LAXMI COTSPIN LIMITED
(A Govt. Recognized Star Export House & NSE Listed Company)

BCI Better Cotton Initiative ISO 9001 : 2008

Regd. Off.: Gut No. 399, Samangaon – Kajala Phata, Jalna-Ambad Road, Opp. Meenatai Thakare Vridhashram, JALNA - 431 203. (M.S.) India.
Off. 09765999633 E-mail: admin@laxmicotspin.com • Web Site: www.laxmicotspin.com
CIN NO - L17120MH2005PLC156866 • GST No. 27AAECM5186A1ZL

Ref. No. Date :

Date – 04/09/2026

To,
The Manager,
Listing & Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot C-1,
Block G, Bandra Kurla Complex, Bandra (E),
Mumbai – 400051

Ref.: - (ISIN: INE801V01019 SYMBOL: LAXMICOT)

Dear Sir/Madam,

Subject: Annual Report 2025-26 and Notice of 21st Annual General Meeting (AGM)

This has further to our communication dated 1st September, 2026, intimating the 21st Annual General Meeting (AGM) to be held on Monday, 28th September, 2026

In compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report of the Company along with the Notice of the AGM and other Statutory Reports for the financial year 2025-26. The same is also being dispatched/sent to the shareholders through permissible modes.

The Annual Report and AGM notice are also available on the Company's website: https://www.laxmicotspin.com/

This is for your information and records.

Yours Faithfully,
FOR LAXMI COTSPIN LIMITED

SKRathi

Sanjay Rathi,
Managing Director
DIN – 00182739

LAXMI COTSPIN LTD. JALNA

Encl: as above

LAXMI COTSPIN LIMITED

(CIN: - L17120MH2005PLC156866)

ANNUAL REPORT 2025-26

21st ANNUAL GENERAL MEETING

On Monday, the 28th day of September 2026 at 1.00 P.M.

Through Video Conferencing ("VC") /
Other Audio-Visual Means ("OAVM")

Registered Office:

GUT NO.399, SAMANGAON-KAJLA ROAD, IN FRONT OF MEENATAI THAKARE VRIDHASHRAM, SAMANGAON JALNA MH 431203

Contact No: - 09765999633 **Website:** www.laxmicotspin.com

E-Mail Id: - complianceofficer@laxmicotspin.com

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CORPORATE INFORMATION

Board of Directors	
Mr. Sanjay Kachrulal Rathi	Executive Director (Chairman & Managing Director)
Mrs. Prafullata Sanjaykumar Rathi*	Whole Time Women Director
Mrs. Sharda Ghansham Sikchi**	Whole Time Women Director
Mr. Ravindra Mishrilal Bangad***	Executive Director
Mr. Ramesh Gopikishan Mundada	Executive Director
Mr. Gopal Satyanarayan Mundada	Executive Director
Mr. Kailash Shrikisan Biyani#	Executive Director
Mr. Vivek Mohanlal Maniyar#	Executive Director

Mrs. Prafullata Sanjaykumar Rathi (Resigned w.e.f 07th February, 2026)
Mrs. Sharda Ghansham Sikchi (Appointed w.e.f 30th April, 2026)
Mr. Ravindra Mishrilal Bangad (Appointed w.e.f 5th December, 2025)
Mr. Kailash Shrikisan Biyani (Appointed w.e.f 07th August, 2025)
Mr. Vivek Mohanlal Maniyar (Appointed w.e.f 07th August, 2025)

Committees of Board	
Audit Committee	1. Mr. Gopal Mundada – Chairperson (ID) 2. Mr. Sanjay Rathi - Member 3. Mr. Kailash Biyani – Member (ID)
Nomination and Remuneration Committee (Prafullata Rathi resigned and Gaurav Karwa appointed w.e.f 13th February, 2026 and Vivek Maniyar appointed w.e.f 7th August, 2025)	1. Mr. Vivek Maniyar – Chairperson (ID) 2. Mrs. Prafullata Rathi – Member 3. Mr. Gaurav Karwa – Member (ID) 4. Mr. Gopal Mundada – Member (ID)
Stakeholders Relationship Committee (Mr. Shivratan Mundada resigned and Ravindra Bangad appointed w.e.f. 5th December, 2025)	1. Mr. Kailash Biyani – Chairperson (ID) 2. Mr. Shivratan Mundada – Member 3. Mr. Ramesh Mundada – Member 4. Mr. Ravindra Bangad _Member
Corporate Social Responsibility Committee	1. Mr. Kailash Biyani - Chairperson (ID) 2. Mr. Gopal Mundada – Member (ID) 3. Mr. Sanjay Rathi - Member

Key Managerial Personnel	
Mr. Anupkumar Ashokrao Gindodiya	Chief Financial Officer
Mrs. Deepika Amit Dalmiya	Company Secretary & Compliance Officer

Mrs. Soni Shailesh Karwa Resigned w.e.f 01/06/2026 from post of Company Secretary & Compliance Officer and Mrs. Deepika Amit Dalmiya Appointed w.e.f. 11th June, 2026 as Company Secretary & Compliance Officer

Statutory Auditors	
M/s DMKH & Co.	2025-2026 (resigned w.e.f 25/05/2026)
M/s. Singh Mundada & Associates	Appointed w.e.f. 16/07/2026
102 Kalpataru Apart plot No.51&52, Aditya Nagar Sutgirni Chowk,Chh sambhajinagar 431009	
bpsingh@smaca.in	

Secretarial Auditor	
D. SAGAR & ASSOCIATES	2025-2026
No.10, 2nd Floor, Malan Plaza, Besides Durga Mata Temple, Javahar colony road, Vishnu Nagar, Aurangabad-431001, MH IN	
deo.sagar@rediffmail.com	

Cost Auditor	
Cheena & Associates	2025-2026
WZ-H-28, Street No.9, New Mahavir Nagar, Near Janakpuri East Metro Station, New Delhi – 110018	
cheenaassociates20@gmail.com	

Internal Auditors	
Darshan Gattani & Associates	2025-2026
C-304,Fortius Space Olympia, Sutgirni Chowk,Garkheda Parisar, Aurangabad – 431001MH IN	
gattani.darshan@gmail.com	

Registered Office
Gut No.399, Samangaon-Kajla Road, In Front Of Meenatai Thakare Vridhashram, Samangaon Jalna Mh 431203
Investor Queries: complianceofficer@laxmicotspin.com

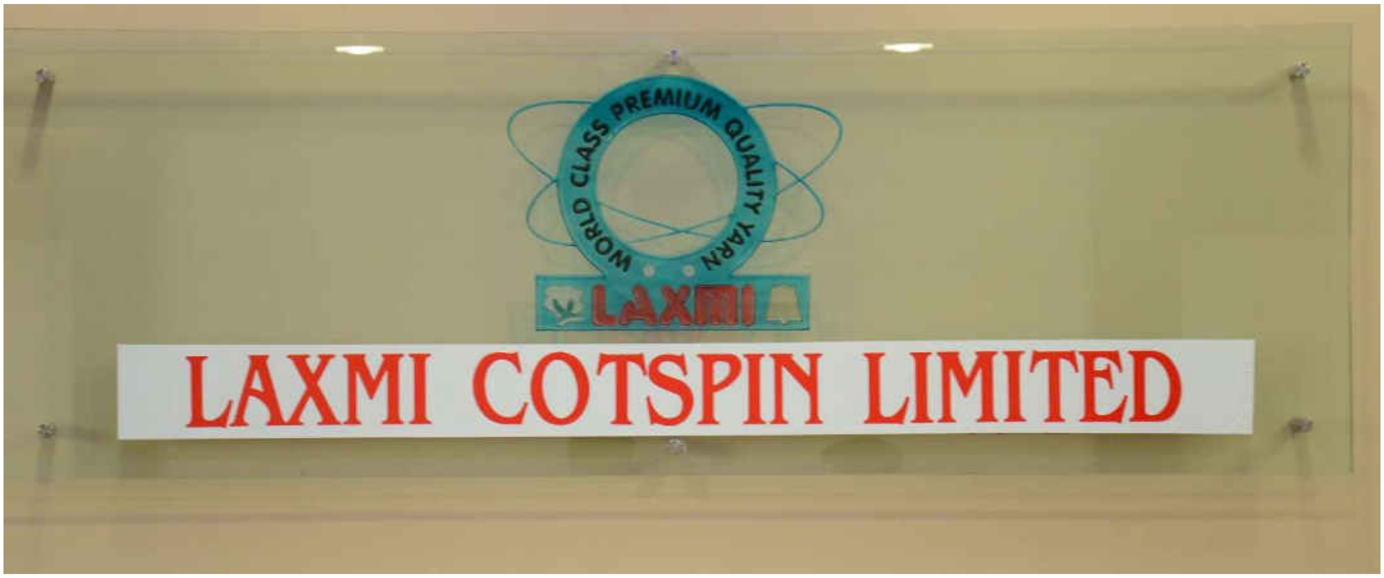
Name of the Stock Exchange
National Stock Exchange Limited

Registrar and Share Transfer Agents
MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt Ltd)
C101,247 Park, LBS Marg, Vikhroli (West)Mumbai-40083

Bankers
HDFC Bank Limited, Axis Bank, SVC Co Bank

Subsidiaries
1) Laxmi Spintex Private Limited 2) Laxmi Surgical Healthcare Private Limited 3) Laxmi Style & Design Private Limited*

***Laxmi Style & Design Private Limited is closed on 29/06/2026 and ceased to be subsidiary of Laxmi Cotspin Limited.**


WORLD CLASS PREMIUM QUALITY YARN
LAXMI
LAXMI COTSPIN LIMITED

LETTER TO SHAREHOLDERS

Dear Shareholders,

On behalf of the Board of Directors of the Company, it gives me immense pleasure to extend a very warm welcome to all of you to the **21st Annual General Meeting** of the Company.

We are pleased to share with you the performance and key developments of the Company during the financial year **2025–26** and to present the Annual Report for your consideration.

Our Company is engaged in the manufacturing of **cotton yarn, cotton bales, surgical cotton, oil cake and oilseeds**. The textile industry has been undergoing a significant transformation, with rapid technological advancements, particularly in the spinning sector, over the past few years. In line with these developments, we are evaluating the replacement and upgradation of our existing manufacturing setup with advanced technology to enhance operational efficiency, product quality and overall competitiveness.

We have established strong marketing capabilities and a wide marketing network across both domestic and export markets. We are confident that these strengths will enable us to effectively market the increased production capacity and create sustainable growth opportunities for the Company.

As part of our strategy to diversify our business, we commenced **commercial production of surgical cotton during FY 2025–26**. We are optimistic about the prospects of this division and expect it to receive encouraging market acceptance in the coming years.

The **medical textile sector** presents significant growth opportunities, supported by increasing demand and attractive market potential. Accordingly, we intend to further expand our presence in this sector in the coming years and explore opportunities to build a stronger and more diversified product portfolio.

We are also planning to expand our **spinning division** through the installation of additional Ring Frames within our existing manufacturing premises, for which the required building infrastructure is already available. This expansion is expected to strengthen our manufacturing capabilities and support the Company's future growth.

We remain committed to identifying new opportunities, adopting appropriate technologies, improving operational efficiencies and making every effort to contribute meaningfully towards the long-term growth and success of the Company.

I take this opportunity to express my sincere gratitude to all our valued shareholders for their continued confidence, trust and support. We assure you that we will continue to work diligently towards achieving greater heights and creating sustainable value for all our stakeholders. We remain confident that our shareholders can look forward to robust and sustainable growth in the years ahead.

I would also like to place on record my sincere appreciation to our employees for their persistent efforts and dedication, to the Board of Directors for its valuable guidance and support, and to all our stakeholders for their continued encouragement and cooperation in all our endeavours.

We look forward to your continued guidance, confidence and support as we move ahead towards newer milestones and greater achievements.

With warm regards,

Yours sincerely,

Sd/-
Sanjay Rathi
Chairman

LAXMI COTSPIN LIMITED

(CIN: - L17120MH2005PLC156866)
Reg Office - Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon Jalna MH 431203
Contact No: 9765999633 **E-Mail Id: complianceofficer@laxmicotspin.com**
Website:www.laxmicotspin.com

NOTICE OF THE 21st ANNUAL GENERAL MEETING

Dear Members,

Notice is hereby given that the **21st Annual General Meeting** of **Laxmi Cotspin Limited** will be held on Monday, 28th September, 2026 at 1.00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business.

A) ORDINARY BUSINESS

1. **To receive, consider and adopt Standalone and Consolidated Audited Financial statements including Profit and Loss Account Balance Sheet, for the year ended on 31st March, 2026 along with Directors Report and Audited Report of the Company.**

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

   "RESOLVED THAT the Standalone Audited Financial Statements of the Company for the year 2025-26 together with the Reports of the Board of Directors' and Auditors' thereon of the Company for the year 2025-26 as presented to the meeting, be and hereby, adopted."

   "RESOLVED THAT the Consolidated Financial Statements of the Company for the year 2025-26 together with the Reports of the Auditors' thereon of the Company for the year 2025-26 as presented to the meeting, be and hereby, approved and adopted."

   "RESOLVED FURTHER THAT, any one director of the company be and is here by authorised to sign the Audited Consolidated and Standalone Financial Statements of the company and to do all acts, things deed which are necessary to give effect to the above resolution."

2. **To Consider and Approve the Appointment Of M/S. Singh Mundada & Associates, Chartered Accountants (FRN:122059W), As Statutory Auditors of the company and to fix their remuneration.**

   "**RESOLVED THAT** pursuant to the provisions of Sections 139, 141 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or amendments or re-enactments thereof for the time being force), M/s. Singh Mundada & Associates, Chartered Accountants (Firm Registration No.

122059W), as the Statutory Auditors of the Company and to hold office from the conclusion of 21st Annual General Meeting until the conclusion of 26th Annual General Meeting, on such remuneration as may be mutually decided by the Board of Directors of the Company and the Auditors of the Company from time to time."

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to do all acts, deeds, matters, formalities and such other things as may be required under the Companies Act, 2013 and any other law, including filing of relevant forms or documents with the Registrar of Companies and other entities, and as may be considered necessary, expedient, usual or proper to do for carrying out the said resolutions."

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

3. **To appoint a Director in place of Mr. Ramesh Gopikishan Mundada (DIN- 00153255), who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.**

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

"RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mr. Ramesh Gopikishan Mundada (DIN- 00153255), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the company."

B) SPECIAL BUSINESS

4. **Ratification of Remuneration of Cost Auditors for the Financial Year 2026-27: -**

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of Audit Committee, the remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) per annum and approved by the Board of Directors, payable to M/s. Cheena and Associates., Cost Accountants (Firm Reg. No. 000397), appointed by the Board of Directors of the Company as Cost Auditors for the financial year 2026-2027 to conduct an audit of cost accounting records, as prescribed under the Companies (Cost Records and Audit) Rules, 2014 and amendments made thereto be and is hereby ratified.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and take all steps as may be necessary, proper and expedient to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

5. Reappointment of Mr. Sanjay Kachrulal Rathi (DIN: 00182739) as Managing Director and chairman of the Company subject to approval of shareholders.

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company and the Nomination and Remuneration Policy of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for the **re-appointment of Mr. Sanjay Kachrulal Rathi (DIN: 00182739), Promoter, as Managing Director of the Company**, for a further period of **5 (Five) years with effect from December 31, 2026 up to December 30, 2031**, upon the terms and conditions, including remuneration, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT Mr. Sanjay Kachrulal Rathi shall be entitled to a remuneration of **₹4,00,000/- (Rupees Four Lakh only) per month**, together with such perquisites, allowances, benefits and facilities, if any, as may be approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, subject to the overall limits prescribed under the Companies Act, 2013, Schedule V thereto and the SEBI Listing Regulations.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the tenure of Mr. Sanjay Kachrulal Rathi as Managing Director, the remuneration payable to him shall be governed by the applicable provisions of Section 197 read with Schedule V to the Companies Act, 2013 and other applicable provisions of law, and the Company shall obtain such approval, if any, as may be required under the applicable provisions prevailing at the relevant time.

RESOLVED FURTHER THAT Mr. Sanjay Kachrulal Rathi, in his capacity as Managing Director, shall, subject to the superintendence, control and direction of the Board of Directors, manage and conduct the business and affairs of the Company and shall exercise such powers and perform such duties as may be entrusted to him by the Board of Directors from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including the Nomination and Remuneration Committee or any other Committee authorised by the Board) be and is hereby authorised to alter, vary and/or modify the terms and conditions of the said re-appointment and remuneration from time to time, provided that the same remains within the limits prescribed under the Companies Act, 2013, Schedule V thereto, the SEBI Listing Regulations and other applicable laws.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and to execute and file all such forms, returns, documents and writings with the Registrar of Companies, Stock Exchange(s) and/or any other statutory or regulatory authority as may be necessary, desirable or expedient for giving effect to this Resolution."

6. Alteration in the Object Clause of the Company by Addition in object.

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

RESOLVED THAT Pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Incorporation) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, as amended from time to time, and subject to such approvals, consents, permissions and sanctions as may be required from the Registrar of Companies, Stock Exchange(s) and/or any other statutory or regulatory authority, consent of the Members of the Company be and is hereby accorded to alter the Main Objects Clause of the Memorandum of Association of the Company by inserting the following new Object Clause 4 after the existing Object Clause 3:

"To carry on the business of purchasing, procuring, aggregating, trading, buying, selling, reselling, importing, exporting, storing, distributing and otherwise dealing in soybean, soyabean seeds and other oilseeds and agricultural commodities, whether in raw, processed or semi-processed form, and soybean-derived products including soybean oil, soybean meal, de-oiled cake and other by-products, and to act as traders, dealers, distributors, commission agents, brokers, stockists or otherwise deal in the aforesaid products, in domestic as well as international markets, subject to applicable laws, rules, regulations, licences, permissions and approvals."

RESOLVED FURTHER THAT the existing numbering of the subsequent clauses of the Main Objects Clause of the Memorandum of Association of the Company, if any, be correspondingly altered/re-numbered.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps and actions and to execute all such documents, deeds and writings as may be necessary or expedient to give effect to this resolution, including filing of requisite forms, returns and documents with the Registrar of Companies, Stock Exchange(s) and/or any other statutory or regulatory authority.

RESOLVED FURTHER THAT any Director, Company Secretary, Compliance Officer or Chief Financial Officer of the Company be and is hereby severally authorised to make such modifications, alterations, additions or corrections as may be required by the Registrar of Companies, Stock Exchange(s) or any other statutory or regulatory authority and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

Sd/-

Date: 04/09/2026 **CS Deepika Amit Dalmiya**
Place: Jalna Company Secretary & Compliance Officer

NOTES:

General Instructions for Accessing and Participating in the AGM through VC/OAVM Facility and Voting through Electronic Means Including Remote E-Voting.

1. The Explanatory statement pursuant to Section 102 of the Companies Act, 2013, is annexed to the notice of the AGM.

2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Accordingly, in compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars"].

   Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum. [Section 103 of the Companies Act, 2013 ("Act")] In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on Friday, August 28, 2026 ("cut-off date") will be entitled to vote during the AGM.

   Pursuant to the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015 ("SEBI Listing Regulations"), a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

3. THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS AND TO APPOINT PROXY HAS BEEN DISPENSED WITH. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting Accordingly, In Terms of The MCA Circulars and The SEBI Circulars, the facility for Appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and Route Map of AGM are not annexed to this notice.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available 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, Stakeholders Relationship Committee, Corporate Social Responsibility , Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis

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

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with 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 venue voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

9. Notice of the AGM along with the Integrated Annual Report for FY 2025-26 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. The Company shall send the physical copy of Integrated Annual Report FY 2025-26 to those Members who request the same at complianceofficer@laxmicotspin.com mentioning their Folio No./DP ID and Client ID. The Notice convening the 21st AGM along with the Integrated Annual Report FY 2025- 26 will also be available on the website of the Company at **www.laxmicotspin.com** websites of the Stock Exchanges i.e. NSE Limited, at www.nseindia.com Additionally, the Company will also send a letter to shareholders providing the web-link https://www.laxmicotspin.com/ for accessing the Integrated Annual Report to those Members who have not registered their

email address with the Company or RTA or Depositories. [Regulation 36(1) of the SEBI Listing Regulations].

10. In case of joint holders attending the AGM, only such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be entitled to vote at the Meeting.

11. 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.

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

13. SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market. After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026].

    Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

14. Corporate/Institutional Members intending to authorize their representatives to participate in the AGM through VC/OAVM and vote either through remote e-voting or voting during the AGM are required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., to the Scrutinizer by email to piyushragrawal@gmail.com with a copy marked to (RTA email yash.parab@in.mpms.mufg.com The scanned image of the above-mentioned documents should be in the naming format "LAXMI COTSPIN LIMITED 21st Annual General Meeting".

15. 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 Secretarial 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 dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 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 venue voting on the date of the EGM/AGM will be provided by NSDL. The facility of casting votes by a

member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

16. Non-Resident Indian members are requested to inform RTA immediately about:
    A. the change in the residential status on return to India for permanent settlement; and
    B. the particulars of the bank account(s) maintained in India with complete name, branch, and account type, account number and address of the bank, if not furnished earlier.

17. Members are requested to,
    A. Quote their Identification number/ folio number in all correspondence with the Company/ Registrar & Share Transfer Agent (RTA).
    B. Notify immediately and change in their address and their mandate, at the Registered Office of the Company / Registrar & Share Transfer Agent (RTA).

18. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 22nd September, 2026 to Monday, 28th September, 2026 (both days inclusive) for the purpose of AGM.

19. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 and General Circular no. 09/2023 dated 25.09.2023.

20. Pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), (including any statutory modification(s)/ re-enactment(s)/ amendment(s) thereof, for the time being in force), the dividend which remains unpaid/ unclaimed for a period of seven years from the date of transfer to the unpaid/ unclaimed dividend account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. As per the IEPF Rules, the corresponding shares in respect of which dividend has not been paid or claimed by the Members for seven (7) consecutive years or more shall also be transferred to the dematerialized account created by the IEPF authority. There is unpaid dividend amount of Rs. 33,000/- which will be transferred to IEPF.

21. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank mandates, National Electronic Clearing Service (NECS), Electronic

    Clearing Service (ECS), nominations, power of attorney, contact numbers, change in address and e-mail addresses to their respective Depository Participants with whom they are maintaining their demat accounts. Changes intimated to the Depository Participants will be automatically reflected in the Company's record which will help the Company and RTA to provide efficient and better services.

22. In terms of Section 72 of the Companies Act, 2013 and Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, every holder of securities of the Company may, at any time, nominate, in the prescribed manner, a person to whom his/her securities of the Company shall vest in the event of his/her death.

23. In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. Further, SEBI had fixed March 31, 2021, as the cut- off date for the re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in dematerialized mode. The requests for effecting transmission/ transposition of securities shall be processed in the dematerialized form. In order to eliminate all risks associated with physical shares and avail various benefits of dematerialization. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Transfer Agent.

24. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.

25. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote evoting.

26. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / re-appointment at the AGM is provided under a separate heading, which forms part of this Notice.

   A. The company has set Monday, 21st September, 2026 as the Cutoff date for taking record of the shareholders of the company who will be eligible for casting their vote on the resolution to be passed in the ensuing AGM for both E–Voting and Physical mode through Polling Paper.

   B. The remote e-voting period will commence on Friday, 25th September, 2026 at 9:00 A.M. and ends on Sunday, 27th September, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Monday, 21st September, 2026, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder; the shareholder shall not be allowed to change it subsequently.

C. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, 21st September, 2026

D. The Board of Directors has appointed CA Piyush Agrawal, Practicing Chartered Accountant as scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair transparent manner.

E. The Scrutinizer shall, immediately after the conclusion of e-voting at Annual General Meeting, download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within two working days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.

F. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and also be immediately forwarded to NSE, Mumbai.

G. All the Statutory Registers and Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, between 3.00 P.M. to 5.00 P.M. up to the date of the Meeting.

H. Members desiring any information relating to the Accounts are requested to write to the Company well in advance so as to enable management to keep the information ready.

I. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.

J. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011, and April 29, 2011, respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with their shareholders through electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.

K. Members holding shares in Physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime India Private Limited (RTA), the details of such folio together with the share certificates for consolidating their shareholding in one folio. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to DPs in respect of shares held in electronic form.

L. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have de-mat accounts.

M. Members are requested to intimate their email id at complianceofficer@laxmicotspin.comin order to meet the requirement of green initiatives.

N. Electronic copy of Notice of the AGM along with Annual Report 2025-26 including remote E Voting Instruction, is being sent by electronic mode to those members who is registered as a member as on 28th August, 2026 on their registered E mail ID. For those shareholders whose name stands registered in the register of member as on Friday 28th August, 2026 and who want a physical copy of the same kindly request to the company on complianceofficer@laxmicotspin.com.

O. Shareholders are also informed that voting shall be by E-voting.

P. Shareholders also informed that if you want to registered as speaker in AGM, you have to mail to the company on or before 20th September, 2026.

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

The remote e-voting period begins on Friday, 25th September, 2026 at 09:00 A.M. and ends on Sunday, 27th September, 2026 at 05:00P.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. Monday, 21st September, 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 Monday, 21st September, 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 Individual shareholders holding securities in demat mode is given below:**
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 secureties 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.

How to Log-in to NSDL e-Voting website?

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.

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

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?
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 piyushragrawal@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 Rahul Rajbhar 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 admin@laxmicotspin.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 admin@laxmicotspin.com. If you are an Individual shareholder 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 admin@laxmicotspin.com. The same will be replied by the company suitably.

Explanatory Statement
(Pursuant to section 102(1) of the Companies Act, 2013)

Annexure to the Item No.- 2 of the Notice

M/S. Singh Mundada & Associates, Chartered Accountants (FRN:122059W), (a peer reviewed firm) was appointed as the Statutory Auditors of Laxmi Cotspin Limited (the "Company") for the financial year 2026-27, to fill the casual vacancy caused by the resignation of M/s. DMKH AND Co., to the members of the Company, to hold office till the conclusion of 21st AGM.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 ("Rules"), the Board of Directors of the Company has recommended appointment of M/S. Singh Mundada & Associates, Chartered Accountants (FRN:122059W) as the Statutory Auditors of the Company, for a term of 5 (five) years to hold office from the conclusion of this AGM until the conclusion of the 26th Annual General Meeting of the Company on such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors, plus out of pocket expenses. The said recommendation is on the basis, inter alia, taking into consideration the qualifications and experience which commensurate with the size and requirements of the Company. Auditor has consented to act as Statutory Auditor and has confirmed that their appointment, if made, would be within the limits specified under Section 141 (3)(g) of the Act. Also confirmed that it is not disqualified to be appointed as Statutory Auditors in terms of the provisions of Sections 139(1), 141(2) and 141 (3) of the Act and the Rules and that holds a valid certificate issued by the Peer Review Board of Institute of Chartered Accountant of India (ICAI). The remuneration to be paid to auditor shall be mutually agreed upon by the Board of Directors and Deloitte.

The Board of Directors recommends the ordinary resolution as set out at item no. 2 of the notice for approval of the members.

None of the Directors of the Company or Key Managerial Personnel or their relatives, in any way are concerned or interested (financially or otherwise) in the resolution set out at item no. 2 of the Notice. Accordingly, the Board of Directors recommends the said resolution set out in item no. 2 for the Members' approval by way of an Ordinary Resolution.

Annexure to the Item No.- 3 of the Notice

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 3 the accompanying Notice dated 04/09/2026

Details of Directors seeking re-appointment in the forthcoming Annual General Meeting. (In pursuance of Secretarial Standards on General Meetings [SS-2] and Regulation 36 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirements] Regulations,2015)

Name of the Director	Mr. Ramesh Gopikishan Mundada (Whole Time Director)
Director Identification No	00153255
Category	Executive Director
Date of Birth	05/09/1959
Age	67 Years
Date of First Appointment on the Board and term	Ramesh Gopikishan Mundada was appointed as an Executive Director w.e.f. 01/07/2022 till cessation, liable to retire by rotation.
Relationship with Directors and KMPs	None
Qualifications	B.com 1982 batch, from J.E.S college Jalna.
Expertise in specific functional area.	Mr. Ramesh Gopikishan Mundada is the director of LAXMI COTSPIN LIMITED with experience of 20 years in the company, he is also director in 1. Mauli Financial services Pvt Ltd, 2. Mammadevi Steel Alloys Private Limited 3. Laxmi Surgical Healthcare Private Limited. **4.** Vedamata Multiservices and Trading Private Limited
Terms and conditions of appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable)	Ramesh Gopikishan Mundada proposed to be appointed as Executive Director liable to retire by rotation. His last drawn remuneration is ₹12,60,000/- PA (Rupees Twelve Lakhs Sixty Thousand only).
Remuneration sought to be paid	He shall draw remuneration of ₹1,00,000/- (Rupees One Lakh only) per month.
No. of Meetings of the Board attended during the year	13
Directorships of the Board of other companies including the listed companies as on March 31, 2026	1. Laxmi Cotspin Limited 2. Mammadevi Steel Alloys Private Limited 3. Mauli Financial Services Private Limited 4. Vedamata Multiservices And Trading Private Limited 5. Laxmi Surgical Healthcare Private Limited
Membership/Chairmanship of Committees of the Board of the Company and other Companies on which he is a director.	Member in Stakeholders Relationship Committee.
Number of shares held in the Company as on 31st March, 2026	48,813
In case of independent directors, the skills and capabilities required for the	Not Applicable

role and the manner in which the proposed person meets such requirements	
List of Other Companies/bodies corporate (including listed entities) in which Directorships are held along with listed entities from which the person has resigned in the past three years	Orient Polypack Private Limited

Further, we would like to state that as per the requirement of the Circular No. LIST/COMP/14/ 2018- 19 Dated June 20, 2018 w.r.t. Enforcement of SEBI Orders Regarding Appointment Of Directors By Listed Companies, the Board of Directors and its Nomination and Remuneration Committee while considering the appointment of Mr. Ramesh Gopikishan Mundada, has verified and confirmed from him that he is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

Annexure to the Item No.- 4 of the Notice

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. Cheena and Associates., Cost Accountants (Firm Registration No. 000397), as the Cost Auditors of the Company to conduct the audit of cost records maintained under Section 148 of the Companies Act, 2013 for the financial year 2026-27, at a remuneration and terms of engagement as may be mutually agreed between the Board/ Audit Committee and the Cost Auditors of the Company.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. [4] of the Notice for approval by the shareholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Annexure to the Item No.- 5 of the Notice

Mr. Sanjay Kachrulal Rathi (DIN: 00182739) is presently the Managing Director and Promoter of the Company. His existing tenure as Managing Director is valid up to December 30, 2026.

Considering his experience, knowledge, expertise, leadership capabilities and contribution towards the growth and development of the Company, the Nomination and Remuneration

Committee ("NRC"), at its meeting held on 04/09/2026 after evaluating his performance and suitability, recommended his re-appointment as Managing Director of the Company for a further period of five years.

Based on the recommendation of the NRC, the Board of Directors of the Company, at its meeting held on 04/09/2026 approved the re-appointment of Mr. Sanjay Kachrulal Rathi as Managing Director of the Company for a further period of 5 (Five) years commencing from December 31, 2026 and ending on December 30, 2031, subject to the approval of the Members of the Company.

The re-appointment may be terminated in accordance with the terms and conditions approved by the Board and applicable provisions of law.

Mr. Sanjay Kachrulal Rathi is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has furnished the requisite declarations and disclosures to the Company. The Company has received the requisite consent from Mr. Sanjay Kachrulal Rathi to act as Managing Director of the Company.

The additional information in respect of Mr. Sanjay Kachrulal Rathi pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) is provided in the Annexure to the Notice.

Mr. Sanjay Kachrulal Rathi is interested in the Resolution relating to his own re-appointment and remuneration. His relatives may also be deemed to be interested in the Resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board considers that the continued association and leadership of Mr. Sanjay Kachrulal Rathi would be beneficial to the Company and accordingly recommends the **Special Resolution set out at Item No.5** for approval of the Members.

Relevant details, in terms of Regulation 36 of the Listing Regulations and Secretarial Standard-2 on General Meetings

1	Name	Mr. Sanjay Kachrulal Rathi
2	DIN	00182739
3	Age	60 Years
4	Date of first appointment on the Board	19/10/2005
5	Designation	Managing Director
6	Qualification	B.Com, D.B.M.

7	Brief Resume, Experience and Expertise in specific functional areas	20+ years in spinning and ginning; 15 years in wholesale cloth trading. He is a business professional with extensive experience in the spinning, ginning, and textile industries, along with a strong background in wholesale cloth trading and business management.
8	Terms and conditions of appointment or reappointment	Appointment as Managing Director of the Company for a further period of 5 (Five) years commencing from December 31, 2026 and ending on December 30, 2031, liable to retire by rotation.
9	Period of Appointment	Five years commencing from December 31, 2026 up to December 30, 2031.
10	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	NA
11	Last drawn remuneration	**₹54,00,000/- (Rupees Fifty Four Lakh only) per annum.**
12	Remuneration sought to be paid	**₹4,00,000/- (Rupees Four Lakh only)** per month, In addition to the above remuneration, he shall be entitled to such allowances, perquisites, benefits and facilities, if any, as may be approved by the Board of Directors on the recommendation of the NRC, subject to the applicable statutory limits.
13	Minimum Remuneration	In the event of loss or inadequacy of profits during any financial year during his tenure, the remuneration payable to Mr. Sanjay Kachrulal Rathi shall be subject to the provisions of Section 197 read with Schedule V to the Companies Act, 2013 and other applicable provisions of law.
14	Powers and Duties	Mr. Sanjay Kachrulal Rathi shall, subject to the superintendence, control and direction of the Board of Directors, be responsible for the overall management and conduct of the business and affairs of the Company and shall exercise such powers and perform such duties as may be entrusted to him by the Board from time to time.
15	Relationship with Promoters/Directors	Mr. Sanjay Kachrulal Rathi belongs to the **Promoter/Promoter Group** of the Company.

16	Shareholding in the company	4,39,376
17	Number of Meetings of the Board attended during the year	13
18	Directorships of the Board of other companies including the listed companies as on March 31, 2026	1. Rathi Ispat And Infra Private Limited 2. Laxmi Cotspin Limited 3. Laxmi Spintex Private Limited 4. Rajuri Cement Private Limited 5. Laxmi Surgical Healthcare Private Limited 6. Icon Build Smart Private Limited 7. Icon Steel Social Foundation 8. Jalna Maheshwari Charitable Foundation 9. Laxmi Style & Design Private Limited
19	Membership/Chairmanship of Committees of the Board of the Company and other Companies on which he is a director	Member in Audit Committee and Corporate Social Responsibility Committee
20	Listed entities from which the person has resigned in the past three years	NA After closure of FY 2025-26 he has resigned from Cotton Association Of India

Further, we would like to state that as per the requirement of the Circular No. LIST/COMP/14/ 2018- 19 Dated June 20, 2018 w.r.t. Enforcement of SEBI Orders Regarding Appointment Of Directors By Listed Companies, the Board of Directors and its Nomination and Remuneration Committee while considering the appointment of Mr. Sanjay Kachrulal Rathi, has verified and confirmed from him that he is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

Annexure to the Item No.- 6 of the Notice

The Company is presently engaged in the business of cotton and yarn and allied activities.

With a view to expanding and diversifying its business activities and leveraging the Company's existing experience, infrastructure, business relationships and market presence in the agricultural commodity and allied business sectors, the Board of Directors has considered it appropriate to enable the Company to undertake the business of trading in soybean, soyabean seeds and other oilseeds and allied products.

Accordingly, the Board of Directors, at its meeting held on 04/09/2026 approved, subject to the approval of the Members and other applicable approvals, the proposal to alter the Main Objects Clause of the Memorandum of Association of the Company by insertion of the proposed Object Clause stated in Item No. 6 of this Notice.

The proposed alteration will enable the Company to undertake purchasing, procurement, trading, buying, selling, importing, exporting, storage, distribution and other allied activities in soybean, soybean seeds, other oilseeds and related products in domestic as well as international markets.

The proposed alteration is intended to provide the Company with greater flexibility to diversify its business operations, develop additional revenue streams and pursue business opportunities in the agricultural commodity trading sector.

The proposed alteration of the Main Objects Clause, by itself, does not constitute commencement of the proposed business. The Company shall obtain such registrations, licences, permissions and approvals as may be applicable under the prevailing laws before undertaking any activity for which such approval is required.

The Board is of the view that the proposed alteration of the Main Objects Clause is in the interest of the Company and its Members.

Pursuant to Section 13 of the Companies Act, 2013, alteration of the Objects Clause of the Memorandum of Association requires approval of the Members by way of a Special Resolution.

A copy of the existing Memorandum of Association and the proposed altered Memorandum of Association will be available for inspection by the Members electronically and/or at the Registered Office of the Company during business hours on all working days up to and including the date of the EGM.

