HUNDRED AND SIXTEENTH ANNUAL REPORT 2026

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THE LAKSHMI MILLS COMPANY LTD
COIMBATORE

THE LAKSHMI MILLS COMPANY LIMITED

Annual Report 2025 - 26

BOARD OF DIRECTORS	Sri R. SANTHARAM - Vice Chairman Sri SANJAY JAYAVARTHANAVELU Sri K. MURALI MOHAN Sri R. VARADARAJAN Sri ASHWIN CHANDRAN Smt SUGUNA RAVICHANDRAN (upto 02.09.2025) Sri ADITYA KRISHNA PATHY – Deputy Managing Director Smt PRIYA BHANSALI (from 03.09.2025)
CHAIRMAN AND MANAGING DIRECTOR	Sri S. PATHY
COMPANY SECRETARY	Sri N. SINGARAVEL
CHIEF FINANCIAL OFFICER	Sri A. DORAISWAMY
AUDITORS	M/s. SUBBACHAR & SRINIVASAN Chartered Accountants
SECRETARIAL AUDITORS	M/s. MDS & ASSOCIATES LLP Company Secretaries
REGISTRAR AND SHARE TRANSFER AGENT	M/s. MUFG INTIME INDIA PRIVATE LIMITED (Formerly Link Intime India Private Limited)
BANKERS	Central Bank of India Canara Bank
REGISTERED OFFICE	686, Avanashi Road Pappanaickenpalayam Coimbatore - 641 037 Phone : 91 – 0422 - 2245461 to 2245465, 4333700 E-mail : contact@lakshmimills.com Website : www.lakshmimills.com CIN : L17111TZ1910PLC000093

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THE LAKSHMI MILLS COMPANY LIMITED

686, Avanashi Road, Pappanaickenpalayam, Coimbatore - 641 037
Phone : 91- 0422 - 2245461 - 465, 4333700
E-mail : contact@lakshmimills.com Website : www.lakshmimills.com
CIN: L17111TZ1910PLC000093

NOTICE TO SHAREHOLDERS

Notice is hereby given that the HUNDRED AND SIXTEENTH ANNUAL GENERAL MEETING (AGM) of the Members of the Company will be held on Friday, 25th September, 2026 at 12:05 P.M IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the in-person presence of shareholders to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 686, Avanashi Road, Pappanaickenpalayam, Coimbatore - 641 037.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements including Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flow and Changes in Equity for the year ended on that date together with the Directors' Report and the Auditors' Report thereon.

2. To declare a dividend for the year ended 31.03.2026

3. To appoint a Director in the place of Sri R. Santharam (DIN 00151333), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS

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

   "RESOLVED THAT pursuant to the provisions of section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), A. R. Ramasubramania Raja & Co., (Registration No. 000519), Cost Accountants, Coimbatore, who were appointed as Cost Auditors by the Board of Directors of the Company on the recommendation of the Audit Committee, to conduct the audit of the cost accounting records of the Company for the financial year 2026-27 on a remuneration of ₹ 1,50,000/- per annum exclusive of applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

By Order of the Board
N. SINGARAVEL
Company Secretary
Membership No. F8394

Coimbatore
14.08.2026

NOTES:

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") MCA Circulars, the 116th AGM of the Company is being held through VC/OAVM. Members desirous of participating in the meeting through VC/OAVM, may refer to the procedures mentioned below.

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

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

3. In the 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 will be entitled to vote at the AGM.

4. Institutional/Corporate Members (i.e., other than Individuals/HUF/NRI) etc are required to send the scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing their representatives to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/ Authorisation shall be sent to the Scrutinizer by email through its registered email address to bk.scrutiniser@gmail.com with a copy marked to evoting@nsdl.com.

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

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

7. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday - 19.09.2026 to Friday - 25.09.2026 (both days inclusive), in compliance with Regulation 42 of the SEBI (LODR) Regulations 2015 and Section 91 of the Companies Act, 2013.

8. The Board of Directors has recommended a dividend of 10% (₹ 10/- per Equity Share of ₹ 100/- each) for the year ended 31st March, 2026.

9. Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority: Pursuant to the provisions of Section 124(6) of the Act and Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ("the IEPF Rules") and amendments thereto, the Company has transferred the shares in respect of Members who have not claimed/encashed dividend for the last seven consecutive years to the Demat Account of the IEPF Authority. Details of the Members whose shares have been transferred to the Demat account of the IEPF Authority are available at the Company's website at www.lakshmimills.com. Members who wish to claim dividends, which remain unclaimed, are requested to correspond with the Company/ Registrar to the Issue & Share Transfer Agent of the Company. Members are requested to note that pursuant to Section 124 of the Companies Act, 2013 dividends not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government under Section 125 of the Companies Act, 2013. The details of unpaid/unclaimed dividend can be viewed on the Company's website www.lakshmimills.com. As per the provisions of Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules 2016, the Company will be transferring the share(s) on which the beneficial owner has not encashed any dividend during the last seven years to the IEPF demat account as identified by the IEPF

Authority. Details of shareholders whose shares are liable to be transferred to IEPF are available at the Company website: www.lakshmimills.com. The shareholders whose unclaimed dividend/share has been transferred to the 'Investor Education and Protection Fund' may claim the same from IEPF authority by filing Form IEPF-5 along with requisite documents. Sri N. Singaravel, Company Secretary, is the Nodal Officer of the Company for the purpose of verification of such claims.

10. Members are requested to make all correspondence in connection with shares held by them by addressing directly to the Company Secretary of the Company or its RTA – MUFG Intime India Private Limited, "Surya", 35, May Flower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore 641 028, by quoting their Folio Number or the Client ID No. with DP ID No.

11. It is reiterated that the request for Dematerialisation and Rematerialisation are to be made only to the Depository Participant (DP) with whom the Members have opened an account and not to the Company or its Transfer Agent.

12. The International Securities Identification Number given to your company is INE938C01019.

13. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar to the Issue & Share Transfer Agent, for consolidation into a single folio.

14. A. Securities and Exchange Board of India ("SEBI") had earlier mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities/Registrar to the Issue & Share Transfer Agents with effect from 1st April 2019.

    B. Further, SEBI had mandated the listed entities to issue shares only in dematerialized mode, with effect from 25th January 2022 to Shareholder(s)/ claimant(s) holding shares in physical mode, as against their service requests including for transmission or transposition of shares by providing letter of confirmation.

    As per the said circular, the Company has opened a separate Escrow Demat Account for the purpose of crediting the shares of the Shareholders who fail to submit the letter of confirmation with the respective Depository Participant within the prescribed timeline.

    C. Pursuant to SEBI (LODR) (Fifth Amendment) Regulations, 2025 the Company shall make the payment of Dividend to the Shareholders only in Electronic mode and payment of Dividend by way of cheque/warrant has been dispensed with. Therefore, Members holding shares in physical form are requested to update their bank details by providing the appropriate requests through ISR forms with the Registrar to the Issue & Share Transfer Agent to ensure receipt of dividend. Necessary prior intimation(s) in this regard was provided to the Shareholders. Therefore, Members holding share(s) in physical form are requested to immediately update their KYC details/ dematerialize their shareholding in the Company. A copy of the said circular(s) is available on the Company's website www.lakshmimills.com.

    D. Pursuant to the Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/MIRSD/ MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025 a special window has been opened for re-lodgement of share transfer deeds, which were lodged prior to deadline of April 01, 2019 and rejected/returned/ not attended due to deficiency in the documents/ process or otherwise, for a period of 1 year from February 05, 2026 till February 04, 2027. The shares that are re-lodged for transfer during this period shall be issued only in demat mode and shall be subject to lock-in for a period of one year from the date of registration of transfer. Such re-lodgement requests alongwith the requisite documents shall

be submitted to the Registrar to the Issue & Share Transfer Agent (RTA) - MUFG Intime India Pvt Ltd, within the stipulated time.

E. The shareholders are requested to co-ordinate with the Company's RTA. The shareholders may also note that as per advisory of SEBI, the Company's RTA has launched an investors' self- service portal 'SWAYAM' to access investor requests / services https://swayam.in.mpms.mufg.com.

15. Shareholders holding shares in Demat form and who have not yet registered their e-mail address are requested to register their email address with their respective Depository Participant (DP) immediately. Shareholders holding shares in physical form are requested to dematerialize their shares and register their email address with our Registrars to the Issue & Share Transfer Agents, MUFG Intime India Private Limited, "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028; email id: investor.helpdesk@in.mpms.mufg.com.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Company or to the Registrar to the Issue & Share Transfer Agents - MUFG Intime India Private Limited.

17. Members may kindly note that in accordance with SEBI circular dated 31st July 2023, the Company has registered on the SMART ODR (Securities Market Approach for Resolution through Online Disputes Resolution) Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution institutions for addressing complaints. Members can access the SMART ODR Portal via: https://smartodr.in/login. Members may utilise this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).

