFF & CO
Chartered Accountants
(FRN: 302166E)

For and on behalf of the Board of Directors
EASTERN SILK INDUSTRIES LIMITED

L.K. Shroff
(Partner)
Membership No.: 060742
Place : Kolkata
Date:27/05/2026

Ajay Bikram Singh	**Sunil Kumar**	**Nitin Dubey**
DIN: 03096101	DIN: 09424480	M No: 26979
(Chairman & Director)	(CFO & Whole time Director)	(Company Secretary)

NOTES TO FINANCIAL STATEMENTS

4) Property,Plant,Equipment, Intanigble Assets & Capital Work in Progress

Schedule of Property,Plant,Equipment & Intanigble Assets as on March 2026

(₹ in lakhs)

Description	Gross carrying amount				Accumulated depreciation / impairment/Amortization				Net carrying amount	
	As at April 1, 2025	Additions / adjustments during the year	Deletions during the year	As at March 31, 2026	As at April 1, 2025	Provided during the year	Deductions during the year	As at March 31, 2026	As at March 31, 2026	As at March 31, 2025
4. 1 Tangible assets										
Free Hold Land	379.86	-	-	379.86	-		-	-	379.86	379.86
Building	2,165.66	-	-	2,165.66	661.21	44.48	-	705.69	1,459.98	1,504.45
Plant & Machinery	5,272.59	42.95	-	5,315.54	3,914.39	65.83	-	3,980.22	1,335.32	1,358.19
Computers & peripherals	34.58	12.76	-	47.35	8.86	10.73	-	19.59	27.75	25.72
Electrical Installations	151.76	9.72	-	161.48	78.94	7.53	-	86.46	75.01	72.82
Office Equipment & Furniture & Fittings	76.90	9.37	-	86.28	60.85	3.17	-	64.03	22.25	16.05
Vehicles	23.34	0.17	-	23.52	14.87	0.84	-	15.71	7.80	8.47
4. 2 Inangible assets										
Computer Software	-	3.09	-	3.09	-	0.72	-	0.72	2.36	-
Total	**8,104.70**	**78.06**	**-**	**8,182.76**	**4,739.13**	**133.30**	**-**	**4,872.42**	**3,310.34**	**3,365.57**

Schedule of Property,Plant,Equipment & Intanigble Assets as on March 2025

(₹ in lakhs)

Description	Gross carrying amount				Accumulated depreciation / impairment/Amortization				Net carrying amount	
	As at April 1, 2024	Additions / adjustments during the year	Deletions during the year	As at March 31, 2025	As at April 1, 2024	Provided during the year	Deductions during the year	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
4. 1 Tangible assets										
Free Hold Land	379.86	-	-	379.86	-	-	-	-	379.86	379.86
Building	2,165.66	-	-	2,165.66	616.41	44.80	-	661.21	1,504.45	1,549.26
Plant & Machinery	5,266.11	6.48	-	5,272.59	3,795.39	119.01	-	3,914.39	1,358.19	1,470.72
Computers & peripherals	17.90	16.68	-	34.58	1.75	7.12		8.86	25.72	16.16
Electrical Installations	151.76	-	-	151.76	70.06	8.88	-	78.94	72.82	81.70
Office Equipment & Furniture & Fittings	64.49	12.41	-	76.90	59.54	1.31	-	60.85	16.05	4.95
Vehicles	16.16	7.19	-	23.34	12.75	2.13	-	14.87	8.47	3.41
Total	**8,061.94**	**42.76**	**-**	**8,104.70**	**4,555.89**	**183.24**	**-**	**4,739.13**	**3,365.57**	**3,506.05**

*** During the FY 2017-18 the lease hold land of Bommasandra has been converted to freehold land.**

4.3 Capital Work in Progress

Capital Work in Progress Ageing Schedule as on 31st March 2026

(₹ in lakhs)

Description	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress	198.35	-	-	-	198.35
Projects temporarily suspended	-	-	-	-	-
Total	**198.35**	**-**	**-**	**-**	**198.35**

Capital Work in Progress Movement / Reconciliation

Particulars	(₹ in lakhs)
Opening Balance	-
Additions during the year	198.35
Capitalized during the year (transferred to PPE) **Closing**	-
Balance	**198.35**

5) Right of use Assets

(₹ in lakhs)