None of the Directors, Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

Details of Proposed Alteration in the Main Objects Clause of the Memorandum of Association

Particulars	Details
1. Brief details of amendment in the Memorandum of Association	The Company proposes to alter the Main Objects Clause of its Memorandum of Association by inserting a new object enabling the Company to undertake the business of purchasing, procuring, trading, buying, selling, importing, exporting, storing, distributing and otherwise dealing in soybean, soyabean seeds, other oilseeds, agricultural commodities and soybean-derived products, subject to applicable laws and approvals.

Particulars	Details
2. Existing Object Clause	The existing Main Objects Clause of the MOA contains the objects relating to the existing business activities of the Company. The specific existing clause proposed to be amended/altered is Clause 4 of the Main Objects Clause.
3. Proposed Object Clause	"To carry on the business of purchasing, procuring, aggregating, trading, buying, selling, reselling, importing, exporting, storing, distributing and otherwise dealing in soybean, soyabean seeds and other oilseeds and agricultural commodities, whether in raw, processed or semi-processed form, and soybean-derived products including soybean oil, soybean meal, de-oiled cake and other by-products, and to act as traders, dealers, distributors, commission agents, brokers, stockists or otherwise deal in the aforesaid products, in domestic as well as international markets, subject to applicable laws, rules, regulations, licences, permissions and approvals."
4. Purpose of alteration	The proposed alteration is intended to enable the Company to diversify and expand its business operations by entering into the soybean and allied agricultural commodity trading business and to create additional business and revenue opportunities by leveraging the Company's existing resources, experience and business relationships.
5. Impact of the amendment on the business of the Company	The proposed amendment will enable the Company to undertake soybean trading and allied activities as an additional line of business. The Company may undertake such activities directly and/or through appropriate business arrangements, subject to applicable statutory and regulatory requirements.
6. Effect on the existing business of the Company	The proposed alteration is not intended to discontinue or adversely affect the Company's existing business activities. The existing business of the Company shall continue as before.
7. Nature of the proposed activity	The proposed activity will primarily comprise procurement, purchase, sale and trading of soybean, soyabean seeds, other oilseeds and related agricultural commodities/products in domestic and, where permissible, international markets.
8. Estimated investment / financial implications	The financial requirement for undertaking the proposed activity will depend upon the scale and nature of operations undertaken by the Company. The Company will deploy funds from internal accruals and/or other sources as may be considered appropriate by the Board, subject to applicable laws and approvals.
9. Regulatory approvals required	The alteration of the MOA requires approval of the Members by way of Special Resolution under Section 13 of the Companies Act, 2013 and registration of the altered MOA with the Registrar of Companies. Any licence, registration, permission or approval required for undertaking specific

Particulars	Details
	soybean trading/import/export or other regulated activities shall be obtained separately before commencement of such activity.
10. Date of Board approval	04/09/2026
11. Date of proposed shareholders' approval	28/09/2026
12. Expected date of commencement of proposed activity	The Company proposes to commence the proposed activity after completion of applicable corporate, statutory and regulatory compliances and obtaining necessary approvals, as may be applicable.
13. Whether the promoters/directors/KMP have any interest in the proposed activity	None of the Promoters, Directors or Key Managerial Personnel of the Company has any interest in the proposed activity, except to the extent of their respective shareholding, if any, in the Company.
14. Whether the proposed activity is a related party transaction	The proposed alteration of the MOA, by itself, does not constitute a Related Party Transaction. Any transaction with a related party arising subsequently in connection with the proposed business shall be undertaken in accordance with applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.
15. Change in nature of business	The proposed alteration will enable the Company to add soybean and allied agricultural commodity trading as an additional business activity. The existing nature of business of the Company will continue.

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

Sd/-

Date: 04/09/2026
Place: Jalna

CS Deepika Amit Dalmiya
Company Secretary & Compliance Officer

DIRECTOR'S REPORT

Dear Members,
Your directors are pleased to present the **21st Annual Report** on the business and operation of the Company together with the Audited Financial Accounts for the year ended **31st March, 2026.**

1. **Financial Summary** (Consolidated)

Rs. In Lacs

Particulars	Financial Statement	
	2025-26	**2024-25**
Income from Operations	15,067.21	15,041.56
Other Income	337.37	329.23
Total revenue	**15,404.58**	**15,370.79**
Operating Costs	15,377.09	15,542.50
Profit before depreciation	27.28	(171.71)
Depreciation	218.28	320.59
Profit before exceptional item and Tax	(190.80)	(492.30)
Extra-Ordinary Item	119.65	526.73
Profit before Tax (PBT)	(71.15)	34.43
Tax expense	48.91	(11.81)
Profit for the year (PAT)	(120.06)	46.24
Compressive income	2.20	1.36
Total Profit for the year	(117.86)	47.60
Basic EPS	(0.72)	0.27

Financial Summary (Standalone**)**

Particulars	Financial Statement	
	2025-26	**2024-25**
Income from Operations	15,067.21	15,041.56
Other Income	337.19	329.23
Total revenue	**15,404.40**	**15,370.79**
Operating Costs	15,374.17	15,541.77
Profit before depreciation	30.22	(170.98)

Depreciation	218.28	320.59
Profit before exceptional item and tax	(188.06)	(491.57)
Extra-Ordinary Item	119.65	526.73
Profit before Tax (PBT)	(68.41)	35.16
Tax expense	49.74	(11.62)
Profit for the year (PAT)	(118.15)	46.78
Compressive income	2.20	1.36
Total Profit for the year	(115.95)	47.60
Basic EPS	(0.70)	0.27

During the year under review your company has achieved total revenue of Rs. **15,404.40** lakhs (including other income) as compared to the previous year amount Rs. **15,370.79** lakhs. In the FY 2025-26, Company has incurred loss of Rs. 115.95 lakhs as against the profit in the previous year amounting to Rs. 47.60 lakhs.

2. Change in the nature of Business, if any,

During the financial year 2025–26, there was no change in the nature of business of the Company. However, as part of its ongoing efforts to diversify and expand its product portfolio, the Company introduced a new product under the name **"OJAS COTTON ROLL"** in August 2025. The introduction of the said product is in line with the existing business activities of the Company and does not constitute a change in the nature of its business.

3. Share Capital

The capital structure of the Company as at March 31, 2026, is as under:

Authorized Share Capital
The Authorized Share Capital of the Company is ₹40,00,00,000/- (Rupees Forty Crore only), divided into 4,00,00,000 (Four Crore) Equity Shares of ₹10/- (Rupees Ten only) each.

Issued, Subscribed and Paid-up Share Capital
The Issued, Subscribed and Paid-up Equity Share Capital of the Company is ₹17,14,76,700/- (Rupees Seventeen Crore Fourteen Lakh Seventy-Six Thousand Seven Hundred only), divided into 1,71,47,670 (One Crore Seventy-One Lakh Forty-Seven Thousand Six Hundred and Seventy) Equity Shares of ₹10/- (Rupees Ten only) each, fully paid-up.

During the year under review, there was no change in the share capital of the Company and the Company did not issue or allot any Equity Shares.

Further, during the year under review, the Company did not issue any equity shares with differential rights as to dividend, voting or otherwise, pursuant to Section 43 read with Rule 4 of the Companies (Share Capital and Debentures) Rules, 2014. The Company also did not issue any Sweat Equity Shares pursuant to Section 54 of the Companies Act, 2013, nor did it grant any stock options under any Employee Stock Option Scheme during the year under review.

4. Dividend and Transfer to Reserves

In view of the loss incurred by the Company during the year under review, the Board of Directors has not recommended any dividend for the financial year ended March 31, 2026.
During the financial year 2025–26, the Company incurred a loss of **₹165.60 lakh**, which has been adjusted against the surplus in the Statement of Profit and Loss. Consequently, the surplus in the Statement of Profit and Loss stood at **₹1,851.02 lakh** as at March 31, 2026, as against **₹2,016.62 lakh** as at March 31, 2025.
No amount has been transferred to the General Reserve during the year under review. This is preferable to saying that ₹165.60 lakh was "transferred to reserves," because it is actually the **current-year loss adjusted against the accumulated P&L surplus**, while the other reserves shown—Retained Earnings ₹713.13 lakh and Securities Premium ₹555.30 lakh—remain unchanged.

5. Change of Name

The Company has not changed its name during financial year 2025-2026.

6. Directors And Key Managerial Personnel

The Board of Directors comprises distinguished professionals of proven integrity and competence, who provide strategic direction, guidance and leadership to the Company.

As on March 31, 2026, the Board of Directors of the Company comprised of seven Directors with an optimum balance of Executive and Non-Executive Directors, including Women Directors of these, four Directors were Non-Executive Independent Directors.

The current Management of the Company is as follows:

Name	DIN/PAN	Designation
Mr. Sanjay Kachrulal Rathi	**00182739**	Executive Director
Mr. Ravindra Mishrilal Bangad	**00533907**	Executive Director
Mr. Ramesh Gopikishan Mundada	**00153255**	Executive Director
Mr. Gopal Satyanarayan Mundada	**02891272**	Non-Executive - Independent Director
Mr. Kailash Shrikisan Biyani	**02303810**	Non-Executive - Independent Director
Mr. Vivek Mohanlal Maniyar	**11224234**	Non-Executive - Independent Director
Mr. Gaurav Ramnivas Karwa	**07303830**	Non-Executive - Independent Director

Details of Directors or Key Managerial Personnel who were appointed or have resigned during the year:

During the financial year under review, the following changes took place in the composition of the Board of Directors and Key Managerial Personnel of the Company:

- **Changes during the financial year 2025–26:**
  1. **Mr. Gaurav Ramnivas Karwa** was appointed as a Non-Executive Independent Director of the Company with effect from August 07, 2025.
  2. **Mr. Vivek Mohanlal Maniyar** was appointed as a Non-Executive Independent Director of the Company with effect from August 07, 2025.
  3. **Mr. Ketan Shankarlal Shah** Independent Director of the Company, resigned from the Board with effect from August 07, 2025
  4. **Mr. Vijaykumar Jainarayan Zanwer** Independent Director of the Company, resigned from the Board with effect from August 07, 2025
  5. **Mr. Shivratan Shrigopal Mundada** executive director of the company, resigned from the Board with effect from 25th November, 2025.
  6. **Mr. Ravindra Mishrilal Bangad** was appointed as an Executive Director of the Company with effect from December 05, 2025.
  7. **Mrs. Prafullata Sanjaykumar Rathi**, Whole-time Woman Director of the Company, resigned from the Board with effect from February 07, 2026.

- **Director Retiring by Rotation**

Pursuant to Section 152 of the Companies Act, 2013 and in accordance with the Article of Association of the Company, Mr. Ramesh Mundada, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors recommends his re-appointment.

7. Material Changes Between the Date of The Board Report and End of Financial Year

The following changes took place subsequent to the close of the financial year ended March 31, 2026 and up to the date of this Report:

1. **Mrs. Sharda Ghansham Sikchi** was appointed as a Whole-time Woman Director of the Company with effect from April 30, 2026.
2. **CS Soni Shailesh Karwa**, Company Secretary and Compliance Officer of the Company, resigned from her position with effect from June 01, 2026.
3. **CS Deepika Amit Dalmiya** was appointed as the Company Secretary and Compliance Officer of the Company with effect from June 11, 2026.
4. **M/s. Singh Mundada & Associates** were appointed as statutory auditor of the company w.e.f 16th June, 2026 to fill up the casual vacancy occurred due to resignation of the previous statutory auditor DMKH &Co.

5. Laxmi Style & Design Private Limited is closed on 29/06/2026 and ceased to be subsidiary of Laxmi Cotspin Limited.
6. Subsequent to the closure of the financial year ended 31 March 2026, the National Stock Exchange of India Limited ("NSE"), vide its notice dated 30 June 2026, bearing reference NSE/LIST-SOP/FINES/0717, identified non-compliance/delayed compliance by the Company with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the quarter ended 31 March 2026.

   Accordingly, the NSE levied a fine of ₹1,25,000/-, calculated at the rate of ₹5,000/- per day for 25 days, along with GST of ₹22,500/-, aggregating to ₹1,47,500/-.

   The Company has taken appropriate corrective measures to ensure compliance with Regulation 33 and has undertaken steps to strengthen its compliance mechanism and internal monitoring processes to ensure timely compliance with applicable regulatory requirements and to prevent recurrence of such instances.

   The aforesaid matter constitutes a material development subsequent to the closure of the financial year and has been appropriately considered for disclosure in the Board's Report.

Except as stated above, no other material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year, i.e., March 31, 2026, and the date of this Report.

8. Particulate of Employees-

The disclosure relating to the remuneration of Directors and employees, as required pursuant to Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Report.
During the year under review, no employee of the Company was in receipt of remuneration exceeding the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
Accordingly, there are no particulars required to be disclosed under Rule 5(2) and Rule 5(3) of the said Rules.

9. Meetings of Board of Director and Shareholders.

During the financial year 2025–26, Thirteen (13) meetings of the Board of Directors and Three (3) meetings of the Shareholders were held.

Further, during the year under review, five (5) meetings of the Audit Committee, Three (3) meetings of the Nomination and Remuneration Committee and One (1) meeting of the Stakeholders' Relationship Committee were held.

The intervening gap between two consecutive meetings of the Board was within the period prescribed under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard–1 (SS-1) on Meetings of the Board of Directors, as applicable.

The details of the Board and Committee meetings, including the composition of the respective Committees and attendance of the Directors/Members thereat, are provided in the Corporate Governance Report, which forms an integral part of this Annual Report.

10. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, the Board of Directors has carried out an annual evaluation of its own performance, the performance of its committees and of the Directors individually, including the Chairman of the Board.

The performance evaluation was carried out on the basis of a structured questionnaire formulated after taking into consideration various aspects of the functioning of the Board and its Committees, including, inter alia, the composition and structure of the Board and its Committees, effectiveness of Board processes, quality and timeliness of information provided to the Board, Board culture, participation and contribution of Directors, discharge of duties and responsibilities, decision-making, strategic guidance, governance and compliance.

A separate exercise was carried out to evaluate the performance of individual Directors, including the Chairman of the Board, on various parameters such as their level of engagement and contribution, attendance and participation in meetings, understanding of the business of the Company, independence of judgement, discharge of responsibilities, adherence to ethical standards and safeguarding the interests of the Company and its stakeholders, including minority shareholders.

The performance evaluation of the Independent Directors was carried out by the entire Board of Directors, excluding the Director being evaluated. The performance of the Non-Independent Directors, the Board as a whole and the Chairman of the Company was evaluated by the Independent Directors at their separate meeting, taking into account the views of the Executive and Non-Executive Directors, wherever applicable.

The Board also reviewed the performance of its various Committees and assessed the effectiveness of their functioning in accordance with their respective terms of reference.

The Directors expressed their satisfaction with the evaluation process and the overall performance of the Board, its committees and individual Directors during the year under review.

11. Company Policy on Director's Appointment and remuneration

Pursuant to the provisions of Section 178(3) of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated a Nomination and Remuneration Policy governing the appointment and remuneration of Directors, Key Managerial Personnel and Senior Management Personnel.

The Policy, inter alia, lays down the criteria for determining qualifications, positive attributes and independence of Directors, and provides a framework for their appointment, removal, evaluation and remuneration, as applicable.

The salient features of the Nomination and Remuneration Policy are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

The Nomination and Remuneration Policy of the Company is also available on the website of the Company and may be accessed at:
https://www.laxmicotspin.com/wp-content/uploads/2023/06/Nomination-and-Remuneration-policies.pdf

12. Details of Remuneration to Directors: -

The remuneration paid to the Directors of the Company during the year under review was in accordance with the Nomination and Remuneration Policy of the Company, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, and subject to the approval of the shareholders, wherever applicable, in accordance with the provisions of Sections 178 and 197 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The disclosures relating to the remuneration of Directors, including the ratio of the remuneration of each Director to the median remuneration of the employees of the Company, percentage increase in remuneration and other particulars as prescribed under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in **Annexure H** to this Report and form an integral part hereof.

13. Disclosure of Composition of Audit Committee and Providing Vigil Mechanism:

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has duly constituted an Audit Committee.
The composition of the Audit Committee is as follows:

Name of Director	Category	Position
Mr. Gopal Satyanarayan Mundada	Non-Executive Independent Director	Chairman
Mr. Sanjay Kachrulal Rathi	Chairman & Managing Director	Member

Name of Director	Category	Position
Mr. Kailash Shrikisan Biyani	Non-Executive Independent Director	Member

The Audit Committee comprises three Directors, of whom two are Independent Directors. The Chairman of the Audit Committee is an Independent Director. The composition of the Audit Committee is in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, all recommendations made by the Audit Committee were accepted by the Board of Directors.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to the provisions of Sections 177(9) and 177(10) of the Companies Act, 2013, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism/Whistle Blower Policy for its Directors and employees.

The mechanism provides an avenue to Directors and employees to report genuine concerns, including instances of unethical behaviour, actual or suspected fraud, illegal activities or violation of the Company's Code of Conduct or other policies.

The Vigil Mechanism provides for adequate safeguards against victimisation of persons who avail themselves of the mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The Company affirms that no person has been denied access to the Audit Committee under the Vigil Mechanism.

The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company.
https://www.laxmicotspin.com/wp-content/uploads/2023/06/LCL-Vigil-Mechanism- -Whistle-Blower-Policy.pdf

14. Declaration by an Independent director(s)

The Company has received the requisite declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Independent Directors have also confirmed that they have complied with the Code for Independent Directors prescribed under Schedule IV to the Companies Act, 2013 and that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact their ability to discharge their duties with objective and independent judgement.

In the opinion of the Board, all the Independent Directors of the Company possess the requisite integrity, expertise, experience and proficiency and fulfil the conditions of independence specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

The requisite declarations received from the Independent Directors are enclosed with this Report as **Annexure F**.

15. Separate Meeting of Independent Directors:

Pursuant to the provisions of Section 149(8) read with Schedule IV to the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on October 16, 2025, without the presence of Non-Independent Directors and members of the Management.

At the said meeting, the Independent Directors, inter alia:

1. reviewed the performance of the Non-Independent Directors and the Board of Directors as a whole;
2. reviewed the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors; and
3. assessed the quality, quantity and timeliness of the flow of information between the Management of the Company and the Board of Directors, which is necessary for the Board to effectively and reasonably perform and discharge its duties.

All the Independent Directors were present at the meeting and expressed their satisfaction with the overall functioning and performance of the Board and the flow of information between the Management and the Board.

16. Familiarization Program For Independent Directors

Every Independent Director is briefed about the history of the Company, its policies, customers, Company's strategy, operations, organisation structure, human resources, technologies, facilities and risk management. Projects/Site visits are also arranged for the Directors who wish to familiarize themselves with the processes and operations of the Company.

The Independent Directors are briefed on their role, responsibilities, duties and are kept updated on the various regulatory and legislative changes that may occur from time to time affecting the operations of the Company. The Independent Directors are also briefed on the various policies of the Company like the code of conduct for directors and senior management personnel, policy on related party transactions, policy on material subsidiaries, whistle blower policy and corporate social responsibility policy and other policies adopted by the

Company. The details of familiarization programme conducted for the independent directors is disclosed in the website of the Company at https://www.laxmicotspin.com/familiarization-program-for-independent-directors/

17. Board Independence

The criteria of independence of Directors are determined in accordance with the provisions of Section 149(6) of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the following Directors served as Non-Executive Independent Directors of the Company:

1. Mr. Kailash Shrikisan Biyani
2. Mr. Gopal Satyanarayan Mundada
3. Mr. Gaurav Ramnivas Karwa
4. Mr. Vivek Mohanlal Maniyar

In the opinion of the Board, all the Independent Directors possess the requisite integrity, expertise, experience and proficiency and fulfil the conditions of independence as specified under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors are independent of the Management of the Company.

The Independent Directors are appointed for a term of up to five consecutive years in accordance with the provisions of Section 149 of the Companies Act, 2013, and are not liable to retire by rotation.

The Company has received the requisite declarations of independence from all the Independent Directors confirming their compliance with the applicable statutory requirements.

18. Vigil Mechanism for Directors and Employees:

The Company is committed to maintaining the highest standards of ethical, moral and legal conduct in its business operations. In furtherance of the same, the Company has established a Vigil Mechanism/Whistle Blower Policy pursuant to the provisions of Sections 177(9) and 177(10) of the Companies Act, 2013, read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Vigil Mechanism provides a framework for Directors and employees of the Company to report genuine concerns relating to, inter alia, unethical behaviour, actual or suspected fraud, violation of the Company's Code of Conduct, discrimination, harassment, victimisation or any other unfair or improper practices within the Company.

The mechanism provides for adequate safeguards against victimisation of Directors and employees who avail themselves of the mechanism and also provides for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. Complaints or concerns received under the mechanism are appropriately investigated and suitable corrective action is taken in accordance with the Whistle Blower Policy.

The Company affirms that no Director or employee has been denied access to the Audit Committee under the Vigil Mechanism during the year under review.

The Vigil Mechanism/Whistle Blower Policy is available on the website of the Company and may be accessed at:
https://www.laxmicotspin.com/wp-content/uploads/2023/06/LCL-Vigil-Mechanism-_-Whistle-Blower-Policy.pdf

19. Annual Return

Pursuant to the provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company is available on the website of the Company and can be accessed at the following web-link: https://www.laxmicotspin.com/annual-return/

Accordingly, the requirement of attaching an extract of the Annual Return in Form MGT-9 to the Board's Report is not applicable.

20. Deposits:

During the year under review, the Company has neither accepted nor renewed any deposits from the public within the meaning of Sections 73 to 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.
Accordingly, there were no deposits outstanding, unpaid or unclaimed as at March 31, 2026, and there was no default in repayment of deposits or payment of interest thereon during the financial year 2025–26.

21. Particulars of Loans, Guarantees and Investments:

The particulars of loans given, guarantees provided, securities given and investments made by the Company, as covered under the provisions of Section 186 of the Companies Act, 2013, read with the applicable provisions of the Companies (Meetings of Board and its Powers) Rules, 2014, are disclosed in the Financial Statements of the Company for the financial year ended March 31, 2026.

The details of such loans, guarantees, securities and investments, including their purpose, wherever applicable, are provided in the relevant Notes forming part of the Financial Statements and may be referred to for further details.
The Company has complied with the applicable provisions of Section 186 of the Companies Act, 2013 in respect of such loans, guarantees, securities and investments during the year under review.

22. Explanation / Comments by The Board on Qualifications Made by The Statutory Auditors

Pursuant to the provisions of **Section 134(3)(f) of the Companies Act, 2013**, the Board of Directors has reviewed the qualifications, observations and comments made by the Statutory Auditors in their Independent Auditor's Report on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026.
The Statutory Auditors have expressed a **Qualified Opinion** in their Audit Report. The qualifications and the Management's/Board's explanations thereon are set out below:

Sr. No.	Audit Qualification	Management / Board's Explanation
1	**Inventory Records and Valuation** – In the absence of proper inventory records and supporting documentation, the Auditors were unable to ascertain the correctness of the quantity, condition and valuation of inventory as at March 31, 2026 and, consequently, its impact on cost of goods sold, loss for the year and closing inventory.	The value of approximately **30,000 Kgs. of cotton bales identified as mutilated** has already been considered and valued at **37% lower than cost**. Accordingly, the Management believes that there is no further financial impact. The Management is also in the process of identifying any further mutilated bales by re-stacking the stock and strengthening the process of maintenance and verification of inventory records.
2	**Advance to Wholly Owned Subsidiary** – The Company had advanced a loan/advance to its wholly owned subsidiary, **Laxmi Spintex Private Limited**, without obtaining prior Board approval and without complying with certain applicable statutory requirements.	The advance given to the wholly owned subsidiary was **squared off during the financial year** and no amount remained outstanding as at March 31, 2026. The Management proposes to place the matter before the Board for appropriate consideration/ratification and to strengthen the internal compliance mechanism to ensure necessary approvals are obtained in future. The Management believes that there is no financial impact arising from the same.
3	**Advance to Creditor** – The Auditors observed uncertainty regarding the end-use and recoverability of a significant advance given to one of the creditors and noted that no	The Management is actively pursuing the **recovery of the advance** and balance confirmation from the concerned party is available on record. In the event of non-recovery, appropriate legal recovery

	impairment/ECL assessment had been recognised under Ind AS 109.	proceedings shall be initiated. The Management believes that there is presently no financial impact arising from the same.
4	**Sale of Land to Subsidiary** – The sale of land recorded in the previous financial year in favour of **Laxmi Spintex Private Limited** had not been completed through registration of the sale deed as at March 31, 2026.	The Company has already **handed over possession of the land** to Laxmi Spintex Private Limited. The registration formalities are pending on account of State Government Revenue Department formalities and receipt of the **stamp duty exemption certificate**. Upon receipt of the requisite certificate, the Company shall complete the registration formalities. The Management believes that there is no financial impact arising from the same.
5	**Expected Credit Loss (ECL) on Trade Receivables** – The Company has not assessed and recognised ECL on certain trade receivables outstanding for a period exceeding three years in accordance with **Ind AS 109 – Financial Instruments**.	The Company has not made an ECL provision in respect of such trade receivables. The financial impact thereof is presently **not ascertainable**. The Management shall undertake appropriate assessment of the recoverability of such receivables and take necessary action in accordance with the applicable accounting standards.

The Board has taken note of the aforesaid qualifications and the observations of the Statutory Auditors and has advised the Management to take **appropriate corrective and remedial measures, strengthen the internal control and compliance framework, maintain adequate supporting documentation and ensure compliance with the applicable provisions of the Companies Act, 2013 and applicable Accounting Standards/Ind AS**, so as to address the matters referred to by the Statutory Auditors.

The detailed **Statement on Impact of Audit Qualifications**, together with the Management's views and the Auditors' comments thereon, forms part of the financial results/financial statements of the Company for the financial year ended March 31, 2026 and also attached with this report as **annexure D.**

23. Internal Control Systems and Their Adequacy

The Company has established a system of **internal controls commensurate with the size, scale and complexity of its operations**. The internal control framework is designed to provide reasonable assurance with regard to the effectiveness and efficiency of operations,

reliability of financial reporting, compliance with applicable laws and regulations, safeguarding of assets and prevention and detection of frauds and errors.
The Company has established policies and procedures to ensure that transactions are appropriately authorised, recorded and reported and that the assets of the Company are safeguarded against unauthorised use or disposition. The internal control framework also encompasses operational controls, financial controls and fraud risk controls across various functions of the Company.

The **Internal Audit function** operates independently and reports its significant findings and observations to the **Audit Committee**. The Internal Auditors periodically review and evaluate the adequacy and effectiveness of the internal control systems, compliance with operating procedures, accounting policies and processes across the operations of the Company.

The observations and recommendations arising from the Internal Audit are discussed with the respective process owners and appropriate corrective measures are undertaken. Significant audit observations, recommendations and the status of corrective actions are periodically placed before the Audit Committee for its review and guidance.

Internal Financial Controls with Reference to the Financial Statements
The Company has an internal financial control framework with reference to the Financial Statements, which is periodically reviewed by the Management, Internal Auditors, Statutory Auditors and the Audit Committee, as applicable. During the year under review, the Company continued to take steps to strengthen its internal control processes based on the observations and recommendations made during the course of internal and statutory audits.

The scope of Internal Audit, inter alia, includes review of processes relating to safeguarding of assets, operational efficiency, effectiveness of systems and processes, financial reporting and compliance with established policies and procedures. Appropriate corrective actions are undertaken on an ongoing basis under the supervision and guidance of the Audit Committee. In view of the qualifications/observations made by the Statutory Auditors for the financial year ended March 31, 2026, the Management and the Audit Committee have taken note of the areas requiring further strengthening, particularly in relation to maintenance of inventory records and supporting documentation, statutory approvals and documentation relating to advances, assessment of recoverability of advances and trade receivables, Expected Credit Loss (ECL) assessment and completion/documentation of certain transactions. The Company is taking appropriate steps to strengthen the relevant internal controls and compliance processes.

24. Related Party Transactions:

All transactions entered into by the Company with Related Parties during the financial year under review were in the ordinary course of business and on an arm's length basis, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Company did not enter into any materially significant Related Party Transactions which were in conflict with the interests of the Company.The particulars of contracts or arrangements with Related Parties referred to in Section 188(1) of the Companies Act, 2013, as required to be disclosed in Form AOC-2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, are annexed to this Report as **Annexure B** as applicable.

The requisite disclosures relating to Related Party Transactions have been made in the Notes forming part of the Financial Statements in accordance with the applicable Indian Accounting Standards (Ind AS).

The Company has formulated a Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, which has been approved by the Board of Directors. The Policy is available on the website of the Company and may be accessed at:
https://www.laxmicotspin.com/wp-content/uploads/2024/05/7.-Related-Party-Transaction-Policy.pdf

25. Investors Education and Protection Fund

During the financial year 2024-25 ended 31st March 2025 under review there were amount/s of Rs. 33,000/- which is required to be transferred to the Investor Education and Protection Fund by the Company.

26. Prevention of Insider Trading

Pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Company has adopted a Code of Conduct for Prevention of Insider Trading to regulate, monitor and report trading in the securities of the Company by its Designated Persons and their immediate relatives.

The Code, inter alia, provides for the identification of Designated Persons, maintenance of confidentiality of Unpublished Price Sensitive Information (UPSI), restrictions on communication and trading while in possession of UPSI, closure of the Trading Window and pre-clearance of trades, wherever applicable.

The Code prohibits Designated Persons and their immediate relatives from trading in the securities of the Company while in possession of UPSI and during the period when the Trading Window is closed, except as otherwise permitted under the applicable regulations.
During the financial year 2025–26, no instances of violation of the Code of Conduct for Prevention of Insider Trading were reported to the Company.

The relevant Code/Policy is available on the website of the Company and may be accessed at the following web-link:

https://laxmicotspin.com/wp-content/uploads/2024/05/5.Insider-Trading-policy.pdf

27. Holding, Subsidiary and Associate Relationship:

As on March 31, 2026, your Company has Three wholly Owned subsidiaries. Namely,

1) Laxmi Spintex Private Limited (CIN: U17299MH2021PTC362557)
2) Laxmi Surgical Healthcare Private Limited (CIN: U33100MH2021PTC364930)
3) Laxmi Style & Design Private Limited (CIN: U14101MH2025PTC456678)

Laxmi Style & Design Private Limited is closed on 29/06/2026 and ceased to be subsidiary of Laxmi Cotspin Limited.

None of the subsidiaries is listed on any Stock Exchange. None of the subsidiaries falls within the meaning of "Material Subsidiary" as defined in Regulation 16(1)(c) of the Listing Regulations. The Company has laid down policy on material subsidiary and the same is placed on the website of the Company. The said policy may be accessed at the web-link: https://laxmicotspin.com/wp-content/uploads/2025/04/Material-Subsidiary-Policy.pdf

The performance and financial position of the subsidiaries are included in the **Consolidated Financial Statements** of the Company. A statement containing the salient features of the financial statements of the subsidiaries in the prescribed **Form AOC-1**, pursuant to **Section 129(3) of the Companies Act, 2013**, forms part of the Annual Report.

The Company **does not have any Associate Company or Joint Venture** as at March 31, 2026.

28. Risk Management Policy

The Company has formulated and implemented a **Risk Management Policy** for the identification, assessment, monitoring and mitigation of various risks that may arise in the course of its business operations.

The Risk Management Policy provides a framework for identifying various **strategic, operational, financial, regulatory and other business risks** and lays down appropriate risk mitigation measures to minimise their potential impact on the operations and performance of the Company.

The Company has established appropriate **internal control systems and processes** for effective management and mitigation of identified risks. The Management continuously monitors the risk environment and takes necessary measures to address emerging risks, wherever required.

The risk management framework and the effectiveness of the risk mitigation measures are **periodically reviewed by the Audit Committee and the Board of Directors**, as applicable, and appropriate measures are taken to strengthen the risk management processes of the Company.

The Board is of the opinion that, **at present, there are no risks which may threaten the existence of the Company**, except for the risks inherent in the nature of its business and industry, which are monitored and mitigated on an ongoing basis.

29. Policy on Preservation of The Documents

Pursuant to the provisions of **Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,** the Company has formulated and adopted a **Policy for Preservation of Documents and Archival of Documents.**

The Policy provides a framework for the **preservation, maintenance and safekeeping of records and documents** of the Company in accordance with the applicable statutory and regulatory requirements. It also provides for the systematic preservation and disposal of documents after the expiry of the prescribed retention period, wherever applicable.

The Policy aims to ensure that the documents and records of the Company are preserved in a manner that protects them from **loss, damage, unauthorised access or alteration**, while ensuring their availability and accessibility as and when required.

The Policy for Preservation of Documents and Archival of Documents is available on the website of the Company and may be accessed at:

https://www.laxmicotspin.com/wp-content/uploads/2024/05/POLICY-FOR-PRESERVATION-OF-DOCUMENTS-AND-ARCHIVAL-OF-DOCUMENTS.pdf

30. Policy on Criteria for Determining Materiality of Events

Pursuant to the provisions of **Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,** as amended from time to time, the Company has formulated and adopted a **Policy for Determination of Materiality of Events or Information.**

The Policy provides a framework for determining the **materiality of events or information** relating to the Company and ensures timely, adequate and accurate disclosure of such material events or information to the Stock Exchange(s) in accordance with the applicable provisions of the SEBI Listing Regulations.

The Policy also lays down the criteria and procedures for identification, assessment and disclosure of material events or information and provides an appropriate governance framework for ensuring compliance with the disclosure requirements prescribed under the SEBI Listing Regulations.

The Policy for Determination of Materiality of Events or Information is available on the website of the Company and may be accessed at:

https://www.laxmicotspin.com/wp-content/uploads/2023/06/Policy-for-Determination-of-Materiality-of-Events-an-Information.pdf

31. Statutory Auditors& Auditor Reports

Pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. DMKH AND CO., Chartered Accountants (Firm Registration No. 116886W), were appointed as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 17^{th} Annual General Meeting held in the year 2022 until the conclusion of the 22^{nd} Annual General Meeting to be held in the year 2027.

M/s. DMKH AND CO. continued to act as the Statutory Auditors of the Company for the financial year ended March 31, 2026 and audited the Standalone and Consolidated Financial Statements of the Company for the said financial year. The Independent Auditors' Reports issued by them on the Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026 form an integral part of this Annual Report.

The qualifications, reservations, observations or remarks, if any, contained in the Statutory Auditors' Reports and the explanations/comments of the Board thereon, as required pursuant to Section 134(3)(f) of the Companies Act, 2013, have been appropriately dealt with under the relevant section of this Board's Report.

Resignation of M/s. DMKH AND CO. and Filling of Casual Vacancy

Subsequent to the close of the financial year, M/s. DMKH AND CO., Chartered Accountants, tendered their resignation from the office of Statutory Auditors of the Company with effect from May 22, 2026, before completion of their tenure, thereby resulting in a casual vacancy in the office of the Statutory Auditors of the Company.

Pursuant to Section 139(8) of the Companies Act, 2013, and based on the recommendation of the Audit Committee, the Board of Directors recommended the appointment of M/s. Singh Mundada & Associates, Chartered Accountants (Firm Registration No. 122059W), to fill the casual vacancy caused by the resignation of M/s. DMKH AND CO.

The Members of the Company, at their General Meeting held on June 16, 2026, approved the appointment of M/s. Singh Mundada & Associates, Chartered Accountants, as the Statutory Auditors of the Company to fill the said casual vacancy and to hold office until the conclusion of the ensuing Annual General Meeting of the Company.

Appointment of Statutory Auditors for a Term of Five Years

Considering that the tenure of M/s. Singh Mundada & Associates, appointed to fill the casual vacancy, shall continue only until the conclusion of the ensuing Annual General Meeting, the Board of Directors, based on the recommendation of the Audit Committee, has recommended the appointment of M/s. Singh Mundada & Associates, Chartered Accountants (Firm

Registration No. 122059W), as the Statutory Auditors of the Company for a term of five consecutive years, pursuant to Section 139 of the Companies Act, 2013 and the rules made thereunder.

Accordingly, the appointment of M/s. Singh Mundada & Associates, Chartered Accountants, as Statutory Auditors of the Company and to hold office from the conclusion of 21st Annual General Meeting held in a Financial Year 2026-27 till the conclusion of the Annual General Meeting to be held for the FY 2030-31, is being placed before the Members for their approval at the ensuing Annual General Meeting.

M/s. Singh Mundada & Associates have furnished their written consent and certificate of eligibility confirming that their proposed appointment, if made, would be in accordance with the conditions prescribed under Sections 139 and 141 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, and that they are not disqualified from being appointed as Statutory Auditors of the Company.

32. Secretarial Auditors And Secretarial Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. D Sagar & Associates, Practising Company Secretaries, were appointed as the Secretarial Auditors of the Company.

The Members of the Company had approved the appointment of the Secretarial Auditors for a term of five consecutive years commencing from April 1, 2025, in accordance with the applicable provisions of the SEBI Listing Regulations.

Accordingly, the Secretarial Auditors conducted the Secretarial Audit/Secretarial Compliance Review of the Company for the financial year ended March 31, 2026.

Further, pursuant to Regulation 24A of the SEBI Listing Regulations, the Annual Secretarial Compliance Report for the financial year ended March 31, 2026 was issued by CS Sagar Ramrao Deo, Practising Company Secretary, FCS No. 9518, CP No. 11547, on May 27, 2026. The said Report has been/will be submitted to the Stock Exchange(s) within the prescribed statutory timeline.