18. Members who have not registered their Bank particulars with the Depository Participant(s) ("DP")/Company are advised to utilise the electronic solutions provided by National Automated Clearing House ("NACH") for receiving dividends. Members holding shares in electronic form are requested to contact their respective Depository Participant(s) for availing this facility. Members holding shares in physical form are requested to download the NACH Form from the website of the Company viz., www.lakshmimills.com and the same, duly filled up and signed along with original cancelled cheque leaf may be sent to the Company or to the Registrar to the Issue & Share Transfer Agent ("RTA").

19. a. Members are requested to notify immediately any change in their address:

    i. to their Depository Participant(s) ("DPs") in respect of the shares held in electronic form, and

    ii. to the Company or its RTA, in respect of the shares held in physical form together with a proof of address viz, Aadhar Card/Electricity Bill/Telephone Bill/Ration Card/Voter ID Card/Passport etc.

    b. In case the registered mailing address is without the Postal Identification Number Code ("PIN CODE"), Members are requested to kindly inform their PIN CODE immediately to the Company/RTA/DPs.

20. As per the provisions of Section 72 of the Act, facility for making nominations is now available to individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA of the Company or can download the Form from the Company's website namely www.lakshmimills.com. Members

holding shares in electronic form must approach their Depository Participant(s) for completing the nomination formalities.

21. Details under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standards issued by ICSI in respect of the Director seeking re-appointment / appointment / payment of remuneration at the Annual General Meeting are furnished and forms a part of the Notice.

22. Soft copies of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members who request for the same, during the AGM.

23. A Member who needs any information/clarification on accounts or operations of the Company shall send his/her queries addressed to the Company Secretary at csns@lakshmimills.com, so as to reach him on or before 5.00 P.M on Saturday, 19th September, 2026. Such queries will be replied by the Company suitably, during the AGM or later.

24. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the physical copy of the Annual Report will not be sent. However, a letter containing the QR Code for accessing the Annual Report will be sent to the Members who have not registered their email addresses with the Company/RTA. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.lakshmimills.com and website of the Stock Exchange i.e., BSE Limited at www.bseindia.com and on the website of the NSDL at www.evoting.nsdl.com. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.

25. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Service Limited (CDSL). The Depository System envisages the elimination of several problems involved in the script based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity, etc. Members, therefore, now have the option of holding and dealing in the shares of the Company in electronic form through NSDL or CDSL. Members are encouraged to convert their holdings to electronic mode.

26. Pursuant to the Income-tax Act, 2025, dividend income will be taxable in the hands of Shareholders and the Company deducts tax at source from dividend paid to Shareholders at the prescribed rates. For the prescribed rates for various categories, the Shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Detailed communication regarding the prescribed TDS rates for various categories, conditions for Nil/ preferential TDS and details/documents required thereof are being sent to the members.

The Shareholders are requested to update their Residential Status, Category as per Income Tax Act ("IT Act"), PAN with the Company/RTA (in case of shares being held in physical mode) and depositories (in case of shares being held in demat mode) immediately. A resident individual Shareholder having PAN and entitled to receive dividend amount exceeding ₹ 10,000/- and who is not liable to pay Income Tax, can submit a yearly

declaration in Form No. 121, to avail the benefit of non-deduction of tax at source. Shareholders are requested to note that in case their PAN is not registered with the DP/Company, the tax will be deducted at the applicable higher rate.

Non-resident Shareholders can avail beneficial rates under the relevant tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form No. 41, any other document which may be required to avail the tax treaty benefits. Members are requested to submit the documents using Company's mail id csns@lakshmimills.com and investor.helpdesk@in.mpms.mufg.com on or before 1st September 2026. Separate intimation in this regard will be given to the Shareholders.

27. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

28. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of Dividend. The Company or its Registrar to the Issue & Share Transfer Agents, MUFG Intime India Private Limited cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant by the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of Dividend are requested to write to the Company or its RTA.

29. Non-Resident Indian ("NRI") Members are requested to inform the Company or its RTA or to the concerned Depository Participants, as the case may be, immediately:

    a. the change in their residential status on return to India for permanent settlement or

    b. the particulars of the NRE/NRO Account with a Bank in India, if not furnished earlier.

30. Members may note that M/s. Subbachar & Srinivasan, Chartered Accountants, Coimbatore (Firm Registration No. 004083S) were appointed as Statutory Auditors of the Company at the 112th Annual General Meeting (AGM) held on 9th September, 2022, to hold their office for a period of 5 consecutive years till the conclusion of the 117th AGM to be held during the year 2027. Hence, no resolution is being proposed for appointment of Statutory Auditors at this 116th Annual General Meeting.

31. Registration of email ID and Bank Account details:

    In case the shareholder's email ID is already registered with the Company/its RTA/Depositories, log in details for e-voting are being sent on the registered email address.

    In case the shareholders has not registered his/her/their email address with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend (Bank Account Number, Name of the Bank, Branch, IFSC, MICR code and place with PIN Code), the following instructions are to be followed:

    (i) In case of shares held in physical form, kindly provide the required details to MUFG Intime India Private Limited, "Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028 or to the Company at 686, Avanashi Road, Pappanaickenpalayam, Coimbatore – 641037.

    (ii) In the case of Shares held in Demat mode, the shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

    Regular updation of bank particulars is intended to prevent fraudulent encashment of dividend warrants.

Voting through Electronic Means

i. 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 (LODR) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL. The instructions to e-voting, as given below, explain the process and manner for casting of vote(s) in a secure manner.

   Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of Annual General Meeting Notice and holding shares as on Monday, 31st August, 2026 may refer to this Notice of the Annual General Meeting, posted on Company's website www.lakshmimills.com for detailed procedure with regard to remote e-voting.

   Any person who ceases to be the member of the Company as on the cut-off date and is in receipt of this Notice, shall treat this Notice for information purpose only.

   The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

ii. The remote e-voting period begins on Tuesday – the 22nd September 2026 at 9:00 AM (IST) and ends on Thursday - the 24th September 2026 at 5:00 PM (IST). The e-voting module shall be disabled by NSDL for voting thereafter. During the remote e-voting period, Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 18th 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 Friday, 18th September 2026.

The instructions for members for voting electronically are as under:-

Pursuant to SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode can 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 to access e-Voting facility.

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

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

Step 1: Access to NSDL e-Voting system:

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App available on App Store Google Play
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 Forgot User ID and Forgot Password option available at above mentioned 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 no.: 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 141032 followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 141032 then user ID is 1410326001***

5. Password details for Shareholders other than Individual Shareholders are given below:

   a. If you are already registered for e-Voting, then you can use 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.

   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.

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 for 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(s), you will not be allowed to modify your vote.

General Guidelines for shareholders:

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. together with attested specimen signature

of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bk.scrutiniser@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.

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.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of www.evoting.nsdl.com or call on toll free no.:1800 1020 990 and 1800 22 44 30 or send a request to evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the Depositories/Company 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 the shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@in.mpms.mufg.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 info@in.mpms.mufg.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 Shareholders/Members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

Instructions for Members for e-voting on the day of the AGM are as under:

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

Instructions for Members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the 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 link" placed under "Join Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member's 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/ask questions during the AGM may register themselves as a speaker by sending their request mentioning their name, demat account number/ folio number, email id, mobile number to csns@lakshmimills.com on or before 05.00 PM IST on Saturday, 19th September, 2026. The same will be replied by the Company suitably during the AGM or later.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions only during the meeting ("AGM").
7. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. Further, the Members who have cast their vote by remote e-voting shall not vote by e-voting conducted during the Meeting.
   - The Company has appointed Sri B. Krishnamoorthi, Practicing Chartered Accountant (Membership No. 20439), as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
   - The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow e-voting for all those Members who are present at the Annual General Meeting by electronic means but have not cast their votes by availing the remote e-voting facility. The remote e-voting module shall be disabled for voting thereafter.
   - The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes casted during 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 and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
   - The Results shall be declared within 2 working days of the conclusion of the Annual General Meeting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.lakshmimills.com and on the website of the NSDL immediately after the declaration of the results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange – BSE Limited, where the shares of the Company are listed.

ANNEXURE TO NOTICE

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

The Board of Directors of the Company, at their meeting held on 18th May 2026 on the recommendation of the Audit Committee, has approved the appointment of and remuneration payable to A. R. Ramasubramania Raja & Co., (Registration No. 000519), Cost Accountants, Coimbatore, for the audit of cost accounting records of the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended for the financial year 2026-27 at a remuneration of ₹ 1,50,000/- per annum excluding the applicable taxes and reimbursement of out of pocket expenses incurred by them in connection with the audit.