Schedule of Right of use Assets as on March 2026

Description	Gross carrying amount				Accumulated Amortization				Net carrying amount	
	As at April 1, 2025	Additions / adjustments during the year	Deletions during the year	As at March 31, 2026	As at April 1, 2025	Provided during the year	Deductions during the year	As at March 31, 2026	As at March 31, 2026	As at March 31, 2025
Land	246.58	-	-	246.58	15.48	2.50	-	17.97	228.61	231.11 -
Building	48.26	-	-	48.26	31.81	16.45		48.26	-	16.45
Total	**294.84**	**-**	**-**	**294.84**	**47.28**	**18.95**	**-**	**66.23**	**228.61**	**247.56**

Description	Gross carrying amount				Accumulated Amortization				Net carrying amount	
	As at April 1, 2024	Additions / adjustments during the year	Deletions during the year	As at March 31, 2025	As at April 1, 2024	Provided during the year	Deductions during the year	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Land	246.58	-	-	246.58	11.84	3.64	-	15.48	231.11	234.74 -
Building	40.42	7.83	-	48.26	13.86	17.95		31.81	16.45	26.56
Total	**287.00**	**7.83**	**-**	**294.84**	**25.70**	**21.58**	**-**	**47.28**	**247.56**	**261.30**

(₹ in Lakhs)

	Particulars	2026	2025
6	**NON-CURRENT INVESTMENT**		
	Equity instruments		
	Fair value through Other Comprehensive Income		
	Quoted		
	128 equity shares [31st March, 2025: 128] of ₹1 each fully paid up held in Tata Consultancy Services Limited	3.02	4.62
	Unquoted		
	5140 equity shares [31st March, 2025: 5140] of ₹5 each fully paid up held in India Exposition Mart Limited	0.26	0.26
		3.28	4.87
	Aggregate amount of quoted investments	3.02	4.62
	Aggregate market value of quoted investments	3.02	4.62
	Aggregate amount of unquoted investments	0.26	0.26
7	**OTHER FINANCIAL ASSETS**		
	(Unsecured, considered good unless stated otherwise)		
	Non Current		
	Advances Recoverable	109.19	109.19
	Security Deposits	104.92	121.11
	Other Assets	9.73	9.73
		223.84	240.03
	Current		
	Advances to Employees	9.66	15.30
	Rent Receivable	3.59	7.13
		13.25	22.43
		237.10	262.46
8	**DEFERRED TAX ASSETS (NET)**		
	(a) Component of deferred tax asset (net)		
	Deferred tax asset:		
	Unabsorbed business losses, depreciation and amortisation*	4,414.79	5,110.46
	Lease Liability	-	4.49
	Provision for employee benefits including Bonus	26.52	5.54
	Loss allowance on financial assets	70.06	-
	Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	-	-
	Gross deferred tax asset	4,511.37	5,120.50
	Deferred tax liability:		
	Unabsorbed business losses, depreciation and amortisation	-	-
	Lease Liability	-	-
	Provision for employee benefits including Bonus	-	-
	Property, plant and equipment and other intangible assets - depreciation, impairment and amortisation	270.53	230.55
	Gross deferred tax liability	270.53	230.55
	Deferred tax assets (net)	4,240.84	4,889.95
	(b) Reconciliation of deferred tax assets :		
	Opening balance as of the beginning of the year	4,889.95	4,572.98
	Deferred tax expense / (Income) during the year recognised in statement of profit and loss	650.64	(316.97)
	Deferred tax expense / (Income) during the year recognised in Other Comprehensive Income	(1.53)	-
	Closing balance as at the end of the year	4,240.84	4,889.95
	(* Please refer Note No. 57 to the Notes to account)		
9	**TAX ASSETS (NET)**		
	Non Current		
	Income tax paid (net of provisions)	19.09	19.27
		19.09	19.27
	Current		
	Income tax paid (net of provisions)	33.85	17.15