Observations of the Secretarial Auditor and Management’s Response

The Annual Secretarial Compliance Report contains certain observations/deviations. The material observations and the Management’s responses thereto are summarised below:

1. Compliance with Secretarial Standard–2 (SS-2)

The Secretarial Auditor observed that certain Scrutinizer’s Reports submitted to NSE during the year did not bear the countersignature of the Chairperson or an authorised person.

Further, certain mandatory disclosures prescribed under SS-2 relating to the appointment/re-appointment of Directors and remuneration were not incorporated in the explanatory statement annexed to the Notice of the Annual General Meeting.

Management's Response:

The omissions were inadvertent and procedural in nature. The Company has taken note of the observations and has strengthened its internal compliance checklist to ensure that Scrutinizer's Reports are duly countersigned before submission to the Stock Exchange(s) and that all mandatory disclosures prescribed under SS-2, the Companies Act, 2013 and the SEBI Listing Regulations are appropriately incorporated in future notices and explanatory statements.

2. Material Related Party Transaction

The Secretarial Auditor observed that during the year under review, the Company advanced financial assistance aggregating to ₹5.51 Crore to its wholly owned subsidiary, Laxmi Spintex Private Limited, without obtaining prior approval of the shareholders as required under Regulation 23 of the SEBI Listing Regulations.

Management's Response:

The financial assistance was advanced to the wholly owned subsidiary considering its operational and business requirements. The Management was under the bona fide belief that the transaction, being with a wholly owned subsidiary and in the nature of business support, would not materially prejudice the interests of the Company. The Company has taken note of the regulatory requirement and has strengthened its internal monitoring and compliance review mechanism to ensure strict compliance with the requirements relating to prior approvals for material related party transactions in future.

3. Investor Grievance Reporting

The Secretarial Auditor observed that a complaint received through the SCORES platform during the year was inadvertently not reflected in the Quarterly Investor Grievance Statement filed with NSE for the quarter ended March 2026. The Report records that the complaint had been responded to and addressed by the Company within the prescribed timeline.

Management's Response:

The omission was procedural and inadvertent. The Company has strengthened its internal reporting and reconciliation mechanism between complaints received through SCORES and the quarterly filings made with the Stock Exchange(s) to ensure accurate and complete reporting of investor grievances going forward.

The Secretarial Auditor has also referred to certain observations made by the Statutory Auditors concerning the sale of land to Laxmi Spintex Private Limited, non-assessment of

Expected Credit Loss on certain long-outstanding trade receivables, recoverability of advance given to a creditor and maintenance of proper inventory records and supporting documentation. These matters and the Management's explanations thereon have been appropriately dealt with under the relevant sections of this Board's Report.

The Board has taken note of the observations of the Secretarial Auditor and has advised the Management to strengthen the internal compliance and monitoring framework and ensure timely and complete compliance with the Companies Act, 2013, Secretarial Standards and applicable SEBI Regulations.

The Secretarial Audit Report/Annual Secretarial Compliance Report, as applicable, forms part of this Report as Annexure C.

33. Cost Auditor and Cost Audit Report:

Pursuant to the provisions of Section 148(1) of the Companies Act, 2013 ("the Act") read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to maintain cost records and accordingly, such accounts and records have been duly made and maintained by the Company.

M/s Cheena & Associates, Cost Accountants (Firm Registration No. 000397), were appointed as the Cost Auditors of the Company to conduct the audit of the cost records for the financial year ended March 31, 2026.

Further, pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, and based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on August 11, 2026, re-appointed M/s Cheena & Associates, Cost Accountants (Firm Registration No. 000397), as the Cost Auditors of the Company for the financial year 2026-27 to conduct the audit of the cost records maintained by the Company.

The Company has received the requisite consent and certificate from M/s Cheena & Associates confirming their eligibility for appointment as Cost Auditors of the Company in accordance with the applicable provisions of the Act and the Rules made thereunder.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors for the financial year 2026-27 is required to be ratified by the Members of the Company. Accordingly, a resolution seeking ratification of the remuneration payable to M/s Cheena & Associates forms part of the Notice convening the ensuing 21st Annual General Meeting of the Company.

The Cost Audit Report for the financial year ended March 31, 2026 did not contain any qualification, reservation, adverse remark or disclaimer and the same was duly filed with the Registrar of Companies in Form CRA-4 within the prescribed time.

34. Internal Auditor:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 ("the Act") read with the Companies (Accounts) Rules, 2014, as amended from time to time, and based on the recommendation of the Audit Committee, the Board of Directors of the Company appointed M/s Darshan Gattani & Associates, Chartered Accountants, as the Internal Auditors of the Company for the financial year 2026-27.

The Internal Auditors carried out the internal audit of the Company in accordance with the scope and terms of reference approved by the Audit Committee and the Board of Directors. The internal audit findings and reports were periodically placed before and reviewed by the Audit Committee and the Board of Directors during the financial year.

The Internal Audit Reports submitted for the financial year 2025-26 did not contain any material adverse remarks or qualifications requiring further explanation or comments by the Board.

The Company has an adequate internal audit system commensurate with the size, scale and complexity of its operations, which assists the management in ensuring compliance with applicable laws, regulations, policies and established internal procedures.

35. Recognition to company as an Export House:

The directors have pleasure to inform you that our company LAXMI COTSPIN LIMITED has been recognized as a **STAR EXPORT HOUSE BY MINISTRY OF COMMERCE, GOVERNMENT OF INDIA**.

36. Certification:

1) Laxmi Cotspin Ltd has accredited as a training provider under **National Skill Development corporation.**
2) Udyam Registration Certificate (MSME).
3) Ginning & Spinning unit certified by control union, for Organic processing and trading
4) Ginning & Pressing unit, 4 Star rating certified by Textiles Committee.
5) Organic Cotton Production Certified by NOCA.
6) Recognized as a Star Export House by Ministry of Commerce, Government India
7) Recognized as BCI Membership (BETTER COTTON INITIATIVE) by BCI Council

37. Membership:

- Membership of Cotton Association of India
- Membership of Texprocil of India

8) Corporate Social Responsibility

38. Corporate Social Responsibility:

Pursuant to the provisions of Section 135 of the Companies Act, 2013 ("the Act") read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time to time, the provisions relating to Corporate Social Responsibility ("CSR") are applicable to the Company.

The Company has constituted a Corporate Social Responsibility Committee in accordance with the applicable provisions of the Act and has formulated a Corporate Social Responsibility Policy outlining the activities to be undertaken by the Company in accordance with Schedule VII to the Act.

During the financial year 2025-26, based on the computation of average net profits of the Company for the three immediately preceding financial years in accordance with Section 198 of the Act, there was no amount required to be spent by the Company towards CSR activities under Section 135(5) of the Act.

Accordingly, there was no CSR spending obligation upon the Company for the financial year ended March 31, 2026.

The Company remains committed to fulfilling its social responsibilities and shall continue to comply with the applicable provisions of Section 135 of the Act and the rules made thereunder.

The CSR Policy of the Company is available on the website of the Company.

39. Corporate governance:

The Company is committed to maintaining high standards of Corporate Governance and believes that sound governance practices are fundamental to enhancing transparency, accountability, integrity and stakeholder confidence. The Company continuously endeavours to adopt and adhere to good Corporate Governance practices with a view to ensuring effective management and long-term sustainable value creation for all its stakeholders.

The Company has complied with the applicable provisions relating to Corporate Governance as prescribed under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time.

The Company has established an appropriate governance framework encompassing, inter alia, the composition and functioning of the Board of Directors, Independent Directors, Board Committees, risk management, internal financial controls, ethical business conduct, related party transactions, vigil mechanism and stakeholder engagement. The governance framework is periodically reviewed to ensure effective oversight, informed decision-making and protection of the interests of all stakeholders.

Pursuant to Regulation 34 read with Schedule V of the SEBI Listing Regulations, a separate **Report on Corporate Governance**, together with the requisite disclosures, forms an integral part of this Annual Report.

A certificate from a Practicing Company Secretary confirming compliance with the conditions of Corporate Governance as stipulated under the SEBI Listing Regulations is annexed to the Corporate Governance Report and forms part of this Annual Report.

40. Board Diversity:

The Company recognizes and embraces the importance of diversity in the composition of its Board of Directors and believes that a diverse Board enhances the quality of decision-making and contributes to the sustainable growth and effective governance of the Company.

The Company values diversity in terms of skills, knowledge, professional experience, industry expertise, age, gender, cultural and geographical background and other relevant attributes. Such diversity enables the Board to benefit from varied perspectives, facilitates constructive deliberations and strengthens its ability to effectively discharge its responsibilities.

The Company has adopted a **Policy on Diversity of the Board of Directors** in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. The Nomination and Remuneration Committee considers the benefits of diversity while evaluating the composition of the Board and recommending appointments to the Board.

The Company remains committed to maintaining an appropriate balance of skills, experience, expertise and diversity on the Board, having regard to the nature and requirements of its business.

41. Employee relations:

The Company recognizes that its employees are an integral part of its growth and success. The relations between the management and the employees, including staff and workers, remained cordial and harmonious throughout the financial year under review.

The Board of Directors places on record its sincere appreciation for the dedication, commitment and valuable contribution made by the employees at all levels towards the operations and performance of the Company.

The Company continues to focus on attracting, developing and retaining competent personnel and undertakes recruitment and human resource development initiatives from time to time in accordance with its operational and business requirements.

42. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The information pertaining to conservation of energy, technology absorption and foreign exchange earnings and outgo, as required under Section 134(3)(m) of the Companies Act, 2013 ("the Act") read with Rule 8(3) of the Companies (Accounts) Rules, 2014, as amended from time to time, is provided hereunder:

A. CONSERVATION OF ENERGY

(i) Steps taken or impact on conservation of energy:

The Company continues to accord high priority to conservation of energy and efficient utilization of energy resources across its manufacturing operations. Continuous efforts are being made to optimize energy consumption, improve operational efficiencies and achieve maximum possible savings in energy consumption without compromising productivity and quality.

The Company regularly monitors energy consumption at its manufacturing facilities and undertakes appropriate measures for improving energy efficiency.

A comparative statement showing the consumption of electricity per kilogram of yarn manufactured during the current and previous financial years is as follows

The company uses entire electricity consumption required which is provided by the MSEDCL.

SPINNING

Particulars	**2025-26**	**2024-25**
Total Units	94,40,975	1,48,44,406
Total Cost	6,44,18,040	10,23,65,960
Rate per Unit	6.82	6.90
Total Production (in kgs)	20,62,290	37,69,679
Electricity consumed per unit of production (in units)	31.23	27.15

GINNING

Particulars	**2025-26**	**2024-25**
Total Units	2,85,034	4,06,131
Total Cost	35,76,450	43,68,280
Rate per Unit	12.54	10.75
Total Production (in kgs)	8,78,790	7,07,314
Electricity consumed per unit of production (in units)	4.06	6.17

(ii) Steps taken by the Company for utilizing alternate sources of energy:

The Company continuously evaluates opportunities for utilizing alternate and renewable sources of energy, wherever technically feasible and commercially viable, with a view to reducing dependence on conventional sources of energy.

(iii) Capital investment on energy conservation equipment:

The Company continues to evaluate and undertake investments in energy-efficient equipment, machinery and processes, wherever considered necessary and commercially viable.

B. TECHNOLOGY ABSORPTION

The company has undertaken necessary steps to increase the productivity and quality outputs of Yarn and necessary up gradation and modification is evaluated. The Company had installed pollution control equipment's to reduce the carbon emission.

(i) Efforts made towards technology absorption, adaptation and innovation:

The Company continuously strives to upgrade its manufacturing processes, technology and product quality through appropriate technological improvements and innovation. The major initiatives include:

a) continuous research and development for improvement and upgradation of existing products and development of new products;

b) adoption of improved processes and technologies aimed at enhancing operational efficiency, productivity and product quality; and

c) carrying out in-house research and development activities to strengthen the Company's technical capabilities and improve customer service.

(ii) Benefits derived as a result of the above efforts:

The technology absorption and development initiatives undertaken by the Company have resulted in, inter alia:

a) development and introduction of new and improved products;

b) improvement in the quality of existing products;

c) improvement in manufacturing and operational efficiencies; and

d) enhancement of the Company's capabilities to meet evolving customer requirements.

(iii) Future Plan of Action:

The Company shall continue to invest in and adopt appropriate technologies, processes and methodologies suited to its business requirements and long-term strategy. The Company will continue to focus on upgrading the skills of its employees through appropriate training and development programmes and leverage technological advancements and available technical expertise to improve productivity, efficiency and product quality.

(iv) Expenditure incurred on Research and Development:

The details of expenditure incurred on Research and Development, wherever applicable, are disclosed in the relevant notes to the financial statements.

(v) Imported Technology:

The details relating to technology imported during the last three years, including the year of import, whether the technology has been fully absorbed and, where not fully absorbed, the areas where absorption has not taken place and reasons thereof, are **Nil / Not Applicable**, to the extent applicable to the Company.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of foreign exchange earnings and outgo during the financial year under review are as follows:

(Amount In Rs)

Particulars	2025-26	2024-25
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	1,69,148	1,65,12,288

The above amounts represent the foreign exchange earned in terms of actual inflows and foreign exchange outgo in terms of actual outflows during the respective financial years.

43. Disclosure Under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to providing a safe, secure and inclusive working environment to all its employees and has zero tolerance towards sexual harassment at the workplace.

In accordance with the provisions of the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013** ("POSH Act") and the rules framed thereunder, the Company has formulated and implemented a **Policy on Prevention of Sexual Harassment of Women at Workplace** for prevention, prohibition and redressal of complaints relating to sexual harassment at the workplace.

The Policy aims to provide protection against sexual harassment at the workplace and provides an appropriate mechanism for prevention and redressal of complaints of sexual harassment and matters connected therewith or incidental thereto. The Company also undertakes appropriate awareness and sensitization initiatives to familiarize its employees with the provisions of the POSH Act and the Company's Policy.

Internal Committee

The Company has constituted an **Internal Committee ("IC")** in accordance with the provisions of the POSH Act for receiving and redressing complaints of sexual harassment at the workplace. The Committee has been constituted with the requisite representation and is responsible for dealing with complaints in a fair, impartial and confidential manner in accordance with the applicable law.

The Company has complied with the applicable provisions relating to the constitution of the Internal Committee under the POSH Act.

The details relating to complaints of sexual harassment for the financial year ended March 31, 2026 are as follows:

Particulars	**FY 2025-26**
Number of complaints of sexual harassment received during the year	Nil
Number of complaints disposed of during the year	Nil
Number of complaints pending for more than 90 days	Nil

The Company continues to take appropriate measures to promote awareness regarding prevention of sexual harassment and to ensure a safe and respectful workplace for all employees.

The Company's **Policy on Prevention of Sexual Harassment of Women at Workplace** is available on the website of the Company.

https://laxmicotspin.com/wp-content/uploads/2024/05/POLICY-ON-PREVENTION-OF-SEXUAL-HARASSMENT-OF-WOMEN-AT-WORKPLACE.pdf

44. Management Discussion and Analysis:

The Management Discussion and Analysis forms part of this Annual report is annexed with **Annexure G**.

45. Registrar and share transfer agent:

The Company has appointed MUFG Intime India Private Limited (**Formerly known as 'Link Intime India Private Limited')** as its Registrar and Share Transfer Agent. The Corporate Office of Link Intime India Private Limited situated at "C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai MH 400083 IN"

46. Significant and Material Orders Passed by The Regulators or Courts or Tribunals Impacting the Going Concern Status and Company's Operations in Future:

No significant or material orders were passed by the any Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

47. Enhancing shareholders value

Your Company believes that its members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building or growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

48. Dematerialization of Securities

The Company equity shares are admitted in the system of Dematerialization by both the Depositories namely NSDL and CDSL. As on 31st March, 2026, all 1,71,47,670 equity share dematerialized viz. National Securities Depository Limited and Central Depository Services (India) Limited which represents whole 100% of the total issued subscribed and paid-up capital of the company as on that date. The ISIN allotted to your Company is INE801V01019. Status of the securities as on 31st March, 2026 hereunder:

	CDSL	NSDL	TOTAL
Share in DEMAT	3475351	13672319	17147670
Physical Shares	NIL	NIL	NIL

49. Compliances of Secretarial Standards:

During the financial year ended March 31, 2026, the Company has complied with the applicable Secretarial Standards issued by the **Institute of Company Secretaries of India (ICSI)** and approved by the Central Government pursuant to Section 118(10) of the Companies Act, 2013.
The Company has complied with **Secretarial Standard on Meetings of the Board of Directors (SS-1)** and **Secretarial Standard on General Meetings (SS-2)**, as applicable, during the financial year under review.

50. Compliance statement on the Maternity benefit act, 1961:

The Directors hereby confirm that the Company is in full compliance with the provisions of the Maternity Benefit Act, 1961 and affirm that
(a) The Company provides maternity leave in accordance with the requirements of the Act;
(b) All necessary facilities and entitlements mandated by the law are extended to women employees;
(c) No discriminatory practices are adopted against women employees on account of maternity or child birth

51. Suspension of Trading:

The equity shares of the company have been listed and actively traded on Main Board of National Stock Exchange of India Limited. During the financial year ended March 31, 2026, there was no suspension of trading in the equity shares of the Company on the Stock Exchange.

52. Details of Application made or any proceeding pending under the IBC 2016:

During the year under review no application was made further no any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) against of the company. Accordingly, there are no details required to be disclosed in this regard pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

53. Our Vision:

To be a trusted and preferred global partner for all stakeholders across every aspect of textile manufacturing, driven by quality, innovation, sustainability and excellence.

54. Our Mission:

To deliver high-quality cotton bales and premium yarns with timely and reliable service, supported by a strong value-driven culture.
The Company strives to continuously explore new opportunities, adopt best practices, enhance operational excellence and surpass global standards while contributing towards sustainable growth and a better future for society and all its stakeholders.

55. Details of Penalty Paid If Any:

No Penalty was imposed by the Stock Exchange during the F.Y. 2025-2026. After closing of FY company paid penalty aggregating to **₹1,47,500** for non-compliance/delayed compliance by the Company with **Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, for the quarter ended **31 March 2026.**

56. Directors' Responsibility Statement as Per Section 134(5)

Pursuant to the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, hereby confirm that:

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

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit and loss of the Company for the financial year ended on that date;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the annual accounts for the financial year ended March 31, 2026 on a going concern basis;

(e) the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively; and

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

57. Acknowledgement

The Board of Directors wishes to place on record its sincere appreciation and gratitude for the continued support, assistance and co-operation received by the Company from the National Stock Exchange of India Limited (NSE), Securities and Exchange Board of India (SEBI), Central and State Governments, statutory and regulatory authorities, banks and financial institutions, customers, suppliers, business associates, auditors, consultants, advisors, intermediaries and other stakeholders during the financial year under review.
The Board also places on record its sincere appreciation for the commitment, dedication and valuable contribution made by the employees of the Company at all levels towards the growth and performance of the Company.

The Directors are grateful to the shareholders and investors of the Company for their continued trust, confidence and support and look forward to their continued association in the years ahead.

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

	Sd/-	Sd/-
Date: 04/09/2026	**Sanjay Rathi**	**Ravindra Bangad**
Place: Jalna	Managing Director	Director
	DIN: 00182739	DIN: 00533907

ANNEXURE – "A"
Form AOC-1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Subsidiaries

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sr no	Particulars	Particulars	Particulars
1	Name of the subsidiary	Laxmi Spintex Private Limited	Laxmi Surgical Healthcare Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable	Not Applicable
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
4	Share capital	Rs.10,00,000	Rs.10,00,000
5	Reserves & surplus	NIL	NIL
6	Total assets	Rs. 7,46,71,000	Rs. 9,49,000
7	Total Liabilities	Rs. 740,16,000	Rs. 2,34,000
8	Investments	NIL	NIL
9	Turnover	NIL	NIL
10	Profit before taxation	Rs. (175000)	Rs. (1,00,000)
11	Provision for taxation	Rs. (56,000)	Rs. (25,000)
12	Profit after taxation	Rs. (1,19,000)	Rs. (75,000)
13	Proposed Dividend	NIL	NIL
14	% of shareholding	100%	100%

In terms of our report attached

FOR LAXMI COTSPIN LIMITED

Date – 04/09/2026	**Sd/-**	**Sd/-**	**Sd/-**
Place - Jalna	**Sanjay Rathi**	**Ravindra Bangad**	**Anup Gindodiya**
	Managing Director	Director	Chief Financial Officer

ANNEXURE – B
FORM NO. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis
(a) Name(s) of the related party and nature of relationship: **NA**
(b) Nature of contracts/arrangements/transactions: **NA**
(c) Duration of the contracts / arrangements/transactions: **NA**
(d) Salient terms of the contracts or arrangements or transactions including the value, if any: **NA**
(e) Justification for entering into such contracts or arrangements or transactions: **NA**
(f) Date of approval by the Board: **NA**
(g) Amount paid as advances, if any: **NA**
(h) Date on which the special resolution was passed in general meeting as required under first proviso: **NA**

2. Details of material contracts or arrangement or transactions at arm's length basis
a) **Name(s) of the related party and nature of relationship:**
- **Name of related party: -**Applicable

Sr. No.	Name of Related party	Relation/Key Personnel
1	Mr. Sanjay Kachrulal Rathi	Key Managerial Person (Director of Laxmi Cotspin Limited)
2	Mr. Anupkumar Gindodiya	Chief Financial Officer
3	Vitthal Polypack Private Limited	One of the Director's Company
4	Mrs. Soni Shailesh Karwa	Company Secretary
5	Rathi Steel and Metal Pvt Ltd	One of the Director's Company
6	Vedmata Multiservices & Trading Pvt Ltd Td	One of the Director's Company
7	Laxmi Spintex Pvt Ltd	Subsidiary Company
8	Vedmata Multiservices & Trading Pvt Ltd	Director Interested Company
9	Laxmi Surgical Healthcare Pvt Ltd	Subsidiary Company
10	Ramesh Mundada	Director

b) Nature of contracts/arrangements/transactions:

Nature of transaction	Name of Related party	Amount Rs.
Remuneration	Sanjay Kachrulal Rathi	54,00,000/-
Remuneration	Soni Shailesh Karwa	7,68,000/-
Remuneration	Anupkumar Gindodiya	11,00,000/-
Purchase of goods and services	Vitthal Poly Pack Private Limited	1155000/-
Inter-corporate deposit	Vitthal Poly Pack Private Limited	40,00,000/-
Purchase of goods or services	Rathi Steel and Metal Pvt Ltd	52000/-
Loan	Vedmata Multiservices & Trading Pvt Ltd	1,54,59,000/-
Purchase of goods or services	Vedmata Multiservices & Trading Pvt Ltd	3,06,21,000/-

c) Duration of the contracts/arrangement/transactions: NA

d) Salient terms of the contract or arrangement or transactions including the value if any: NA

e) Dates of approval of the board, if any: NA

f) Amount paid as advances, if any: NA

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

	Sd/-	Sd/-
Date: 04/09/2026	**Sanjay Rathi**	**Ravindra Bangad**
Place: Jalna	Managing Director	Director
	DIN: 00182739	DIN: 00533907

ANNEXURE – C

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31st, 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,
LAXMI COTSPIN LIMITED,
GUT NO.399, SAMANGAON-KAJLA ROAD,
IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,
SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **LAXMI COTSPIN LIMITED (CIN: L17120MH2005PLC156866)** (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of company's books, papers, registers, 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 March 31st, 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 the Company for the financial year ended on March 31st, 2026 according to the provisions of:

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

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

iii. The Depositories Act, 1996 and the Regulations and Bye-law framed there under;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;

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

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (*Specific compliances with respect to the regulations were adhered to by the company during the reporting period.)*

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; *(Specific compliances with respect to the regulations were adhered to by the company during the reporting period.)*

c) The Securities and Exchange Board of India (Listing obligations and Disclosure requirements) Regulations, 2015; (*Specific compliances with respect to the regulations were adhered to by the company during the reporting period.)*

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

e) The Securities and Exchange Board of India (Share-Based Employee Benefits and Sweat Equity) Regulations, 2021; *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client. *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. *(No specific transactions were found during the reporting period, to which the above regulations shall be applicable.)*

j) Other laws applicable to the Company as per the representations made by the Management -

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

(2) Listing agreement as entered into by the company with the National stock exchange to the extent of the listing of the equity securities of the company.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. During the reporting period, the Company filed certain e-Forms, including Form CRA-4 bearing SRN: AC2789090, with additional fees. Accordingly, the filing of the said forms is considered as compliance made after the prescribed due date along with payment of applicable additional fees.

2. It was observed that the Scrutinizer's Reports submitted to the National Stock Exchange of India Limited ("NSE") on 27th June 2025, 20th September 2025 and 27th February 2026 did not bear the countersignature of the Chairperson of the meeting or any person authorised by the Chairperson, as required under the applicable provisions of Secretarial Standard–2 on General Meetings ("SS-2").The Company is advised to ensure compliance with the aforesaid procedural requirement in respect of Scrutinizer's Reports in future general meetings.

3. During the period under review, certain disclosures prescribed under Secretarial Standard–2 ("SS-2") were not made in the Notice of the 20th Annual General Meeting dated 26th August 2025, as detailed below:

   i. Mr. Gaurav Ramnivass Karwa and Mr. Vivek Mohanlal Maniyar were appointed as Independent Directors at the 20th Annual General Meeting of the Company held on 19th September 2025. However, the Notice of the AGM did not contain the justification for choosing the proposed appointees for appointment as Independent Directors, as required under the applicable provisions of SS-2.

   ii. Mrs. Prafullata Rathi was re-appointed as a Director of the Company at the 20th Annual General Meeting held on 19th September 2025. However, the Explanatory Statement annexed to the Notice of the AGM did not disclose the terms and conditions of her re-appointment, as required under the applicable provisions of SS-2.

   iii. The Company had proposed to fix/continue the remuneration of Mr. Sanjay Rathi at the AGM. However, the Explanatory Statement annexed to the Notice did not disclose the details of his last drawn remuneration, as required under the applicable provisions of SS-2.

4. During the period under review, the Company extended an advance/intra-group funding arrangement of approximately ₹5.51 Crores to its wholly owned subsidiary, Laxmi Spintex Private Limited.

   Based on our examination of the records and documents made available to us, we observed that the Company did not obtain the requisite prior approval of the Board of Directors and did not comply with the applicable provisions of Sections 185, 186 and 188 of the Companies Act, 2013, read with the rules made thereunder, as applicable to the said transaction.

Accordingly, the aforesaid transaction constitutes non-compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Statutory Auditor has also made a similar observation in their report dated 22nd May 2026, wherein it has been observed that the Company had advanced a loan to its wholly owned subsidiary, Laxmi Spintex Private Limited, without obtaining Board approval and without complying with certain applicable statutory requirements under the Companies Act, 2013 and the rules made thereunder.

5. During the period under review, the Company entered into a material related party transaction involving an advance/intra-group funding arrangement of approximately ₹5.51 Crores with its wholly owned subsidiary, Laxmi Spintex Private Limited.

   Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides exemption from the requirements of Regulations 23(2), 23(3) and 23(4) in respect of transactions between a holding company and its wholly owned subsidiary, subject to, inter alia, consolidation of the accounts of the wholly owned subsidiary with the holding company and placement of such consolidated financial statements before the shareholders at the general meeting for approval.

   As on the date of this Report, the Annual General Meeting of the Company for the financial year ended 31st March 2026 has not been held and, consequently, the consolidated financial statements for the said financial year have not yet been placed before the shareholders for approval. In view of the aforesaid position, we are unable to comment on the applicability of the exemption under Regulation 23(5)(b) in respect of the aforesaid transaction as on the date of this Report.

6. During the period under review, M/s Ashva Multi Trade Private Limited, a shareholder of the Company, sought certain documents, records, clarifications and explanations from the Company vide letters dated 12th December 2025 and 22nd December 2025, to which the Company responded vide letters dated 18th December 2025 and 29th December 2025, respectively.

   Subsequently, the shareholder lodged a complaint through the SEBI Complaints Redress System (“SCORES”) on 4th January 2026. It was observed that the said complaint was not reflected/disclosed in the Investor Grievance Statement submitted by the Company to the National Stock Exchange of India Limited (“NSE”) for the quarter ended 31st March 2026.

   Accordingly, the aforesaid matter constitutes non-compliance with Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

7. Subsequent to the financial year ended 31st March 2026 but prior to the date of this Report, during our review of the Company's compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it was observed that, notwithstanding the modified opinion expressed by the Statutory Auditor in respect of the

financial results for the quarter/financial year ended 31st March 2026, the Statement of Impact of Audit Qualifications was not submitted by the Company in the prescribed manner. Accordingly, the Company was not in compliance with the applicable requirements of Regulation 33 of the SEBI LODR Regulations.

The aforesaid matter was also identified by the National Stock Exchange of India Limited ("NSE"), which subsequently issued a clarification to the Company in respect of non-submission of the Statement of Impact of Audit Qualifications in case of modified opinion(s). Thereafter, NSE, vide its notice dated 30th June 2026 bearing reference No. NSE/LIST-SOP/FINES/0717, levied a fine of ₹1,25,000/-, calculated at ₹5,000/- per day for a period of 25 days, together with applicable GST of ₹22,500/-, aggregating to ₹1,47,500/-

8. During the period under review, the Company was unable to identify certain vendors as Micro or Small Enterprises based on the information and records available with the Company. Consequently, the Company could not ascertain the complete particulars of outstanding dues payable to Micro or Small Enterprises and Form MSME-1 was not filed in respect of such dues within the prescribed timelines. Accordingly, the aforesaid matter constitutes non-compliance with the applicable provisions relating to filing of Form MSME-1.

9. The Statutory Auditor, in their report dated 22nd May 2026, has made certain observations/qualifications in respect of the financial statements of the Company. The observations/qualifications, other than the matter relating to the advance to the wholly owned subsidiary referred to separately under Point Nos. 4 above, are summarized below:

   a. Inventory: The Statutory Auditor has observed that, in the absence of proper inventory records and supporting documentation, they were unable to ascertain the correctness of the quantity, condition and valuation of inventory as at 31st March 2026. The Statutory Auditor further observed that the inventory had been valued by the Management based on estimates and approximations and, consequently, they were unable to determine the impact thereof on the cost of goods sold, loss for the period, closing inventory and related disclosures in the financial statements.

   b. Advance to creditor: The Statutory Auditor has observed that the Company had given a significant advance to one of its creditors. Based on the information reviewed by them, there were indicators of financial stress relating to entities connected with the said creditor, creating uncertainty regarding the end-use and recoverability of the advance. The Statutory Auditor further observed that no provision or impairment had been evaluated or recognised in accordance with Ind AS 109 – Financial Instruments and, in the absence of adequate evidence, they were unable to determine the accuracy of the carrying amount of the advance and its possible impact on the financial statements.

   c. Sale of land to wholly owned subsidiary: The Statutory Auditor has observed that during the previous financial year, the Company recorded the sale of land to its wholly owned subsidiary, Laxmi Spintex Private Limited. However, as at 31st March 2026, the legal formalities for registration of the sale deed had not been completed. In the absence of a registered sale deed and consequent transfer of legal title, the Statutory Auditor was unable to obtain sufficient appropriate evidence to conclude whether the transaction of sale of land had taken place or whether the risks and rewards of ownership had been effectively transferred to the subsidiary. The Statutory Auditor further observed that the Company had not considered reversal of the aforesaid land sale transaction in its books of account pending completion of the legal transfer formalities.

d. Expected Credit Loss on trade receivables: The Statutory Auditor has observed that the Company had not assessed and recognised Expected Credit Loss ("ECL") provision on trade receivables outstanding for a period exceeding three years, as required under Ind AS 109 – Financial Instruments. In the absence of adequate assessment and provision for ECL, the Statutory Auditor was unable to determine the impact on the carrying value of trade receivables, profit/loss for the year and other related disclosures in the financial statements.

I further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The following changes occurred in the composition of the board of directors during the period under review:

   i. Mr. Gaurav Ramnivass Karwa and Mr. Vivek Mohanlal Maniyar were regularized as the Independent director of the company & Mrs. Prafullata Rathi was re-appointed as the director of company in its 20th Annual General Meeting (AGM), held on 19th September 2025.

   ii. Mr. Ketan Shankarlal Shah & Mr. Viiaykumar Fainarayan Zanwer resigned from the post of Independent director of the company w.e.f. August 07, 2025.

   iii. Mr. Shivratan Shrigopal Mundada resigned as Executive Director of the company w.e.f. November 25, 2025.

   iv. Mr. Ravindra Mishrilal Bangad appointed as an Additional Executive Director of the company w.e.f. December 05, 2025 and was regularized as the Executive director at the Extra Ordinary General Meeting held on 26th February, 2026.

   v. Mrs. Prafullata Sanjaykumar Rathi resigned as Non- Executive Director of the company w.e.f. February 07, 2026.

b) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or shorter notice with the consent of all the director or members as the case may be and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

c) During the period under review few procedural gaps has been observed in compliance with the Secretarial Standards. Majority decision is carried through while the dissenting member's views are not captured and recorded as part of the minutes.

d) I further report that there is scope to improve the 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.

I further report that subsequent to the financial year ended 31st March 2026 and prior to the date of this Report, the following events/actions having a bearing on the affairs of the Company were noted:

1. Subsequent observation relating to advance to wholly owned subsidiary: Subsequent to 31st March 2026 and prior to the date of this Report, the Statutory Auditor, in their subsequent report, made further observations in relation to the advance extended by the Company to its wholly owned subsidiary, Laxmi Spintex Private Limited. The Statutory Auditor noted that the requisite prior approval of the Board of Directors had not been obtained at the time of extending the advance and that the subsequent squaring-off of the balance, if any, would not retrospectively cure the non-compliance. This matter is in continuation of the non-compliance reported separately under Point No. 4 of this Report.

2. Subsequent non-compliance under Regulation 33 of the SEBI LODR Regulations: Subsequent to 31st March 2026 and prior to the date of this Report, the aforesaid non-compliance under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was also identified by the National Stock Exchange of India Limited ("NSE"), which issued a clarification in this regard and thereafter, vide its notice dated 30th June 2026, levied a fine of ₹1,25,000/-, together with applicable GST of ₹22,500/-, aggregating to ₹1,47,500/-. The aforesaid matter has been separately reported under Point No. 7 of this Report.

FOR D. SAGAR & ASSOCIATES,

SD/-
CS SAGAR RAMRAO DEO
(Practicing Company Secretary)
CP No: 11547; Mem No: F9518
Peer Review No.: 7876/2026
UDIN: F009518H001349362

Place: Chh. Sambhajinagar
Date: 02.09.2026

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE-I" & "ANNEXURE-I" forms as an integral part of this report.

ANNEXURE-I

TO,
THE MEMBERS,
LAXMI COTSPIN LIMITED,
GUT NO.399, SAMANGAON-KAJLA ROAD,
IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,
SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records.

3. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

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

5. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

7. 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 and non-compliances reported shall not be conclude as complete and final.

FOR D. SAGAR & ASSOCIATES,

SD-/
CS SAGAR RAMRAO DEO
(Practicing Company Secretary)
CP No: 11547; Mem No: F9518
Peer Review No.: 7876/2026
UDIN: F009518H001349362

Place: Chh. Sambhajinagar
Date: 02.09.2026

ANNEXURE – D
IMACT OF AUDIT QUALIFICATION

Annexure 1

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Consolidated Audited Financial Results

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2026 (See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I

Amt in Lakhs

#	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
1	Turnover /Total Income	15404.58	15404.58
2	Total Expenditure	15595.38	15595.38
3	Net Profit / (loss)	(120.06)	(120.06)
4	Earnings per share	(0.72)	(0.72)
5	Total Assets	11155.92	11155.92
6	Total Liabilities	11155.92	11155.92
7	Net Worth	6080.60	6080.60
8	Any other financial item(s) (as felt appropriate by the management)		

II. Audit Qualification:

a. Details of Audit Qualification:

Following qualification has been given by the Auditors in the audit report on Consolidated Financial Statements of the Company:

1. In the absence of proper inventory records and supporting documentation, we are unable to ascertain the correctness of the quantity, condition, and valuation of inventory as of March 31, 2026. As informed to us, the inventory has been valued by Management based on estimates and approximations. Consequently, we are unable to determine the impact on the cost of goods sold, loss for the period, closing inventory, and related disclosures in the Statement.

2. During the period, the Company has advanced loan to its wholly owned subsidiary (Laxmi Spintex Private Limited). However, the Company has not taken board approval and has not complied with certain statutory requirements relating to the said advance, as required under applicable provisions of the Companies Act, 2013 and Rules thereunder. In the absence of the above compliances and supporting documentation, we are unable to

LAXMI COTSPIN LIMITED JALNA

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

comment on the completeness, appropriateness, and regulatory compliance of the said advance, as well as any consequential financial impact arising therefrom.