As per Section 148(3) of the Companies Act, 2013 read with Rule 14(a) of the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as determined by the Board is required to be ratified by the Members of the Company. Accordingly, the Board recommends this Resolution for the approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4

Item No. 2

Details of the Director seeking appointment / re-appointment at the Annual General Meeting pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India

Name	**Sri R. Santharam**
DIN	00151333
Date of Birth / Nationality	21.03.1937 / Indian
Date of appointment on the Board	27.03.2002
Relationship with other Directors	Not related to any other Director
Qualifications	Textile Management (USA)
Experience	56 years
Number of Shares held	Nil
Board Position held	Non-Executive – Non - Independent Director
No. of Board Meeting attended during the year	2
Terms and conditions of appointment	Retires by rotation and eligible for re-appointment
Remuneration last drawn	Sitting fees of ₹ 70,000/-
Remuneration sought to be paid	Sitting Fees for attending the Board and Committee Meetings
Directorships held in other companies	**Listed:** Lakshmi Engineering and Warehousing Ltd **Others:** Lakshmi Card Clothing Mfg. Co Pvt Ltd LCC Investments Pvt Ltd R. Santharam Marketing & Services Pvt Ltd Sri Revati Spinning Mills Ltd
Committee Chairmanship/ Membership held in other companies	
Audit Committee	Member Lakshmi Engineering and Warehousing Ltd
Nomination and Remuneration Committee	Member Lakshmi Engineering and Warehousing Ltd

By Order of the Board
N. SINGARAVEL
Company Secretary
Membership No. F8394

Coimbatore
14.08.2026

DIRECTORS' REPORT

Ladies and Gentlemen,

Your Directors have pleasure in presenting the Hundred and Sixteenth Year Annual Report together with the audited accounts of the Company for the year ended 31st March 2026.

FINANCIAL SUMMARY / HIGHLIGHTS

	31.03.2026		31.03.2025
No. of days worked	**356**		357
		(₹ in Lakhs)	
Revenue from operations	**24,183.48**		26,316.27
Other income	**358.24**		637.23
GROSS REVENUE	**24,541.72**		26,953.50
Profit / (Loss) before Tax and Exceptional Items	**753.75**		(740.45)
Exceptional items	**(23.53)**		21.54
Profit / (Loss) before Taxation	**730.22**		(718.91)
Tax Expense	**2,285.16**		(251.38)
Profit / (Loss) after Taxation	**(1,554.94)**		(467.53)

OPERATIONS

The Company's Revenue from Operations for the financial year 2025-26 amounts to ₹ 24,183.48 Lakhs against ₹ 26,316.27 Lakhs in the corresponding previous year. The Company earned a Profit of ₹ 753.75 Lakhs after Depreciation and Before Tax for the financial year ended 31.03.2026 against a Loss of ₹ 740.45 Lakhs in the previous financial year. After the Exceptional Items of ₹ 23.53 Lakhs, Current Tax of ₹ 165.63 Lakhs and Deferred Tax of ₹ 2,119.53 Lakhs, the working resulted into a loss of ₹ 1,554.94 Lakhs for financial year 2025-26. The installed capacity remained at the same level of 1.44 lakh spindles throughout the year 2025-26. Due to adverse market conditions in domestic and export fronts and fluctuation in the availability of labour, the production of yarn was affected resulting in lower turnover. The utilization of the plant was based on the market demand for yarn during the year.

The revenue segments of the Company continue to be structured with two business segments as (a) Textiles and (b) Rental Services.

DIVIDEND

Your Directors are pleased to recommend a dividend of ₹ 10/- per share, i.e. at the rate of 10% for the FY 2025-26 on the paid-up equity share capital of the Company. The dividend, if approved, will absorb an amount of ₹ 69.55 Lakhs and will be paid to shareholders on approval, subject to deduction of tax at source. The payment of dividend is subject to approval of the shareholders at the 116th Annual General Meeting ('AGM') of the Company.

In view of the provisions made under the Income Tax Act, 1961/2025, dividend paid or distributed by the Company shall be taxable in the hands of the shareholders. Your Company shall, accordingly, make the payment of the dividend after deduction of tax at source at appropriate rates applicable to resident and non-resident shareholders as the case may be.

CHANGE IN NATURE OF BUSINESS

There is no change in the nature of business operations of the Company during the year.

TEXTILES

Your Company apart from manufacturing Cotton and Synthetic yarn has also outsourced fabrics both for exports as well as for domestic market and the sales was ₹ 20,906.18 Lakhs during the year. Export of yarn and fabrics accounted for ₹ 2,738.14 Lakhs as against ₹ 3,371.88 Lakhs in the previous year, a decrease of around 18.79% from the previous year's performance.

RENTAL SERVICES

The income generated from Rental Services during the year 2025-26 was ₹ 2,480.28 Lakhs against ₹ 2,176.53 Lakhs in the previous year.

It is proposed to take up the next phase of the Rental Services during the current year with a developed space of about 1,20,000 sq. ft to be completed by 2027-28. The Company's Bankers have agreed to fund the project.

TRANSFER TO RESERVES

The Company has not transferred any amount to its Reserves during the year under review. However, the loss incurred after tax during the year has been adjusted with the surplus under the head Retained Earnings.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of Sections 124 and 125 of the Companies Act, 2013, unclaimed or unpaid Dividend relating to the financial year 2018-19 is due for remittance to the Investor Education and Protection Fund established by the Central Government.

Further, pursuant to Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, 1495 Equity Shares of ₹ 100/- each on which dividend had remained unclaimed for a period of 7 years has been transferred to the credit of Demat Account of the IEPF Authority during the year under review. During the year under review, unclaimed dividend amount of ₹ 1,71,072/- for the year 2017-18 has been transferred to IEPF Authority.

As on 31st March 2026, 21,493 (3.09%) Equity Shares of the Company were in the credit of the Demat Account of the IEPF Authority.

SHARE CAPITAL

The paid up Equity Share Capital as on 31st March 2026 was ₹ 6,95,55,000/- comprising 6,95,550 Equity shares of ₹ 100/- each. During the year under review, the Company has not made any fresh issue of shares.

WEBLINK OF ANNUAL RETURN

The Annual Return of the Company for the financial year 2025-26 as required under Section 92(3) of the Companies Act, 2013 is available on the website of the Company at the link www.lakshmimills.com/annual-return.

BOARD MEETINGS AND ITS COMMITTEES CONDUCTED DURING THE YEAR UNDER REVIEW

During the year under review, 4 Meetings of the Board of Directors, 5 Meetings of the Audit Committee, 3 Meetings of the Nomination and Remuneration Committee, 1 Meeting of the Corporate Social Responsibility Committee, 1 Meeting of the Stakeholders Relationship Committee and 13 Meetings of the Share Transfer Committee were held. Further details of the same have been enumerated in the Corporate Governance Report annexed herewith.

STATEMENT ON COMPLIANCE WITH SECRETARIAL STANDARDS

The Directors have devised proper systems to ensure compliance with the provisions of applicable Secretarial Standards and that such systems are adequate and operating effectively. The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under Section 134(3)(c) of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, it is hereby confirmed that-

(a) in the preparation of the annual accounts for the year ended 31st March 2026, the applicable accounting standards have been followed and there were no material departures from those standards;

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

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of 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 on a going concern basis;

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

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

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

There was no instance of fraud identified or reported by the Statutory Auditors during the course of their audit for the year, to report to the Audit Committee and/or Board pursuant to Section 143(12) of the Companies Act, 2013 and rules framed thereunder.

DECLARATION OF INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that their name is included in the data bank as per Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014. During the year, the Independent Directors of the Company had no pecuniary relationship or transactions with the Company other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s). The details of sitting fees paid to the Independent Directors are mentioned in the Corporate Governance Report. Further, they have also declared that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. In the opinion of the Board, the Independent Directors, fulfil the conditions of independence as specified in Section 149(6) of the Act 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 Company's Code of Business Conduct & Ethics.

Based on the confirmation/disclosures received from the Directors and on the evaluation of the relationships disclosed, the following Non-Executive Directors are Independent:

Sri K. Murali Mohan, Sri Ashwin Chandran, Sri R. Varadarajan and Smt Priya Bhansali

Pursuant to Companies (Appointment and Qualification of Directors) Rules, 2014, the Independent Directors Data Bank Registration Certificate as required from all the Independent Directors of the Company was taken on note by the Board of Directors of the Company.

STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS DURING THE YEAR

The Board of Directors have evaluated the Independent Directors during the year 2025-26 and opined that the integrity, expertise and experience (including proficiency) of the Independent Directors are satisfactory.

FAMILIARIZATION PROGRAMMES

In compliance with the requirements of the Listing Regulations, the Company has put in place a familiarization programme for the Independent Directors to familiarize them with their roles, rights and responsibilities as Independent Directors, the working of the Company, nature of the industry in which the Company operates. The same is also available on the Company's website at https://www.lakshmimills.com/familiarisation-programme.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND OTHER MATTERS PROVIDED UNDER SECTION 178(3) OF THE COMPANIES ACT, 2013

The composition and attendance of the Nomination and Remuneration Committee of Directors of the Company are reported elsewhere in the Annual Report.

The Board of Directors has framed a policy which lays down a framework in relation to nomination, appointment and remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to the Executive Directors, Key Managerial Personnel and Senior Management. The policy also provides the criteria for determining qualifications, positive attributes and Independence of Directors and criteria for appointment of Key Managerial Personnel / Senior Management pursuant to the provisions of Section 178 of the Companies Act, 2013 and in terms of Regulation 19(4) of the SEBI Listing Regulations and their performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors while making selection of the appointees. The above policy has been posted on the website of the Company at – https://www.lakshmimills.com/investors/Nomination-and-Remuneration-Policy.pdf.