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	33.85	17.15
	52.94	36.42
10 OTHER CURRENT ASSETS		
(Unsecured, considered good unless stated otherwise)		
Non Current		
Capital advances	4.56	-
	4.56	-
Current		
Prepaid expenses	7.42	8.04
Balance with statutory authorities	342.71	238.27
Advance for Expenses	0.22	0.72
Over Provisioning of the Gratuity Liability	-	12.15
Advance to Suppliers	74.71	11.83
Other Assets	-	3.10
	429.62	274.12
11 INVENTORIES		
(Valued at cost or net realisable value, whichever is lower)		
Raw Materials	511.33	767.60
Finished Goods	2,959.12	3,080.53
Work in Progress	302.47	202.78
Packing Material	3.22	3.60
Traded Goods	62.38	14.44
Stores and spares including consumables	63.69	57.04
	3,902.20	4,126.00
12 TRADE RECEIVABLES Unsecured,		
considered good	296.54	552.89
Trade receivables – credit impaired	278.37	-
	574.92	552.89
Less : Allowance for expected credit loss*	278.37	-
	296.54	552.89
	296.54	552.89
(* Please Refer Note No. 34 for ageing schedule)		
13 CASH AND CASH EQUIVALENTS		
Cash on hand		
In Indian Rupees	0.62	0.37
In Foreign Currency	1.43	-
	2.05	0.37
Balances with banks In		
Current Accounts	320.48	419.41
In Exchange Earners Foreign Currency Account	12.55	11.28
	333.03	430.68
	335.08	431.05
14 OTHER BANK BALANCES		
Fixed deposits with original maturity for more than 3 months but less than 12 months		
Pledged/ under lien/ earmarked	130.06	210.71
Others	7.56	650.39
	137.63	861.10

15 EQUITY SHARE CAPITAL

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos	₹ in lakhs	Nos	₹ in lakhs
Authorized				
Equity Shares of ₹ 2/- each	150000000	3,000.00	150000000	3,000.00
8 % Redeemable Cumulative Preference Shares of ₹ 100/- each	2000000	2,000.00	2000000	2,000.00
	152000000	**5,000.00**	**152000000**	**5,000.00**
Issued				
Equity Shares of ₹ 2/- each	5000000	100.00	79110120	1,582.20
	5000000	**100.00**	**79110120**	**1,582.20**
Subscribed & Paid Up				
Equity Shares of ₹ 2/- each	5000000	100.00	78952620	1,579.05
	5000000	**100.00**	**78952620**	**1,579.05**

(A) Reconciliation of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos	₹ in lakhs	Nos	₹ in lakhs
At the commencement of the year	78952620	1,579.05	78952620	1,579.05
Fully paid equity shares issued during the year*	5000000	100.00	0	-
Share Capital Extinguished during the year*	78952620	1,579.05	0	-
At the end of the year	5000000	100.00	78952620	1,579.05

* During the year, pursuant to the approved Resolution Plan, the Company extinguished its existing equity share capital comprising 79,110,120 shares. Subsequently, in accordance with the terms of the Resolution Plan, the Company issued 5,000,000 new equity shares of Rs 2 to the Successful Resolution Applicant.

(B) Rights, preferences and restrictions attached to shares

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividend and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company.
In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining asset of the Company after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

The Preference Shareholders shall have a preferential right over Equity Shareholders with respect to repayment of capital and payment of dividend at the prescribed rate. The Preference Shares shall carry such dividend rights as approved at the time of issue and shall rank pari passu amongst themselves. The holders of Preference Shares shall not be entitled to voting rights except in accordance with the provisions of the Companies Act, 2013, including on resolutions directly affecting their rights or in circumstances where dividend remains unpaid for the prescribed period.

(C) Details of shareholders holding more than 5% shares in the Company.

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Baumann Dekor Private Limited	46,11,334	92.23	-	-
Shyam Sunder Shah	-	-	71,39,205	9.04
Ginia Devi Shah	-	-	53,24,170	6.74
Gemini Overseas Ltd.	-	-	76,69,580	9.71
Tarun Fabrics Ltd.	-	-	95,75,500	12.13

(D) Disclosure of shareholding of promoters as at March 31, 2026 & March 31, 2025 is as follows:

Name of Promoter(s)	No. of Shares		Percentage		Change during the year
	31-03-26	31-03-25	31-03-26	31-03-25	
Baumann Dekor Private Limited	4611334	-	92.23	-	92.23
Consilio Resources Private Limited	1	-	0.00	-	0.00
Dorato Infrastructure Private Limited	1	-	0.00	-	0.00
VFM Infraventures Private Limited	1	-	0.00	-	0.00
Ajay Bikram Singh	1	-	0.00	-	0.00
Veenu Kanwar	1	-	0.00	-	0.00
Abhay Singh	1	-	0.00	-	0.00
Megha Shah	-	33,750	-	0.04	(0.04)
Varun Shah	-	120,000	-	0.15	(0.15)
Neha Shah	-	168,750	-	0.21	(0.21)
Pramod Kumar Shah	-	265,000	-	0.34	(0.34)
Preeti Shah	-	501,240	-	0.63	(0.63)
Kavita Shah	-	662,750	-	0.84	(0.84)
Vijoy Trading Company	-	1,396,750	-	1.77	(1.77)
Sundeep Shah	-	1,664,000	-	2.11	(2.11)
Ginia Devi Shah	-	5,324,170	-	6.74	(6.74)
Shyam Sunder Shah	-	7,139,205	-	9.04	(9.04)
P K Textiles Limited	-	1,527,380	-	1.93	(1.93)
Lucky Gold Star Company Limited	-	1,751,580	-	2.22	(2.22)
Ethics Commercials Limited	-	2,688,696	-	3.41	(3.41)
Gemini Overseas Limited	-	7,669,580	-	9.71	(9.71)
Tarun Fabrics Limited	-	9,575,500	-	12.13	(12.13)

16 OTHER EQUITY

(₹ in lakhs)

Summary of Other Equity balance	31-03-26	31-03-25
Capital Reserve	3,464.22	3,282.77
Capital Redemption Reserve	-	1,400.00
Securities Premium Account	11,428.75	11,428.75
Preference Share Capital Redemption Reserve	-	1,400.00
Retained Earnings	(11,420.97)	(12,860.73)
Equity Instrument through Other comprehensive income/ (loss)	2.88	4.48
Other comprehensive income/ (loss)	7.62	(7.22)
	3,482.50	4,648.05

Statement of Changes in Equity

	31-03-26	31-03-25
A) Capital Reserve		
Balance at the beginning of the year	3,282.77	13,675.84
Add: Capital Written Off during the year as per the approved Resolution Plan	1,579.05	(424.58)
Less : Obsolete inventory of Pre CIRP period transferred to Capital Reserve	(1,397.60)	-
Less: Amount transferred from Retained Earnings during the year	-	(9,968.49)
Balance at the end of the year	**3,464.22**	**3,282.77**
B) Capital Redemption Reserve		
Balance at the beginning of the year	1,400.00	1,400.00
Add: Additions during the year	-	-
Less: Amount transferred to Retained Earnings during the year	(1,400.00)	-
Balance at the end of the year	**-**	**1,400.00**
C) Securities Premium Account		
Balance at the beginning of the year	11,428.75	11,428.75
Add: Additions during the year	-	-
Less: Amount transferred to Retained Earnings during the year	-	-
Balance at the end of the year	**11,428.75**	**11,428.75**
D) Preference Share Capital Redemption Reserve		
Balance at the beginning of the year	1,400.00	1,400.00
Add: Additions during the year	-	-
Less: Amount transferred to Retained Earnings during the year	(1,400.00)	-
Balance at the end of the year	**-**	**1,400.00**
E) Retained Earnings		
Balance at the beginning of the year	(12,860.73)	(23,225.64)
Add: Additions during the year	(1,360.24)	396.42
Less: Amount transferred from Capital Reserves during the year	-	9,968.49
Add : Amount transferred from Capital Redemption Reserve and Preference Share Capital Redemption Reserve during the year	2,800.00	-
Balance at the end of the year	**(11,420.97)**	**(12,860.73)**
F) Equity Instrument through Other comprehensive income/ (loss)		
Balance at the beginning of the year	4.48	4.85
Add/Less : Additions / Deletions during the year	(1.60)	(0.37)
Balance at the end of the year	**2.88**	**4.48**
G) Other comprehensive income/ (loss)		
Balance at the beginning of the year	(7.22)	1.99
Add: Additions during the year	13.31	(9.21)
Add: Deferred Tax Recognized on OCI during the year	1.53	-
Balance at the end of the year	**7.62**	**(7.22)**