3. The Company has given a significant advance to one of the creditors. Based on available information reviewed by us, there are indicators of financial stress relating to entities connected with the said creditor, creating uncertainty regarding the end-use and recoverability of the advance. No provision or impairment has been evaluated or recognized in accordance with Ind AS 109. In the absence of adequate evidence, we are unable to determine the accuracy of the carrying amount of this advance and its possible impact on the accompanying Statement.

4. During the previous financial year, the Company recorded the sale of land to its subsidiary, Laxmi Spintex Private Limited. However, we observe that as of March 31, 2026, the legal formalities for the registration of the sale deed have not been completed. In the absence of a registered sale deed and the consequent transfer of legal title, we are unable to obtain sufficient appropriate evidence to conclude whether the transaction of land sale has taken place or whether the risks and rewards of ownership have been effectively transferred to the subsidiary. Further, the Company has also not considered reversal of the aforesaid land sale transaction in the books of account pending completion of the legal transfer formalities.

5. The Company has not assessed and recognized Expected Credit Loss ("ECL") provision on trade receivables outstanding for a period exceeding three years, as required under Ind AS 109 – "Financial Instruments". In the absence of adequate assessment and provision for ECL, we are unable to determine the impact, on the carrying value of trade receivables, profit/loss for the year and other related disclosures in the financial statements.

b. **Type of Audit Qualification**: Qualified Opinion

c. **Frequency of qualification:** All qualification is 1st Time.

d. **For Audit Qualification(s) where the impact is quantified by the auditor,**

Management's Views: Not ascertainable

(i) **Management's estimation on the impact of audit qualification:** Not ascertainable

(ii) **If management is unable to estimate the impact, reasons for the same:**

Managements Point wise response:

1. The value of inventory of approximately 30,000 kgs cotton bales identified as mutilated have already been considered and valued at 37% lower at the cost. Thus there is no financial impact. The management is in the process of identifying any further mutilated bales by re-stacking the stock.

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2. Advance given to subsidiary have been squared off during the financial year and there is no outstanding advance balance as on the date of balance sheet, thus no board resolution taken. The management will ratify this in the next meeting. There is no financial impact of the same.

3. The advance given to one of the creditors is in the process of recovery by the management. In case of non-recovery the legal recovery process will be initiated. Balance confirmation by the party is already on record. There is no financial impact of the same.

4. The company has handed over the possession of land to Laxmi Spintex Private Limited. However the State Government revenue department formalities and stamp duty exemption certificate is awaited. Once the certificate is received the Land sale registration formalities will be carried out. There is no financial impact of the same.

5. ECL Provision not done. Financial impact – Not ascertainable.

(iii) **Auditors' Comments on (i) or (ii) above**:

The Auditors do not concur with the point-wise response furnished by the Management, for the reasons set out below.

1. Inventory: The Management's contention that mutilated stock of approximately 30,000 kgs has been valued at a 37% discount to cost, resulting in no financial impact, is not satisfactory, weighment/quality inspection records, basis of arriving at the 37% discount, or working reconciling such adjustment with the inventory records and valuation as at March 31, 2026. In the absence of proper inventory records and any documentary evidence substantiating the quantity, condition and basis of valuation, the Auditors are unable to place reliance on this unsubstantiated assertion. The matter continues to remain unresolved and the qualification as stated in the Audit Report on the Standalone Financial Statements continues to subsist. – not satisfactory of deriving 37%

2. Advance to wholly owned subsidiary: The Management's response confirms that no prior board approval was obtained at the time the advance was extended to Laxmi Spintex Private Limited, which is a non-compliance with the applicable provisions of the Companies Act, 2013 (including Section 186) and Rules thereunder as they stood at the relevant time. The subsequent squaring-off of the balance, even if factually correct, does not retrospectively cure the non-compliance that existed during the year, nor does it establish the terms, purpose, rate of interest and regulatory compliance applicable to the advance when it was outstanding. No loan/advance agreement, board minutes, ledger extract or

LAXMI COTSPIN LIMITED JALNA

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

confirmation from the subsidiary evidencing the grant and subsequent square-off of the advance was provided to the Auditors. A proposal to "ratify" the matter at a future meeting is a remedial step for the future and does not address the compliance status as at the balance sheet date. Accordingly, the qualification continues to subsist.

3. Advance to creditor: Any assessment of impairment/expected credit loss under Ind AS 109 in respect of this advance, nor any evidence regarding the financial position of the creditor or entities connected with it, was made available to the Auditors during the audit. The Management's assertion that recovery is "in process" and that confirmation is "already on record". In the absence of adequate evidence, the Auditors are unable to determine the recoverability and carrying value of the advance, and the qualification continues to subsist.

4. Sale of land to subsidiary: Mere handing over of physical possession, in the absence of a registered sale deed and consequent transfer of legal title, does not by itself constitute completion of a sale of immovable property or satisfy the recognition criteria for transfer of control under the applicable accounting framework. However, we observed that as of 31st March 2026, the legal formalities for the registration of the sale deed have not been completed.

LAXMI COTSPIN LIMITED JALNA

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

5. Expected Credit Loss on trade receivables: The Auditors confirm that the non-provision of ECL has understated expenses and overstated trade receivables and net worth to that extent, and the qualification continues to subsist to this extent.

In view of the above, and in the absence of supporting documents, workings and audit evidence which were called for but not provided by the Management during the course of the audit, the Auditors do not concur with the Management's responses set out in (ii) above and reaffirm the Qualified Opinion expressed in the Independent Auditors' Report on the Standalone Financial Results of the Company for the year ended March 31, 2026.

III. **Signatories:**

FOR LAXMI COTSPIN LIMITED

Sanjay Rathi **Managing Director** **DIN – 00182739**	**Gopal Mundada** **Audit Committee Chairman** **DIN-02891272**	**Anupkumar Gindodiya** **CFO**

LAXMI COTSPIN LIMITED JALNA

For DMKH & Co.
Chartered Accountant
FRN: 116886W

DMKH & Co. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M.NO. 158020

Annexure 1

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along with Annual Standalone Audited Financial Results

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2026 (See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I

Amt in Lakhs

#	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
1	Turnover /Total Income	15404.40	15404.40
2	Total Expenditure	15592.46	15592.46
3	Net Profit / (loss)	-118.15	-118.15
4	Earnings per share	-0.7	-0.7
5	Total Assets	11152.36	11152.36
6	Total Liabilities	11152.36	11152.36
7	Net Worth	6086.89	6086.89
8	Any other financial item(s) (as felt appropriate by the management)		

II. Audit Qualification (each audit qualification separately):

a. Details of Audit Qualification:

Following qualification has been given by the Auditors in the audit report on Standalone Financial Statements of the Company:

1. In the absence of proper inventory records and supporting documentation, we are unable to ascertain the correctness of the quantity, condition, and valuation of inventory as of March 31, 2026. As informed to us, the inventory has been valued by Management based on estimates and approximations. Consequently, we are unable to determine the impact on the cost of goods sold, loss for the period, closing inventory, and related disclosures in the Statement.;

2. During the period, the Company has advanced loan to its wholly owned subsidiary (Laxmi Spintex Private Limited). However, the Company has not taken board approval and has not complied with certain statutory requirements relating to the said advance, as required under applicable provisions of the Companies Act, 2013 and Rules thereunder. In the absence of the above compliances and supporting documentation, we are unable to

LAXMI COTSPIN LIMITED JALNA

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

comment on the completeness, appropriateness, and regulatory compliance of the said advance, as well as any consequential financial impact arising therefrom.;

3. The Company has given a significant advance to one of the creditors. Based on available information reviewed by us, there are indicators of financial stress relating to entities connected with the said creditor, creating uncertainty regarding the end-use and recoverability of the advance. No provision or impairment has been evaluated or recognized in accordance with Ind AS 109. In the absence of adequate evidence, we are unable to determine the accuracy of the carrying amount of this advance and its possible impact on the accompanying Statement.

4. During the previous financial year, the Company recorded the sale of land to its subsidiary, Laxmi Spintex Private Limited. However, we observed that as of 31st March 2026, the legal formalities for the registration of the sale deed have not been completed. In the absence of a registered sale deed and the consequent transfer of legal title, we are unable to obtain sufficient appropriate evidence to conclude whether the transaction of land sale has taken place or whether the risks and rewards of ownership have been effectively transferred to the subsidiary. Further, the Company has also not considered reversal of the aforesaid land sale transaction in the books of account pending completion of the legal transfer formalities.

5. The Company has not assessed and recognized Expected Credit Loss ("ECL") provision on trade receivables outstanding for a period exceeding three years, as required under Ind AS 109 – "Financial Instruments". In the absence of adequate assessment and provision for ECL, we are unable to determine the impact on the carrying value of trade receivables, profit/loss for the year and other related disclosures in the financial statements.

b. **Type of Audit Qualification:** Qualified Opinion

c. **Frequency of qualification:** All qualification is 1st Time

d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:** Not ascertainable

(i) **Management's estimation on the impact of audit qualification:** Not ascertainable

(ii) **If management is unable to estimate the impact, reasons for the same:**

Managements Point wise response:

1. The value of inventory of approximately 30,000 kgs cotton bales identified as mutilated have already been considered and valued at 37% lower at the cost. Thus there is no financial impact. The management is in the process of identifying any further mutilated bales by re-stacking the stock.

LAXMI COTSPIN LIMITED JALNA

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2. Advance given to subsidiary have been squared off during the financial year and there is no outstanding advance balance as on the date of balance sheet, thus no board resolution taken. The management will ratify this in the next meeting. There is no financial impact of the same.

3. The advance given to one of the creditors is in the process of recovery by the management. In case of non-recovery the legal recovery process will be initiated. Balance confirmation by the party is already on record. There is no financial impact of the same.

4. The company has handed over the possession of land to Laxmi Spintex Private Limited. However the State Government revenue department formalities and stamp duty exemption certificate is awaited. Once the certificate is received the Land sale registration formalities will be carried out. There is no financial impact of the same.

5. ECL Provision not done. Financial impact – Not ascertainable.

(iii) **Auditors' Comments on (i) or (ii) above:**

The Auditors do not concur with the point-wise response furnished by the Management, for the reasons set out below.

1. Inventory: The Management's contention that mutilated stock of approximately 30,000 kgs has been valued at a 37% discount to cost, resulting in no financial impact, is not satisfactory, weighment/quality inspection records, basis of arriving at the 37% discount, or working reconciling such adjustment with the inventory records and valuation as at March 31, 2026. In the absence of proper inventory records and any documentary evidence substantiating the quantity, condition and basis of valuation, the Auditors are unable to place reliance on this unsubstantiated assertion. The matter continues to remain unresolved and the qualification as stated in the Audit Report on the Standalone Financial Statements continues to subsist. – not satisfactory of deriving 37%

2. Advance to wholly owned subsidiary: The Management's response confirms that no prior board approval was obtained at the time the advance was extended to Laxmi Spintex Private Limited, which is a non-compliance with the applicable provisions of the Companies Act, 2013 (including Section 186) and Rules thereunder as they stood at the relevant time. The subsequent squaring-off of the balance, even if factually correct, does not retrospectively cure the non-compliance that existed during the year, nor does it establish the terms, purpose, rate of interest and regulatory compliance applicable to the advance when it was outstanding. No loan/advance agreement, board minutes, ledger extract or

LAXMI COTSPIN LIMITED JALNA

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

confirmation from the subsidiary evidencing the grant and subsequent square-off of the advance was provided to the Auditors. A proposal to "ratify" the matter at a future meeting is a remedial step for the future and does not address the compliance status as at the balance sheet date. Accordingly, the qualification continues to subsist.

3. Advance to creditor: Any assessment of impairment/expected credit loss under Ind AS 109 in respect of this advance, nor any evidence regarding the financial position of the creditor or entities connected with it, was made available to the Auditors during the audit. The Management's assertion that recovery is "in process" and that confirmation is "already on record". In the absence of adequate evidence, the Auditors are unable to determine the recoverability and carrying value of the advance, and the qualification continues to subsist.

4. Sale of land to subsidiary: Mere handing over of physical possession, in the absence of a registered sale deed and consequent transfer of legal title, does not by itself constitute completion of a sale of immovable property or satisfy the recognition criteria for transfer of control under the applicable accounting framework. However, we observed that as of 31st March 2026, the legal formalities for the registration of the sale deed have not been completed.

5. Expected Credit Loss on trade receivables: The Auditors confirm that the non-provision of ECL has understated expenses and overstated trade receivables and net worth to that extent, and the qualification continues to subsist to this extent.

In view of the above, and in the absence of supporting documents, workings and audit evidence which were called for but not provided by the Management during the course of the audit, the Auditors do not concur with the Management's responses set out in (ii) above and reaffirm the Qualified Opinion expressed in the Independent Auditors' Report on the Standalone Financial Results of the Company for the year ended March 31, 2026.

III. **Signatories:**

FOR LAXMI COTSPIN LIMITED

SKRathi

Sanjay Rathi
Managing Director
DIN – 00182739

Gopal Mundada
Audit Committee Chairman
DIN-02891272

Anupkumar Gindodiya
CFO

LAXMI COTSPIN LIMITED JALNA

For D M K H & Co.
Chartered Accountant
FRN: 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M.NO. 158020
Date 06/07/2026

ANNEXURE – "E"
REPORT ON CORPORATE GOVERNANCE ON 2025-2026

1. INTRODUCTION

This report outlines the corporate governance framework, principles, and practices followed by Laxmi Cotspin Limited for the financial year ending 31st March, 2026. Corporate governance is fundamental to ensuring transparency, accountability, and long-term shareholder value. The company is committed to maintaining high standards of corporate governance through ethical conduct, compliance with laws and regulations, and effective internal controls.

2. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

The Company believes that Corporate Governance signifies ethical business behaviour in every sphere and with all constituents. This ethical business behaviour can be ingrained in the character of the organization through tradition, value, systems and commitment to the later as much as the spirit of laws and regulations. Corporate Governance emerges as the cornerstone of the Company's governance philosophy of the trusteeship, transparency, accountability and ethical corporate citizenship.

3. GOVERNANCE FRAMEWORK

Laxmi Cotspin Limited adheres to the principles laid down by The Companies Act, 2013, which applies to all companies, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), which governs listed companies., and has adopted internal policies to reinforce governance standards.

The governance framework is structured to:

- Promote ethical business conduct
- Ensure accountability to shareholders and stakeholders
- Align the interests of management and shareholders
- Facilitate effective oversight of management by the Board

4. BOARD COMPOSITION AND PARTICULARS OF DIRECTORS:

4.1 Composition of the Board

The Board comprises a balanced mix of executive, non-executive, and independent directors. As of 31st March,2026 the Board consists of:

- Total Directors: 7
- Executive Directors: 3
- Non-Executive Independent Directors: 4

Sr. No.	Name of the Director	Category
1	Sanjay Kachrulal Rathi	Chairman, Managing Director (Executive)
2	Ramesh GopikishanMundada	Executive Director
3	Ravindra Mishrilal Bangad	Executive Director
4	Kailash Shrikisan Biyani	Non-Executive Independent Director
5	Gopal Satyanarayan Mundada	Non-Executive Independent Director
6	Gaurav Ramnivas Karwa	Non-Executive Independent Director
7	Vivek Mohanlal Maniyar	Non-Executive Independent Director

The Company does not have a Nominee Director on the Board. After the closure of the FY 2025-26 the company has appointed Mrs. Sharda Ghansham Sikchi as a Non-Executive Non-Independent Women Director w.e.f 30th April, 2026.

None of the Directors hold Directorship in more than 20 Companies nor are a member in more than ten committees or act as chairman of more than 5 committees across all the companies in which they are Directors. Hence the number of Directorships, Committee Membership(s) / Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as Listing Regulations).

Necessary disclosures regarding Directorships and Committee positions held in other companies as on **March 31, 2026** have been obtained from the Directors and taken on record by the Board.

4.2 Appointment and Tenure

The Directors of the Company are appointed by Members at the General Meetings. The Executive Directors on the Board have been appointed as per the provisions of the Companies Act, 1956/ Companies Act, 2013 and serve in accordance with the terms of their contract of service with the Company.

As regards the appointment and tenure of Independent Directors, following is the policy adopted by the Board:

- The Company has adopted the provisions with respect to appointment and tenure of Independent Directors which are consistent with the Companies Act, 2013 and Listing Regulations.

The Company would not have any upper age limit of retirement of Independent Directors from the Board and their appointment and tenure will be governed by provisions of the Companies Act, 2013 and Listing Regulations**.**

4.3 Board Responsibilities

The Board of Directors is responsible for providing strategic direction and effective oversight of the management and affairs of the Company. The Board exercises its responsibilities in accordance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and other applicable laws.
The key responsibilities of the Board, inter alia, include:

- providing strategic direction and guidance for the long-term growth of the Company; 20
- reviewing and approving significant policies, business plans and strategic decisions;
- overseeing the financial and operational performance of the Company;
- overseeing the risk management framework and ensuring that appropriate systems are in place for identification, assessment and mitigation of key business risks;
- ensuring the integrity of financial reporting and adequacy of internal financial controls;
- monitoring compliance with applicable laws, regulations and corporate governance requirements;
- overseeing the performance of the management and Board Committees; and
- protecting and balancing the interests of shareholders and other stakeholders.

4.4 Board Meetings, Annual general meeting and Attendance of each Director

The Board meets at regular intervals to discuss and decide on the business strategies, policies, financial performance and other matters concerning the affairs of the Company.

During the financial year **2025-26**, the Company held **13 Board Meetings**. The maximum interval between any two consecutive Board Meetings did not exceed **120 days**, in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

The notice and detailed agenda, together with the relevant notes and supporting documents, were circulated to the Directors in advance to enable informed deliberations and effective decision-making at the meetings.

The details of the Board Meetings held during the financial year 2025-26 are as follows:

Sr. No.	Date
1	05/05/2025
2	21/05/2025
3	21/06/2025

4	27/06/2025
5	16/07/2025
6	07/08/2025
7	26/08/2025
8	27/09/2025
9	01/10/2025
10	14/11/2025
11	05/12/2025
12	03/02/2026
13	13/02/2026

Every board meeting, the matters specified under Section 17 read with Schedule II (Part A) of Listing Regulations were placed and discussed.

The notice of each Board Meeting was given to the Directors in accordance with the applicable statutory requirements. The agenda of the meeting, together with the relevant notes, supporting documents and other material information, was circulated to the Directors sufficiently in advance to facilitate informed deliberations and effective decision-making. In exceptional circumstances, additional agenda items and supporting papers were placed before the Board at the meeting in accordance with the applicable provisions.

The Board periodically reviewed, inter alia, the operational and financial performance of the Company, business plans, budgets and targets, statutory and regulatory compliances, risk management, internal controls and other significant matters concerning the operations and affairs of the Company.

The **20th Annual General Meeting** of the Company was held on **Friday, September 19, 2025 at 12:30 P.M.** at Gut No. 399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203, Maharashtra.

The details of attendance of the Directors at the Board Meetings and the Annual General Meeting, together with the number of Directorships and Memberships/Chairmanships held by them in the Committees of other companies, as applicable, are given below:

Name	**Number of Board Meetings attended**	**Attendance of each director for last AGM as on 19th Sep, 2025**	**Directorships in other Company and LLP(s) as on (31/03/2026)**	**Member/ Chairman of committees of other company(s) (as on 31/3/2026)**
Mr. Sanjay Rathi	13	Yes	09	0
Mrs. Prafullata Rathi	11	Yes	2	0
Mr. Ramesh Mundada	13	Yes	5	0
Mr. Shivratan Mundada	6	Yes	6	0

Mr. Ravindra Mishrilal Bangad	1	NA	7	0
Mr. Vijaykumar Zanwer	2	Yes	4	0
Mr. Gopal Mundada	12	Yes	2	0
Mr. Kailash Biyani	13	Yes	3	0
Mr. Ketan Shah	5	Yes	0	0
Mr. Gaurav Karwa	7	NA	1	0
Mr. Vivek Maniyar	7	NA	1	0

4.5 Directors' Induction and Familiarization

At the time of appointing a director, a formal letter of appointment is given. The Directors are familiarized with the History, Vision and Mission of the Company and also explained in details the compliances required from them under Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other relevant regulations.

The Executive Director also has a one-to-one discussion with the newly appointed Director. The above initiative helps the Director to understand the Company, its business and the regulatory framework in which the Company operates and equips them to effectively fulfill his role as a Director of the Company.

4.6 Reappointment of Directors

- Mr. Ramesh Gopikishan Mundada (DIN- 00153255) who retire by rotation and being eligible for reappointment, offers himself for re-appointment.

- Reappointment of Mr. Sanjay Kachrulal Rathi (DIN: 00182739) as Managing Director of the Company subject to approval of shareholders

4.7 Details of equity shares of the Company held by the Directors as on March 31, 2026 are given below:

Name of the director	Category	Number of equity shares
Sanjay Kachrulal Rathi	Promoter and promoter group	439376
Ramesh GopikishanMundada	Public	48813

4.8 Pecuniary Relationship of Independent Directors

None of the Independent Directors of the Company had any material pecuniary relationship or transactions with the Company, its Promoters, Directors or Senior Management during the financial year under review, other than such transactions as may be permitted under the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

The minutes of the meetings of the Committees of the Board and other material information, as applicable, are periodically placed before the Board for its review and noting.

4.9 Separate Meeting of Independent Directors

Pursuant to Section 149(8) read with Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI Listing Regulations, a separate meeting of the Independent Directors of the Company was held on 16th October, 2025 during the financial year 2025-26, without the presence of Non-Independent Directors and members of the management.
At the said meeting, the Independent Directors, inter alia:

- reviewed the performance of the Non-Independent Directors and the Board of Directors as a whole;
- reviewed the performance of the Chairperson of the Company, taking into account the views of the Executive and Non-Executive Directors; and
- assessed the quality, quantity and timeliness of the 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 of the Company were present at the said meeting

5. COMMITTEES OF THE BOARD

The Board has constituted various Committees in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") to ensure focused attention on specific areas and to facilitate effective discharge of its functions and responsibilities.

The composition, terms of reference, powers, roles and responsibilities of the respective Committees are in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

a. Audit Committee:

The Audit Committee of the Company has been constituted in accordance with the provisions of **Section 177 of the Companies Act, 2013**, read with the Companies (Meetings of Board and its Powers) Rules, 2014, and **Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations**, as amended from time to time.

The composition of the Audit Committee is in conformity with the applicable statutory and regulatory requirements. All the members of the Committee are financially literate and possess the requisite knowledge, expertise and experience to effectively discharge their responsibilities.

The Audit Committee acts as an important link between the **Statutory Auditors, Internal Auditors, Management and the Board of Directors**. The Committee assists the Board in overseeing the financial reporting process, adequacy and effectiveness of internal financial controls, audit functions and compliance with applicable statutory and regulatory requirements.

The terms of reference of the Audit Committee are in accordance with the Companies Act, 2013 and the SEBI Listing Regulations and, inter alia, include review of:

- quarterly, half-yearly and annual financial statements and financial results before submission to the Board for approval;
- significant accounting policies and practices and changes, if any, thereto;
- adequacy and effectiveness of the Company's internal financial controls and risk management systems;
- internal audit reports, significant findings of the Internal Auditors and follow-up action thereon;
- Statutory Auditors' reports, observations, findings and recommendations;
- performance, independence and effectiveness of the Statutory and Internal Auditors;
- related party transactions and approvals thereof, as applicable;
- adequacy of provisions for liabilities and the quality and adequacy of disclosures in the financial statements;
- compliance with applicable legal and regulatory requirements relating to financial reporting; and
- such other matters as may be prescribed under the Companies Act, 2013, SEBI Listing Regulations or referred to it by the Board from time to time.

The Audit Committee met periodically during the financial year and the necessary information, reports and documents were placed before the Committee to enable it to effectively discharge its responsibilities.

As on 31st March 2026, the Audit Committee comprised of the following:

(Audit Committee)

Names	Designation	No of Meeting Attended
Gopal Satyanarayan Mundada	Chairman	5
Sanjay Kachrulal Rathi	Member	5
Kailash Shrikishan Biyani	Member	5

Details of Audit Committee meeting held during the year under review

Sr No	Date
1	19/05/2025
2	17/06/2025
3	05/08/2025
4	13/11/2025
5	12/02/2026

Note:

The company secretary of the company acts as the secretary to the committee.

b. Nomination And Remuneration Committee

The Company has constituted the **Nomination and Remuneration Committee ("NRC")** in accordance with the provisions of **Section 178 of the Companies Act, 2013**, read with the Companies (Meetings of Board and its Powers) Rules, 2014, and **Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**, as amended from time to time.

The composition of the Committee is in conformity with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.
The terms of reference of the Nomination and Remuneration Committee, inter alia, include:

1. formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommending to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees;
2. identification of persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommending their appointment and/or removal to the Board;
3. formulation of criteria for evaluation of the performance of Independent Directors and the Board of Directors;
4. devising a policy on diversity of the Board of Directors;
5. recommending to the Board whether to extend or continue the term of appointment of an Independent Director, on the basis of the report of performance evaluation;
6. recommending to the Board all remuneration, in whatever form, payable to Senior Management;
7. reviewing and recommending the appointment, re-appointment and remuneration of the Managing Director, Whole-time Directors, Key Managerial Personnel and Senior Management, as applicable;
8. reviewing compensation structures, performance parameters and other remuneration-related matters; and
9. carrying out such other functions as may be prescribed under the Companies Act, 2013, the SEBI Listing Regulations or as may be referred to the Committee by the Board from time to time.

As on 31st March, 2026, the Committee Comprises of the following Members:

Names	Designation	No. of Meeting Attended
Mr. Vivek Mohanlal Maniyar	Chairman	2
Mr. Gaurav Ramniwas Karwa	Member	1
Mr. Gopal Satyanarayan Mundada	Member	3

Details of Nomination and Remuneration Committee meeting held during the year under review

Sr No	Date
1	07/08/2025
2	27/11/2025
3	13/02/2026

Note –

During FY 2025-26, there is change in constitution of Nomination & Remuneration Committee Mr. Vivek Maniyar has appointed as chairman w.e.f. 7th August, 2026 due to resignation of Mr. Vijaykumar Zanwer from post of chairman w.e.f. 7th August, 2026. Also Mr. Gaurav Karwa appointed as member w.e.f. 13th February, 2026 due to resignation of Mrs. Prafullata Rathi w.e.f. 7th February, 2026.

Directors' Appointment Criteria / Policy

The Board of Directors is collectively responsible for selection of a Member on the Board. The Compensation / Nomination and Remuneration Committee of the Company follows a defined criteria for identification, screening, recruiting and recommending candidates for election as a Director on the Board. The criteria for appointment to the Board include:

1. Composition of the Board which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a listed Company;
2. Desired age and diversity on the Board;
3. Size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive Directors consistent with requirements of the law;
4. Professional qualifications, expertise and experience in specific area of business;

5. Balance of skills and expertise in view of the objectives and activities of the Company;
6. Avoidance of any present or potential conflict of interest;
7. Availability of time and other commitments for proper performance of duties; and
8. Personal characteristics being in line with the Company's values, such as integrity, honesty, transparency and pioneering mindset.

Remuneration Policy

The Company has adopted a **Nomination and Remuneration Policy** for Directors, Key Managerial Personnel ("KMP"), Senior Management and other employees in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

The remuneration philosophy of the Company aims to provide fair and market-competitive remuneration with an appropriate linkage to responsibilities, experience, qualifications and performance, while encouraging achievement of the Company's operational and strategic objectives.

The appointment and remuneration of Executive Directors, KMP and Senior Management are governed by the applicable provisions of law, terms of appointment, Company's policies and approvals of the Board and Members, wherever required. The remuneration package may comprise salary, allowances, perquisites, incentives and other benefits, as applicable.

The NRC periodically reviews and recommends remuneration having regard to the performance of the individual, responsibilities assigned, industry benchmarks, financial position and performance of the Company and other relevant factors.

The Company **does not have any Employee Stock Option Scheme (ESOP)**.

a. Details of Remuneration paid to Director for the period from 1st April, 2025 to 31st March, 2026

Name of Director	Salary Per Annum	Perquisites & Allowances
Sanjay Rathi	54.00 Lakhs	NA
Ramesh Mundada	12.6 Lakhs	NA

The remuneration paid to the Managing Director during the financial year was in accordance with the applicable provisions of the **Companies Act, 2013, Schedule V thereto and other applicable statutory requirements**, and within the limits/approvals applicable to the Company.

b. Non-Executive Independent Directors Compensation

The Non-Executive Independent Directors do not draw any remuneration from the Company.

c. Stakeholders Relationship Committee

The Company had constituted Stakeholders Relationship Committee of Directors to look into the Redressal of complaints of investors such as transfer or credit of shares to demat accounts, non-receipt of dividend/notices/annual reports etc. The Stakeholders Relationship Committee comprised of

Names	**Designation**	**No of Meeting Attended**
Mr. Kailash Shrikisan Biyani	Chairman	1
Mr. Ramesh Gopikishan Mundada	Member	1
Mr. Ravindra Mishrilal Bangad	Member	NA

During FY 2025-26, there is change in constitution of Stakeholders Relationship Committee due to resignation of Mr. Shivratan Mundada. W.e.f 25th November, 2025 and Mr. Ravindra Bangad has appointed as member w.e.f. 5th December, 2025.

Also, the same committee will be act for resolving shareholder grievances. If any shareholder has query, compliant on any matter including Annual report, this committee is responsible for the same to resolve this.
Members can lodge their query/ complaint on complianceofficer@laxmicotspin.com.

The Meeting of Stakeholders Relationship Committee was held on 15th September, 2025

d. Corporate Social Responsibility Committee

The Company constituted the Corporate Social Responsibility of Directors to look into the following:

Matters specified in section 135 of the Companies Act 2013 which inter-alia includes:
(a) Formulate and recommend to the Board, a Corporate social responsibility policy which shall indicate the activities to be undertaken by company as specified in schedule VII;

(b) recommend the amount of expenditure to be incurred on activities referred to in clause (a)

(c) Monitor the Corporate Social Responsibility policy of the company from time to time.

As on 31st March, 2026, the Committee Comprises of the following Members:

Sr. No	Name	Designation	No. of meetings Attended
1.	Mr. Kailash Biyani	Chairman	NA
2.	Mr. Gopal Mundada	Member	NA
3.	Mr. Sanjay Rathi	Member	NA

During the FY 25-26, there is no change in constitution of Corporate Responsibility Committee.

i. Name And Designation of Compliance Officer

Mrs. Soni Shailesh Karwa is the Company Secretary & Compliance Officer of the Company.
After closure of the FY 2025-26, there is resignation of Mrs. Soni Shailesh Karwa w.e.f. 01/06/2026 and appointment of Mrs. Deepika Amit Dalmiya as the Company Secretary & Compliance Officer of the Company w.e.f 11/06/2026.

ii. Investor Grievance Redressal:

During the financial year **2025-26**, the Company received **one (1) complaint from a shareholder**. The said complaint was duly addressed and resolved by the Company during the year under review. Accordingly, **no investor complaint remained pending as on March 31, 2026**.

The status of investor complaints during the financial year is as follows:

Particulars	No. of Complaints
Complaints pending at the beginning of the year	Nil
Complaints received during the year	1
Complaints resolved/disposed of during the year	1
Complaints pending as on March 31, 2026	**Nil**

The Company has an established mechanism for redressal of investor grievances and endeavors to resolve shareholders' complaints promptly and in accordance with the applicable regulatory requirements.

e. Risk Management Committee

Constituting Risk Management Committee is not applicable to our Company.

6. GENERAL BODY MEETINGS:

Details of the Annual General Meetings held in the last three years are as under:

Financial Year	Date	Time	Venue
2022-23	29.09.202	12.30PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203
2023-24	27.09.202	12.30PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203
2024-25	19.09/20	12.30PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203

(ii) Special Resolution, if any, passed through postal ballot / EOGM with details of voting pattern:

- **Postal Ballot**

During the financial year under review, the Members of the Company, through Postal Ballot, passed a **Special Resolution on June 25, 2025**, approving the sale of Open-End Machines BD-6, 4 Nos. comprising 1,824 Rotors, situated at the Company's premises at Gut Nos. 395, 396, 397 and 398, Post Samangaon, Taluka and District Jalna – 431203, Maharashtra, consequent upon closure of the Open-End Plant of the Company.

- **Extraordinary General Meeting**

Further, at the **Extraordinary General Meeting held on February 26, 2026**, the Members passed an **Ordinary Resolution** for regularization of the appointment of **Mr. Ravindra Mishrilal Bangad (DIN: 00533907)** as a director and his appointment as an **Executive Director of the Company**, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

7. DISCLOSURES

The Company is committed to ensuring timely, adequate, accurate and transparent disclosure of all material information to its shareholders and other stakeholders in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws.

The Company disseminates relevant information through financial statements, regulatory filings, stock exchange intimations, annual reports and other investor communications. The Company's website also serves as an important medium for dissemination of statutory and other relevant information to shareholders and stakeholders.

Details of Compliances:

The Company has complied with all the requirements of the Listing Regulations as well as SEBI regulations and guidelines. During the last three years, no penalties/ strictures were imposed / passed on the Company by Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets which have significant impact on the financials.

After closing of FY company paid penalty aggregating to **₹1,47,500** for non-compliance/delayed compliance by the Company with **Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, for the quarter ended **31 March 2026.**

Related Party Transactions:

All transactions entered into with Related Parties as defined under the Companies Act, 2013 and regulation 23 of the Listing Regulations during the financial year were in the ordinary course of business and on arm's length pricing basis and do not have any potential conflict the interests of the Company at large. There were no materially significant transactions with related parties during the financial year. Suitable disclosure as required by the Ind AS 24 has been made in the notes to the Financial Statements. Pursuant to regulation 23 of the Listing Regulations, all the related party transactions are disclosed to Stock Exchanges on half yearly basis. The Board has approved a policy for related party transactions which has been uploaded on the Company's website under the link https://www.laxmicotspin.com/wp-content/uploads/2024/05/7.-Related-Party-Transaction-Policy.pdf

Code of Conduct:

The Board of the Company has laid down a Code of Conduct for all Board members and Senior Management of the Company. The Company is committed to conduct its business in accordance with the pertinent laws, rules and regulations and with the highest standards of business ethics. The code of conduct for Directors and Senior Management as approved by the Board of Directors has been placed on the website of the Company under the link https://www.laxmicotspin.com/wp-content/uploads/2024/05/4.Code-of-Conduct.pdf

All Board members and senior management personnel have affirmed compliance with the code of conduct during the year under review. In this regard, certificate of Managing Director is given at the end of this report.

Code for Prevention of Insider Trading Practices

In compliance with the SEBI regulations on prevention of Insider Trading, the Company has instituted a comprehensive Code of Conduct to regulate, monitor and report trading by Insiders for Prevention of Insider Trading for its management and staff to prevent Insider Trading. Further, it also seeks to ensure timely and adequate disclosure of Price Sensitive Information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's securities.

The Company follows closure of trading window prior to the publication of price sensitive information. The Company has been informing the directors, senior management personnel and other persons covered under the code and advise them not to trade in Company's securities during the closure of trading window period.

Company adopted Policy for insider trading uploaded on the website of the company at https://www.laxmicotspin.com/wp-content/uploads/2024/05/POLICY-FOR-PRESERVATION-OF-DOCUMENTS-AND-ARCHIVAL-OF-DOCUMENTS.pdf

Compliance with Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

In accordance with the provisions of Regulation 34(3) read with Schedule V Para C Sub clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained a certificate from Practicing Company Secretary confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory authority. The certificate issued is annexed herewith in this report.

Whistle Blower Policy/Vigil Mechanism

With the rapid expansion of business in terms of volume, value and geography, various risks associated with the business have also increased considerably. One such risk identified is the risk of fraud & misconduct. The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

This policy is applicable to all the directors, employees, other stakeholders of the Company and it is posted on the website of the Company under the link https://www.laxmicotspin.com/wp-content/uploads/2023/06/LCL-Vigil-Mechanism- -Whistle-Blower-Policy.pdf It provides for direct access to the Chairperson of audit committee in appropriate or exceptional cases and no employee was denied access to the Audit Committee.

During the year under review, there was no instance of fraud reported and all the recommendation of the Audit Committee were accepted by the Board. No employee was denied access to the Audit Committee.

Prohibition of Sexual Harassment of Women

To prevent sexual harassment of women at work place, The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified. The Company has zero tolerance for sexual harassment at workplace in line with provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules there under for prevention and redressal of complaints of sexual harassment at workplace. No complaint was pending at the beginning and end of the year and no complaint of sexual harassment of women has been received during the financial year 2025-26.

Familiarization Programme for Independent Directors

On appointment, the concerned Director is issued a Letter of Appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through a formal induction program on the Company's manufacturing, marketing, finance and other important aspects. The Company Secretary briefs the Director about their legal and regulatory responsibilities as a Director. Further, the Directors are regularly updated with amendments in the provisions of the Companies Act, 2013, Listing Regulations, other applicable SEBI Regulations etc. Besides these Directors are updated on continuous basis in respect of Related Party Transactions, Audit and Auditors and they are periodically meeting with the senior management of the Company. The details of familiarization programme for Independent Directors is available at the website of the Company under the link https://www.laxmicotspin.com/familiarization-program-for-independent-directors/

Risk Management

The Company has a well-defined risk management framework in place. Under this framework, the Management has categorized the risks as High risk, Moderate risk and Low risk which were monitored on a continuous basis and appropriate risk mitigation steps were initiated as and when deemed necessary.