AUDITORS' REPORT

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. Subbachar & Srinivasan, Statutory Auditors.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, the Company has made investments and complied with the provisions of Section 186 of Companies Act, 2013. However, the Company has not given any loans or guarantees or provided any securities covered under the provisions of Companies Act, 2013. Further, the details in respect of investments made by the Company have been disclosed in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All the transactions of the Company during the year with the related parties were in the ordinary course of business and on an arm's length pricing basis and not material in nature and thus a disclosure in Form AOC-2 under the Companies Act, 2013, are not required. Further, there are no material related party transactions during the year under review with Promoters, Directors or Key Managerial Personnel.

The policy on Related Party Transactions as approved by the Board of Directors of the Company has been uploaded on the website of the Company and may be accessed through the link at https://www.lakshmimills.com/wp-content/uploads/Policy-on-Related-Party-Transactions.pdf

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There is no material change or commitment affecting the financial position of the Company after the closure of the financial year as on 31st March 2026 and till the date of this report.

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

The information pertaining to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as required under section 134 (3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is attached herewith as Annexure - 1 forming part of this report.

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company follows a comprehensive and integrated risk management process. The risk management process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are reviewed and integrated with the management process such that they receive the necessary consideration during decision making by the Board of Directors.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company does not meet the threshold criteria of net worth, turnover or net profit as stipulated under Section 135(1) of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Accordingly, no amount was spent by the Company during the Financial Year under review.

However, the Company has adopted a Corporate Social Responsibility Policy defining therein the CSR activities to be undertaken by the Company in areas or subjects specified in Schedule VII of the Companies Act, 2013. The Corporate Social Responsibility Committee of the Board, as stated below, is responsible for the implementation and effective monitoring of the CSR activities of the Company. The CSR policy may be accessed on the Company's website https://www.lakshmimills.com/wp-content/uploads/2017/11/Policy-on-Corporate-Social-Responsibility.pdf.

The composition of Corporate Social Responsibility Committee is as follows:

1. Sri S. Pathy - Chairman
2. Sri Aditya Krishna Pathy - Member and
3. Sri Ashwin Chandran - Member

ANNUAL EVALUATION OF THE BOARD ON ITS OWN PERFORMANCE AND OF THE INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Act and the Listing Regulations, the Board has carried out the annual evaluation of its own performance, the individual Directors (including the Chairman) as well as an evaluation of the working of all Board Committees. The performance evaluation was carried out on the basis of the criteria laid down by Nomination and Remuneration Committee and the inputs received from all the Directors/Members of the Committees, considering the various aspects of the Board's functioning, composition of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance. The Independent Directors of the Company have also convened a separate meeting for reviewing the performance of the Non-Independent Directors and the Board as a whole and assessing the quality, quantity and timeliness of flow of information between the Company and the Board. The results of evaluation have been communicated to the Chairman of the Board of Directors.

DIRECTORS' & KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Sri R. Santharam (DIN 00151333) Director is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") and being eligible offers himself for re-appointment.

The Board recommends his reappointment for the consideration of the Members of the Company at the forthcoming Annual General Meeting. Brief profile of Sri R. Santharam is given in the Notice convening the ensuing Annual General Meeting.

During the year under review, on completion of Second term of office as an Independent Director, Smt Suguna Ravichandran had vacated the Office on the closing hours of 02.09.2025. The Board places on record its sincere appreciation for the invaluable guidance and counsel rendered by the Smt Suguna Ravichandran during her period of office.

Further, the Shareholders of the Company at their Annual General Meeting held on 12th September 2025 approved the appointment of Smt Priya Bhansali as an Independent Director to hold office for initial term of five (5) consecutive years with effect from 3rd September 2025 , and also approved the re-appointment and payment of remuneration to Sri. Aditya Krishna Pathy as Deputy Managing Director of the Company for a further period of 3 years with effect from 30th July 2025.

Further also, the Shareholders of the Company by means of Postal Ballot dated 26th March 2026 approved the re-appointment of Sri Sundaram Pathy (DIN: 00013899) as Managing Director of the Company for a further period of 5 years and on payment of remuneration for a further period of 3 years with effect from 24th April 2026 based on the recommendation of Nomination and Remuneration Committee and approval of Audit Committee and Board of Directors at their respective meeting(s) held on 12th February 2026.

The Key Managerial Personnel of the Company pursuant to Section 2(51) and 203 of the Companies Act, 2013 are Sri S. Pathy - Chairman and Managing Director, Sri Aditya Krishna Pathy - Deputy Managing Director, Sri N. Singaravel – Company Secretary and Sri A. Doraiswamy - Chief Financial Officer.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any joint venture, subsidiary or associate company.

FIXED DEPOSITS

Since the Company has not accepted any fixed deposit covered under Chapter V of the Companies Act, 2013, there are no deposits remaining unclaimed or unpaid as on 31st March, 2026 and accordingly, the question of default in repayment of deposits or payment of interest thereon during the year does not arise.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE

There are no significant material orders passed by the Regulators, Courts, Tribunals which would impact the going concern status of the Company and its future operations.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

Your Company has in place adequate internal financial controls commensurate with the size, scale and complexity of its operations. Such controls have been assessed during the year under review taking into consideration the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. Based on the results of such assessments carried out by the management, no reportable or significant deficiencies and no material weakness in the design or operation of any control were observed. The Audit Committee of the Board periodically reviews the Internal Financial Control Systems and their adequacy and recommends corrective action as and when necessary to ensure that an effective internal control mechanism is in place.

The Directors and Management confirm that the internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. A report of Auditors pursuant to Section 143(3)(i) of the Companies Act, 2013 certifying the adequacy of Internal Financial Controls is annexed with the Auditors Report.

COMPOSITION OF AUDIT COMMITTEE AND VIGIL MECHANISM / WHISTLE BLOWER POLICY

The composition and attendance of the Audit Committee of the Board of Directors of the Company are disclosed in the Corporate Governance Report. The Company has devised a vigil mechanism in the form of a Whistle Blower Policy to provide adequate safeguards to deal with instances of fraud and mismanagement and to report concerns about unethical behavior or any violation of the Company's Code of Conduct in pursuance of provisions of Section 177(10) of the Companies Act, 2013 as explained in the Corporate Governance Report and also the Policy is posted on the website of company and can be accessed at the link https://www.lakshmimills.com/wp-content/uploads/Vigil-Mechanism_Whistle-Blower-Policy.pdf. During the year under review, there were no complaints received under this mechanism.

AUDITORS

STATUTORY AUDITORS

Subbachar & Srinivasan (Firm Registration No.004083S), Chartered Accountants, Coimbatore were appointed as the Statutory Auditors of the Company for a period of five years at the 112th Annual General Meeting of the company held on 9th September 2022.

The Company has received a Certificate from the Statutory Auditors to the effect that their continued appointment as the Statutory Auditors of the Company, would be within the limits prescribed under section 139 of the Companies Act, 2013.

COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Board of Directors on the recommendation of the Audit Committee has reappointed A.R.Ramasubramania Raja & Co., (Firm Registration No. 000519) a firm of Cost Accountants, as the Cost Auditors to audit the cost records of the Company for the financial year 2026-27. A.R.Ramasubramania Raja & Co., have confirmed that their appointment is within the limits of section 141(3)(g) of the Companies Act, 2013 and have also certified that they are free from any disqualifications specified under section 141(3) and proviso

to section 148(3) read with section 141(4) of the Companies Act, 2013. The Audit Committee has also received a Certificate from the Cost Auditor certifying their independence and arm's length relationship with the Company.

As per the provisions of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014, a resolution seeking Members' approval for the remuneration payable to the Cost Auditors for the financial year 2026–27 forms part of the Notice convening the 116th Annual General Meeting of the Company for their ratification. Accordingly, the Board recommends for the resolution seeking Members' ratification for the remuneration payable to A.R.Ramasubramania Raja & Co., Cost Auditors.

MAINTENANCE OF COST RECORDS UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

The Company has maintained the Cost Records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has appointed MDS & Associates LLP, (LLPIN:ABZ – 8060) Company Secretaries, Coimbatore as the Secretarial Auditors of the Company for a first term of 5 consecutive financial years commencing from the financial year 2025-26 by the Shareholders at the 115th Annual General Meeting of the Company held on 12th September 2025.

The Secretarial Audit Report for the financial year 2025-26 is annexed herewith as Annexure – 2 and forms an integral part of this Report.

CORPORATE GOVERNANCE

A report on Corporate Governance, and the Management Discussion and Analysis Report is annexed and forms part of this report. The Company has complied with the conditions relating to Corporate Governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Auditors Certificate in this regard is also annexed and forms part of this report.

PARTICULARS OF EMPLOYEES

Disclosures with respect to the remuneration of Directors and employees as required under Section 197(12) of Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as Annexure - 3 to this Report.