Particulars	March 31, 2026	March 31, 2025
17 BORROWINGS		
Non Current		
Interest Free unsecured loan from Successful Resolution Applicant	6,067.30	2,138.89
Interest Free unsecured loan from Director's	1,570.00	-
	7,637.30	2,138.89
Current		
Loans from Bank/ Financial Institutions	-	3,972.22
	-	3,972.22
	7,637.30	6,111.11
18 OTHER FINANCIAL LIABILITIES		
Non Current		
Security Deposits	40.50	46.50
	40.50	46.50
Current		
Performance Gurantee Received from Successful Resolution Applica	-	611.11
Advance Received for Working Capital	494.34	479.34
Amount Reserved for Workeman Compensation as per the Resoluti	119.66	119.66
Salaries, wages, bonus and other employees benfefit payable	189.93	134.99
Other Financial Liabilities	132.39	110.72
	936.32	1,455.82
	976.82	1,502.32
19 OTHER LIABILITIES		
Non Current		
Amount payable to fund	30.00	30.00
	30.00	30.00
Current		
Revenue received in advance	937.34	1,074.38
Statutory dues	17.08	15.19
Other liabilities	0.49	0.30
	954.92	1,089.87
	984.92	1,119.87
20 PROVISIONS		
Non Current		
Provision for employee benefits		
Leave Encashment	27.17	18.43
	27.17	18.43
Current		
Provision for employee benefits		
Gratuity	15.16	-
Leave Encashment	5.05	3.60
	20.20	3.60
	47.37	22.03
21 LEASE LIABILITY		
Non Current		
Lease Liability	-	-
	-	-
Current		
Lease Liability	-	17.84
	-	17.84
	-	17.84
22 TRADE PAYABLES		
Due to micro and small enterprises	7.04	-
Due to other than micro and small enterprise	136.57	51.71
	143.62	51.71

		2026	2025
23	**REVENUE FROM OPERATIONS**		
	Operating Revenue		
	Sale of Products		
	- Domestic	378.86	479.97
	- Exports	1,764.64	1,477.53
		2,143.51	1,957.50
	Sale of Services		
	- Domestic	117.73	130.44
	- Exports	46.60	27.30
		164.33	157.74
	Other Operating Revenue		
	Export Incentives	61.72	67.81
	Scrap Sales	1.11	2.31
		62.83	70.13
		2,370.67	**2,185.37**
24	**OTHER INCOME**		
	Interest Income On		
	Bank Deposits	23.35	25.30
	Others (including interest on Income tax refunds)	5.65	7.32
		29.00	32.61
	Dividend Income from Non-current investments	0.20	0.22
		0.20	0.22
	Other non-operating income		
	Rental Income	103.93	105.84
	Income Incidental to Rental Income	5.32	14.53
	Other Income	71.97	211.12
		181.22	331.49
		210.43	**364.33**
25	**COST OF RAW MATERIAL CONSUMED**		
	Raw Material		
	Inventory at the beginning of the year	767.60	876.46
	Add : Purchases	1,108.49	827.97
	Add : Goods in Transit - Raw Material	-	11.60
	Less : Obsolete inventory to Capital Reserve	(466.28)	-
		1,409.82	1,716.03
	Less : Inventory at the end of the year	511.33	767.60
		898.49	948.43
	Packing Material		
	Inventory at the beginning of the year	3.60	4.07
	Add : Purchases	22.77	23.65
		26.36	27.71
	Less : Inventory at the end of the year	3.22	3.60
		23.14	24.12
		921.62	**972.55**
26	**PURCHASES OF TRADED GOODS**		
	Purchases of traded goods	155.91	33.34
		155.91	**33.34**

		2026	2025
27	**CHANGE IN INVENTORY OF FINISIHED GOODS, STOCK IN TRADE AND WORK IN PROGRESS**		
	Inventory at the beginning of the year		
	Finished goods	3,080.53	1,996.68
	Work - in - Progress	202.78	145.26
	Traded Goods	14.44	-
	Less : Obsolete inventory of Pre CIRP period transferred to Capi	(931.32)	-
		2,366.43	2,141.94
	Inventory at the end of the year		
	Finished goods	2,959.12	3,080.53
	Work - in - Progress	302.47	202.78
	Traded Goods	62.38	14.44
		3,323.96	3,297.76
		(957.53)	**(1,155.81)**
28	**EMPLOYEE BENEFITS EXPENSES**		
	Salaries, wages, bonus and other allowances (Including Contractual Labour Cost)*	1,450.00	1,310.50
	Contribution to provident and other funds	65.00	59.80
	Gratuity and Leave Encashment Expenses	32.67	20.03
	Staff welfare expenses	22.07	20.50
		1,569.75	**1,410.83**
	* Salary includes remuneration to Whole Time Directors		
29	**FINANCE COSTS**		
	Interest on lease liabilities	0.77	1.66
		0.77	**1.66**
30	**DEPRECIATION AND AMORTIZATION EXPENSE**		
	Depreciation on property, plant and equipment (owned assets)	132.57	183.24
	Amortization on Intangible Assets (owned assets)	0.72	-
	Amortization on Right of use Assets (leased assets)	18.95	21.58
		152.24	**204.82**
31	**OTHER EXPENSES**		
	Manufacturing & Operating Costs	505.62	507.86
	Security Services Charges	43.97	31.65
	Advertisement and Business Promotion Expenses	74.45	64.27
	Travelling and Conveyance Expenses	46.76	28.55
	Bank Charges	6.65	6.86
	Bad debts written off	2.98	-
	Loss allowance on financial assets	278.37	-
	Communication Expenses	4.70	5.67
	Fees, Rates & Taxes Listing	32.07	43.55
	and Custodian Fees	5.61	7.61