Policy on material subsidiary

The Policy on determining material subsidiary is elaborated on website of Company **www.laxmicotspin.com** and is in line with provisions of SEBI (LODR) Regulations, 2015 and Companies Act, 2013. The said policy can be accessed at the web-link: https://www.laxmicotspin.com/wp-content/uploads/2025/04/Material-Subsidiary-Policy.pdf

Code of Conduct for the Board of Directors and Senior Management Personnel

The Board of Directors have adopted Code of Conduct applicable to the Board of Directors and the Senior Management of the Company. The said code has also been displayed on the Company's website and may be accessed at the web-link: https://www.laxmicotspin.com/wp-content/uploads/2024/05/4.Code-of-Conduct.pdf

The Company has obtained affirmation from the Board of Directors and senior managerial personnel, affirming compliance with the Company's Code of Conduct for the financial year 2025- 2026.

The declaration by the Chief Executive Officer, under the Part D of Schedule V read with Regulation 34(3) of the Listing Regulations, affirming compliance of the Code of conduct by all the Board members and senior managerial personnel for financial year ended March 31, 2026, is attached with this Corporate Governance Report.

Code for Prevention of Insider Trading Practices

In compliance with the SEBI regulations on prevention of Insider Trading, the Company has instituted a comprehensive Code of Conduct to regulate, monitor and report trading by Insiders for Prevention of Insider Trading for its management and staff to prevent Insider Trading. Further, it also seeks to ensure timely and adequate disclosure of Price Sensitive Information to the investor community by the Company to enable them to take informed investment decisions with regard to the Company's securities.

The Company follows closure of trading window prior to the publication of price sensitive information. The Company has been informing the directors, senior management personnel and other persons covered under the code and advise them not to trade in Company's securities during the closure of trading window period.

Company adopted Policy for insider trading uploaded on the website of the company at https://www.laxmicotspin.com/wp-content/uploads/2024/05/5.Insider-Trading-policy.pdf

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the Listing Regulations

During the year under review, the Company has not raised any funds either through preferential allotment or qualified institutions placement therefore disclosure of this information is not applicable to the Company.

During the year under review, any instances where the board had not accepted any recommendation of any committee of the board.

There are no instances where the board had not accepted any recommendation of any committee of the board during the year under review.

Reconciliation of Share Capital Audit:

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

Company has complied with all the applicable Corporate Governance requirements as specified in Regulation 17 to 27 and Clauses (b) to (i) of Sub Regulation (2) of Regulation 46 of SEBI Listing Regulations.

Quarterly Compliance Report

The Company has been submitting the Compliance Report on Corporate Governance on quarterly basis to the Stock Exchanges within 21 days from the close of the relevant quarter. It is also regularly uploaded on the website of the Company.

CEO / CFO Certificate

In terms of Regulation 17(8) of the SEBI Listing Regulations, the Board of Directors have reviewed the certificate submitted by the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Company certifying various covenants about financial/cash flow statements, internal controls, financial reporting, etc. The certificate is annexed as Annexure.

8. SHAREHOLDER RIGHTS AND ENGAGEMENT

Laxmi Cotspin Limited recognizes and respects the rights of its shareholders and endeavors to facilitate effective participation by shareholders in the decision-making process of the Company.

The Company provides adequate and timely information to shareholders through notices of general meetings, explanatory statements, annual reports and other statutory communications. The Company ensures equitable treatment of all shareholders and facilitates their participation and exercise of voting rights at general meetings in accordance with applicable laws.

9. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The Company has complied with the applicable provisions relating to Corporate Governance under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to the Company, during the financial year 2025-26.

A certificate on compliance with the applicable conditions of Corporate Governance, issued by M/s. Sagar Deo and Associates, Practicing Company Secretaries, is annexed to this Report as an Annexure and forms an integral part thereof.

10. MEANS OF COMMUNICATION

The Company recognizes the importance of effective and timely communication with its shareholders and other stakeholders. The quarterly, half-yearly and annual financial results, shareholding patterns and other disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are electronically submitted to the National Stock Exchange of India Limited ("NSE") within the prescribed timelines.

The financial results, shareholding patterns, Annual Reports, notices, policies and other documents and disclosures required to be hosted on the Company's website pursuant to the SEBI Listing Regulations and other applicable laws are duly uploaded and made available on the website of the Company.

The Company also makes timely disclosures of material events and information to the Stock Exchange in accordance with Regulation 30 and other applicable provisions of the SEBI Listing Regulations.

11. GENERAL SHAREHOLDER INFORMATION

i) Annual General Meeting:

AGM: Date, Time & Venue	On Monday, 28th September, 2026 at 1.00 P.M IST through Video Conference (VC)/Other Audio-Visual Means (OAVM)
Financial Year	April 1, 2025 to March 31, 2026
Date of Book closure	22/09/2026 to 28/09/2026

ii) Tentative Financial Calendar for next Year for 2026-27:

The Company follows April-March as the financial year. Tentative Financial Calendar for next Year for 2026-27:Results for quarter ending June 30, 2026	11th August, 2026
Results for quarter ending September 30, 2026	First or Second week of November 2026
Results for quarter ending December 31, 2026	First or Second week of February 2027
Results for the year ending March 31, 2027	After 15th May 2027
AGM for year ending 31st March, 2027	August/September 2027

Non mandatory Requirements

a. Shareholders Right – Re; Quarterly Result

A Quarterly declaration of financial performance including summery of the significant events in last Year is uploaded on the website of the company.

b. Evaluation of the board performance

Pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Board of Directors has carried out an annual evaluation of its own performance, the performance of its committees and the individual Directors.

The performance evaluation was carried out on the basis of various criteria, including the composition and structure of the Board and its Committees, effectiveness of Board processes, quality and timeliness of information, participation and contribution of Directors, attendance at meetings, level of preparedness, understanding of the business and responsibilities, and overall effectiveness in discharging their respective functions.

The performance of the Audit Committee, Nomination and Remuneration Committee and other applicable Committees of the Board was also evaluated based on their composition, functioning, effectiveness, compliance with their respective terms of reference and contribution towards the governance of the Company.

The performance evaluation of the Board, its committees and individual Directors were found to be satisfactory. The Chairman of the Board provided appropriate feedback to the Directors, wherever considered necessary. The Directors expressed their satisfaction with the evaluation process and the overall effectiveness of the Board and its Committees.

iii) Bifurcation of shares held in physical and demat form as on March 31, 2026

Particulars	**No of shares**	**Percentage (%)**
Physical shares	**0**	**0**
Demat shares		
NSDL (A)	13672319	79.73
CDSL (B)	3475351	20.27
Total (A+B)	17147670	100.00

iv) Listing Details

Listing on Stock Exchange	NSE Limited main Board
Stock Code	NSE – LAXMICOT ISIN - INE801V01019

The applicable listing fee for the Financial Year 2026-27 has been paid to the Stock Exchange

v) Share Price Data

The monthly high and low prices and volumes of shares of the Company at NSE Limited (NSE) for the year ended March 31, 2026 are as under:

Month	High Price	Low Proce	Shares Volume (in lakhs)
April 25	25.96	22.70	4.08
May 25	30.41	27.86	12.20
June 25	31.01	26.51	11.69
July 25	33.00	26.30	18.80
August 25	27.45	24.11	2.61
September 25	26.04	20.55	9.68
October 25	22.96	21.29	3.48
November 25	21.99	19.95	1.88
December 25	20.55	18.53	1.81
January 26	19.50	12.16	11.98
February 26	24.44	12.20	40.95
March 26	15.29	11.81	4.72

vi) Share holding pattern of the Company as on March 31,2026:

Sr No	**Category**	**No oF Shares**	**Percentage (%)**
1	Promoter and Promoter Group	10053623	58.63
2	Public	7094047	41.37
	Total	17147670	100.00

vii) Distribution of Shareholding as on March 31,2026:

Shareholding of Nominal Value in Rs.	**No. of Shareholders**	**Percentage (%)**	**Share Amount**	**% of total capital**
1 to 5,000	6548	80.96	6089810.00	3.55
5,001 to 10,000	643	7.95	5401580.00	3.15
10,001 to 20,000	359	4.44	5504120.00	3.21
20,001 to 30,000	165	2.04	4302460.00	2.51
30,001 to 40,000	74	0.91	2634780.00	1.54
40,001 to 50,000	67	0.83	3203500.00	1.87
50,001 to 1,00,000	147	1.82	10084190.00	5.88
Above 1,00,001	85	1.05	134256260.00	78.29
Total	**8088**	**100.00**	**171476700.00**	**100.00**

viii) Share Transfer System:

Trading in Equity Shares of the Company is permitted only in dematerialized form as per notification issued by the Securities & Exchange Board of India (SEBI). Bigshare Services Private Limited Handles both Demat and Physical Shares Transfers.

The Share Transfers which are received in physical form are processed and the share certificates are returned within 21 days from the date of receipt, subject to Documents being valid and complete in all respects.

ix) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, conversion dates and likely impact on equity. :-
Nil

x) Registrar & Share Transfer Agent:
MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt Ltd)
Address: Add - C 101, 247 Park,
LBS Marg, Vikhroli West,
Mumbai 400 083

xi) Plant Location & Address for Correspondence

Plant Location	Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203, Maharashtra, India
Address for correspondence	Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203 Email Id - laxmicotspin@gmail.com

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

Sd/-

Date: 04/09/2026
Place: Jalna

Sanjay Rathi
Managing Director

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

[Regulation 34(3) read with Schedule V (Part E) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015]

TO,
THE MEMBERS,
LAXMI COTSPIN LIMITED,
GUT NO.399, SAMANGAON-KAJLA ROAD,
IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,
SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203.

We have examined the compliance of conditions of Corporate Governance by LAXMI COTSPIN LIMITED ('the Company'), for the financial year ended on 31st March, 2026 as stipulated in Regulation 17 to 27 and Regulation 46 and Para C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and representations made by the Management and subject to the Annual Secretarial Compliance Report issued dated 27th May,2026 and Secretarial Audit Report issued dated 02nd Septmeber,2026 for the year ended 31st March,2026 we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and Regulation 46 and Para C, D and E of Schedule V of Listing Regulations.

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

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR D. SAGAR & ASSOCIATES

Sd/-
CS SAGAR RAMRAO DEO
(Practicing Company Secretary)
CP No: 11547; Mem No: F9518
Peer Review NO.: 7876/2026
UDIN: F009518H001349593

Date: 02.09.2026
Place: Chhatrapati Sambhajinagar

CERTIFICATE ON NON-DISQULIFICATION OF DIRECTORS

[Regulation 34(3) read with Schedule V Para C Clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015]

TO,
THE MEMBERS,
LAXMI COTSPIN LIMITED,
GUT NO.399, SAMANGAON-KAJLA ROAD,
IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,
SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of LAXMI COTSPIN LIMITED [CIN: L17120MH2005PLC156866] having Registered Office at GUT NO.399, SAMANGAON-KAJLA ROAD, IN FRONT OF MEENATAI THAKARE VRIDHASHRAM, ,SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203 (hereinafter referred to as 'the Company'), produced before us by the Company, whether electronically or otherwise, 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 such other Statutory Authority:

Sl.	DIN	NAME OF DIRECTOR	DATE OF ORIGINAL APPOINTMENT
1	00182739	MR. SANJAY KACHRULAL RATHI	19/10/2005
2	02303810	MR. KAILASH SHRIKISAN BIYANI	16/10/2021
3	02891272	MR. GOPAL SATYANARAYAN MUNDADA	16/10/2021
4	00153255	MR. RAMESH GOPIKISHAN MUNDADA	01/07/2022
5	00533907	MR. RAVINDRA MISHRILAL BANGAD	05/12/2025
6	07303830	MR. GAURAV RAMNIVAS KARWA	07/08/2025
7	11224234	MR. VIVEK MOHANLAL MANIYAR	07/08/2025
8	11683795	MR. SHARDA GHANSHAM SIKCHI	30/04/2026

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 D. SAGAR & ASSOCIATES

Sd/-
CS SAGAR RAMRAO DEO
(Practicing Company Secretary)
CP No: 11547; Mem No: F9518
Peer Review NO.: 7876/2026
UDIN: F009518H001349551

Date: 02/09/2026
Place: Chhatrapati Sambhajinagar

ANNEXURE F
DECLARATION OF INDEPENDENCE

To,
The Board of Directors
Laxmi Cotspin Limited
At Gut No.399, Samangaon-Kajla Road,
In Front of Meenatai Thakare Vridhashram,
Samangaon Jalna - 431203

Subject: Declaration of independence under clause 49 of the Listing Agreement and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Kailash Shrikisan Biyani**, hereby certify that I am an Independent Director of Laxmi Cotspin Limited, and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

I certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;

2. I am/was not a promoter of the company or its holding, subsidiary or associate company;

3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;

4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;

5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

6. Neither me nor any of my relatives:

a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of; firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

I. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

c) holds together with my relatives 2% or more of the total voting power of the company; or

d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;

8. I am not less than 21 years of age.

DECLARATION

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,
Yours faithfully,

SD/-
Kailash Shrikisan Biyani
DIN: 02303810
Dr. R. P. Road, Jalna 431203
Date: - 04/09/2026

To,
The Board of Directors
Laxmi Cotspin Limited
At Gut No.399, Samangaon-Kajla Road,
In Front of Meenatai Thakare Vridhashram,
Samangaon Jalna - 431203

Subject: Declaration of independence under clause 49 of the Listing Agreement and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Gopal Satyanarayan Mundada**, hereby certify that I am an Independent Director of Laxmi Cotspin Limited, and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

I certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;

2. I am/was not a promoter of the company or its holding, subsidiary or associate company;

3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;

4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;

5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

6. Neither me nor any of my relatives:

b) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

I. firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

II. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

c) holds together with my relatives 2% or more of the total voting power of the company; or

d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;

8. I am not less than 21 years of age.

DECLARATION

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,
Yours faithfully,

SD/-
Gopal Satyanarayan Mundada
DIN: 02303810
Mutha Building Railway Station Road,
Jalna 431203
Date: - 04/09/2026

To,
The Board of Directors
Laxmi Cotspin Limited
At Gut No.399, Samangaon-Kajla Road,
In Front of Meenatai Thakare Vridhashram,
Samangaon Jalna - 431203

Subject: Declaration of independence under clause 49 of the Listing Agreement and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Gaurav Karwa**, hereby certify that, I am an Independent Director of Laxmi Cotspin Limited, and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

I, certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;

2. I am/was not a promoter of the company or its holding, subsidiary or associate company;

3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;

4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;

5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher

amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

6. Neither me nor any of my relatives:

a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

I. firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

II. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

c) holds together with my relatives 2% or more of the total voting power of the company; or

d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;

8. I am not less than 21 years of age.

DECLARATION

I undertake that, I shall seek prior approval of the Board, if and when, I have any such relationship / transactions, whether material or non-material. If I fail to do so, I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that, the above said information's are true and correct to the best of my knowledge, as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine, if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I, further, undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,
Yours faithfully,

SD/-
Gaurav Karwa
DIN: 07303830
Add – Jalna 431203
Date: - 04/09/2026

To,
The Board of Directors
Laxmi Cotspin Limited
At Gut No.399, Samangaon-Kajla Road,
In Front of Meenatai Thakare Vridhashram,
Samangaon Jalna - 431203

Subject: Declaration of independence under clause 49 of the Listing Agreement and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Vivek Maniyar**, hereby certify that, I am an Independent Director of Laxmi Cotspin Limited, and comply with all the criteria of independent director as envisaged in Clause 49 of the Listing Agreement and the Companies Act, 2013.

I, certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;

2. I am/was not a promoter of the company or its holding, subsidiary or associate company;

3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;

4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;

5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

6. Neither me nor any of my relatives:

a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

II. firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

III. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

c) holds together with my relatives 2% or more of the total voting power of the company; or

d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;

8. I am not less than 21 years of age.

DECLARATION

I undertake that, I shall seek prior approval of the Board, if and when, I have any such relationship / transactions, whether material or non-material. If I fail to do so, I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that, the above said information's are true and correct to the best of my knowledge, as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine, if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I, further, undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,
Yours faithfully,

SD/-
Vivek Maniyar
DIN: 11224234
Add – Plot No. 179, Bhokardan Road, Priydarshini Nagar,
Sambhaji Nagar, Jalna 431203
Date: - 04/09/2026

ANNEXURE G
MANAGEMENT DISCUSSION ANALYSIS

1. OVERALL REVIEW / INDUSTRY STRUCTURE AND DEVELOPMENTS

Company Overview

Laxmi Cotspin Limited ("the Company") is primarily engaged in the business of manufacturing and processing cotton yarn and allied textile products. The Company's manufacturing facilities are strategically located at Samangaon, District Jalna, Maharashtra, in the cotton-growing belt of the Marathwada region.

The Company has established manufacturing capabilities in Ring Spinning and Open-End Spinning and caters to various segments of the textile industry, including home textiles, weaving, denim and hosiery manufacturers. The Company manufactures premium-quality 100% cotton combed and carded yarn, including hosiery/warp, conventional, organic and Better Cotton Initiative ("BCI") yarn, across various count ranges.

The Company caters to customers across Maharashtra, Gujarat and other parts of India and has also developed capabilities to serve international markets, including customers in Asian and European countries.

The Company commenced its operations in the year 2008 with an installed capacity of 13,200 spindles. Over the years, the Company expanded its capacity to 16,800 spindles and introduced various value-added capabilities, including compact, Lycra and slub attachments. Through sustained focus on product quality, customer relationships and market development, the Company has established a strong customer base and marketing network.
During the financial year 2025-26, the Company has taken steps towards diversification into the healthcare-related textile segment through the commencement/development of its Surgical Cotton business. The diversification is expected to broaden the Company's product portfolio and reduce its dependence on conventional cotton yarn products over the long term.

Manufacturing and Quality Infrastructure

The Company's manufacturing facilities are equipped with modern machinery and technology designed to maintain efficiency and product quality. The facilities are supported by automated systems for dust and pollution control, colour contamination removal and yarn conditioning.

The Company has an experienced technical team with knowledge of modern spinning technologies and processing techniques. The workforce is provided appropriate training with an emphasis on operational efficiency, productivity, safety and consistent product quality.

The Company's manufacturing operations are further supported by modern testing instruments installed in its quality assurance laboratory, including Uster testing equipment, High Volume Instrument ("HVI"), Single Yarn Tester and process control management

systems. Online contamination-removal systems and SIRO facilities at the autowinder stage further assist the Company in maintaining the required quality standards.
The Company has historically obtained various quality and textile-related certifications and accreditations, including certifications relating to Quality Management Systems, Global Organic Textile Standard ("GOTS"), organic processing and trading, Better Cotton Initiative ("BCI") and export-related recognition. The Company has also obtained OEKO-TEX certification to facilitate its ability to cater to customers, including those in European markets. The Company continues to review and maintain applicable certifications based on customer requirements, product portfolio and prevailing regulatory and industry standards.

Textile Industry Overview
The Indian textile and apparel industry continues to be an important contributor to the country's manufacturing sector, employment generation and exports. India's availability of raw materials, established manufacturing ecosystem, skilled workforce and large domestic market provide significant long-term opportunities to the textile sector.

The industry, however, remains exposed to fluctuations in raw material prices, energy costs, foreign exchange rates, global demand conditions, geopolitical developments and intense competition from domestic as well as international manufacturers.

The growing demand for sustainable textiles, traceable raw materials, value-added yarns and technologically advanced textile products provides opportunities for Indian manufacturers capable of maintaining consistent quality and internationally acceptable manufacturing standards.

The Company's proximity to cotton-growing regions, established manufacturing infrastructure, customer relationships and focus on diversification are expected to support its ability to respond to evolving industry conditions.

2. OPPORTUNITIES AND THREATS

Opportunities

I. Growth Potential of the Indian Textile Industry
India has a significant presence in the global textile value chain and possesses advantages in terms of availability of cotton, manufacturing capabilities and a large skilled workforce. The Company believes that there remains considerable scope for Indian textile manufacturers to increase their presence in both domestic and international markets.
Changes in global sourcing patterns may also create opportunities for Indian textile manufacturers to establish and strengthen relationships with international buyers seeking diversified sourcing destinations.

II. Market Access and International Trade
Bilateral and regional trade arrangements may provide Indian textile manufacturers with improved access to international markets. The Company continues to explore opportunities

to expand its geographical reach and develop relationships with customers in domestic as well as export markets.

III. Integration of Information Technology

The increasing integration of information technology in manufacturing, inventory management, procurement, quality control and supply-chain management provides opportunities to improve operational efficiencies.

Digital systems, data analytics and Electronic Data Interchange ("EDI") can contribute towards faster communication, greater transparency, improved inventory planning and reduction in process duplication.

IV. Opportunity in Value-Added Products

The Company believes that moving towards higher-value and technologically superior products can improve product realisations and strengthen competitiveness. Accordingly, the Company continues to evaluate opportunities for product innovation, value addition and development of specialised textile products.

V. Diversification into Surgical Cotton and Healthcare Segment

The Company's initiative to enter the Surgical Cotton segment represents an important diversification opportunity. The healthcare and medical consumables sector provides the Company with an opportunity to utilise its knowledge of cotton processing while expanding into a different end-user industry.

The Company expects this diversification to gradually broaden its revenue base, subject to successful commercialisation, regulatory requirements, market acceptance and operating conditions.

Threats

The textile industry operates in a highly competitive environment. Expansion of spinning capacities within the industry may lead to increased competition and pressure on margins.

Other significant threats include volatility in cotton prices, fluctuations in foreign exchange rates, changes in international trade policies, geopolitical uncertainties, fluctuations in export demand, rising power and labour costs and competition from textile-producing countries.

The Company continuously endeavours to mitigate these challenges through cost optimisation, process improvements, product diversification, improvement in operational efficiencies, development of new customers across India and exploration of export markets.

3. SEGMENT REVIEW AND ANALYSIS

The Company's operations during the year primarily relate to textile activities, including cotton and cotton yarn and allied products.

During FY 2025-26, the Company has also undertaken initiatives towards diversification into Surgical Cotton and related products. The identification and disclosure of operating/reportable segments are made in accordance with the applicable Accounting Standards/Indian Accounting Standards and are disclosed in the financial statements, wherever applicable.

Accordingly, readers are advised to refer to the relevant notes forming part of the financial statements for segment-related disclosures, if any.

4. RISKS AND CONCERNS

The Company's business is subject to various industry-specific and general economic risks. The management periodically reviews the major risks affecting the Company's operations and takes appropriate measures to mitigate such risks.

Raw Material Price Risk
Cotton constitutes one of the principal raw materials for the Company's operations. Cotton prices are influenced by several factors, including domestic and international demand and supply, crop production, climatic conditions, government policies, minimum support prices and global commodity prices.
Significant fluctuations in cotton prices may affect production costs, inventory valuation and operating margins.

Foreign Exchange Risk
The Company is exposed to foreign exchange fluctuations to the extent of its export sales, imports and other foreign currency transactions. Significant movements in exchange rates, particularly against the US Dollar and other major currencies, may impact the Company's realisations and profitability.

Market and Competition Risk
The textile industry is highly competitive, with competition from organised and unorganised domestic manufacturers as well as international producers. Increased capacities and aggressive pricing may place pressure on selling prices and operating margins.

Power and Energy Cost Risk
Textile manufacturing is relatively energy intensive. Any significant increase in electricity, fuel or other energy costs may adversely impact the Company's cost of production and profitability.

Global Economic and Geopolitical Risk
Global economic uncertainty, geopolitical conflicts, changes in international trade policies, supply-chain disruptions and fluctuations in international textile demand may affect export opportunities and overall industry conditions.

Regulatory Risk
The Company's operations are subject to various environmental, labour, corporate, taxation, textile and other applicable laws and regulations. Changes in the regulatory framework or compliance requirements may result in additional costs or operational requirements.
The Company continuously monitors the business environment and adopts appropriate measures to mitigate these risks to the extent reasonably possible.

5. STRENGTHS AND WEAKNESSES

Strengths

I. Established Marketing Set-up

The Company has been engaged in the textile business since its incorporation and has, over the years, developed an established customer base and marketing network.

The Company has dedicated resources for marketing different products across various geographical markets. Its sales and export functions are responsible for customer development, order execution and marketing of the Company's products.

The Company's experience and established relationships with customers provide it with an important competitive advantage in developing new markets and introducing new products.

II. Strategic Location of Manufacturing Facilities

The Company's manufacturing facility is located at Samangaon, near Jalna, Maharashtra, within the cotton-producing belt of the Marathwada region and in proximity to the Vidarbha cotton-growing region.

The strategic location provides the Company with access to raw cotton and may result in efficiencies in procurement time and transportation costs.

Jalna is well connected through road and railway networks to major commercial centres. The availability of logistics infrastructure in and around the Chhatrapati Sambhajinagar-Jalna region also facilitates movement of raw materials and finished products.

The Company's location therefore provides logistical advantages for both procurement of raw materials and distribution of finished products.

III. Scalable Business Model

The Company's business model focuses on optimum utilisation of manufacturing infrastructure, capacity utilisation, development of relationships with quality raw-material suppliers, efficient production planning and development of domestic and international markets.

The Company continues to focus on increasing operational efficiency, developing new markets, strengthening marketing activities, introducing value-added products and maintaining consistent product quality.

The diversification into Surgical Cotton and related healthcare products also provides an opportunity to expand the Company's business model beyond its traditional yarn operations.

IV. Experienced Management

The Company is managed by a team having significant experience in the textile industry and related business operations.

The management team possesses experience in manufacturing, procurement, marketing, finance, operations and business development. The management's knowledge and understanding of the textile industry enables the Company to identify business opportunities and respond to challenges arising from competition, raw material price volatility, economic conditions and changes in customer requirements.

V. Quality-Focused Manufacturing Infrastructure

The Company's manufacturing and quality-control infrastructure, together with testing equipment, process-control systems and contamination-control facilities, enables it to maintain consistent product quality.

The Company's focus on quality standards and relevant certifications assists it in serving both domestic and international customers.

Weaknesses / Challenges

The principal weaknesses and challenges faced by the Company include:

1. **Volatility in Cotton Prices:** Significant fluctuations in the prices of cotton may adversely affect raw-material costs and operating margins.
2. **Foreign Exchange Volatility:** Fluctuations in currency exchange rates may impact export realisations and foreign currency transactions.
3. **Cyclical Nature of Textile Industry:** Demand and profitability in the textile sector may be affected by domestic and global economic cycles.
4. **Dependence on Raw Material Availability:** Cotton availability and quality are influenced by climatic conditions, crop production and government policies.
5. **Competitive Industry Environment:** Competition from domestic and international manufacturers may exert pressure on selling prices and margins.

The Company seeks to address these challenges through prudent procurement practices, cost-control measures, operational efficiencies, customer diversification, product development and expansion into value-added business segments.

6. OUTLOOK

The long-term outlook for the Indian textile sector remains supported by India's strong raw-material base, manufacturing capabilities, domestic consumption and opportunities arising from diversification of global supply chains.

The Company intends to focus on improving capacity utilisation, operational efficiency, cost optimisation, product quality, customer diversification and development of domestic and export markets.

The Company's diversification into Surgical Cotton and healthcare-related textile products is expected to provide an additional avenue for growth. The Company intends to develop this business in a calibrated manner, considering market demand, regulatory requirements, product quality and commercial viability.

The management remains cautiously optimistic about the Company's medium- to long-term prospects while remaining mindful of volatility in cotton prices, energy costs, foreign exchange rates and global economic conditions.

7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established internal control systems commensurate with the size, scale and complexity of its operations. The internal control framework is designed to provide reasonable assurance regarding safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, timely preparation of reliable financial information and compliance with applicable laws and regulations.

The internal audit function periodically reviews the effectiveness and adequacy of internal controls and reports its observations to the management and the Audit Committee. Corrective measures are undertaken wherever considered necessary.

The Audit Committee periodically reviews the adequacy and effectiveness of the Company's internal control systems and monitors the implementation of recommendations arising from internal audit observations.

8. HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company considers its employees to be an important part of its business operations. The Company continues to focus on employee development, training, productivity, workplace safety and maintaining a positive working environment.

The Company provides appropriate training to employees and workers to enhance their technical and operational skills and to improve productivity and product quality.

Industrial relations remained cordial during the year under review. The management acknowledges the contribution and commitment of employees at all levels towards the Company's operations and development.

9. CAUTIONARY STATEMENT

Statements made in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations, plans or predictions may constitute “forward-looking statements” within the meaning of applicable securities laws and regulations.

Actual results may differ materially from those expressed or implied in such forward-looking statements due to various factors, including changes in economic conditions, government policies, regulations, taxation laws, raw-material prices, foreign exchange rates, demand and supply conditions, competitive environment and other factors affecting the Company's operations.

The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of subsequent developments, information or events, except as may be required under applicable laws.

ANNEXURE- H
STATEMENT OF PARTICULARS OF EMPLOYEES

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sl.N	Na	Designation/ Nature of Duties	Remuneration Received [Rs.]	Qualification	Experience in years	Age in years	Date of commencement of employment	Last employment held
1	2	3	4	5	6	7	8	9
N.A.								

Notes:

- All appointments are / were non-contractual
- Remuneration as shown above comprises of Salary, Leave Salary, Bonus, Gratuity where paid, Leave Travel Assistance, Medical Benefit, House Rent Allowance, Perquisites and Company's Contribution to Provident Fund and Superannuation Fund. Remuneration on Cash basis
- None of the above employees is related to any Director of the Company employed for part of the financial year.

1. Details pursuant to rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Sl. No.	Requirement of Rule 5(1)	Disclosure
1	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Mr. Sanjay Rathi – (Managing Director) 7.27% Mr. Ramesh Mundada (Director) - 1.69%
2	The percentage increase in median remuneration of employees in the financial year	The percentage increase in remuneration 1. MD – 0% 2. Director - 0% 3. CFO – 0%

		4. Company Secretary –0% 5. Manager - 0%
3	The Number of Permanent employees on the rolls of the company in the financial year	271
4	Affirmation that the remuneration is as per the remuneration policy of the company	We Affirm that the remuneration paid to employee and KMP remuneration is as per the remuneration policy of the company

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

Sd/-
Sanjay Rathi
Managing Director
DIN - 00182739

Date: 04/09/2026
Place: Jalna

ANNEXURE I
DECLARATION ON COMPLIANCE OF CODE *OF CONDUCT*

Pursuant to Regulation 26(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Mr. Sanjay Rathi, Managing Director of Laxmi Cotspin Limited, hereby declare that all the Members of the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended March 31, 2026.

For and on behalf of the Board of Directors
Laxmi Cotspin Limited

Sd/-
Sanjay Rathi
Managing Director
DIN - 00182739

Date: 04/09/2026
Place: Jalna

CEO/CFO CERTIFICATION

To,
The Board of Directors,
Laxmi Cotspin Limited

a) We have reviewed the Financial Statement and cash flow statement for the year ended on 31st March 2026 and that to the best of our knowledge and belief:

i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept the responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the audit Committee, that there are no deficiencies in the design or operation of such internal controls, if any, of which we are aware.

d) We have indicated to the auditors and Audit Committee
i) That there is no significant change in internal control over financial reporting during the year.

ii) There is no significant fraud of which we have become aware and that 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 and on behalf of the Board of Directors
Laxmi Cotspin Limited

	Sd/-	*Sd/-*
Date: 04/09/2026	**Sanjay Rathi**	**Anupkumar Gindodiya**
Place: Jalna	Managing Director	Chief Financial Officer
	DIN – 00182739	**PAN -** AWAPG3125C

Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors of
LAXMI COTSPIN LIMITED

Qualified Opinion

We have audited the accompanying statement of quarterly and Year to date Standalone financial results of **LAXMI COTSPIN LIMITED** ("the Company") for the quarter and year ended March 31, 2026 ('Statement'). Laxmi Cotspin Limited is required to comply with the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these Standalone financial results except for the matters described in the Basis for Qualified Opinion effect whereof is presently unascertainable for:

1. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

2. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the company for the quarter and year ended March 31, 2026.

Basis for Qualified Opinion

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

1. In the absence of proper inventory records and supporting documentation, we are unable to ascertain the correctness of the quantity, condition, and valuation of inventory as of March 31, 2026. As informed to us, the inventory has been valued by Management based on estimates and approximations. Consequently, we are unable to determine the impact on the cost of goods sold, loss for the period, closing inventory, and related disclosures in the Statement.

2. During the period, the Company has advanced loan to its wholly owned subsidiary (Laxmi Spintex Private Limited). However, the Company has not taken board approval and has not complied with certain statutory requirements relating to the said advance, as required under applicable provisions of the Companies Act, 2013 and Rules thereunder. In the absence of the above compliances and supporting documentation, we are unable to comment on the completeness, appropriateness, and regulatory compliance of the said advance, as well as any consequential financial impact arising therefrom.

3. The Company has given a significant advance to one of the creditors. Based on available information reviewed by us, there are indicators of financial stress relating to entities connected with the said creditor, creating uncertainty regarding the end-use and recoverability of the advance. No provision or impairment has been evaluated or recognized in accordance with Ind AS 109. In the absence of adequate evidence, we are unable to determine the accuracy of the carrying amount of this advance and its possible impact on the accompanying Statement.

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

4. During the previous financial year, the Company recorded the sale of land to its subsidiary, Laxmi Spintex Private Limited. However, we observed that as of 31st March 2026, the legal formalities for the registration of the sale deed have not been completed. In the absence of a registered sale deed and the consequent transfer of legal title, we are unable to obtain sufficient appropriate evidence to conclude whether the transaction of land sale has taken place or whether the risks and rewards of ownership have been effectively transferred to the subsidiary. Further, the Company has also not considered reversal of the aforesaid land sale transaction in the books of account pending completion of the legal transfer formalities.

5. The Company has not assessed and recognized Expected Credit Loss ("ECL") provision on trade receivables outstanding for a period exceeding three years, as required under Ind AS 109 – "Financial Instruments". In the absence of adequate assessment and provision for ECL, we are unable to determine the impact on the carrying value of trade receivables, profit/loss for the year and other related disclosures in the financial statements.

Responsibilities of Management's and Those Charges with Governance for the Standalone Financial Results

The statement has been prepared on the basis of the Standalone financial statements. The Company's Board of Directors are responsible for the preparation of these Standalone financial results that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard, prescribed under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the Standalone financial results by the directors of the company, as aforesaid.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Results

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

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

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the LODR Regulations.

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

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

- Obtain sufficient appropriate audit evidence regarding the financial results of the Company to express an opinion on the Financial Results.

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

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

Other Matter

The statement includes the results for the quarter ended March 31, 2026 being the balancing figure between audited figures in respect of the Quarter and financial year ended March 31, 2026 and the published unaudited year to date figures up to the third quarter of the current financial year which were subjected to limited review by us, as required under the Listing Regulations.

For D M K H & Co.
Chartered Accountants
Firm Registration No: 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
Membership No: 158020
UDIN: 26158020JNRDRR1981

Place: Mumbai
Date: May 22nd, 2026

Laxmi Cotspin Limited

Standalone Balance Sheet as at March 31, 2026

(Rs. In Lakhs)

Particular	Notes	As at March 31, 2026	As at March 31, 2025
A. ASSETS			
NON CURRENT ASSETS			
(a) Property, Plant and Equipment	3	3,494.73	3,189.22
(b) Capital Work-in-Progress	3	201.43	603.74
(c) Financial Assets		-	-
i. Investments	4	20.00	20.00
ii. Other Financial Assets	4	274.17	258.59
(d) Deferred Tax Assets (net)	25	4.38	54.11
TOTAL NON CURRENT ASSETS		**3,994.71**	**4,125.66**
CURRENT ASSETS			
(a) Inventories	5	4,333.79	4,558.60
(b) Financial assets			
i. Trade Receivables	6	189.38	332.18
ii. Cash and Cash Equivalents	7	22.86	61.16
(c) Other Current Assets	8	2,611.62	2,827.34
TOTAL CURRENT ASSETS		**7,157.65**	**7,779.28**
TOTAL ASSETS		**11,152.36**	**11,904.94**
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	9	1,714.77	1,714.77
(b) Other Equity	10	4,372.12	4,568.72
TOTAL EQUITY		**6,086.89**	**6,283.49**
LIABILITIES			
NON CURRENT LIABILITES			
(a) Financial Liabilities			
i. Borrowings	11	416.04	579.03
(b) Provisions	12	47.62	49.09
(c) Deferred Tax Liabilities (Net)	25	-	-
TOTAL NON CURRENT LIABILITES		**463.66**	**628.12**
CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	13	3,851.47	4,096.77
ii.Trade payables			
- MSME payables	14	186.26	577.14
- Other than MSME payables	14	392.84	102.61
(b) Provisions	15	8.15	5.33
(c) Current Tax Liabilities (Net)		-	-
(e) Other Current Liabilities	16	163.07	211.47
TOTAL CURRENT LIABILITIES		**4,601.79**	**4,993.32**
TOTAL EQUITY & LIABILITIES		**11,152.36**	**11,904.93**

1. Summary of material accounting policies and other notes on Standalone Financial Statements

2. The accompanying notes form an integral part of financial statements

As per our report on even date.