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy on Sexual Harassment of Women at Workplace in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaint Committee has been set up to redress complaints received. All employees (permanent, contractual, temporary, trainees) are covered under this policy. There were no complaints of harassment received from any of the women employees of the Company during the financial year 2025-26.

The following is the summary of sexual harassment complaints received and disposed off during the year 2025-26:

i. Number of complaints received – Nil

ii. Number of complaints disposed off – NA

iii. Number of cases pending for more than ninety days - NA

CEO/CFO CERTIFICATION

As required under Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chairman and Managing Director (Chief Executive Officer) and the Chief Financial Officer have furnished necessary certificate to the Board on the financial statements presented for the year ended 31st March 2026.

DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR

No application has been made and no proceedings are pending against the Company under the Insolvency and Bankruptcy Code, 2016.

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

The disclosure under this clause is not applicable as the Company has not undertaken any one-time settlement with the banks or financial institutions.

COMPLIANCE WITH RESPECT TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.

During the year under review, the Company ensured compliance with the provisions of the Maternity Benefit Act, 1961.

ACKNOWLEDGEMENT

The Board acknowledges the continued support from the Bankers, Cotton, Yarn and Fabric Dealers of the Company and Shareholders and appreciates the valuable services rendered by the employees at all levels.

May the Goddess Lakshmi continue to shower her choicest Blessings for the prosperity of the Company in the years to come.

By Order of the Board
For **The Lakshmi Mills Co. Ltd.,**

S. PATHY
Chairman and Managing Director
(DIN 00013899)

Coimbatore
18th May, 2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

I. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian Textile Industry is a cornerstone of the economy, contributing 2.3% to GDP, 13% to industrial production and 12% to exports, while employing over 45 million people directly. As the world's second largest producer of fiber and exporter of textiles, it spans from traditional handlooms to modern high tech manufacturing such as technical textiles. The growth is increasingly driven by a shift towards sustainable eco friendly green textiles and technological integration through smart fabrics.

II. OPPORTUNITIES AND THREATS

TEXTILES

a) Opportunities

Expanding domestic market on account of growing middle income group and consumption trends are driving demand. The rising global demand like shifts in supply chains due to geopolitical, favours India. The Government support such as PLI Scheme (Production Linked Incentive), RoSCTL (Rebate of State and Central Taxes and Levies), export incentive for garments and made ups are timely measures extended to the textile industry. India's growing focus on textile in recycling and circular economy focusing sustainable manufacturing.

The Production-Linked Incentive is designed to boost domestic manufacturing and reduce textile imports by offering incentives based on cumulative sales of locally produced MMF apparel, MMF fabrics and technical textiles. The Bharath Tex 2025 being India's largest global textile event, serving as a platform to advance the "Farm to Fibre, Fabric, Fashion and Foreign Markets" vision strengthening India's position in the global textile industry.

India has signed Free Trade Agreements (FTA) with Australia, United Kingdom, Oman and New Zealand. Ongoing negotiations are with US, EU (European countries), Canada, SACU countries like Botswana, South Africa etc. and expected to be concluded shortly. These FTA are expected to result into higher export opportunities to India.

The Union Budget 2026-27 prioritizes the textile sector for job creation and export growth. The textile sector is set to grow to US $ 350 billion by 2030. The future of textiles is moving towards functionality. The government is promoting technical textiles as part of its focus on high value added products. India aims to become a key player in the global technical textiles market which is expected to grow substantially in the coming years.

b) Threats

Unlike China and Vietnam, India's textile supply chain is not integrated leading to inefficiencies and higher costs due to lack of vertical integration. Global regulations (like EU sustainability laws) demand stricter environmental and labour standards and thereby increasing production costs. As regards to water, energy and waste management challenges need to be addressed for sustainable growth.

Intense Global Competition: Countries like Bangladesh and Vietnam offer lower production costs and benefit from Preferential Trade agreements, challenging the market share of traditional leaders like India and China.

Geopolitical and Trade Risks:

Tariff volatility: New or impending punitive tariffs, particularly from major markets like the US, can lead to decreased Profit margins and reduced export competitiveness.

Environmental and Regulatory Pressure:

Stringent Green Mandates: New International laws, such as those from the EU, require highest transparency, waste recycling and lower carbon foot prints, which can be costly for small and medium sized enterprises (MSMEs) to implement.

Traceability Requirements:

Brands are increasingly forced to provide full traceability of raw materials from farm to self.

Economics and material volatility

Raw material price fluctuations: Erratic yields due to climate change lead to high volatility in natural fibre prices (eg.Cotton) which squeezes margins for manufacturer with low pricing power.

Rising costs: Increased freight, labour and power costs are significant hurdles in maintaining competitive pricing with changing consumer behavior.

The future of textile industry in India hinges on digital transformation, sustainable practices and upskilling its massive work force.

Rental Services

(1) Opportunities:

Rental services in India face a polarized landscape: high performing Grade A Centres are thriving, while one fifth are having vacancies.

High Rental Income growth: ICRA Projects rental income for premium malls growth by 7 – 8% in F.Y. 2025 and 8 – 9% in F.Y. 2026, driven by high demand for quality space.

Expansion of Organised Retail: Growing middle class consumption and expansion of branded retail in Tier II cities are increasing and hence demand for Grade A retail space.

Experience led Retail: Malls focusing on the "experience economy" – combining shopping with food, beverages and entertainment are seeing higher occupancy.

Technology & Flexible Leasing: Improved tech enabled property management allows for more adaptive revenue sharing lease models.

(2) Threats:

Around 15.5 million sq.ft. of retail space is considered dormant due to poor, out dated design and weak tenant mixes.

E-commerce & Digital shifts: Online shopping continues to reduce footfall in physical stores, making it difficult for smaller or non-prime malls to retain tenants.

High operational costs: Mall tenants face high common area maintenance (CAM) charges, property taxes and operating expenses, which can be burdensome particularly in low-footfall locations.

Vacancy & Tenant Retention: Despite overall rent growth vacancy rates have risen in some areas due to excessive supply, leading to high turnover of retailers.

Competition from High Street: High Street retail locations often offer lower rental costs and lower maintenance charges posing a threat to mall competitiveness.

III. SEGMENT WISE OR PRODUCT WISE PERFORMANCE

Textiles

Textiles consists of manufacturing and sale of Yarn and trading in fabric. The company manufactures Cotton and manmade yarn at Palladam with 77472 spindles in Tirupur District and the other unit at Kovilpatti with 66960 Spindles in Thoothukudi District. The trading unit is at Coimbatore.

COMPARITIVE SALES PERFORMANCE FOR THE YEAR 2025-26 Vs 2024-25

	2025-26		2024-25	
I. YARN	**Qty. (lac kgs)**	**Value (Rs. Crores)**	**Qty. (lac kgs)**	**Value (Rs. Crores)**
a) Domestic	55.17	181.15	57.52	197.46
b) Exports	3.86	10.96	2.08	7.49
Total	**59.03**	**192.11**	**59.60**	**204.95**
II. CLOTH	**Qty. (lac kgs)**	**Value (Rs. Crores)**	**Qty. (lac kgs)**	**Value (Rs. Crores)**
a) Domestic	0.96	0.80	0.92	1.00
b) Exports	11.28	16.15	16.69	25.91
Total	**12.24**	**16.95**	**17.61**	**26.91**
Grand Total	**71.27**	**209.06**	**77.21**	**231.86**

Due to adverse market conditions, full production could not be achieved in both the financial years.

Rental Services:

Financial year	Area let out (Sq.Ft.)	Rental Income (Rs.in lakhs)
2025-26	2,57,565	2,480.28
2024-25	2,50,565	2,176.53

The rental income during the financial year is more by ₹ 303.75 lakhs on account of revenue sharing, Events conducted and new tenants. The Company's mall being situated in the heart of the city with tenants of good brands attracting large consumers.

IV. OUTLOOK

Textiles

The spinning sector is already moving towards a wider fiber mix, more specialized yarn and sustainability and the company is not an exception in spinning blends or even four fibers in one yarn. The focus is steadily moving towards application based yarns that offer a clear functional and commercial edge rather than remaining in the commonality pace.

The raw material basket has also undergone a change; within cotton also, we have organic cotton, BCI cotton, recycled cotton fiber and also increasing use of linen, hemp, bamboo, tencel and silk in spinning. The Government's mission for cotton productivity is to address bottlenecks, declining growth and quality concerns in India's cotton sector. The mission focuses on enhancing cotton productivity through development of High Yielding Variety (HYV) seeds resistant to disease and pests and promotion of Extra Long Staple (ELS) cotton as well as branding and traceability initiatives under Kasturi Cotton. Bharath to position Indian Cotton as a premium sustainable and globally trusted product.

Supply chain control, capital cost, technology renewal and the spread of modern practices of the industry are now at the centre. India's textile opportunity is no longer in question what will decide the outcome in how the industry restructures itself on the ground, quite literally – the focus away from capacity and production strength to the issues that will naturally determine competition.