	2026	2025
Legal and professional fees		
Repair and Maintenance	137.83	133.91
Software Charges	36.13	10.07
Membership and Subscription Charges Carriage,	9.93	12.41
Freight, Loading & Unloading Charges Office	0.13	0.67
Furniture and Fittings	137.00	134.90
Rent and Warehouse Expense	1.43	-
Vehicle Running and Maintenance Charges	0.44	5.27
Insurance Charges	22.45	19.36
Exchange Rate Fluctuations (Net)	9.09	3.22
Guest House Expenses	46.94	0.70
Printing and Stationary Expenses	13.07	6.47
Other Expenses	8.07	1.18
	3.63	5.44
	1,427.33	**1,029.61**

Payment to auditor (exclusive of taxes)		
As auditor:		
Audit fee (including fees for internal controls over financial reporting and quarterly limited reviews)	6.24	6.24
Tax Audit Fees	0.96	0.96
Fees for other services	0.73	0.05
	7.93	**7.25**

32 TAXATION

a) Income tax expense reported in the statement of profit and loss comprises:		
Current tax	-	-
Earlier Year Tax Adjustments	-	(26.75)
Deferred tax expense during the year recognized in the statement	650.64	(316.97)
	650.64	**(343.72)**
b) Statement of other comprehensive income (OCI)		
Deferred tax related to items recognized in OCI during the year		
Re-measurement gain on defined benefit plans	1.53	-
	1.53	**-**

33 EARNING PER SHARE

Profit/(Loss) after tax for the year	(1,360.24)	396.42
Profit attributable to equity shareholders	**(1,360.24)**	**396.42**
Weighted number of equity shares	5,000,000	78,952,620
Nominal value of share (₹)	2.00	2.00
Basic earning/(loss) per share (₹)	(27.20)	0.50
Diluted earning per share (₹)	(27.20)	0.50

Note No 34 - Trade Payable and Trade Receivable Ageing Schedule

Trade Payables ageing schedule

Balance as at 31st March, 2026 **(₹ in Lakhs)**

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
(i) MSME	7.04	-	-	-	7.04
(ii) Others	136.57	-	-	-	136.57
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	143.62	**-**	**-**	**-**	**143.62**

Balance as at 31st March, 2025 **(₹ in Lakhs)**

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	51.71	-	-	-	51.71
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
	51.71	**-**	**-**	**-**	**51.71**

similar information shall be given where no due date of payment is specified, in that case disclosure shall be from the date of the transaction.

Trade Receivable ageing schedule

Balance as at 31st March, 2026 **(₹ in Lakhs)**

Particulars	Outstanding for following periods from due date of payment Less					
	than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More Than 3 Years	Total
(i) Undisputed Trade receivables - considered good	273.29	17.54	5.72	-	-	**296.54**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables - credit impaired	-	-	278.37	-	-	**278.37**
Total	273.29	17.54	284.09	-	-	574.92
Less: Allowance for expected credit loss	-	-	278.37	-	-	278.37
Net Trade receivables	**273.29**	**17.54**	**5.72**	**-**	**-**	**296.54**

Balance as at 31st March, 2025 **(₹ in Lakhs)**

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More Than 3 Years	Total
(i) Undisputed Trade receivables - considered good	274.51	278.37	-	-	-	**552.89**
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	**--**
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	**-**
Total	274.51	278.37	-	-	-	552.89
Less: Allowance for expected credit loss	-	-	-	-	-	-
	549.03	**556.75**	**-**	**-**	**-**	**1,105.78**

Expected credit loss assessment for trade receivables as at 31 March 2026 and 31 March 2025 are as follows **(₹ in Lakhs)**