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & Co. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

LAXMI COTSPIN LTD. JALNA

For and on behalf of Board of Directors of Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited

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

(Rs. In Lakhs)

Particular	Notes	Year ended March 31, 2026	Year ended March 31, 2025
I. Revenue From Operations	17	15,067.21	15,041.56
II. Other Income	18	337.19	329.23
III. Total Income (I+II)		**15,404.40**	**15,370.79**
IV. Expenses			
Cost of Materials Consumed	19	12,561.18	12,755.97
Changes in Inventories of Work-In-Progress and Finished loods	20	257.27	(163.75)
Employee Benefit Expense	21	741.82	819.63
Finance Costs	22	387.30	457.76
Depreciation and Amortisation Expense	23	218.28	320.59
Other Expenses	24	1,426.61	1,672.16
Total Expenses (IV)		**15,592.46**	**15,862.36**
V. Profit Before Exceptional Items (III - IV)		**(188.06)**	**(491.57)**
VI. Exceptional Items			
Profit/(Loss) on sale of Assets		119.65	526.73
Litigation settlements paid		-	
VII. Profit Before Tax (V + VI)		**(68.41)**	**35.16**
VIII. Income tax expense			
Current Tax			
Short /Excess Provision of Tax			(0.15)
Deferred Tax	25	49.74	(11.47)
Total Tax Expense (VIII)		**49.74**	**(11.62)**
IX. Profit for the Year (VII - VIII)		**(118.15)**	**46.78**
X. Other comprehensive income			
Items that may be reclassified to profit or loss		-	-
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		-	-
Exchange differences on translation of foreign operations		-	-
Remeasurement of defined benefit oblilation	12.1	2.20	1.36
Others (Specify)		-	-
Income tax relating to these items		-	-
Total Other Comprehensive Income for the Year, Net of Tax (X)		**2.20**	**1.36**
XI. Total Comprehensive Income for the Year (IX + X)		**(115.95)**	**48.14**
XII. Earnings Per Equity Share for Profit Attributable to Owners			
Basic		(0.70)	0.27
Diluted		(0.70)	0.27

1. Summary of Material Accounting Policies and Notes form an integral part of the Financial Statements 2

2. The accompanying notes form an integral part of financial statements

As per our report on even date.

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

LAXMI COTSPIN LTD. JALNA

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited
Standalone Cash Flow Statement For the year ended March 31, 2026

(Rs. In Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025
A.	**Cash Inflow/ (Outflow) from Operating Activities**		
	Net Profit After Tax	(118.15)	46.78
	Adjustment For		
	Depreciation	218.28	320.59
	Interest Paid (Net)	387.30	457.76
	Provision for Income Tax		
	Deferred Tax	49.74	(11.47)
	Remeasurement of defined benefit obligation	2.20	1.36
	Provision for Gratuity and Leave Encashment	9.46	5.33
	(Profit) / Loss on Sale of Asset	(119.65)	(526.73)
	Duty Drawback, Interest and Subsidy Received	(337.19)	(329.23)
	Profit / (Loss) on Sale of Shares		
	Provision for ECL	0.08	(5.09)
	Earlier Provision Written Back	-	-
		210.22	(87.47)
	Operating Profit before working capital changes	92.07	(40.70)
	Adjustment for		
	Inventories	224.82	710.71
	Trade Receivables	142.79	51.29
	Other Current Assets	311.21	(775.34)
	Short-term loans and advances	-	-
	Trade Payables	(100.65)	313.78
	Other Current Liabilities	(56.59)	(50.62)
	Income Tax Paid	-	-
	Current Tax Liabilities	-	-
	Long term provisions		
		521.58	249.82
	Net Cash Inflow/(Outflow) from Operating Activities (A)	613.65	209.12
B.	**Cash Inflow/(Outflow) From Investment Activities**		
	Capital Expenditure (Purchase/ Capitalization)	(324.77)	(495.73)
	Sale Proceeds of Fixed Assets	322.84	751.25
	(Increase) / Decrease due to Investment	(15.58)	(16.34)
	Net Cash Inflow/(Outflow) from Investing Activities (B)	(17.51)	239.18
C.	**Cash Inflow/(Outflow) From Financing Activities**		
	Increase/ Decrease in Long Term Borrowings	(162.98)	(72.86)
	(Repayment)/Receipt to Short Term pledge and Cash Credit borrowings	(245.31)	(269.81)
	Interest Paid	(387.30)	(457.76)
	Duty Drawback, Interest and Subsidy Received	161.15	329.23
	Net Cash Inflow/(Outflow) from Financing Activities (C)	(634.44)	(471.20)
	Net Changes In Cash & Cash Equivalents (A+B+C)	(38.30)	(22.90)
	Cash & Cash equivalents (Opening Balance)	61.14	84.04
	Cash & Cash equivalents (Closing Balance)	22.86	61.14

Notes :

i) The Above cash flow has been prepared under the 'Indirect Method ' as set out in Indian Accounting Standard(Ind AS 7) - Statement of Cash

ii) Cash and Cash Equvivalent includes :	As at March 31, 2026	As at March 31, 2025
(a) Balance with Bank		
(i) In Current Account	0.06	48.14
(b) Cash in hand	22.80	13.02
Total Cash and Cash Equvivalent	22.86	61.16

1. Summary of Material Accounting Policies
2. The accompanying notes form an integral part of financial statements

As per our report on even date

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & Co. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

LAXMI COTSPIN LTD. JALNA

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited

Standalone Statement of Changes in Equity For the Year Ended March 31, 2026

(A) Equity Share Capital

(Rs. In Lakhs)

Particular	As at March 31, 2024	Changes During the year	As at March 31, 2025	Changes During the Quarter	As at March 31, 2026
Equity Shares of Rs. 10/- each Issued, Subscribed and Fully Paid up	1,715	-	1,715	-	1,715

(B) Other Equity

(Rs. In Lakhs)

Particular	Reserve and Surplus						Other Items of Other Comprehensive Income	Total Other Equity
	Securities Premium	Deffered Government Grant	Capital redemption Reserve	General Reserve	Retained Earnings	Revaluation Reserve	Remeasurement of defined benefit obligation	
Balance as at April 1, 2024	555.30	167.78	-	1,974.23	502.95	1,379.24	0.48	4,579.97
- Profit for the year	-	-	-	46.78				46.78
- Other Additions	-	(59.39)	-	-	210.19	(210.19)	1.36	(58.03)
Total Comprehensive income for the year	555.30	108.39	-	2,021.01	713.13	1,169.05	1.84	4,568.72
Balance as at March 31, 2025	555.30	108.39	-	2,021.01	713.13	1,169.05	1.84	4,568.77
- Profit for the year				(118.15)			2.20	(115.95)
- Other Additions		(80.65)						(80.65)
Total Comprehensive Income for the year	555.30	27.74	-	1,902.86	713.13	1,169.05	4.05	4,372.12
Balance as at March 31, 2026	555.30	27.74	-	1,902.86	713.13	1,169.05	4.05	4,372.12

1. Summary of material accounting policies and other notes on Standalone Financial Statements
2. The accompanying notes form an integral part of financial statements

As per our report on even date

D M K H & Co.
Chartered Accountants
FRN : 116886W

D M K H & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

LAXMI COTSPIN LTD. JALNA

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533867

Anupkumar Gindodiya
(CFO)

Sujal Karwa
(Company Secretary)
M No. A68381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited
Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

3. Property, plant and equipment

(Rs. In Lakhs)

Particular	Land	Building	Electrical Installation	Plant & Machinery	Miscelleneous Fixed Asset	Furniture & Fixtures	Computers Systems	Office Equipment	Vehicle & Others	Total
As at March 31, 2024	1,419.60	1,810.84	401.21	6,144.60	350.10	60.84	24.69	11.93	137.25	10,151.06
Additions	-	163.59	-	26.87	0.25	-	-	-	63.32	254.04
Disposals	217.55	-	-	-	-	-	-	-	19.02	236.57
As at March 31, 2025	1,202.05	1,774.43	401.21	6,171.47	350.36	60.84	24.69	11.93	181.54	10,178.53
Additions	-	1.00	22.82	658.21	40.18	3.87	0.90	-	-	726.98
Disposals	-	-	-	915.50	36.29	-	-	-	6.46	958.25
As at March 31, 2026	1,202.05	1,775.42	424.03	5,914.19	354.24	64.72	25.59	11.93	175.08	9,947.26
DEPRECIATION										
As at March 31, 2024	-	551.19	337.25	5,275.37	329.64	60.28	24.69	11.93	90.43	6,680.77
Change for the year	-	56.07	20.72	225.34	3.61	0.11	-	-	14.74	320.59
Disposals	-	-	-	-	-	-	-	-	12.05	12.05
As at March 31, 2025	-	607.27	357.97	5,500.71	333.25	60.38	24.69	11.93	93.11	6,989.31
Change for the year	-	56.12	16.29	126.19	5.65	0.29	0.12	-	13.61	218.28
Disposals	-	-	-	717.26	34.48	-	-	-	3.33	755.06
As at March 31, 2026	-	663.39	374.26	4,909.65	304.43	60.67	24.81	11.93	103.39	6,452.53
Net Carrying Value	1,419.60	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2024	1,419.60	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2025	1,202.05	1,167.16	43.24	670.76	17.11	0.46	0.00	0.00	88.43	3,189.22
As at March 31, 2026	1,202.05	1,112.04	49.77	1,004.54	49.81	4.04	0.78	0.00	71.69	3,494.73

Note 3.1: All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company have constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

Note 3.2: The old assets before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Note : Capital Work in Progress are under developments includes.

1. Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Particulars	Account in Capital work in Progress for a period of				Total	Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	As on 31.03.26	As on 31.03.25
Project in progress	-	2.16	23.00	176.26	201.43	603.74
Project in progress	241.69	49.13	109.46	203.47	603.74	603.74

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
4 Non Current Financial Assets		
i) Investments in equity Instruments		
Fully paid up equity shares in Subsidiary Companies	20.00	20.00

Particulars	Nos. as at March 31, 2026	Nos. as at March 31, 2025	Face Value
Non - Trade Investments			
Laxmi Spintex Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)	1,00,000	1,00,000	10
Laxmi Surgicals Healthcare Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)	1,00,000	1,00,000	10

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
ii) **Other Financial Assets**		
Long term Bonds	6.00	6.00
In Term Deposits Account	268.17	252.59
Total Financial Assets	294.17	278.59

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
5 Inventories		
(At cost or Replacement Value whichever is lower)		
a) Raw Materials	3,793.31	3,700.65
b) Work-in-Process	120.45	138.27
c) Finished Goods	87.23	326.68
d) Stores & Spares	332.80	393.00
Total Inventories	4,333.79	4,558.60

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
6 Trade Receivables		
a) Trade Receivables considered good – Secured and unsecured	189.38	332.18

a) Total Trade Receivable for the period ended March 31, 2026

	Particulars	Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considerd good	73.98	69.17	16.95	8.71	20.58	189.38
ii)	Undisputed trade receivables - considerd doubtful						
iii)	Disputed trade receivables - considerd good						
iv)	Disputed trade receivables - considerd doubtful						

b) Total Trade Receivable for the period ended March 31, 2025

	Particulars	Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considerd good	289.79	15.28	8.71	12.32	6.08	332.18
i)	Undisputed trade receivables - considerd doubtful						-
i)	Disputed trade receivables - considerd good						-
i)	Disputed trade receivables - considerd doubtful						-

	As at March 31, 2026	As at March 31, 2025
	189.38	332.18

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements as at March 31, 2026

(Rs. In Lakhs)

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
7	Cash & Cash Equivalents		
	a) Cash on hand	22.80	48.14
	b) Balances with Scheduled Banks		
	In Current Account	0.06	13.02
	c) Balances with Non-Scheduled Banks		
	Total Cash & Cash Equivalents	22.86	61.16

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
8	Other Current Asset		
	a) Prepaid expenses	11.63	8.88
	b) Balance with Government Authorities	5.10	5.10
	c) Balance with Government Authorities (Income Tax refund)	135.97	115.65
	d) Accrued Interest (TDR)	37.22	39.20
	e) Interest Receivable (TUFS)	24.88	24.88
	f) Other Receivables(Note 8.1)	486.83	625.67
	g) Security Deposit	3.26	3.36
	h) Advance to Suppliers and Service Providers	1,903.04	2,000.90
	i) Processing fees	3.68	3.68
	Total Other Current Assets	2,611.62	2,827.34

Note 8.1 : Other receivables includes receivable from IPS subsidy and Capital Subsidy

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
9 Share Capital		
Authorised		
4,00,00,000 (Previous Year 4,00,00,000) Equity shares of ₹ 10/- each	4,000.00	4,000.00
	4,000.00	4,000.00
Issued, Subscribed and Fully Paid -up		
17,147,670 (Previous Year 17,147,670) Equity shares of ₹ 10/- each fully paid up	1,714.77	1,714.77
Total Share Capital	**1,714.77**	1,714.77

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particular	March 31, 2026 No. of Shares	March 31, 2025 No. of Shares
Equity Shares outstanding at the beginning of the year	1,71,47,670	1,71,47,670
Add : Change during the year	-	-
Equity Shares outstanding at the close of the year	1,71,47,670	1,71,47,670

(b) Terms/rights attached to equity shares

(i) The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) In the event of

(c) Details of shareholders holding more than 5% shares in the Company :

Name of Shareholder	March 31, 2026		March 31, 2025	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
Anand Vyapar Private Limited	33,92,500	19.78%	33,92,500	19.78%
Rameshbhai Chotabhai Patel	21,48,667	12.53%	22,51,563	13.13%
Ashva Multitrade Private Limited	20,65,930	12.05%	20,65,930	12.05%
Dinesh Kantilal Rathi	6,71,088	3.91%	9,38,857	5.48%

Details of shares held by promoters

Name of Shareholder	31st March, 2026		31st March, 2025		In compsrison with last year	
	No. of Shares	% Holding	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ` 10 each fully paid						
ANAND VYAPAAR PRIVATE LIMITED	33,92,500	19.78%	33,92,500	19.78%	-	-
ASHVA MULTI TRADE PRIVATE LIMITED	20,65,930	12.05%	20,65,930	12.05%	-	-
RAMESH GOPIKISHAN MUNDADA	48,813	0.28%	48,813	0.28%	-	-
AMIT RAMESH MUNDADA	25,266	0.15%	25,266	0.15%	-	-
RAMESHBHAI CHHOTABHAI PATEL	21,48,667	12.53%	22,51,563	13.13%	(1,02,896)	-0.60%
RAJESH PURANMAL BANSAL	6,95,264	4.05%	7,60,927	4.44%	(65,663)	-0.38%
SANJAY KACHRULAL RATHI	4,39,376	2.56%	4,31,875	2.52%	7,501	0.04%
BHAVESH RAMESHBHAI PATEL	3,33,188	1.94%	3,33,188	1.94%	-	-
TARABEN RAMESHBHAI PATEL	1,69,500	0.99%	1,69,500	0.99%	-	-
VIKAS RAJESH BANSAL	71,250	0.42%	71,250	0.42%	-	-
SHIVRATAN SHRIGOPAL MUNDADA	71,197	0.42%	71,197	0.42%	-	-
RAHUL RAJESHKUMAR BANSAL	49,063	0.29%	49,063	0.29%	-	-
SARLA SHIVRATAN MUNDADA	41,250	0.24%	41,250	0.24%	-	-
PRAFULLATA RATHI	23,438	0.14%	23,438	0.14%	-	-
JAGDISH KACHRULAL RATHI	5,51,000	3.21%	18,715	0.11%	5,32,285	3.10%

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

	Particulars	As at March 31,2026 Rs.	As at March 31, 2025 Rs.
10	**Other Equity**		
	a) Retained earnings		
	As per last financial statements	713.13	713.13
	Closing Balance	713.13	713.13
	b) Securities Premium Reserve		
	As per last financial Statements	555.30	555.30
	Add: During the year		
	Closing Balance	555.30	555.30
	c) Surplus in Statement of Profit and Loss		
	As per last financial statements	2,021.01	1,974.23
	Add:	-	
	Profit/(loss) for the year	(118.15)	46.78
	Net surplus in the statement of Profit and Loss	1,902.86	2,021.01
	d) Deffered Government Grant		
	Opening Balance	108.39	167.78
	Add: During the year	(80.65)	(59.39)
	Closing Balance	27.74	108.39
	e) Revaluation Reserve		
	Opening Balance	1,169.05	1,379.24
	Add: During the year	-	(210.19)
	Closing Balance	1,169.05	1,169.05
	f) Remeasurement of defined benefit obligation		
	Opening Balance	1.84	0.48
	Add: During the year	2.20	1.36
	Closing Balance	4.05	1.84
	Total Reserve and Surplus	4,372.12	4,568.72

	Particulars	As at March 31,2026 Rs.	As at March 31, 2025 Rs.
11	**Long Term Borrowings**		
	a) Secured Long Term Borrowings		
	i) Term Loans from Banks		
	HDFC Bank Limited (ECLGS Loan)	-	51.58
	SVS Co-operative Bank Ltd	328.05	554.01
	SVC Surgical Term Loan	295.14	291.43
	Less: Current maturities of term loans	(229.78)	(366.13)
	Term Loans from Banks	393.42	530.90
	ii) Other Loans from Banks		
	Axis Bank	22.63	48.13
	Other Loans from Banks	22.63	48.13
	Secured Long Term Borrowings "a"	416.04	579.03
	Total Long Term Borrowings	416.04	579.03

Term Loan and Vehicle from the Bank

i) The company has received Working Capital Term Loan under Emergency Credit line Guaranteed Scheme (ECLGS) is secured by extention of second ranking charge over existing primary and collateral securities. This has been repaid in full.

ii) Term Loan is secured by way of first charge of Land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.

iii) SVC Surgical Term Loan is secured by way of first charge of Land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.

iv) Average cost of loans to be given to the extend of 8% to 10%.

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
12 Long term provisions		
Provision for Employee benefits		
Gratuity	47.62	49.09
Total Long Term Provisions	**47.62**	**49.09**

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
13 Short Term Borrowings		
a) Secured Short Term Borrowings		
i) Cash Credit from various Bank		
HDFC Bank Cash credit Account	1,980.83	1,932.33
Axis bank Cash Credit Account	1,597.05	1,375.79
SVC Bank Cash credit Account	43.81	
ii) Pledge Loan	-	422.53
b) Current maturities of Long Term (Including Current maturities of Vehicle loans)	229.78	366.13
Secured Short Term Borrowings	**3,851.47**	4,096.77

Cash Credit From Banks

Secured by hypothecation by way of first charge over all current assets namely stock of raw materials, semi finished and finished goods, stores and spares not related to plant and machinery and book debts and also personally guaranteed by the corporate, directors. The cash credit is repayable on demand.

Other Loan from Banks

Pledge Loans are secured by hypothecation by way of First Charge over inventories of raw materials i.e., Cotton Bales.

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
14 Trade Payables		
a) Total Outstanding dues of micro enterprises and small enterprises	186.26	577.14
b) Total Outstanding dues of creditors other than micro enterprises and small enterprises	392.84	102.61

For the period ended March 31, 2026

	Particulars		Outstanding for following periods from due date of payments				
		Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	MSME	180.43	3.51	-	2.32	-	186.26
ii)	Others	352.33	31.20	-	9.32	-	392.84
iii)	Disputed Dues MSME						
iv)	Disputed Dues Others						

For the period ended March 31, 2025

	Particulars		Outstanding for following periods from due date of payments				
		Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	MSME	567.76	9.38	-	-	-	577.14
ii)	Others	53.75	37.20	-	7.45	4.21	102.61
iii)	Disputed Dues MSME						-
iv)	Disputed Dues Others						-

Total Trade Payables	579.10	679.75

LAXMI COTSPIN LTD. JALNA

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Notes to the Standalone Financial Statements As at March 31, 2026

(Rs. In Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
15 Provisions		
a) Other Provisions		
Provision for Employee benefits		
Gratuity	8.15	5.33
Total Short Term Provisions	8.15	5.33

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
16 Other Current Liabilities		
a) Statutory Dues (Note 16.1)	5.89	6.54
b) Advance from customer and others	16.22	56.38
c) Other Payables		
i) Outstanding liabilities for expenses	140.96	148.56
Total Other Current Liabilities	163.07	211.47

Note 16.1 - Statutory dues include Contribution made for Provident Fund, Local Tax,Professional Tax and Leave encashment

LAXMI COTSPIN LTD. JALNA

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Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

	Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
17	**Revenue From Operations**		
	Sale of Products		
	Sale of Finished Goods	14,980.39	14,995.60
	Finished Goods - Traded		
	Revenue from Services	86.83	45.96
		15,067.21	15,041.56
	Particulars Of Sales		
	(A) Domestic Sales		
	i) Sale of Goods	**14,980.39**	**14,995.60**
	ii) Sale of Services	**86.83**	**45.96**
	Note 17.1: Domestic sales includes cotton bales, yarn, seeds, cotton waste, wash oil, oil cake, etc.		
	Operating Revenue	15,067.21	15,041.56
	Total Revenue from operations	15,067.21	15,041.56

	Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
18	**Other Income**		
	a) Duty Drawback and Incentives	**228.88**	**59.39**
	b) Other operating income		
	a) Forex Gain & Loss	**0.01**	**1.27**
	b) Interest on FDR and RD	**15.59**	**15.75**
	c) Other Income	**92.71**	**252.82**
	Total Other Income	**337.19**	**329.23**

Note 18.1: Duty Drawback and Incentive includes the amount of Capital Subsidy receivable and Interest subsidy receivable

	Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
19	**Cost of Material Consumed**		
	a) Opening Stock of Raw material	**3,700.65**	**4,659.14**
	b) Purchases of Raw material	12,124.06	11,757.92
	c) Add: Freight Expenses	30.22	39.56
	d) Less: Closing Stock	(3,793.31)	**(3,700.65)**
	Total Cost of Material Consumed	**12,061.62**	**12,755.97**
	a) Purchases of Raw material - Trading Concern	499.56	-
		499.56	**-**

LAXMI COTSPIN LTD. JALNA

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Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

	Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
20	**Changes in inventories of finished goods, work-in-process and stock-in-trade**		
	a) Opening Stock		
	Finished Goods	326.68	193.98
	Work-in-Process	138.27	107.22
		464.95	301.20
	b) Closing Stock		
	Finished Goods	87.23	326.68
	Work-in-Process	120.45	138.27
		207.68	464.95
	Net (Increase)/Decrease in Stock	257.27	(163.75)

	Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
21	**Employee Benefit Expenses**		
	a) Salaries and wages	598.71	666.57
	b) Directors remmuneration	66.60	88.80
	c) Contribution to provident & other funds	30.78	33.94
	d) Staff Welfare expenses	45.73	30.33
	Total Employee Benefit Expenses	741.82	819.63

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone Financial Statements for the year ended as at March 31, 2026

(Rs. In Lakhs)

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
22 Finance Cost		
a) **Bank Charges**	15.43	24.53
	15.43	24.53
b) **Interest Expenses**		
Interest on Term Loan	59.21	69.52
Interest on Working Capital Loan	300.63	307.00
Interest on Pledge Loan	7.53	47.87
Interest on Trading Yarn & Others	4.49	8.83
	371.87	433.23
Total Finance Cost	387.30	457.76

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
23 Depreciation & Amortization Expenses		
a) Depreciation	218.28	320.59
Total Depreciation & Amortization Expenses	218.28	320.59

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
24 Other Expenses		
a) Consumption of Stores and Spares and Packing Material	481.31	268.35
b) Consumption of Power and Fuel	700.50	1,088.19
c) Repair & Maintenance	16.97	21.11
d) Insurance	19.91	20.04
e) Office Expenses	39.30	34.11
f) Audit Fees	6.00	5.00
g) Legal, Professional and Subscription Charges	73.06	103.77
h) Rent, Rates & Taxes (Refer Note 24.1)	2.05	12.77
i) Communication Expenses	3.00	2.19
j) Travelling & Conveyance Expenses	4.21	3.04
k) Clearing and forwarding expenses	52.02	63.80
l) Selling Expenses	24.32	51.65
m) MSME Interest	0.54	0.22
n) Provision for ECL	0.08	(5.09)
o) Moisture Premium	0.34	-
p) Listing fees	3.00	3.00
Total of other expenses	1,427	1,672.16

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
24.1 Payment to Auditors as :		
a) Statutory Auditor fees	6.00	5.00
b) Internal Auditor fees	3.00	2.60
Total	9.00	7.60

LAXMI COTSPIN LTD. JALNA

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Laxmi Cotspin Limited
Sub Note - 12.1- Long Term Provisions -Gratuity

The Company has a defined benefit gratuity plan. Gratuity is computed as 15 days salary (basic + DA(if applicable)), for every completed year of service and is payable on retirement/termination/resignation. The benefit vests on the employees after completion of 5 years of service. The Company makes provision of gratuity liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the profit and loss account and the unfunded status and amounts recognized in the balance sheet for the Gratuity.

Tables showing changes in present value of obligations (Gratuity) : (Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation as at the beginning of the year 1st April	54.42	55.39
Acquisition adjustment		
Interest Cost	3.45	3.66
Past Service Cost		
Current Service Cost	6.02	5.72
Curtailment Cost / (Credit)		-
Settlement Cost / (Credit)		
Benefits paid	(5.91)	(8.99)
Actuarial (gain)/ loss on obligations	(2.20)	(1.36)
Present Value of Obligation as at the end of the Year 31st March	**55.77**	**54.42**

The principal assumptions used in determining gratuity obligations for the company's plans are below (gratuity):

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Assumptions		
Discount Rate	7.20%	6.70%
Rate of increase in Compensation levels	7.00%	7.00%
Expected Average remaining working	7.13%*	7.45%*

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.

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

Expenses recognized in the statement of profit & loss (gratuity) :

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Current Service Cost	6.02	5.72
Past Service Cost		
Interest Cost	3.45	3.66
Expected Return on Plan Assets		
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Net actuarial (gain)/ loss recognized in the year	(2.20)	(1.36)
Expenses	7.26	8.02

Expences recognized in the Balance sheet (gratuity)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation as at the end of the year 31st March	55.77	54.42
Fair Value of Plan Assets as at the end of the year 31st March		
Surplus / (deficit)	(55.77)	(54.42)
Current Liability	8.15	5.53
Non - Current Liability	47.62	48.89
Unrecognized Actuarial (gains) / losses		-
Net Asset / (Liability) Recognized in Balance Sheet	(55.77)	(54.42)

Amount for the current period (gratuity)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation	55.77	54.42
Plan Assets		
Surplus (Deficit)	(55.77)	(54.42)
Experience adjustments on plan liabilities (loss)/gain	(2.20)	(1.36)
Experience adjustments on plan assets (loss)/gain		

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

25. Calculation of DTL/DTA for the Year Ended March 31, 2026

(Rs. In Lakhs)

On Account of Depreciation				25%	0%	4%	Total	DTA/DTL
Deferred Tax Liabilities/(Assets)	**Book WDV**	**IT WDV**						
	3,494.73	2,902.38						
Less:- Land	1,202.05	1,202.05						
	2,292.68	**1,700.33**	**592.35**	148.09	-	5.92	**154.01**	**DTL**
Deferred Tax Assets/(Liabilities)								
Carried Forward Loss	553.39			138.35	-	5.53	143.88	**DTA**
Provision of Gratuity	**55.77**			13.94	-	0.56	**14.50**	**DTA**
							158.38	**DTA**
					DTL/(DTA) for the Year		(4.37)	
					Less:- Opening DTL/(DTA)		(54.11)	
					Provision to be Made		**49.74**	

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Standalone financial statement as at and for the year ended March 31, 2026

1) Overview:

i) Laxmi Cotspin Limited (hereinafter referred as an "LCL") was originally incorporated under the Companies Act, 1956, as private limited company. In the year 2010, the management decided to go for expansion and the company was converted into a public limited company and consequently the name of the company was changed to Laxmi Cotspin Limited pursuant to fresh certificate of incorporation issued by Registrar of Companies Mumbai, Maharashtra. LCL has spinning unit of 16,800 spindles and 48 DR Ginning & Pressing unit at Samangaon, Dist. Jalna (Maharashtra).

2) Basis for Preparation:

a) Statement of Compliance:

'The financial statements comply in all material aspects with Indian Accounting Standards notified under Section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principles generally accepted in India (referred "Ind AS").

b) Functional and presentation currency:

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency.

c) Historical cost convention

These financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

d) Current and Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

· Expected to be realised or intended to be sold or consumed in the normal operating cycle;

· Held primarily for the purpose of trading;

· Expected to be realised within twelve months after the reporting period; or

· Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current assets.

A liability is current when:

· It is expected to be settled in the normal operating cycle;

· It is held primarily for the purpose of trading;

· It is due to be settled within twelve months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are non-current liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The Ind AS are prescribed under section 133 of the act read with rule 3 of companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The operating cycle of an entity is the time between the acquisition of assets for processing and their realization in the form of cash or cash equivalents. The Company has determined that its operating cycle is 12 months.

e) Foreign currency translation

Functional and presentation currency

The items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the company operates (that is, 'functional currency'). The financial statements are presented in INR which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

f) Use of Estimates:

The preparation of financial statements in conformity with Indian Accounting Standards requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and commitments at the end of the reporting period and results of operations during the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized.

g) Useful lives of Property , Plant and Equipment:

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

h) Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the standalone financial statements. Contingent assets are neither recognised nor disclosed in the standalone financial statements

Note 2.1 Summary of Material Accounting Policies:

i) Valuation of Inventories:

a) Raw materials and stores and spares are valued at lower of cost, computed on net realizable value. Cost includes the purchase price as well as incidental expenses. Cotton Waste is valued at estimated realizable value. However, in case of raw materials, stores and spares held for use in the production of finished goods are not written down below cost if the finished products are expected to be sold at or above cost.

b) Work-in-process is valued at lower of estimated cost or net realizable value and finished goods are valued at lower of weighted average cost or net realizable value. Cost for this purpose includes direct cost and appropriate administrative and other overheads.

c) Finished goods are valued at the lower of cost or net realizable value. Cost included cost of materials, conversion cost and related overheads paid or payable on such goods.

d) The Company has borrowings from banks and financial institutions based on security of current assets. During the year company have submitted quarterly statement with banks are in agreement with the books of accounts subject to non-materialized discrepancies.

ii) Cash and Cash Equivalents (For purpose of Cash Flow Statement):

a) Cash flow statement has been prepared under indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statement.

b) The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

iii) Revenue Recognition:

a) Sales are exclusive of indirect taxes and net off trade discount, returns and rate difference. Other income is accounted on accrual basis whereas dividend is accounted as and when right to receive arises.

b) Interest Income is recognized on time proportion basis.

c) Commodities hedging and F/O transaction gain or loss are recorded on the date of their settlement in respect of the settled contracts and the gain or loss determined on day to day basis.

d) Duty drawback income against export sale is recorded on receipt basis

e) Other income is accounted on accrual basis

iv) Property, Plant & Equipment and Depreciation:

a) Fixed assets have stated at cost of acquisition or construction less accumulated depreciation/amortization. Cost represents all cost relating to the acquisition and installation, net-off tax, which is refundable or set-off, allowed. Cost also includes finance cost. Other expenses incurred in connection to the commencement of commercial production have treated as part of the assets and capitalized.

b) Depreciation on fixed assets is provided under straight-line method based on the estimated useful life of the Assets specified in schedule II to the Companies Act, 2013 and depreciation on the assets acquired during the year is provided on pro-rata basis from/to the date of addition/deduction.

c) The management has estimated the useful lives and residual values of all assets and adopted useful lives based on management's technical assessment of their respective economic useful lives.

d) The old asset before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Asset Class	Estimated Useful Life*
Factory Building	30 Years
Building (Other than factory Building) Other than RCC frame structure	30 Years
Plant and Machinery (Continuous process plant for which no special rate has been prescribed	10 Years
Computer and Data Processing Units	3 Years
Electrical Installations	10 Years
Vehicles - Motor buses, Motor lorries, Motor cars and Motor taxies other than those used in a business of running on them hire	8 Years
Furniture and fittings	10 Years
Office equipment's and Misc. Fixed Assets	8 Years

* Note: The above useful life is as per management estimate.

e) Capital work in progress: It is stated at cost incurred for acquisition and construction of Plant & Machineries, Electrical Installation, Misc. Assets and Factory building. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.

f) Pre-operative Expenses: It is stated at cost incurred for acquisition of fixed assets including borrowing Cost and administrative expenses.

g) Leasehold land is accounted at cost including incidental expenses, if any.

h) **Land:** IND AS 101 allows entity to elect to measure Property, Plant and Equipment on the stransition date at its fair value or previous GAAP carrying value (book value) as deemed cost. The company has elected to measure land at fair market value.

v) **Foreign Currency Transactions**:

Foreign currency transactions are recorded at the rate of exchange prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated at the year-end exchange rates and resultant gains / losses are recognized in the statement of profit & loss for the year, except to the extent that they relate to new projects till the date of capitalization which are carried to capital work-in progress and those relating to fixed assets which are adjusted to the carrying cost of the respective assets.

vi) **Derivative Instrument and Hedge Accounting:**

The company uses Commodity Forward Contract with Commodity Exchanges to hedge its risks on account of price fluctuation in commodity dealt. The company designates these Hedging Instruments as "Instruments Available for Sale" applying the recognition and measurement principles set out in the Indian Accounting Standard 109 "Financials Instruments: Recognition and Measurement".