Rental Services

The Indian mall industry is witnessing a clear bifurcation between successful, well managed assets and struggling ones. The future favours mall that can pivot to mixed use experiences rather than relying solely on retail, particularly as rental income remains healthy for top tier developers.

V. RISKS AND CONCERNS

The Company has a risk management process and frame work in place. The process is co-ordinated by the Board to review risks with planned actions.

1. Business and Market Risks:

   On inventory valuation, EBITDA, Finished goods pile up, power cost, unhedged forex etc.

2. Financial Risks:

   Working capital block, Term loan timely permit, statutory dues etc.

3. Operational Risks:

   Technology upgradation, labour shortage, quality claims etc.

4. Regulatory and Compliance:

   SEBI LODR: SEBI quarterly result, Related Party Omnibus approval, Board composition etc.

5. Environmental and Labour:

   Pollution Control Board Norms, labour laws, code on wages, PF, ESI etc.

VI. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate internal control system commensurate with its size and operations to safeguard the assets and ensure reliability of financial results.

VII. DISCUSSIONS ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The revenue during the year 2025-26 is ₹ 245.42 Crores and the Company earned a Profit of ₹ 7.30 Crores after depreciation and taxes. The EBITDA stands at ₹ 31.32 Crores.

The Company's energy consumption cost during the year is lower by ₹ 3.43 lakhs due to savings on captive generation of Solar and Wind energy. In the ensuing financial year 2026-27, the 8.5 MW Solar power in full capacity, an annual savings of ₹ 11 Crores is expected and thereby 60% of the total energy consumption will be met from fossil energy resulting in reduction of carbon emission.

VIII. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NO. OF WORKERS EMPLOYED

The relations with permanent employees continue to be cordial. The Company had on its Roll 319 employees as on 31.03.2026 as against 311 employees as on 31.03.2025.

IX. KEY FINANCIAL RATIOS

Sl. No	Description	2025-26	2024-25	% change	Explanation
1	Debtors Turnover Ratio	9.49	11.47	(17.26)	Better Realisation of debtors
2	Inventory Turnover Ratio	6.27	7.57	(17.17)	Increase in Inventories
3	Interest Coverage Ratio	1.73	0.52	232.69	Increase in earnings before interest and taxes
4	Current Ratio	1.06	0.52	103.85	Decrease in current liabilities
5	Debt Equity Ratio	0.11	0.15	(26.67)	Reduction in debts
6	Operating Profit Margin %	7.36	3.04	142.12	Increase in earnings before interest and taxes
7	Net Profit Margin (%)	(6.43)	(1.78)	(261.24)	Increase in tax and deferred tax
8	Return on Net Worth	(24.66)	2.17	(1236.41)	Loss in Comprehensive Income due to decrease in value of quoted investments

By Order of the Board
For **The Lakshmi Mills Co. Ltd.,**

S. PATHY
Chairman and Managing Director
(DIN 00013899)

Coimbatore
18th May, 2026

ANNEXURE – 1

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo [Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014]

A. Conservation of Energy

i. Steps taken for conservation of energy

In Palladam Mills,

A Unit Blow Room and Carding Department WRS Main Centrifugal Fan Pulley Dia changed from 210 mm to 190 mm and Comber WRS Motor Pulley Dia changed from 224 mm to 200 mm.

Due to above measures, saving of 5,319 Units per month achieved.

In Kovilpatti Mills:

Fan Blade angles in Humidification Plants in A, B and C Units and Autoconer were changed.

Due to above measures, saving of 11,880 Units per month achieved.

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

The Company utilised alternative renewable energy by investing in Group Captive Generation of Solar Power of 17.5 MWp DC and Wind Energy of 3 MW AC.

iii. Capital investment on energy conservation equipment - Nil

B. Technology Absorption

i. Efforts made towards technology absorption, adaptation and innovation:

The Company has not imported any Technology.

ii. Benefits derived as a result of the above efforts:

Not applicable

iii. Information of Imported Technology (imported during the last 5 years from the beginning of the Financial Year):

Not applicable

iv. Expenditure incurred on Research & Development:

No expenditure incurred for R & D during the year.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

	₹ in Lakhs
Foreign Exchange earnings	2,738.14
Foreign Exchange outgo	280.42

By Order of the Board
For **The Lakshmi Mills Co. Ltd.,**
S. PATHY
Chairman and Managing Director
(DIN 00013899)

Coimbatore
18th May, 2026

FORM NO. MR-3 **ANNEXURE - 2**

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Members
The Lakshmi Mills Company Limited
(CIN: L17111TZ1910PLC000093)
Old No: 1100, New No. 686, Avanashi Road, Pappanaickenpalayam
Coimbatore, Tamilnadu, India, 641037

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

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

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

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

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

iii) The Depositories Act, 1996 and the Regulations and bye-laws framed thereunder;

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

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

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

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

   d) 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; and

   e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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

a) Secretarial Standards with respect to Board Meetings (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI);

b) Listing Agreement entered into by the Company with the BSE Limited.

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

We further report that, during the year under review, there were no actions/events in pursuant of the following Rules/Regulations requiring compliance thereof by the Company:

a. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

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

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

d. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; and

e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

g. The Securities and Exchange Board of India (Issue and Listing of Non – Convertible Securities) Regulations, 2021.

We further report that based on the information provided by the Company, its officers and authorized representatives, there are no laws specifically applicable to the Company.

We further report that having regard to the compliance system prevailing in the Company and on the review of quarterly compliance reports taken on record by the Board of Directors and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the labour and environmental laws as applicable.

We further report, that the compliance of applicable financial laws, like direct and indirect tax laws by the Company has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with provisions of the Act.

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, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

We further report that during the period, there were no instances of:

- Public / Rights / Preferential issue of Shares / Debentures / Sweat Equity.
- Redemption / buy-back of securities.
- Major decision taken by the members in pursuant to Section 180 of the Companies Act, 2013.
- Merger / Amalgamation / Reconstruction etc.
- Foreign technical collaborations.

For MDS & Associates LLP
Company Secretaries

M D SELVARAJ
Managing Partner
Membership No.: FCS 960, C P No.: 411
Peer Review No. 6468/2025
UDIN: F000960H000349297

Place: Coimbatore
Date : 18.05.2026

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

'Annexure A'

ANNEXURE TO SECRETARIAL AUDIT REPORT ISSUED BY COMPANY SECRETARY IN PRACTICE

To

The Members
The Lakshmi Mills Company Limited
(CIN: L17111TZ1910PLC000093)
686, Avanashi Road
Pappanaickenpalayam
Coimbatore – 641 037.

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

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

For MDS & Associates LLP
Company Secretaries

Place: Coimbatore
Date : 18.05.2026

M D SELVARAJ
Managing Partner
Membership No.: FCS 960, C P No.: 411
Peer Review No. 6468/2025
UDIN: F000960H000349297

ANNEXURE - 3

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i. Ratio of the remuneration of each director to the median remuneration of the Employees of the Company for the financial year 2025-26:

Sl. No	Name	Category	Ratio
1	Sri S. Pathy	Chairman and Managing Director	44.58 : 1
2	Sri Aditya Krishna Pathy	Deputy Managing Director	30.47 : 1

Note: No sitting fees paid to the Managing Directors. No increase in remuneration other than annual increments.

ii. The percentage of increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2025-26:

Sl. No	Name	Category	%
1	Sri S. Pathy	Chairman and Managing Director	10.89
2	Sri Aditya Krishna Pathy	Deputy Managing Director	13.31
3	Sri N. Singaravel	Company Secretary	0.74
4	Sri A. Doraiswamy	Chief Financial Officer	0.08

iii. The percentage increase in the median remuneration of employees in the financial year 2025-26

3.76% (Previous Year: -0.35%). (Increase in percentage during the year 2025-26 is due to reduction in the number of employees)

iv. The number of permanent employees on the rolls of Company as on 31st March 2026:

319 (Previous Year: 311)

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

The average percentile increase in salaries of employees other than Managerial Personnel and KMP is 1.90% (Previous Year: -6.23%) and for Managerial Personnel and KMP is 25.02% (Previous Year: 11.13%). The average percentile increase in salaries of employees other than Managerial Personnel and KMP is due to reduction in number of employees.

vi. Affirmation that the remuneration paid during the financial year 2025-26 is as per the Remuneration Policy of the Company.

It is affirmed that the remuneration paid during the financial year 2025-26 is as per the Nomination and Remuneration Policy of the Company.