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Balance as at beginning of the year	-	-
Change in allowance for expected credit loss (net)	278.37	--
Balance as at end of the year	**278.37**	

Note No : 35   Accounting Ratios

Accounting Ratios							
S No	**Particulars**	**Numerator**	**Denominator**	**2026-03-31**	**2025-03-31**	**% Variance**	**Remarks for variance more than 25%**
a)	**Current Ratio (In times)**	Current Assets	Current Liabilties	2.50	0.95	162.49%	Due to repayment of loan as per Resolution plan
b)	**Debt Equity Ratio (In times)**	Total Debt (Short term and long term)	Total Equity	2.13	0.98	117.23%	Due to repayment of loan as per Resolution plan
c)	**Debt Service Coverage Ratio (In times)**	EBIT	Finance cost + principal repayments made during the period for non-current borrowings (including current maturities)]	N/A	N/A	N/A	N/A
d)	**Return on Equity Ratio (%)**	Net profit after tax	Total equity	-37.97%	6.37%	-696.43%	Due to Losses
e)	**Inventory Turnover Ratio (In times)**	Turnover	Average Inventory	0.57	0.54	5.70%	N/A
f)	**Trade Receivable Turnover Ratio (In times)**	Turnover	Average Trade Receivable	5.43	5.70	-4.75%	N/A
g)	**Trade Payable Turnover Ratio (In times)**	Turnover	Average Trade Payable	23.63	62.88	-62.42%	N/A
h)	**Net Capital Turnover Ratio (In times)**	Revenue from operations	Working capital	0.84	-8.32	-110.04%	Due to repayment of loan as per Resolution plan
i)	**Net Profit Ratio (%)**	Net profit after tax	Revenue from operations	-57%	18%	-416.31%	Due to Losses
j)	**Return on Capital Employed (%)**	EBIT	Capital employed	-6.13%	0.44%	-1492.24%	Due to repayment of loan as per Resolution plan
k)	**Return on Investment (%)**	Interest & Dividend income	Average investment in fixed income investments	4.68%	2.94%	59.25%	Due to Interest Income

Note No 36 - Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk (unhedged foreign currency exposure) as reported to management is as follows:

(₹ in lakhs)

Particulars	Currency	31-03-2026		31-03-2025	
		Amount in Foreign Currency	Amount in ₹	Amount in Foreign Currency	Amount in ₹
Cash and cash equivalents	EUR	0.01	0.79	-	-
	USD	0.01	0.47	-	-
	GBP	0.00	0.16	-	-
Balance with Banks in EEFC Accounts	EUR	0.03	3.63	0.07	6.13
	GBP	0.00	0.07	0.02	1.86
	USD	0.09	8.84	0.04	3.29
Trade receivables	EUR	0.37	39.85	0.13	12.30
	USD	2.31	176.97	2.67	226.70
	GBP	0.18	22.44	0.17	18.26
Other current liabilities - Advances from Customers	USD	4.86	458.36	-	-
	AED	12.80	328.52	39.39	913.73
Other current liabilities - Expenses Payable	EUR	0.02	1.62	-	-
	USD	0.05	5.09	-	-
Trade Payables	USD	0.69	65.18	0.23	19.55
Other current assets - Advance to Suppliers	EUR	0.50	54.15	0.05	4.05

The following exchange rates have been applied

Currency	Year End Spot Rate	
	31st March 2026	31st March 2025
USD/INR	94.3130	85.5286
EUR/INR	108.2950	92.5997
GBP/INR	124.6880	110.6350
AED/INR	25.6748	23.2000

Sensitivity analysis

A reasonably possible strengthening / weakening of the USD, EURO, GBP, etc. against ₹ at 31 March 2026 and 31 March 2025 would have affected the measurement of financial instruments denominated in foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant

(₹ in lakhs)

Particulars	Profit / (loss) before tax		Equity, net of taxes	
	Strengthening	Weakening	Strengthening	Weakening
31st March 2026				
USD (1% movement)	(3.42)	3.42	-	-
EUR (1% movement)	0.97	(0.97)	-	-
GBP (1% movement)	0.23	(0.23)	-	-
AED (1% movement)	(3.29)	3.29	-	-
31st March 2025				
USD (1% movement)	2.10	(2.10)	-	-
EUR (1% movement)	0.22	(0.22)	-	-
GBP (1% movement)	0.20	(0.20)	-	-
AED (1% movement)	(9.14)	9.14	-	-