The use of hedging instrument is governed by the principals set by Companies Board of Directors, and such principals are consistent with the Company's Risk management strategy. Hedging instruments are initially measured at fair value and are premeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of "Instruments Available for Sale" and are recognized.

vii) **Government Grants, Subsidy and Incentives:**

1. Interest subsidy received or receivable on Term Loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy are reduced from the term loan interest being a revenue nature. TUFS subsidy on Interest pertaining to pre-operative period is attributable to the cost of acquisition/installation of fixed assets till the commencement of commercial production is capitalized.
2. Capital subsidy received or receivable on Term loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy is treated as income and apportioned to revenue over the period of life of asset i.e. 10 years.
3. Export duty drawback is accounted on the accrual basis.

viii) **Employee Benefits:**

Expenses & liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (IND AS)-19 - 'Employee Benefits'.

a) **Short term employee benefits:**

Company has recognized all such benefits like salary, wages on accrual basis i.e. in the period in which the employees renders related services and at actual cost i.e. undiscounted basis.

b) Post-employment benefits: Defined Contribution Plan:

State governed provident fund, insurance and labour welfare schemes are defined contribution plan of company. The company recognizes all such benefits on accrual basis i.e. charge to revenue in the period in which the employee's renders related services and at amount of actual fixed contribution.

c) Retirement Benefits:

Retirement benefits in the form of Provident Fund which are defined contribution plans are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

d) Gratuity:

Gratuity liabilities is defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

Bifurcation of Employee benefit obligation is given below:

(Rs in lakhs)

Employee Benefit obligation	**31st March, 2026**	**31st March, 2025**
Current Liability	8.15	5.33
Non-current Liability	47.62	49.09
Total	**55.77**	**54.42**

Sensitivity Analysis:

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

A] Impact of change in discount rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Discount rate	**31st March, 2026 Present value of obligation**
6.20%	59.44
8.20%	52.49

B] Impact of change in salary increase rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Salary increment rate	**31st March, 2026 Present value of obligation**
6.00%	52.93
8.00%	58.88

C] Impact of change in withdrawal rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Withdrawal rate	31st March, 2026 Present value of obligation
9.00%	55.73
11.00%	55.81

e) Leave Encashment:

It is provided as and when due. During the year, the company has made the appropriate payments as required by the statute.

f) Director's Remuneration

The company has not provide the provision on directors remuneration in the financial statements for the quarter ended on 31 march 2026

The Government of India notified new labour codes, effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. Considering the materiality and regulatory-driven, non recurring nature of this impact, the Company has considered such incremental impact in the Statement of profit and loss for the year ended March 31, 2026. The Company continues to monitor the fmalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

ix) Leases

The Company's lease asset consists of lease of godown building. The company has not to apply the requirements of Ind AS 116 - Leases to short-term leases of an asset that have a lease term of 12 months or less. The company recognizes lease payments received under operating leases as income on a straight-line basis over the lease term.

x) Borrowing Cost:

In Accordance with IND AS 23 'Borrowing Cost', borrowing costs net of Technology up Gradation Finance Scheme (TUFS) related to a qualifying asset is worked out on the basis of actual utilization of funds out of project specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs net of TUFS incurred during the period are charged to statement of profit and loss.

xi) Segment Accounting:

The company is engaged mainly in cotton products consisting of various types of cotton yarn, cotton bales, and cotton seeds, cotton oil and oil cakes. The company operates in one geographical segment viz. India, therefore no geographical segments is reported in accordance with IND AS 108 - 'Segment Reporting'.

xii) Taxes on Income:

a) Taxes on income are accounted for in accordance within Indian Accounting Standard 12 on "Income Taxes". Tax Expenses comprise of Current Tax and Deferred Tax.

b) Current Tax expense comprises taxes on income from operations in India. The Income Tax is determined at amount expected to pay for recoverable from the authorities in accordance with the provisions of the Income Tax Act, 1961.

c) Deferred Tax Expense and Benefit is recognized on timing difference being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets and Liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date.

d) The company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

xiii) Earnings Per Share:

Basic Earnings per share is computed by dividing the Profit/ (Loss) after tax (Including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year. Basic and Diluted EPS are same because the company has not issued any of the shares having a dilutive effect on the original shareholders. *Refer Notes on accounts 2.2 (VI) to the financial statements.*

xiv) Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility (CSR) are not applicable to the Company, as it does not meet the prescribed thresholds of net worth, turnover, or net profit for the current financial year. Accordingly, the Company is not required to incur any CSR expenditure or constitute a CSR Committee. Consequently, no provision, liability, or formal disclosure has been recognized in the financial statements for the year ended March 31, 2026.

xv) Capital commitments

The company has no outstanding capital commitments on capital account which requires any discloser or provision in the financial statements as on 31st march 2026

Note 2.2 Notes on Accounts

i) Contingent Liability:

a) Guarantees by banks on behalf of the company:

- The company has given Bank Guarantee in favor of MSEB against the electricity consumption is Rs. 237.74 Lacs.
- The company has given Bank Guarantee in favor of Director of Agriculture Produce Marketing Committee State Pune Rs. 3 Lacs.
- The company has given Bank Guarantee in favor Maharastra Polution control of Rs. 0.50 Lacs

b) Claims against the company not acknowledged as debt:

- **In respect of Income Tax appeals filed:**

The Income Tax Department have raised a demand of Rs. 143.53 lacs out of which Rs 67.09 lacs pertains to AY 2022-23, Rs 22.11 pertains to AY 2020-21, Rs 53.15 lacs pertains to AY 2021-22, Rs 1.18 lacs pertains to AY 2018-19 against which the company has filed appeals for respective assessment years

- **In respect of Goods and Service Tax dues**

There is an outstanding demand by the Goods and Services Tax (GST) authorities amounting to ₹5.96 lakhs. This demand pertains to multiple financial years, with ₹4.33 lakhs relating to the financial year 2017-18, ₹2.40 lakhs pertaining to the financial year 2021-22.

ii) Sundry creditors, Sundry debtors and advance are subject to confirmation. Further in the opinion of the management the current assets, loans and advances have the value for realization in the ordinary course of business at least equal to the amount at which it's stated in the accounts.

iii) The company is in the process of compiling the information about the status of their suppliers or creditors those falls under small-scale industrial undertaking as defined The Micro Small and Medium Enterprises Developments Act 2006 (MSMED Act).

iv) Payments to auditors:

(Rs in lakhs)

	31st March, 2026	**31st March, 2025**
Statutory Audit Fees	5.00	5.00
Tax Audit	0.40	0.40
Total	**5.40**	**5.40**

v) The Standalone Deferred tax liability/Asset comprises of following:

(Rs in lakhs)

Particulars	**31st March,2026**	**31st March, 2025**

Deferred Tax Liability/(Asset)		
On account of Timing Difference (Depreciation)	**154.01**	**106.89**
Total (a)	**154.01**	**106.89**
Deferred Tax Assets		
On Account of Disallowances	**(14.50)**	**(14.24)**
On Account of carried forward losses	**(143.88)**	**(146.76)**
Total (b)	**(158.38)**	**(161.00)**
Net Deferred Tax Liability/(Asset)	**(4.37)**	**(54.11)**
Less: - Provision up to previous year	**(54.11)**	**(42.65)**
Provision of Deferred Tax (Liability) /Assets (Net) for the year	**49.74**	**(11.47)**

vi) The Standalone Earnings per share is worked out as under:

(Rs in lakhs)

Earnings per Share	**31st March, 2026**	**31st March, 2025**
Profit After Tax (Balance available for Equity Shareholders)	**(118.15)**	**46.77**
No. of shares outstanding	**171.48**	**171.48**
Weighted Average number of equity shares used as denominator for calculating of EPS (No)	**171.48**	**171.48**
Basic and Diluted Earnings Per Share of face value of Rs 10 each (`)	**(0.70)**	**0.27**

vii) As per IND AS 24, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with related parties as defined in the accounting standard are given below:

Sr. No.	**Name of the related Party**	**Relation/Key Personnel**
1	Mr. Sanjay Rathi	Key Managerial Person (Director of Laxmi Cotspin)
2	Mr. Ramesh Mundada	Key Managerial Person (Director of Laxmi Cotspin)
3	Sanjay Rathi (HUF)	Director is Karta
4	Mr. Anupkumar Gindodiya	Chief Financial Officer
5	Mr. Soni Karwa	Company Secretary
6	Vitthal Polypack Private Limited	Common Director

7	Rathi Steel And Metal Pvt. Ltd.	
8	Laxmi Spintex Private Limited	Subsidiary Company
9	Laxmi Surgical Healthcare Private Limited	Subsidiary Company
10	Vedamata Multiservices & Trading Pvt. Ltd.	Common Director

a) Disclosure in respect of material transactions with related parties during the year:

(Rs in lakhs)

Nature of Transaction	Services Received	Material Purchases	Investment	Sale of Fixed Asset	Loan
Sanjay Rathi (MD)	54.00				
Anupkumar Gindodiya (CFO)	11.00				
Soni Karwa (CS)	7.68				
Vitthal Polypack Pvt Ltd		11.55			-40.00
Rathi Steel And Metal PVT LTD		0.52			
Vedamata Multiservices & Trading PVT LTD		306.21			154.59
Laxmi Spintex Private Limited			26.81	575.00	
Mr. Ramesh Mundada	12.60				
Laxmi Surgical Healthcare PVT LTD					0.69

viii) Previous Year Figures regrouped/rearranged/reclassified where ever necessary to confirm to current year grouping & classifications.

ix) There were no transaction during the year with any struck off Company.

x) Fair Value Measurements

i. Category wise classification of Financial Instruments

(Rs. in Lakhs)

Particulars	Carrying Amount	
	As at March 31, 2026	**As at March 31, 2025**
Financial Assets		
Amortised cost		
Other Non-Current Financial Assets	294.17	278.59
Current		
Trade receivables	189.38	332.18
Cash in hand	22.80	48.14
Bank Balances Other than above	0.06	13.02
Loans	-	-
Total	**506.41**	**671.93**

Particulars	**Carrying Amount**

	As at March 31, 2026	As at March 31, 2025
Financial Liabilities		
Amortised cost		
Non-Current		
Borrowing	416.04	579.03
Current		
Borrowing	3851.47	4096.77
Trade Payables	579.10	679.75
Other Financial liabilities	-	-
Total	**4846.61**	**5355.55**

The management assessed that the fair `value of cash and cash equivalent, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instruments

- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves

- the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date
- the fair value of foreign currency option contracts is determined using discounted cash flow analysis

- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iv. Valuation processes

The accounts and finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, AC and the valuation team regularly in line with the company's reporting requirements.

v. Key Financial Ratio

Particulars of Ratio	Formulas	FY 2025-26	FY 2024-25	% change	Reason
Current Ratio (times)	Current Assets/Current Liabilities	**1.56**	**1.56**	-0.162%	The current ratio remained almost stable as both current assets and current liabilities decreased proportionately during the year.
Debt Equity ratio (times)	Total Borrowings/Total Equity	**0.70**	**0.74**	-5.405%	Reduction in borrowings during the year
Debt Service Coverage Ratio (times)	Operating Income/(Interest+Principal Repayment)	**0.72**	**1.03**	30.097%	The ratio impair due to lower operating earnings and higher finance cost compared to the previous year.
Return on equity ratio	Profit for the year/Avg Total Equity	**-1.91%**	**0.74%**	358.108%	The ratio turned negative due to net loss incurred during the year, which reduced returns available to shareholders.
Trade Receivable Turnover ratio (times)	Revenue from operations/Avg Trade Receivable	**57.78**	**42.04**	37.44%	The ratio improved due to reduction in trade receivables and comparatively efficient collection from customers during the year.
Trade Payable Turnover ratio (times)	Credit Purchases/Avg Trade Payables	**20.06**	**22.49**	-10.804%	The ratio declined due to higher average trade payables and relatively slower payment cycle to suppliers during the year.
Inventory Turnover	COGS/Avg Inventory	**2.83**	**2.60**	8.846%	The ratio improved due to better inventory

ratio (times)					utilization and efficient movement of inventory during the year.
Net Capital turnover ratio (times)	Sales/Avg Working Capital	**6.03**	**5.40**	11.667%	The ratio increased due to improved utilization of working capital in generating revenue during the year.
Net profit ratio	Net Profit for the year/Total Revenue	**-0.77%**	**0.31%**	348.387%	The ratio became negative due to net loss incurred during FY 2025-26
Return on capital Employed	EBIT/ Capital Employed	**4.77%**	**7.1%**	-32.816%	The ratio declined due to lower earnings before interest and tax in relation to capital employed during the year.
Return on Investment	EBT / Capital Employed	**-1.02%**	**0.5%**	304%	The ratio declined due to lower earnings before tax in relation to capital employed during the year.

xi) Risk Management Framework

1. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including loans and borrowings, foreign currency receivables and payables.

The Company manages market risk through treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures and borrowing strategies.

2. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The

Company is not exposed to significant interest rate risk as at the respective reporting dates.

3. Foreign Currency Risk

The Company's exposure to exchange fluctuation risk is very limited for its purchase from overseas suppliers in various foreign currencies. Foreign Currency Risk is risk that fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchanges rates. The Company entered into forward exchanges contract average maturity of 90-180 days to hedge against its foreign currency exposures relating to underlying liabilities firm commitments. The Company has not entered into any Derivatives instruments for trading and speculative purposes. There is an foreign currency exposure during the year amounting to '0.013 Lakhs.

4. Credit Risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to `189.38 lakhs and `332.18 lakhs as of March 31, 2026 and March 31, 2025 respectively. Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

5. Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

6. Maturities of Financial Liabilities

The table below analyse the Company's financial liabilities into relevant maturity grouping based on their contractual maturities. The amounts disclosed in the tables are contractual undisclosed cash flow.

(Rs. in Lakhs)

Particulars	Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years	Total
As at 31st March 2026						
Borrowings	-	3,851.47	416.04	-	-	**4,267.51**
Trade Payables	532.76	34.71	11.63	-	-	**579.10**
Other Financial		-	-	-	-	**-**

Liabilities						
					-	
As at 31st March 2025					-	
Borrowings	-	4,096.77	579.02		-	**4,675.80**
Trade Payables	621.51	46.58	11.66	-	-	**679.75**
Other Financial Liabilities		-	-	-	-	-

7. Capital Management

The Company manages its capital to ensure that Company will be able to continue as going concern while maximizing the return to shareholders by striking a balance between debt and equity. The capital structure of the Company consists of net debts (offset by cash and bank balances) and equity of the Company (Comprising issued capital, reserves, retained earnings). The Company is not subject to any externally imposed capital requirements except financial covenants agreed with lenders.

In order to optimize capital allocation, the review of capital employed is done considering the amount of capital required to fund capacity expansion, increased working capital commensurate with increase in size of business and also fund investments in new ventures which will drive future growth. The Chief Financial Officer ("CFO") reviews the capital structure of the Company on a regular basis. As part of this review, the CFO considers the cost of capital and the risks associated with each class of capital."

(Rs. In lakhs)

Particulars	March 31, 2026	March 31, 2025
Total Borrowings	4267.51	4675.8
Less : Cash and cash equivalents	22.86	61.16
Adjusted Net Debt	**4244.65**	**4614.64**
Total Equity	6068.89	6283.49
Adjusted Equity	**6068.89**	**6283.49**
Adjusted net debt to adjusted equity ratio	**0.70**	**0.73**

3) Additional Regulatory Information

a. Details of benami property held:

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b. Willful Defaulter:

The Company has not been declared as willful defaulter by any bank or financial institution or government or any government authority.

c. Relationship with struck off companies:

During the year, company has made not made any transaction with struck off companies under section 248 of the Companies act 2013 or section 560 of the Companies act 1956.

d. Compliance with number of layers of companies:
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

e. Compliance with approved scheme(s) of arrangements:
The Company has not entered into any scheme of arrangement which has an accounting impact for the years ended March 31, 2026 and March 31, 2025.

f. Utilization of borrowed funds and share premium:
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

i. 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
ii. provide any guarantee, security or the like to or on behalf of ultimate beneficiaries.

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

i. 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
ii. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

g. Undisclosed income:
There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

h. Details of crypto currency or virtual currency :
The Company has not traded or invested in crypto currency or virtual currency during the years ended March 31, 2026.

i. Valuation of PP&E, intangible asset and investment property :
The Company has not revalued its property, plant and equipment during the year March 31, 2026 .

j. Registration of charges or satisfaction with Registrar of Companies :

There are no charges or satisfactions which are yet to be registered with the Registrar of Companies beyond the statutory period.

k. Utilisation of borrowings availed from banks:
   During the year, the company has availed borrowing facility from existing banks. (ref note 11 and 13 of the Notes accompanying Financial Statements as at 31st March 2026).

l. Title deeds of immovable properties not held in name of the company

   All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company has constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

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m. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') has been determined to the extent such parties have been identified on the basis of information available with the company. The amount of principal and Interest outstanding during the year is given below:

(Rs in lakhs)

Particulars	**March 31, 2026**	**March 31, 2025**
'Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	186.26	577.14
'Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.54	0.22
'Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest due and payable towards suppliers registered under MSMED Act, for payments already made	0.54	0.22

n. Utilisation of borrowings availed from banks
The borrowings obtained by the Company from banks have been applied for the purposes for which such loans were was taken.

o. Critical estimates and judgements:
The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also

needs to exercise judgement in applying the Company's accounting policies. The areas involving critical estimates or judgements are:

'The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history and existing market conditions as well as forward-looking estimates at the end of each reporting period.

p. Audit Trail (Edit Log) in Accounting Software

The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility. The audit trail captures each and every change made in the accounting entries along with the date of such change and ensures that the audit trail cannot be disabled.

In terms of our report of even date
For D M K H & Co.
Chartered Accountants
FRN 116886W

DMKH & Co. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

CA Manish Kankani
(Partner)
M. No. 158020

LAXMI COTSPIN LTD. JALNA

Date:
Place: Mumbai

For & on behalf of the Board of Directors

Sanjay Rathi	**Ravindra Bangad**
(Managing Director)	(Director)
DIN 00182739	**DIN 00533907**
Anupkumar Gindodiya	**Soni Karwa**
(CFO)	**(Company Secretary)**
	M No. A69381

Date:
Place: Jalna

Independent Auditor's Report on the Quarterly and Year to Date Audited Consolidated Financial Results of the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors of
LAXMI COTSPIN LIMITED

Qualified Opinion

We have audited the accompanying statement of quarterly and Year to date Consolidated financial results of LAXMI COTSPIN LIMITED ("the Company") for the quarter and year ended March 31, 2026 ('Statement'). Laxmi Cotspin Limited is required to comply with the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these Consolidated financial results except for the matters described in the Basis for Qualified Opinion effect whereof is presently unascertainable for:

1. Includes the annual financial results of the following entities:
   a) Laxmi Cotspin Limited (Holding company)
   b) Laxmi Spintex Private Limited (Wholly owned subsidiary company)
   c) Laxmi Surgical Healthcare Private Limited (Wholly owned subsidiary company)
2. are presented in accordance with the requirements of the Listing Regulations in this regard and
3. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the company for the quarter and year ended March 31, 2026.

Basis for Qualified Opinion

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

1. In the absence of proper inventory records and supporting documentation, we are unable to ascertain the correctness of the quantity, condition, and valuation of inventory as of March 31, 2026. As informed to us, the inventory has been valued by Management based on estimates and approximations. Consequently, we are unable to determine the impact on the cost of goods sold, loss for the period, closing inventory, and related disclosures in the Statement.

2. During the period, the Company has advanced loan to its wholly owned subsidiary (Laxmi Spintex Private Limited). However, the Company has not taken board approval and has not complied with certain statutory requirements relating to the said advance, as required under applicable provisions of the Companies Act, 2013 and Rules thereunder. In the absence of the above compliances and supporting documentation, we are unable to comment on the completeness, appropriateness, and regulatory compliance of the said advance, as well as any consequential financial impact arising therefrom.

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3. The Company has given a significant advance to one of the creditors. Based on available information reviewed by us, there are indicators of financial stress relating to entities connected with the said creditor, creating uncertainty regarding the end-use and recoverability of the advance. No provision or impairment has been evaluated or recognized in accordance with Ind AS 109. In the absence of adequate evidence, we are unable to determine the accuracy of the carrying amount of this advance and its possible impact on the accompanying Statement.

4. During the previous financial year, the Company recorded the sale of land to its subsidiary, Laxmi Spintex Private Limited. However, we observe that as of March 31, 2026, the legal formalities for the registration of the sale deed have not been completed. In the absence of a registered sale deed and the consequent transfer of legal title, we are unable to obtain sufficient appropriate evidence to conclude whether the transaction of land sale has taken place or whether the risks and rewards of ownership have been effectively transferred to the subsidiary. Further, the Company has also not considered reversal of the aforesaid land sale transaction in the books of account pending completion of the legal transfer formalities.

5. The Company has not assessed and recognized Expected Credit Loss ("ECL") provision on trade receivables outstanding for a period exceeding three years, as required under Ind AS 109 – "Financial Instruments". In the absence of adequate assessment and provision for ECL, we are unable to determine the impact, on the carrying value of trade receivables, profit/loss for the year and other related disclosures in the financial statements.

Responsibilities of Management's and Those Charges with Governance for the Consolidated Financial Results

The statement has been prepared on the basis of the Consolidated financial statements. The Company's Board of Directors are responsible for the preparation of these Consolidated financial results that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard, prescribed under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI Regulations.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the Consolidated financial results by the directors of the company, as aforesaid.

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

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

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

- Identify and assess the risks of material misstatement of the Consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient

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and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the LODR Regulations.

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

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

- Obtain sufficient appropriate audit evidence regarding the financial results of the Company to express an opinion on the Financial Results.

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

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

Other Matter

We did not review the financial results of the subsidiaries whose financial results reflect total assets of Rs. 756.20 lakhs as of March 31, 2026, total revenues of 0.17 lakhs, total loss of Rs. 1.94 lakhs of the subsidiaries for the period ended March 31, 2026, as considered in the consolidated financial statements. These financial statements have been reviewed by other auditors whose reports have been furnished to us by the management and our review on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditor.

Our conclusion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

The Statement includes the results of the following entities:

Sr. No.	Name of the Company	Relationship
1	Laxmi Cotspin Limited	Holding Company
2	Laxmi Spintex Private Limited	Subsidiary Company
3	Laxmi Surgical Healthcare Private Limited	Subsidiary Company

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The consolidated financial results include the results for the quarter ended March 31, 2026 being the balancing figure between the audited figures in respect of the year ended March 31, 2026 and the published unaudited figures of the nine months ended December 31, 2025.

For D M K H & Co.
Chartered Accountants
Firm Registration No: 116886W

Manish Kankani
Partner
Membership No: 158020
UDIN: 26158020YQYNLH7421

Place: Mumbai
Date: May 22nd, 2026

Laxmi Cotspin Limited

Consolidated Balance Sheet as at March 31, 2026

(Rs. in Lakhs)

Particular	Notes	As at March 31, 2026	As at March 31, 2025
A. ASSETS			
NON CURRENT ASSETS			
(a) Property, Plant and Equipment	3	4,238.98	3,933.47
(b) Capital Work-in-Progress	3	201.43	603.74
(c) Financial Assets			
i. Investments	4	-	-
ii. Other Financial Assets	4	274.17	258.59
(d) Deferred Tax Assets (net)	25	6.22	55.13
TOTAL NON CURRENT ASSETS		**4,720.80**	**4,850.93**
CURRENT ASSETS			
(a) Inventories	5	4,333.79	4,558.60
(b) Financial assets			
i. Trade Receivables	6	189.38	332.18
ii. Cash and Cash Equivalents	7	32.40	70.09
(c) Other Current Assets	8	1,879.55	2,123.36
TOTAL CURRENT ASSETS		**6,435.12**	**7,084.23**
TOTAL ASSETS		**11,155.92**	**11,935.16**
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	9	1,714.77	1,714.77
(b) Other Equity	10	4,365.83	4,564.34
TOTAL EQUITY		**6,080.60**	**6,279.11**
LIABILITIES			
NON CURRENT LIABILITES			
(a) Financial Liabilities			
i. Borrowings	11	416.04	579.03
(b) Provisions	12	47.62	49.09
(c) Deferred Tax Liabilities (Net)	25	-	-
TOTAL NON CURRENT LIABILITES		**463.66**	**628.12**
CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	13	3,851.47	4,096.77
ii. Trade payables			
- MSME payables	14	186.26	577.14
- Other than MSME payables	14	392.84	102.61
(b) Provisions	15	8.15	5.33
(c) Current Tax Liabilities (Net)		-	-
(e) Other Current Liabilities	16	172.93	246.08
TOTAL CURRENT LIABILITIES		**4,611.65**	**5,027.93**
TOTAL EQUITY & LIABILITIES		**11,155.92**	**11,935.16**

1. Summary of material accounting policies and other notes on Consolidated Financial Statements

2. The accompanying notes form an integral part of financial statements

As per our report on even date.

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

LAXMI COTSPIN JALNA

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited

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

(Rs. in Lakhs)

Particular	Notes	Year ended March 31, 2026	Year ended March 31, 2025
I. Revenue From Operations	17	15,067.22	15,041.56
II. Other Income	18	337.36	329.23
III. Total Income (I+II)		**15,404.58**	**15,370.79**
IV. Expenses			
Cost of Materials Consumed	19	12,561.18	12,755.97
Changes in Inventories of Work-In-Progress and Finished loods	20	257.27	(163.75)
Employee Benefit Expense	21	741.82	819.63
Finance Costs	22	388.29	457.76
Depreciation and Amortisation Expense	23	218.28	320.59
Other Expenses	24	1,428.54	1,672.89
Total Expenses (IV)		**15,595.38**	**15,863.09**
V. Profit Before Exceptional Item (III - IV)		**(190.80)**	**(492.30)**
VI. Exceptional Item			
Profit/(Loss) on sale of Assets		119.65	526.73
Litigation settlements paid			
VII. Profit Before Tax (V + VI)		**(71.15)**	**34.43**
VIII. Income tax expense			
Current Tax			
Short /Excess Provision of Tax			(0.15)
Deferred Tax	25	48.91	(11.66)
Total Tax Expense (VIII)		**48.91**	**(11.81)**
IX. Profit for the Year (VII - VIII)		**(120.06)**	**46.24**
X. Other comprehensive income			
Items that may be reclassified to profit or loss		-	-
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		-	-
Exchange differences on translation of foreign operations		-	-
Remeasurement of defined benefit oblilation	12.1	2.20	1.36
Others (Specify)		-	-
Income tax relating to these items		-	-
Total Other Comprehensive Income for the Year, Net of Tax (X)		**2.20**	**1.36**
XI. Total Comprehensive Income for the Year (IX + X)		**(117.86)**	**47.60**
XII. Earnings Per Equity Share for Profit Attributable to Owners			
Basic		(0.72)	0.27
Diluted		(0.72)	0.27

1. Summary of Material Accounting Policies and Notes form an integral part of the Financial Statements

2. The accompanying notes form an integral part of financial statements

As per our report on even date.

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

LAXMI COTSPIN LTD. JALNA

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited

Consolidated Cash Flow Statement For the year ended March 31, 2026

(Rs. in Lakhs)

	Particulars	As at March 31, 2026	As at March 31, 2025
A.	**Cash Inflow/ (Outflow) from Operating Activities**		
	Net Profit After Tax	(120.06)	46.24
	Adjustment For		
	Depreciation	218.28	320.59
	Interest Paid (Net)	388.29	457.76
	Provision for Income Tax		
	Deferred Tax	48.91	(11.66)
	Remeasurement of defined benefit obligation	2.20	1.36
	Provision for Gratuity and Leave Encashment	9.46	5.33
	(Profit) / Loss on Sale of Asset	(119.65)	(526.73)
	Duty Drawback, Interest and Subsidy Received	(337.36)	(329.23)
	Provision for ECL	0.08	(5.09)
	Earlier Provision Written Back	-	-
		210.21	(87.67)
	Operating Profit before working capital changes	90.15	(41.43)
	Adjustment for Increase/(Deccrease) in operating liabilities/assets		
	Inventories	224.82	710.71
	Trade Receivables	142.79	51.29
	Other Current Assets	339.31	(70.75)
	Short-term loans and advances	-	-
	Trade Payables	(100.65)	313.78
	Other Current Liabilities	(81.34)	(17.45)
	Income Tax Paid	-	-
	Current Tax Liabilities	-	-
	Long term provisions	-	
		524.93	987.58
	Net Cash Inflow/(Outflow) from Operating Activities (A)	615.08	946.15
B.	**Cash Inflow/(Outflow) From Investment Activities**		
	Capital Expenditure (Purchase/ Capitalization)	(324.77)	(1,239.98)
	Sale Proceeds of Fixed Assets	322.84	751.25
	(Increase) / Decrease due to Investment	(15.58)	(16.33)
	Net Cash Inflow/(Outflow) from Investing Activities (B)	(17.51)	(505.06)
C.	**Cash Inflow/(Outflow) From Financing Activities**		
	Increase/ Decrease in Long Term Borrowings	(162.98)	(72.86)
	(Repayment)/Receipt to Short Term pledge and Cash Credit borrowings	(245.31)	(269.81)
	Interest Paid	(388.29)	(457.76)
	Duty Drawback, Interest and Subsidy Received	161.32	329.23
	Net Cash Inflow/(Outflow) from Financing Activities (C)	(635.26)	(471.20)
	Net Changes in Cash & Cash Equivalents (A+B+C)	(37.69)	(30.11)
	Cash & Cash equivalents (Opening Balance)	70.09	100.20
	Cash & Cash equivalents (Closing Balance)	32.40	70.09

Notes :

i) The Above cash flow has been prepared under the 'Indirrect Method ' as set out in Indian Accounting Standard(Ind AS 7) - Statement of Cash

ii) Cash and Cash Equvivalent includes :	As at March 31, 2026	As at March 31, 2025
(a) Balance with Bank		
(i) In Current Account	9.60	21.96
(b) Cash in hand	22.80	48.14
Total Cash and Cash Equvivalent	32.40	70.09

The accompanying notes form an integral part of financial statements

As per our report on even date.

D M K H & Co.
Chartered Accountants
FRN : 116886W

DMKH & CO. FRN 116886W MUMBAI CHARTERED ACCOUNTANTS

Manish Kankani
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

LAXMI COTSPIN LTD. JALNA

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
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Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi **Cotspin Limited**

Consolidated Statement of Changes in Equity For the Year Ended March 31, 2026

(A) Equity **Share** Capital

(Rs. in Lakhs)

Particular	As at March 31,2024	Changes During the year	As at March 31,2025	Changes During the Quarter	As at March 31,2026
Equity Shares of Rs. 10/- each Issued, Subscribed and Fully **Paid up**	1,714.77	-	1,714.77	-	1,714.77

(B) **Other** Equity

(Rs. in Lakhs)

Particular	Reserve and Surplus						Other Items of Other Comprehensive Income	Total Other Equity
	Securities Premium	Deffered Government Grant	Capital redemption Reserve	General Reserve	Retained Earnings	Revaluation Reserve	Remeasurement of defined benefit obligation	
Balance **as at** April 1, 2024	555.30	167.78	-	1,970.39	502.95	1,379.24	0.48	4,576.13
- Profit for the year	-	-	-	46.24	-	-	-	46.24
- Other Additions	-	(59.39)	-	-	210.19	(210.19)	1.36	(58.03)
Total Comprehensive income for the **year**	555.30	108.39	-	2,016.62	713.13	1,169.05	1.84	4,564.34
	-	-	-	-	-	-	-	-
Balance **as at March 31, 2025**	555.30	108.39	-	2,016.62	713.13	1,169.05	1.84	4,564.34
- Profit for the year	-	-	-	(120.06)	-	-	2.20	(117.86)
- Other Additions	-	(80.65)	-	-	-	-	-	(80.65)
Total Comprehensive income for the **year**	555.30	27.74	-	1,896.56	713.13	1,169.05	4.05	4,365.83
	-	-	-	-	-	-		-
Balance as at March 31, 2026	555.30	27.74	-	1,896.56	713.13	1,169.05	4.05	4,365.83

Summary of material **accounting policies and other notes on Consolidated Financial Statements**

The accompanying notes form an integral part of financial statements

As per our report on even date

D M K H & Co.
Chartered Accountants
FRN : 116886W

Manish **Kankani**
Partner
M. No. 158020

Date : 22/05/2026
Place : Mumbai

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Ravindra Bangad
(Director)
DIN 00533907

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 22/05/2026
Place : Jalna

Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at March 31, 2026

(Rs. in Lakhs)

3. Property, plant and equipment

Particular	Land	Building	Electrical Installation	Plant & Machinery	Miscelleneous Fixed Asset	Furniture & Fixtures	Computers Systems	Office Equipment	Vehicle & Others	Total
As at March 31, 2024	2,163.85	1,610.84	401.21	6,144.60	350.10	60.84	24.69	11.93	137.25	10,905.31
Additions	-	163.59	-	26.87	0.25	-	-	-	63.32	254.04
Disposals	217.55	-	-	-	-	-	-	-	19.02	236.57
As at March 31, 2025	1,946.30	1,774.43	401.21	6,171.47	350.35	60.84	24.69	11.93	181.54	10,922.78
Additions	-	1.00	22.82	658.21	40.18	3.87	0.90	-	-	726.98
Disposals	-	-	-	915.50	36.29	-	-	-	6.46	958.25
As at March 31st, 2026	1,946.30	1,775.42	424.03	5,914.19	354.24	64.72	25.59	11.93	175.08	10,691.51
	-	-	-	-	-	-	-	-	-	-
DEPRECIATION	-	-	-	-	-	-	-	-	-	-
As at March 31, 2024	-	551.19	337.25	5,275.37	329.64	60.28	24.69	11.93	90.43	6,680.77
Charge for the year	-	56.07	20.72	225.34	3.61	0.11	-	-	14.74	320.59
Disposals	-	-	-	-	-	-	-	-	12.05	12.05
As at March 31, 2025	-	607.27	357.97	5,500.71	333.25	60.38	24.69	11.93	93.11	6,989.31
Charge for the year	-	56.12	16.29	126.19	5.65	0.29	0.12	-	13.61	218.28
Disposals	-	-	-	717.26	34.48	-	-	-	3.33	755.06
As at March 31st, 2026	-	663.39	374.26	4,909.85	304.43	60.67	24.81	11.93	103.39	6,452.53
	-	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-	-
Net Carrying Value	2,163.86	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	4,224.54
	-	-	-	-	-	-	-	-	-	-
As at March 31, 2024	2,163.85	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	4,224.54
As at March 31, 2025	1,946.30	1,167.16	43.24	670.76	17.11	0.46	0.00	0.00	88.43	3,933.47
As at March 31, 2026	1,946.30	1,112.04	49.77	1,004.64	49.81	4.04	0.78	0.00	71.69	4,238.98

Note 3.1: All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company have constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

Note 3.2: The old assets before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Note **3.3**: During the year the company has partly sold its land to its wholly owned subsidiary Company at fair market value.

Note : Capital Work in Progress are under developments includes.

1. Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Particulars	Account in Capital work in Progress for a period of				Total	Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	As on 31.03.26	As on 31.03.25
Project in progress	-	2.16	23.00	176.26	201.43	603.74
Project in progress	241.69	49.13	109.46	203.47	603.74	603.74

LAXMI COTSPIN JALNA

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Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for th eyear ended as at March 31, 2026

(Rs. in Lakhs)

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
4	Non Current Financial Assets		
	i) Investments in equity Instruments		
	Fully paid up equity shares in Subsidiary Companies		

Particulars	Nos. as at 31st March, 2026	Nos. as at 31st March, 2025	Face Value
Non - Trade Investments			
Laxmi Spintex Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)	1,00,000	1,00,000	10
Laxmi Surgicals Healthcare Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)	1,00,000	1,00,000	10

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
ii)	Other Financial Assets		
	Long term Bonds	6.00	6.00
	In Term Deposits Account	268.17	252.59
	Total Financial Assets	274.17	258.59

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
5	Inventories		
	(At cost or Replacement Value whichever is lower)		
a)	Raw Materials	3,793.31	3,700.65
b)	Work-in-Process	120.45	138.27
c)	Finished Goods	87.23	326.68
d)	Stores & Spares	332.80	393.00
	Total Inventories	4,333.79	4,558.60

	Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
6	Trade Receivables		
a)	Trade Receivables considered good – Secured and unsecured	189.38	332.18

a) Total Trade Receivable for the period ended 31st March, 2026

	Particulars	Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considerd good	73.98	69.17	16.95	8.71	20.58	189.38
ii)	Undisputed trade receivables - considerd doubtful						
iii)	Disputed trade receivables - considerd good						
iv)	Disputed trade receivables - considerd doubtful						

b) Total Trade Receivable for the period ended 31st March, 2025

	Particulars	Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considerd good	289.79	15.28	8.71	12.32	6.08	332.18
i)	Undisputed trade receivables - considerd doubtful						-
i)	Disputed trade receivables - considerd good						-
i)	Disputed trade receivables - considerd doubtful						-

189.38	332.18

LAXMI COTSPIN JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements as at March 31, 2026

		(Rs. in Lakhs)
Particulars	**As at March 31, 2026 Rs.**	**As at March 31, 2025 Rs.**
7 Cash & Cash Equivalents		
a) Cash on hand	22.80	48.14
b) Balances with Scheduled Banks		
In Current Account	9.60	21.96
c) Balances with Non-Scheduled Banks		
Total Cash & Cash Equivalents	32.40	70.09

Particulars	**As at March 31, 2026 Rs.**	**As at March 31, 2025 Rs.**
8 Other Current Asset		
a) Prepaid expenses	11.63	9.48
b) Balance with Government Authorities	5.10	5.10
c) Balance with Government Authorities (Income Tax refund)	135.97	115.65
d) Accrued Interest (TDR)	37.22	39.20
e) Interest Receivable (TUFS)	24.88	24.88
f) Other Receivables(Note 8.1)	486.83	625.67
g) Security Deposit	3.26	3.36
h) Advance to Suppliers and Service Providers	1,170.97	1,296.32
i) Processing fees	3.68	3.68
Total Other Current Assets	1,879.55	2,123.36

Note 8.1 : Other receivables includes receivable from IPS subsidy and Capital Subsidy

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements as at March 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
9 Share Capital		
Authorised		
4,00,00,000 (Previous Year 4,00,00,000) Equity shares of ₹ 10/- each	4,000.00	4,000.00
	4,000.00	4,000.00
Issued, Subscribed and Fully Paid -up		
17,147,670 (Previous Year 17,147,670) Equity shares of ₹ 10/- each fully paid up	1,714.77	1,714.77
Total Share Capital	1,714.77	1,714.77

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particular	March 31, 2026 No. of Shares	March 31, 2025 No. of Shares
Equity Shares outstanding at the beginning of the year	1,71,47,670	1,71,47,670
Add : Change during the year	-	-
Equity Shares outstanding at the close of the year	1,71,47,670	1,71,47,670

(b) Terms/rights attached to equity shares

(i) The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company :

Name of Shareholder	March 31, 2026		March 31, 2025	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
Anand Vyapar Private Limited	33,92,500	19.78%	33,92,500	19.78%
Rameshbhai Chotabhai Patel	21,48,667	12.53%	22,51,563	13.13%
Ashva Multitrade Private Limited	20,65,930	12.05%	20,65,930	12.05%
Dinesh Kantilal Rathi	6,71,088	3.91%	9,38,857	5.48%

Details of shares held by promoters

Name of Shareholder	31st March, 2026		31st March, 2025		In comparison with last year	
	No. of Shares	% Holding	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ` 10 each fully paid						
ANAND VYAPAAR PRIVATE LIMITED	33,92,500	19.78%	33,92,500	19.78%	-	-
ASHVA MULTI TRADE PRIVATE LIMITED	20,65,930	12.05%	20,65,930	12.05%	-	-
RAMESH GOPIKISHAN MUNDADA	48,813	0.28%	48,813	0.28%	-	-
AMIT RAMESH MUNDADA	25,266	0.15%	25,266	0.15%	-	-
RAMESHBHAI CHHOTABHAI PATEL	21,48,667	12.53%	22,51,563	13.13%	(1,02,896)	-0.60%
RAJESH PURANMAL BANSAL	6,95,264	4.05%	7,60,927	4.44%	(65,663)	-0.38%
SANJAY KACHRULAL RATHI	4,39,376	2.56%	4,31,875	2.52%	7,501	0.04%
BHAVESH RAMESHBHAI PATEL	3,33,188	1.94%	3,33,188	1.94%	-	-
TARABEN RAMESHBHAI PATEL	1,69,500	0.99%	1,69,500	0.99%	-	-
VIKAS RAJESH BANSAL	71,250	0.42%	71,250	0.42%	-	-
SHIVRATAN SHRIGOPAL MUNDADA	71,197	0.42%	71,197	0.42%	-	-
RAHUL RAJESHKUMAR BANSAL	49,063	0.29%	49,063	0.29%	-	-
SARLA SHIVRATAN MUNDADA	41,250	0.24%	41,250	0.24%	-	-
PRAFULLATA RATHI	23,438	0.14%	23,438	0.14%	-	-
JAGDISH KACHRULAL RATHI	5,51,000	3.21%	18,715	0.11%	5,32,285	3.10%

LAXMI COTSPIN LTD. JALNA

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(Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
10 Other Equity		
a) Retained earnings		
As per last financial statements	713.13	713.13
Closing Balance	713.13	713.13
b) Securities Premium Reserve		
As per last financial Statements	555.30	555.30
Add: During the year		
Closing Balance	555.30	555.30
c) Surplus in Statement of Profit and Loss		
As per last financial statements	2,016.62	1,970.39
Add:	-	
Profit/(loss) for the year	(120.06)	46.24
Net surplus in the statement of Profit and Loss	1,896.56	2,016.62
d) Deffered Government Grant		
Opening Balance	108.39	167.78
Add: During the year	(80.65)	(59.39)
Closing Balance	27.74	108.39
e) Revaluation Reserve		
Opening Balance	1,169.05	1,379.24
Add: During the year	-	(210.19)
Closing Balance	1,169.05	1,169.05
f) Remeasurement of defined benefit obligation		
Opening Balance	1.84	0.48
Add: During the year	2.20	1.36
Closing Balance	4.05	1.84
Total Reserve and Surplus	4,365.84	4,564.34

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
11 Long Term Borrowings		
a) Secured Long Term Borrowings		
i) Term Loans from Banks		
HDFC Bank Limited (ECLGS Loan)	-	51.58
SVS Co-operative Bank Ltd	328.05	554.01
SVC Surgical Term Loan	295.14	291.43
Less: Current maturities of term loans	(229.78)	(366.13)
Term Loans from Banks	393.42	530.90
ii) Other Loans from Banks		
Axis Bank	22.63	48.13
Other Loans from Banks	22.63	48.13
Secured Long Term Borrowings "a"	416.04	579.03
Total Long Term Borrowings	416.04	579.03

Term Loan and Vehicle from the Bank

i) The company has received Working Capital Term Loan under Emergency Credit line Guaranteed Scheme (ECLGS) is secured by extention of second ranking charge over existing primary and collateral securities.This has been repaid in full.

ii) Term Loan is secured by way of first charge of Land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.

iii) SVC Surgical Term Loan is secured by way of first charge of Land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.

iv) Average cost of loans to be given to the extend of 8% to 10%.