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(a). Statement showing the names of the top ten employees in terms of remuneration drawn during the financial year 2025-26

Name (Age in Years)	Designation	Gross Remuneration paid	Qualification	Date of Commencement of employment (Experience in Years)	Previous Employment
S. Pathy (76 Years)	Chairman and Managing Director	1,24,23,333/-	B.Com	24-04-1996 (52 Years)	South India Viscose Ltd
Aditya Krishna Pathy (39 Years)	Deputy Managing Director	77,54,839/-	Graduate in Business Mgmt	30-07-2010 (15 Years)	Nil
N. Jaychander (65 Years)	Chief Operating Officer	39,04,360/-	Post Grad. In Business Admin	27-01-1985 (41 Years)	South India Viscose Ltd
N. Varadarajan (65 Years)	Senior General Manager - Marketing	23,90,376/-	B.Com, FICWA, ACS	24-06-2004 (44 Years)	Sri Renga Textiles
N. Ravi (73 Years)	Senior General Manager - Exports	22,61,976/-	MSc, MBA, FTC	20-01-1999 (47 Years)	Sundaram Textiles Ltd
K. Kumar (60 Years)	General Manager - Projects	21,30,000/-	M.Com, PGDMA, MBA	06-06-2019 (40 Years)	Dhanalakshmi Paper Mills Ltd
A. Doraiswamy (84 Years)	Chief Financial Officer	18,15,883/-	B.Com, MBA, ACA, ACS	18-03-2019 (60 Years)	Lakshmi Automatic Loom Works Limited
V. Prabhakaran (68 Years)	General Manager – Finance & Accounts	17,47,972/-	M. Com, MBA	02.04.1979 (47 Years)	Nil
S. Rajendran (55 Years)	General Manager - Palladam	17,08,459/-	B. Tech (Textiles)	04.04.2014 (36 Years)	K. P. Textiles
N. Singaravel (58 Years)	Company Secretary	15,59,982/-	B.Com, PG Dip. PM & LL, ACS	20-02-2013 (31 Years)	Pricol Properties Limited

(b). Statement showing the name of every employee, who –

(i)	if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;	Sri S. Pathy
(ii)	if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;	NONE
(iii)	if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.	

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 read with Rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

NOT APPLICABLE

By Order of the Board
For **The Lakshmi Mills Co. Ltd.,**
S. PATHY
Chairman and Managing Director
(DIN 00013899)

Coimbatore
18th May, 2026

REPORT ON CORPORATE GOVERNANCE

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

A BRIEF STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Lakshmi Mills Company Limited ('Lakshmi Mills') is committed to the sound ethical practice of corporate functioning with maximum Customer satisfaction by offering the Quality Products at the right time at the reasonable price with the right service and comply with all the regulations as applicable from time to time. At Lakshmi Mills, the means of perfection is an on-going process enabling it to look back with immense satisfaction on its past achievements and look forward with confidence to a promising and challenging future. The strategy is always to maintain the position of leadership through a systematic initiative in the product development giving the customers a quality product and to ensure high ethical standard in all its business activities.

BOARD OF DIRECTORS

In order to enable the Board to discharge its responsibilities and to have the operations effectively all statutory, significant and material information are placed before the Board on a quarterly basis.

COMPOSITION

The composition of the Board ensures a judicious mix of Executive, Non-Executive and Independent Directors. The Board of Directors of the Company consists of Eight (8) Directors. Sri S. Pathy is the Chairman and Managing Director, Sri Aditya Krishna Pathy is the Deputy Managing Director and all other Directors are Non-Executive Directors (out of which four (4) are Independent Directors, including a Woman Independent Director and two (2) are Non-Executive Non-Independent Directors). The composition of the Company's Board is in conformity with SEBI Listing Regulations.

The Board met 4 times during the Financial Year on 28th May 2025, 14th August 2025, 10th November 2025 and 12th February 2026. The details of composition of Board, category of directorship, number of other directorships in other public companies, chairmanship and membership in Committees of other public companies as held by the Directors of the Company, attendance of Directors at the Board Meetings and the Annual General Meeting held during the year are as under:-

Name of the Directors	Category	Attendance Particulars		No of Directorship in other Companies#	No. of Board Committee Memberships / Chairmanships held in other companies $	
		Board Meeting	Last AGM		Member	Chairman
Sri S. Pathy^ (DIN: 00013899)	Executive - Chairman & Managing Director	4	Yes	2	1	-
Sri R. Santharam (DIN: 000151333)	Non - Executive - Vice Chairman	2	Yes	2	-	-
Sri Sanjay Jayavarthanavelu (DIN: 00004505)	Non - Executive – Non Independent	3	No	4	-	-
Sri Aditya Krishna Pathy% (DIN: 00062224)	Executive – Deputy Managing Director	4	Yes	-	-	-
Sri K. Murali Mohan (DIN:626361)	Non - Executive - Independent	4	Yes	3	-	-

Name of the Directors	Category	Attendance Particulars		No of Directorship in other Companies#	No. of Board Committee Memberships / Chairmanships held in other companies $	
		Board Meeting	Last AGM		Member	Chairman
Sri Ashwin Chandran (DIN: 00001748)	Non - Executive - Independent	4	Yes	2	1	2
Sri R. Varadarajan (DIN: 00001884)	Non - Executive - Independent	3	Yes	1	2	-
Smt Suguna Ravichandran* (DIN: 00170190)	Non - Executive - Independent	2	NA	2	1	2
Smt Priya Bhansali @ (DIN: 00195848)	Non - Executive - Independent	2	Yes	3	4	4

Excludes Alternate Directorships; Directorships in Foreign Companies, Section 8 Companies, Private Companies and Government Companies.

$ Only Audit Committee and Stakeholders Relationship Committee were considered.

^ Sri S. Pathy was re-appointed as a Managing Director of the Company for further period of 5 years with effect from 24th April 2026.

% Sri Aditya Krishna Pathy was re-appointed as a Deputy Managing Director of the Company for further period of 3 years with effect from 30th July 2025.

* Smt. Suguna Ravichandran retired as an Independent Director of the Company with effect from closing hours of 2nd September 2025 upon completion of her second term of office as Independent Director.

@ Smt Priya Bhansali was appointed as Independent Director for ONE Term of 5 Consecutive years from 3rd September 2025.

Disclosure of relationships between directors inter-se:

Sri Aditya Krishna Pathy, Deputy Managing Director is the son of Sri S. Pathy, Chairman and Managing Director of the Company. None of the other Directors of the Company are related to each other.

As per the disclosures received from the Directors, none of the Directors serve as member of more than 10 Committees and as the Chairman/ Chairperson of more than 5 Committees, as per the requirements of the SEBI Listing Regulations.

None of the Directors holds directorship in more than 20 Companies (including limit of maximum directorships in 10 public companies) pursuant to section 165 of the Companies Act, 2013. Further, none of the Directors including Independent Directors hold directorships in more than the maximum number of Directorships prescribed under Regulation 17A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Other Directorship

Directors	Details of other listed entities where the Directors hold directorship	
	Name of the listed entity	Designation
Sri S. Pathy	Lakshmi Engineering and Warehousing Ltd	Promoter, Chairman, Non Executive – Non Independent Director
	LMW Ltd	Promoter, Non Executive – Non Independent Director

Directors	Details of other listed entities where the Directors hold directorship	
	Name of the listed entity	**Designation**
Sri R. Santharam	Lakshmi Engineering and Warehousing Ltd	Non Executive – Non Independent Director
Sri Sanjay Jayavarthanavelu	LMW Ltd	Promoter, Executive Chairman and Managing Director
	Super Sales India Ltd	Promoter, Chairman, Non Executive – Non Independent Director
Sri K. Murali Mohan	-	-
Sri Ashwin Chandran	Precot Ltd	Promoter, Chairman and Managing Director
	Kovilpatti Lakshmi Roller Flour Mills Limited	Independent Director
Sri R. Varadarajan	Rajshree Sugars & Chemicals Ltd	Whole Time Director
Sri Aditya Krishna Pathy	None	Not Applicable
Smt Priya Bhansali	Bannari Amman Spinning Mills Ltd	Woman – Independent Director
	Kaycee Industries Ltd	
	Salzer Electronics Ltd	

Details of the Board meetings of the Company held during the financial year 2025-26

Four Board meetings were held during the year and the date on which the Board meetings held are as follows:

S. No	Date of Board Meeting	No. of Directors Attended
1	28.05.2025	7
2	14.08.2025	8
3	10.11.2025	6
4	12.02.2026	7

The minimum information as required under Regulation 17(7) and specified under Part A of Schedule II to the SEBI Listing Regulations is made available to the Board. The Board also reviews the declarations made by the Managing Director and Chief Financial Officer regarding compliance with applicable laws, on a quarterly basis.

Statement showing number of Equity Shares held by the Non-Executive Directors as on 31st March 2026

Name of the Directors	No. of Shares	Name of the Directors	No. of Shares
Sri R. Santharam	NIL	Sri Sanjay Jayavarthanavelu	13,213
Sri K. Murali Mohan	NIL	Sri R. Varadarajan	NIL
Sri Ashwin Chandran	NIL	Smt Priya Bhansali	NIL

There has been no materially significant transaction or relationship between the Company and its Non - Executive Directors during the year. The Company has not issued any type of convertible instruments to Non-Executive Directors. The Company has not issued ESOPs to any director.

INDEPENDENT DIRECTORS

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 149(6) of the Companies Act, 2013 along with rules framed thereunder. In terms of Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors of the Company have confirmed that they are not

aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors have confirmed that they meet the criteria of independence as mentioned under Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that they are independent of the management. All Independent Directors of the Company have been appointed as per the provisions of the Companies Act, 2013. Formal letters of appointment have been issued to the Independent Directors. The terms and conditions of their appointment are disclosed on the Company's website.