LAXMI COTSPIN LTD. JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for the year endedas at March 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
12 Long term provisions		
Provision for Employee benefits		
Gratuity	47.62	49.09
Total Long Term Provisions	47.62	49.09

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
13 Short Term Borrowings		
a) Secured Short Term Borrowings		
i) Cash Credit from various Bank		
HDFC Bank Cash credit Account	1,980.83	1,932.33
HDFC Bank (PCFC loan - Export)	-	-
Axis bank Cash Credit Account	1,597.05	1,375.79
SVC Bank Cash credit Account	43.81	
ii) Pledge Loan	-	422.53
b) Current maturities of Long Term Debts (Including Current maturities of Vehicle loans)	229.78	366.13
Secured Short Term Borrowings	3,851.47	4,096.77

Cash Credit From Banks

Secured by hypothecation by way of first charge over all current assets namely stock of raw materials, semi finished and finished goods, stores and spares not related to plant and machinery and book debts and also personally guaranteed by the corporate, directors. The cash credit is repayable on demand.

Other Loan from Banks

Pledge Loans are secured by hypothecation by way of First Charge over inventories of raw materials i.e., Cotton Bales.

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
14 Trade Payables		
a) **Total Outstanding dues of micro enterprises and small enterprises**	186.26	577.14
b) **Total Outstanding dues of creditors other than micro enterprises and small enterprises**	392.84	102.61

For the period ended March 31,2026

Particulars	Not Due	Outstanding for following periods from due date of payments				Total
		Less 1 year	1-2 years	2-3 Years	More than 3 years	
i) MSME	180.43	3.51	-	2.32	-	186.26
ii) Others	352.33	31.20	-	9.32	-	392.84
iii) Disputed Dues MSME						
iv) Disputed Dues Others						

For the period ended March 31, 2025

Particulars		Outstanding for following periods from due date of payments				Total
		Less 1 year	1-2 years	2-3 Years	More than 3 years	
i) MSME	567.76	9.38	-	-	-	577.14
ii) Others	53.75	37.20	-	7.45	4.21	102.61
iii) Disputed Dues MSME						-
iv) Disputed Dues Others						-

Total Trade Payables	579.10	679.75

LAXMI COTSPIN LIMITED JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for the year ended as at March 31, 2026

(Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
15 Provisions		
a) Other Provisions		
Provision for Employee benefits		
Gratuity	8.15	5.33
Total Short Term Provisions	8.15	5.33

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
16 Other Current Liabilities		
a) Statutory Dues (Note 16.1)	15.75	14.19
b) Advance from customer and others	16.22	81.38
c) Other Payables		
i) Outstanding liabilities for expenses	140.96	150.51
Total Other Current Liabilities	172.93	246.08

Note 16.1 - Statutory dues include Contribution made for Provident Fund, Local Tax, Professional Tax and Leave encashment

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LAXMI COTSPIN JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for the year ended as at March 31, 2026

(Rs. in Lakhs)

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
17 Revenue From Operations		
Sale of Products		
Sale of Finished Goods	14,980.39	14,995.60
Finished Goods - Traded		
Revenue from Services	86.83	45.96
	15,067.22	15,041.56
Particulars Of Sales		
(A) Domestic Sales		
i) Sale of Goods	14,980.39	14,995.60
ii) Sale of Services	86.83	45.96
Note 17.1: Domestic sales includes cotton bales, yarn, seeds, cotton waste, wash oil, oil cake, etc.		
Operating Revenue	15,067.22	15,041.56
Total Revenue from operations	15,067.22	15,041.56

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
18 Other Income		
a) Duty Drawback and Incentives	228.88	59.39
b) Other operating income		
a) Forex Gain & Loss	0.01	1.27
b) Interest on FDR and RD	15.59	15.75
c) Other Income	92.88	252.82
Total Other Income	337.36	329.23

Note 18.1: Duty Drawback and Incentive includes the amount of Capital Subsidy receivable and Interest subsidy receivable

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
19 Cost of Material Consumed		
a) Opening Stock of Raw material	3,700.65	4,659.14
b) Purchases of Raw material	12,124.06	11,757.92
c) Add: Freight Expenses	30.22	39.56
d) Less: Closing Stock	(3,793.31)	(3,700.65)
Total Cost of Material Consumed	12,061.62	12,755.97
a) Purchases of Raw material - Trading Concern	499.56	-
	499.56	-

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LAXMI COTSPIN JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for the year ended as at March 31, 2026

(Rs. in Lakhs)

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
20 Changes in inventories of finished goods, work-in-process and stock-in-trade		
a) Opening Stock		
Finished Goods	326.68	193.98
Work-in-Process	138.27	107.22
	464.95	301.20
b) Closing Stock		
Finished Goods	87.23	326.68
Work-in-Process	120.45	138.27
	207.68	464.95
Net (Increase)/Decrease in Stock	257.27	(163.75)

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
21 Employee Benefit Expenses		
a) Salaries and wages	598.71	666.57
b) Directors remmuneration	66.60	88.80
c) Contribution to provident & other funds	30.78	33.94
d) Staff Welfare expenses	45.73	30.33
Total Employee Benefit Expenses	741.82	819.63

LAXMI COTSPIN
JALNA

Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements for the year ended as at March 31, 2026

(Rs. in Lakhs)

		Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
22		**Finance Cost**		
	a)	**Bank Charges**	15.44	24.53
			15.44	24.53
	b)	**Interest Expenses**		
		Interest on Term Loan	59.20	69.52
		Interest on Working Capital Loan	300.63	307.00
		Interest on Pledge Loan	7.53	47.87
		Interest on Trading Yarn & Others	5.48	8.83
		Less: Interest from customers	-	-
			372.85	433.23
		Total Finance Cost	388.29	457.76

		Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
23		**Depreciation & Amortization Expenses**		
	a)	Depreciation	218.28	320.59
		Total Depreciation & Amortization Expenses	218.28	320.59

		Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
24		**Other Expenses**		
	a)	Consumption of Stores and Spares and Packing Material	481.31	268.35
	b)	Consumption of Power and Fuel	700.50	1,088.19
	c)	Repair & Maintenance	16.97	21.11
	d)	Insurance	19.91	20.04
	e)	Office Expenses	40.00	34.84
	f)	Audit Fees	6.40	5.00
	g)	Legal, Professional and Subscription Charges	73.89	103.77
	h)	Rent, Rates & Taxes (Refer Note 24.1)	2.05	12.77
	i)	Communication Expenses	3.00	2.19
	j)	Travelling & Conveyance Expenses	4.21	3.04
	k)	Clearing and forwarding expenses	52.02	63.80
	l)	Selling Expenses	24.32	51.65
	n)	MSME Interest	0.54	0.22
	o)	Provision for ECL	0.08	(5.09)
	P)	Moisture Premium	0.34	-
	q)	Listing fees	3.00	3.00
		Total of other expenses	1,428.54	1,672.89

		Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
24.1		Payment to Auditors as :		
	a)	Statutory Auditor fees	6.40	5.00
	b)	Internal Auditor fees	3.20	2.80
		Total	9.60	7.80

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Laxmi Cotspin Limited
Sub Note - 12.1- Long Term Provisions -Gratuity

The Company has a defined benefit gratuity plan. Gratuity is computed as 15 days salary (basic + DA(if applicable)), for every completed year of service and is payable on retirement/termination/resignation. The benefit vests on the employees after completion of 5 years of service. The Company makes provision of gratuity liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the profit and loss account and the unfunded status and amounts recognized in the balance sheet for the Gratuity.

Tables showing changes in present value of obligations (Gratuity) : (Rs. in Lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation as at the beginning of the year 1st April	54.42	55.39
Acquisition adjustment		
Interest Cost	3.45	3.66
Past Service Cost		
Current Service Cost	6.02	5.72
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Benefits paid	(5.91)	(8.99)
Actuarial (gain)/ loss on obligations	(2.20)	(1.36)
Present Value of Obligation as at the end of the Year 31st March	**55.77**	**54.42**

The principal assumptions used in determining gratuity obligations for the company's plans are below (gratuity):

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Assumptions		
Discount Rate	7.20%	6.70%
Rate of increase in Compensation levels	7.00%	7.00%
Expected Average remaining working	7.13%*	7.45%*

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.

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

Expenses recognized in the statement of profit & loss (gratuity) :

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Current Service Cost	6.02	5.72
Past Service Cost		
Interest Cost	3.45	3.66
Expected Return on Plan Assets		
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Net actuarial (gain)/ loss recognized in the year	(2.20)	(1.36)
Expenses	7.26	8.02

Expences recognized in the Balance sheet (gratuity)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation as at the end of the year 31st March	55.77	54.42
Fair Value of Plan Assets as at the end of the year 31st March		
Surplus / (deficit)	(55.77)	(54.42)
Current Liability	8.15	5.53
Non - Current Liability	47.62	48.89
Unrecognized Actuarial (gains) / losses		-
Net Asset / (Liability) Recognized in Balance Sheet	**(55.77)**	**(54.42)**

Amount for the current period (gratuity)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Present Value of Obligation	55.77	54.42
Plan Assets		
Surplus (Deficit)	(55.77)	(54.42)
Experience adjustments on plan liabilities (loss)/gain	(2.20)	(1.36)
Experience adjustments on plan assets (loss)/gain		

LAXMI COTSPIN JALNA

Laxmi Cotspin Limited

25. Calculation of DTL/DTA for the Year Ended March 31, 2026

(Rs. in Lakhs)

On Account of Depreciation				25%	0%	4%	Total	DTA/DTL
Deferred Tax Liabilities/(Assets)								
	Book WDV	**IT WDV**						
	4,238.98	3,646.63						
Less:- Land	1,946.30	1,946.30						
	2,292.68	**1,700.33**	**592.35**	148.09	-	5.92	**154.01**	**DTL**
Deferred Tax Assets/(Liabilities)								
Carried Forward Loss	560.50			140.13	-	5.61	**145.73**	**DTA**
Provision of Gratuity	**55.77**			13.94	-	0.56	**14.50**	**DTA**
							160.23	**DTA**
							-	
					DTL/(DTA) for the Year		**(6.22)**	
					Less:- Opening DTL/(DTA)		(55.13)	
					Provision to be Made		**48.91**	

SKR

LAXMI COTSPIN
JALNA

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Laxmi Cotspin Limited

Notes to the Consolidated financial statement as at and for the year ended March 31,2026

1) Overview:

i) Laxmi Cotspin Limited (hereinafter referred as an "LCL") was originally incorporated under the Companies Act, 1956, as private limited company. In the year 2010, the management decided to go for expansion and the company was converted into a public Limited company and consequently the name of the company was changed to Laxmi Cotspin Limited pursuants to fresh certificate of incorporation issued by Registrar of Companies Mumbai, Maharashtra. LCL has spinning unit of 16,800 spindles and 48 DR Ginning & Pressing unit at Samangaon, Dist. Jalna (Maharashtra).

2) Basis for Preparation:

a) Statement of Compliance:

'The financial statements comply in all material aspects with Indian Accounting Standards notified under Section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principles generally accepted in India (referred "Ind AS").

b) Functional and presentation currency:

These Consolidated financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency.

c) Historical cost convention

These financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

d) Current and Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

· Expected to be realised or intended to be sold or consumed in the normal operating cycle;

· Held primarily for the purpose of trading;

· Expected to be realised within twelve months after the reporting period; or

· Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current assets.

A liability is current when:

· It is expected to be settled in the normal operating cycle;

· It is held primarily for the purpose of trading;

· It is due to be settled within twelve months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are non-current liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The Ind AS are prescribed under section 133 of the act read with rule 3 of companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The operating cycle of an entity is the time between the acquisition of assets for processing and their realization in the form of cash or cash equivalents. The Company has determined that its operating cycle is 12 months.

e) <u>Foreign currency translation</u>

<u>Functional and presentation currency</u>

'The items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the company operates (that is, 'functional currency'). The financial statements are presented in INR which is the Company's functional and presentation currency.

<u>Transactions and balances</u>

'Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in profit or loss.

f) <u>Use of Estimates:</u>

The preparation of financial statements in conformity with Indian Accounting Standards requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and commitments at the end of the reporting period and results of operations during the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized.

g) <u>Useful lives of Property , Plant and Equipment:</u>

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

h) Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the Consolidated financial statements. Contingent assets are neither recognised nor disclosed in the Consolidated financial statements

Note 2.1 Summary of Material Accounting Policies:

i) Valuation of Inventories:

a) Raw materials and stores and spares are valued at lower of cost, computed on net realizable value. Cost includes the purchase price as well as incidental expenses. Cotton Waste is valued at estimated realizable value. However, in case of raw materials, stores and spares held for use in the production of finished goods are not written down below cost if the finished products are expected to be sold at or above cost.

b) Work-in-process is valued at lower of estimated cost or net realizable value and finished goods are valued at lower of weighted average cost or net realizable value. Cost for this purpose includes direct cost and appropriate administrative and other overheads.

c) Finished goods are valued at the lower of cost or net realizable value. Cost included cost of materials, conversion cost and related overheads paid or payable on such goods.

d) The Company has borrowings from banks and financial institutions based on security of current assets. During the year company have submitted quarterly statement with banks are in agreement with the books of accounts subject to non-materialized discrepancies.

ii) Cash and Cash Equivalents (For purpose of Cash Flow Statement):

a) Cash flow statement has been prepared under indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statement.

b) The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

iii) Revenue Recognition:

a) Sales are exclusive of indirect taxes and net off trade discount, returns and rate difference. Other income is accounted on accrual basis whereas dividend is accounted as and when right to receive arises.

b) Interest Income is recognized on time proportion basis.

c) Commodities hedging and F/O transaction gain or loss are recorded on the date of their settlement in respect of the settled contracts and the gain or loss determined on day-to-day basis.
d) Duty drawback income against export sale is recorded on receipt basis
e) Other income is accounted on accrual basis

iv) <u>Property, Plant & Equipment and Depreciation:</u>

a) Fixed assets have stated at cost of acquisition or construction less accumulated depreciation/amortization. Cost represents all cost relating to the acquisition and installation, net-off tax, which is refundable or set-off, allowed. Cost also includes finance cost. Other expenses incurred in connection to the commencement of commercial production have treated as part of the assets and capitalized.
b) Depreciation on fixed assets is provided under straight-line method based on the estimated useful life of the Assets specified in schedule II to the Companies Act, 2013 and depreciation on the assets acquired during the year is provided on pro-rata basis from/to the date of addition/deduction.
c) The management has estimated the useful lives and residual values of all assets and adopted useful lives based on management's technical assessment of their respective economic useful lives.
d) The old asset before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Asset Class	**Estimated Useful Life***
Factory Building	30 Years
Building (Other than factory Building) Other than RCC frame structure	30 Years
Plant and Machinery (Continuous process plant for which no special rate has been prescribed	10 Years
Computer and Data Processing Units	3 Years
Electrical Installations	10 Years
Vehicles - Motor buses, Motor lorries, Motor cars and Motor taxies other than those used in a business of running on them hire	8 Years
Furniture and fittings	10 Years
Office equipment's and Misc. Fixed Assets	8 Years

* Note: The above useful life is as per management estimate.

e) Capital work in progress: It is stated at cost incurred for acquisition and construction of Plant & Machineries, Electrical Installation, misc. Assets and Factory building. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.
f) Pre-operative Expenses: It is stated at cost incurred for acquisition of fixed assets including borrowing Cost and administrative expenses.
g) Leasehold land is accounted at cost including incidental expenses, if any.
h) **Land:** IND AS 101 allows entity to elect to measure Property, Plant and Equipment on the transition date at its fair value or previous GAAP carrying value (book

value) as deemed cost. The company has elected to measure land at fair market value.

v) Foreign Currency Transactions:

Foreign currency transactions are recorded at the rate of exchange prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated at the year-end exchange rates and resultant gains / losses are recognized in the statement of profit & loss for the year, except to the extent that they relate to new projects till the date of capitalization which are carried to capital work-in progress and those relating to fixed assets which are adjusted to the carrying cost of the respective assets.

vi) Derivative Instrument and Hedge Accounting:

The company uses Commodity Forward Contract with Commodity Exchanges to hedge its risks on account of price fluctuation in commodity dealt. The company designates these Hedging Instruments as "Instruments Available for Sale" applying the recognition and measurement principles set out in the Indian Accounting Standard 109 "Financials Instruments: Recognition and Measurement".

The use of hedging instrument is governed by the principals set by Companies Board of Directors, and such principals are consistent with the Company's Risk management strategy. Hedging instruments are initially measured at fair value and are premeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of "Instruments Available for Sale" and are recognized.

vii) Government Grants, Subsidy and Incentives:

a) Interest subsidy received or receivable on Term Loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy are reduced from the term loan interest being a revenue nature. TUFS subsidy on Interest pertaining to pre-operative period is attributable to the cost of acquisition/installation of fixed assets till the commencement of commercial production is capitalized.

b) Capital subsidy received or receivable on Term loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy is treated as income and apportioned to revenue over the period of life of asset i.e. 10 years.

c) Export duty drawback is accounted on the accrual basis.

viii) Employee Benefits:

Expenses & liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (IND AS)-19 - 'Employee Benefits'.

a) Short term employees' benefits:

Company has recognized all such benefits like salary, wages on accrual basis i.e. in the period in which the employees renders related services and at actual cost i.e. undiscounted basis.

b) Post-employment benefits: Defined Contribution Plan:

State governed provident fund, insurance and labour welfare schemes are defined contribution plan of company. The company recognizes all such benefits on accrual basis i.e. charge to revenue in the period in which the employee's renders related services and at amount of actual fixed contribution.

c) **Retirement Benefits:**

Retirement benefits in the form of Provident Fund which are defined contribution plans are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

d) **Gratuity:**

Gratuity liabilities is defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

Bifurcation of Employee benefit obligation is given below:

(Rs in lakhs)

Employee Benefit obligation	**31st March, 2026**	**31st March, 2025**
Current Liability	8.15	5.33
Non-current Liability	47.62	49.09
Total	**55.77**	**54.42**

Sensitivity Analysis:

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

A] Impact of change in discount rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Discount Rate	**31st March, 2026 Present value of obligation**
6.20%	59.44
8.20%	52.50

B] Impact of change in salary increase rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Salary increment rate	**31st March, 2026 Present value of obligation**
6.00%	52.93
8.00%	58.88

C] Impact of change in withdrawal rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Withdrawal rate	31st March, 2026 Present value of obligation
9.00%	55.73
11.00%	55.81

e) **Leave Encashment:**

It is provided as and when due. During the year, the company has made the appropriate payments as required by the statute.

f) **Director's Remuneration**

The company has not provide the provision on directors remuneration in the financial statements for the quarter ended on 31 march 2026

The Government of India notified new labour codes, effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. Considering the materiality and regulatory-driven, non recurring nature of this impact, the Company has considered such incremental impact in the Statement of profit and loss for the year ended March 31, 2026. The Company continues to monitor the fmalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

ix) **Leases**

The Company's lease asset consists of lease of godown building. The company has not to apply the requirements of Ind AS 116 - Leases to short-term leases of an asset that have a lease term of 12 months or less. The company recognizes lease payments received under operating leases as income on a straight-line basis over the lease term.

x) **Borrowing Cost:**

In Accordance with IND AS 23 'Borrowing Cost', borrowing costs net of Technology up Gradation Finance Scheme (TUFS) related to a qualifying asset is worked out on the basis of actual utilization of funds out of project specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs net of TUFS incurred during the period are charged to statement of profit and loss.

xi) **Segment Accounting:**

The company is engaged mainly in Cotton products consisting of various types of cotton yarn, Cotton bales, and Cotton seeds, cotton oil and oil cakes. The company operates in one geographical segment viz. India, therefore no geographical segments is reported in accordance with IND AS 108 - 'Segment Reporting'.

xii) **Taxes on Income:**

a) Taxes on income are accounted for in accordance within Indian Accounting Standard 12 on "Income Taxes". Tax Expenses comprise of Current Tax and Deferred Tax.

b) Current Tax expense comprises taxes on income from operations in India. The Income Tax is determined at amount expected to pay for recoverable from the authorities in accordance with the provisions of the Income Tax Act, 1961.

c) Deferred Tax Expense and Benefit is recognized on timing difference being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets and Liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date.

d) The company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

xiii) **Corporate Social Responsibility (CSR)**

The provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility (CSR) are not applicable to the Company, as it does not meet the prescribed thresholds of net worth, turnover, or net profit for the current financial year. Accordingly, the Company is not required to incur any CSR expenditure or constitute a CSR Committee. Consequently, no provision, liability, or formal disclosure has been recognized in the financial statements for the year ended March 31, 2026

xiv) **Earnings Per Share:**

Basic Earnings per share is computed by dividing the Profit/ (Loss) after tax (Including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year. Basic and Diluted EPS are same because the company has not issued any of the shares having a dilutive effect on the original shareholders. *Refer Notes on accounts 2.2 (VI) to the financial statements.*

xv) **Capital commitments**

The company has no outstanding capital commitments on capital account which requires any discloser or provision in the financial statements as on 31st march 2026

Note 2.2 Notes on Accounts

i) **Contingent Liability:**

a) Guarantees by banks on behalf of the company:

- The company has given Bank Guarantee in favor of MSEB against the electricity consumption is Rs. 237.74 Lacs.
- The company has given Bank Guarantee in favor of Director of Agriculture Produce Marketing Committee State Pune Rs. 3 Lacs.
- The company has given Bank Guarantee in favor Maharastra Polution control of Rs. 0.50 Lacs.

b) Claims against the company not acknowledged as debt:

- In respect of Income Tax appeals filed:

The Income Tax Department have raised a demand of Rs. 143.53 lacs out of which Rs 67.09 lacs pertains to AY 2022-23, Rs 22.11 pertains to AY 2020-21, Rs 53.15 lacs pertains to AY 2021-22, Rs 1.18 lacs pertains to AY 2018-19 against which the company has filed appeals for respective assessment years

-In respect of Goods and Service Tax dues

There is an outstanding demand by the Goods and Services Tax (GST) authorities amounting to ₹5.96 lakhs. This demand pertains to multiple financial years, with ₹4.33 lakhs relating to the financial year 2017-18, ₹2.40 lakhs pertaining to the financial year 2021-22.

ii) Sundry creditors, Sundry debtors and advance are subject to confirmation. Further in the opinion of the management the current assets, loans and advances have the value for realization in the ordinary course of business at least equal to the amount at which it's stated in the accounts.

iii) The company is in the process of compiling the information about the status of their suppliers or creditors those falls under small-scale industrial undertaking as defined The Micro Small and Medium Enterprises Developments Act 2006 (MSMED Act).

iv) Payments to auditors:

(Rs in lakhs)

Particulars	31st March, 2026	31st March, 2025
Statutory Audit Fees	5.00	5.00
Tax Audit	0.40	0.40
Total	**5.40**	**5.40**

v) The Consolidated Deferred tax liability/Asset comprises of following:

(Rs in lakhs)

Particulars	31st March, 2026	31st March, 2025
Deferred Tax Liability/(Asset)		
On account of Timing Difference (Depreciation)	**154.01**	**106.89**
Total (a)	**154.01**	**106.89**
Deferred Tax Assets		
On Account of Disallowances	**(14.50)**	**(14.24)**
On Account of carried forward losses	**(145.73)**	**(146.95)**
Total (b)	**(160.23)**	**(161.19)**
Net Deferred Tax Liability/(Asset)	**(6.22)**	**(55.13)**

Less: - Provision up to previous year	**(55.13)**	**(43.47)**
Provision of Deferred Tax (Liability) /Assets (Net) for the year	**48.91**	**(11.66)**

vi) The Consolidated Earnings per share is worked out as under:

(Rs in lakhs)

Earnings per Share	**31st March, 2026**	**31st March, 2025**
Profit After Tax (Balance available for Equity Shareholders)	**(117.86)**	**47.60**
No. of shares outstanding	**171.48**	**171.48**
Weighted Average number of equity shares used as denominator for calculating of EPS (No)	**171.48**	**171.48**
Basic and Diluted Earnings Per Share of face value of Rs 10 each (`)	**(0.72)**	**0.27**

vii) As per IND AS 24, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with related parties as defined in the accounting standard are given below:

Sr. No.	**Name of the related Party**	**Relation/Key Personnel**
1	Mr. Sanjay Rathi	Key Managerial Person (Director of Laxmi Cotspin)
2	Mr. Ramesh Mundada	Key Managerial Person (Director of Laxmi Cotspin)
3	Sanjay Rathi (HUF)	Director is Karta
4	Mr. Anupkumar Gindodiya	Chief Financial Officer
5	Mr. Soni Karwa	Company Secretary
6	Vitthal Polypack Private Limited	Common Director
7	Rathi Steel And Metal PVT LTD	
8	Laxmi Spintex Private Limited	Subsidiary Company
9	Laxmi Surgical Healthcare Private Limited	Subsidiary Company
10	Vedamata Multiservices & Trading PVT LTD	Common Director

a) Disclosure in respect of material transactions with related parties during the year:

(Rs in lakhs)

Nature of Transaction	**Services Received**	**Material Purchases**	**Adavance for investment**	**Land sale**	**Loan**
Sanjay Rathi (MD)	54				
Anupkumar Gindodiya (CFO)	11				
Soni Karwa (CS)	7.68				

Vitthal Polypack Pvt Ltd		11.55			-40.00
Rathi Steel And Metal PVT LTD		0.52			
Vedamata Multiservices & Trading PVT LTD		306.21			154.59
Laxmi Spintex Private Limited			26.81	575	
Laxmi Surgical Private Limited					0.69
Mr. Ramesh Mundada	12.60				

viii) Previous Year Figures regrouped/rearranged/reclassified wherever necessary to confirm to current year grouping & classifications.

ix) There were no transaction during the year with struck off Company.

x) Fair Value Measurements

i. Category wise classification of Financial Instruments

(Rs. in Lakhs)

Particulars	**Carrying Amount**	
	As at March 31, 2026	**As at March 31, 2025**
Financial Assets		
Amortised cost		
Other Non-Current Financial Assets	274.17	258.59
Current		
Trade receivables	189.38	332.18
Cash in hand	22.80	48.14
Bank Balances Other than above	9.60	21.95
Loans	-	-
Total	**495.95**	**660.87**

Particulars	**Carrying Amount**	
	As at March 31, 2026	**As at March 31, 2025**
Financial Liabilities		
Amortised cost		
Non-Current		
Borrowing	416.04	579.03
Current		
Borrowing	3851.47	4096.77
Trade Payables	579.10	679.75
Other Financial liabilities		
Total	**4846.61**	**5355.55**

The management assessed that the fair value of cash and cash equivalent, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices.

Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instrument
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date
- the fair value of foreign currency option contracts is determined using discounted cash flow analysis
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iv. Valuation processes

The accounts and finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, AC and the valuation team regularly in line with the company's reporting requirements.

v. Key Financial Ratio

Particulars of Ratio	**Formulas**	**FY 2025-26**	**FY 2024-25**	**% change**	**Reason**
Current Ratio (times)	Current Assets/Current Liabilities	**1.40**	**1.41**	0.709%	The current ratio remained almost stable as both current assets and current liabilities decreased

					proportionately during the year -
Debt Equity ratio (times)	Total Borrowings/Total Equity	**0.70**	**0.74**	5.405%	Reduction in borrowings during the year
Debt Service Coverage Ratio (times)	Operating Income/(Interest+Principal Repayment)	**0.71**	**1.03**	-31.068%	The ratio impair due to lower operating earnings and higher finance cost compared to the previous year
Return on equity ratio	Profit for the year/Avg Total Equity	**-1.94%**	**0.70%**	377.143%	The ratio turned negative due to net loss incurred during the year, which reduced returns available to shareholders.
Trade Receivable Turnover ratio (times)	Revenue from operations/Avg Trade Receivable	**57.78**	**42.04**	37.44%	The ratio improved due to reduction in trade receivables and comparatively efficient collection from customers during the year.
Trade Payable Turnover ratio (times)	Credit Purchases/Avg Trade Payables	**20.06**	**22.49**	-10.805%	The ratio declined due to higher average trade payables and relatively slower payment cycle to suppliers during the year.
Inventory Turnover ratio (times)	COGS/Avg Inventory	**2.83**	**2.60**	8.846%	The ratio improved due to better inventory utilization and efficient movement of inventory during the year
Net Capital turnover ratio (times)	Sales/Avg Working Capital	**8.45**	**7.31**	15.595%	The ratio increased due to improved utilization of working capital in generating revenue during the year
Net profit ratio	Net Profit for the year/Total Revenue	**-0.78%**	**0.31%**	351.613%	The ratio became negative due to net loss incurred during FY 2025-26
Return on capital Employed (times)	EBIT/ Capital Employed	**4.75%**	**7.10%**	-33.098%	The ratio declined due to lower earnings before interest and tax in relation to capital

					employed during the year.
Return on Investment	EBT/ Capital Employed	**-1.07%**	**0.5%**	314%	The ratio declined due to lower earnings before tax in relation to capital employed during the year.

xi) Risk Management Framework

1. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including loans and borrowings, foreign currency receivables and payables.

The Company manages market risk through treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures and borrowing strategies."

2. Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk as at the respective reporting dates.

3. Foreign Currency Risk

The Company's exposure to exchange fluctuation risk is very limited for its purchase from overseas suppliers in various foreign currencies. Foreign Currency Risk is risk that fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchanges rates. The Company entered into forward exchanges contract average maturity of 90-180 days to hedge against its foreign currency exposures relating to underlying liabilities firm commitments. The Company has not entered into any Derivatives instruments for trading and speculative purposes. There is an foreign currency exposure during the year amounting to '0.013 Lakhs.

4. Credit Risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ` 332.18 lakhs and ` 383.47 lakhs as of March 31, 2026 and March 31, 2025 respectively. Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

5. Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

6. Maturities of Financial Liabilities

The table below analyse the Company's financial liabilities into relevant maturity grouping based on their contractual maturities. The amounts disclosed in the tables are contractual undisclosed cash flow.

(Rs in lakhs)

Particulars	**Not Due**	**Less 1 year**	**1-2 years**	**2-3 Years**	**More than 3 years**	**Total**
As at 31st March 2026						
Borrowings	-	3851.47	416.04			**4267.51**
Trade Payables	532.76	34.71	11.63			**579.10**
Other Financial Liabilities		-	-	-		**-**
As at 31st March 2025						
Borrowings	-	4096.77	579.03	-		**4675.80**
Trade Payables	621.51	46.58	11.66	-		**679.75**
Other Financial Liabilities		-	-	-		-

7. Capital Management

The Company manages its capital to ensure that Company will be able to continue as going concern while maximizing the return to shareholders by striking a balance between debt and equity. The capital structure of the Company consists of net debts (offset by cash and bank balances) and equity of the Company (Comprising issued capital, reserves, retained earnings). The Company is not subject to any externally imposed capital requirements except financial covenants agreed with lenders.

In order to optimize capital allocation, the review of capital employed is done considering the amount of capital required to fund capacity expansion, increased working capital commensurate with increase in size of business and also fund investments in new ventures which will drive future growth. The Chief Financial Officer ("CFO") reviews the capital structure of the Company on a regular basis. As part of this review, the CFO considers the cost of capital and the risks associated with each class of capital."

(Rs. In lakhs)

Particulars	March 31, 2026	March 31, 2025
Total Borrowings	4267.51	4675.8
Less : Cash and cash equivalents	32.40	70.09
Adjusted Net Debt	**4235.11**	**4605.71**
Total Equity	6080.60	6279.11
Adjusted Equity	**6080.60**	**6279.11**
Adjusted net debt to adjusted equity ratio	**0.72**	**0.73**

3) Additional Regulatory Information

a. Details of benami property held:
No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b. Willful Defaulter:
The Company has not been declared as willful defaulter by any bank or financial institution or government or any government authority.

c. Relationship with struck off companies:
During the year, company has made not made any transaction with struck off companies under section 248 of the Companies act 2013 or section 560 of the Companies act 1956.

d. Compliance with number of layers of companies:
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

e. Compliance with approved scheme(s) of arrangements:
The Company has not entered into any scheme of arrangement which has an accounting impact for the years ended March 31, 2026 and March 31, 2025.

f. Utilization of borrowed funds and share premium:
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

   i. 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

ii. provide any guarantee, security or the like to or on behalf of ultimate beneficiaries.

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

i. 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
ii. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

g. Undisclosed income:
There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

h. Details of crypto currency or virtual currency :
The Company has not traded or invested in crypto currency or virtual currency during the years ended March 31, 2026.

i. Valuation of PP&E, intangible asset and investment property :
The Company has revalued its property, plant and equipment during the year March 31, 2026 at market valuation.

j. Registration of charges or satisfaction with Registrar of Companies :
There are no charges or satisfactions which are yet to be registered with the Registrar of Companies beyond the statutory period.

k. Utilisation of borrowings availed from banks:
During the year, the company has availed borrowing facility from existing banks. (ref note 11 and 13 of the Notes accompanying Financial Statements as at 31st March 2026).

l. Title deeds of immovable properties not held in name of the company

All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company has constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

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m. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') has been determined to the extent such parties have been identified on the basis of information available with the company. The amount of principal and Interest outstanding during the year is given below:

(Rs in lakhs)

Particulars	**Amount**	**Amount**
'Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	186.26	577.14
'Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.54	0.22
'Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
'Interest due and payable towards suppliers registered under MSMED Act, for payments already made	0.54	0.22

n. Utilisation of borrowings availed from banks
The borrowings obtained by the Company from banks have been applied for the purposes for which such loans were was taken.

o. Critical estimates and judgements:
The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. The areas involving critical estimates or judgements are:
'The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these

assumptions and selecting the inputs to the impairment calculation, based on the Company's past history and existing market conditions as well as forward-looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 29.

p. Audit Trail (Edit Log) in Accounting Software
The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility. The audit trail captures each and every change made in the accounting entries along with the date of such change and ensures that the audit trail cannot be disabled.

In terms of our report of even date	For & on behalf of the Board of Directors	
For D M K H & Co.		
Chartered Accountants		
FRN 116886W		
CA Manish Kankani	**Sanjay Rathi**	**Ravindra Bangad**
(Partner)	(Managing Director)	(Director)
M. No. 158020	**DIN 00182739**	**DIN 00533907**
	Anupkumar Gindodiya	**Soni Karwa**
Date: 19/05/2026		**(Company**
Place: Mumbai	**(CFO)**	**Secretary)**
		M No. A69381

Date: 19/05/2026
Place: Jalna