INDEPENDENT DIRECTOR DATABANK REGISTRATION

Pursuant to a notification dated October 22, 2019 issued by the Ministry of Corporate Affairs amending the Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2019 the Independent Directors must have completed registration with the Independent Directors Databank. The Company has received declarations from all the Independent Directors of the Company confirming that their name is included in the data bank as per Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS

The Chief Executive Officer and the Company Secretary are jointly responsible for ensuring that such induction and familiarization programmes are provided to the Independent Directors to familiarize them about their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates, business model of the Company, strategy, operations and functions of the Company as and when required. The management provides information including specific project, activity or process of the Company at the meeting of Board of Directors or otherwise.

The familiarization programs for Independent Directors are posted in the website – https://www.lakshmimills.com/familiarisation-programme.

KEY BOARD QUALIFICATIONS, EXPERTISE AND ATTRIBUTES

The Board of Directors comprises of qualified members who bring in the required skills, competence and expertise that allow them to make effective decisions or contributions to the Board, its committees and the management.

The list of core skills / expertise / competency identified by the Board of Directors as required in the context of its business(es) and sector(s) for functioning effectively and those already available with the Board are as follows:

Leadership skills	Leadership skills in effective participation in decision making
Industrial Knowledge and Experience	Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values), major risks / threats and potential opportunities and knowledge of the industry in which the Company operates
Technical / Professional Skills	Technical / professional skills and specialist knowledge to assist with ongoing aspects of the board's role in relation to Company's business
Board services and Corporate Governance	Experience in Board services and Corporate Governance to protect the interest of the stakeholders, at large and various rules and regulations applicable to the Company
Business strategy	Experience in Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making
Financial and Management skills	Experience and ability to read and understand the financial statements, proficiency in financial function, reporting and processes

Leadership skills	Leadership skills in effective participation in decision making
Human resources / Soft skills	Experience in people management, dispute resolution, inter personal relations and liaison with stakeholders

In the table below, the specific areas of focus or expertise of individual Board members have been highlighted:

Board Qualifications							
Name of the Director	Area of Expertise						
	Leadership Skills	Industrial Knowledge and Experience	Technical / Professional Skills	Board Services and Corporate Governance	Business Strategy	Financial and Management Skills	Human Resources and Soft Skills
Sri S. Pathy	✔	✔	✔	✔	✔	✔	✔
Sri R. Santharam	✔	✔	✔	✔	✔	✔	✔
Sri Aditya Krishna Pathy	✔	✔	✔	✔	✔	✔	✔
Sri Sanjay Jayavarthanavelu	✔	✔	✔	✔	✔	✔	✔
Sri Ashwin Chandran	✔	✔	✔	✔	✔	✔	✔
Sri K. Murali Mohan	✔	✔	✔	✔	✔	✔	✔
Sri R. Varadarajan	✔	✔	✔	✔	✔	✔	✔
Smt Priya Bhansali	✔	✔	✔	✔	✔	✔	✔

CONFIRMATION ON THE FULFILLMENT OF THE CONDITIONS OF INDEPENDENCE

Based on the declarations received from the Independent Directors, the Board of Directors are of the opinion that the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations and the Companies Act, 2013 and are independent of the management.

INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors met on 12th February, 2026 pursuant to Schedule IV of the Companies Act, 2013 without the presence of Non-Independent Directors and Members of the Management, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the independent Directors were present at the Meeting.

During the year under review, the Independent Director – Smt Suguna Ravichandran retired on completion of her Two Terms of office as Independent Director of the Company and in her place – Smt Priya Bhansali was appointed as Independent Director. Further, no Independent Director resigned before the completion of their tenure.

COMMITTEE OF DIRECTORS

The Board has constituted the following Committees of Directors to deal with matters referred to it for timely decisions:

1) Audit Committee 2) Nomination and Remuneration Committee 3) Stakeholders Relationship Committee 4) Share Transfer Committee and 5) Corporate Social Responsibility Committee.

AUDIT COMMITTEE

The role, powers and functions of the Audit Committee are as per Section 177 of the Companies Act 2013, and SEBI Listing Regulations. The terms of reference of this Committee are as required by SEBI - under Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations. Out of four members of the Committee, three are Independent Directors including the Chairperson of the Committee. They possess sound knowledge on accounts, audit, finance, taxation, internal controls etc. The Audit committee reviews reports of the internal auditor, meets statutory auditors when required and discusses their findings, suggestions, observations and other related matters. It also reviews major accounting policies followed by the company, compliance of adequate internal control system, Accounting Standards and financial disclosures and other issues conforming to the requirements of the Companies Act, 2013 and the Stock Exchange in terms of SEBI Listing Regulations, 2015.

Composition, Meeting(s) and Attendance details of the Audit Committee:

The Committee met 5 times during the financial year on 7th May 2025, 28th May 2025, 14th August 2025, 10th November 2025 and 12th February 2026. The composition and the attendance of the Members at the Committee Meetings held during the year are as under:

Name of the Members	Category	No. of Meetings held during the year	No. of Meetings attended
Sri K. Murali Mohan (Chairperson)	Non-Executive – Independent	5	5
Sri R. Varadarajan (Member)	Non-Executive – Independent	5	5
Sri R. Santharam (Member)	Non-Executive – Non Independent	5	1
Smt Suguna Ravichandran (Member)*	Non-Executive - Independent	3	2
Sri Ashwin Chandran (Member) *	Non-Executive - Independent	1	1

* The Committee was re-constituted at the Board Meeting held on 10th November 2025 by induction of Sri. Ashwin Chandran, Independent Director as Member consequent to retirement of Smt. Suguna Ravichandran as an Independent Director with effect from the closing hours of 2nd September 2025.

The quarterly financial results were reviewed by the Committee before submission to the Board. On quarterly basis, the Committee reviews the related party transactions.

Sri N. Singaravel, Company Secretary is the Secretary of the Audit Committee.

The Chief Financial Officer attended the Committee meetings. The Board has accepted the recommendations of the Committee and there were no incidences of deviation from such recommendations during the financial year under review.

The Chairman of the Audit Committee attended the Annual General Meeting of the Company held on 12th September 2025.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is constituted in compliance with the requirements of Regulation 19 of the SEBI Listing Regulations and section 178 of the Companies Act 2013.

The role, powers and functions of the Nomination and Remuneration Committee are as per Section 178 of the Companies Act 2013, and the guidelines set out in the SEBI Listing Regulations. The terms of reference of this Committee are as required by SEBI - under Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. The Committee has been constituted for identifying the persons to be appointed as Directors and Senior Management personnel and recommend to the Board – the appointment, payment of remuneration and removal of Directors, carry out evaluation of Directors, formulate the criteria for determining qualifications, positive attributes and independence of Directors, and to recommend a policy relating to the remuneration of Directors.

Composition, Meeting(s) and Attendance details of the Nomination and Remuneration Committee:

The Committee met 3 times during the Financial Year on 28th May 2025, 14th August 2025 and 12th February 2026. The composition and attendance of the members at the Committee Meetings held during the year are as under:

Name of the Members	Category	No. of Meetings held during the year	No. of Meetings attended
Sri Ashwin Chandran (Chairperson)	Non-Executive - Independent	3	3
Sri R. Varadarajan (Member)	Non-Executive - Independent	3	3
Sri Sanjay Jayavarthanavelu (Member)	Non-Executive - Non Independent	3	2

The Committee has formulated performance evaluation criteria for evaluation of the Chairman, the Board as a whole, Committees of the Board, Independent Directors and Non – Independent Directors. The evaluations were carried out as per the criteria determined by this Committee. The Chairman of the Nomination and Remuneration Committee attended the Annual General Meeting ("AGM") held on 12th September, 2025, through Video Conferencing.

The remuneration policy of the Company is posted on the Company's website at https://www.lakshmimills.com/Nomination-and-Remuneration-Policy.pdf.

PERFORMANCE EVALUATION OF NON-EXECUTIVE DIRECTORS AND INDEPENDENT DIRECTORS

The Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD/ CIR/P/2017/004 dated January 5, 2017 has issued a guidance note on Board Evaluation specifying the criteria for evaluation of the performance of (i) Board as a whole, (ii) individual Directors (including Independent Directors & Chairperson) and (iii) various Committees of the Board. Based on the parameters suggested, the Nomination and Remuneration Committee has adopted suitable criteria to evaluate the performance of Non- Executive Directors and Independent Directors of the Company. Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors were carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as Stakeholder Relationship Committees. They also evaluated various aspects of the Board such as adequacy of the composition of the Board and its Committees, Board Diversity, execution and performance of specific duties, obligations and governance. The Directors have expressed their satisfaction with the evaluation process. The report of the evaluation has been submitted to the Chairman and Managing Director.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been constituted in compliance with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 20 and Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of the following three Non-Executive Directors as its members to specifically serve the grievance of the shareholders / investors. The Committee is chaired by Sri R. Santharam, Non-Executive Non-Independent Director. The Committee reviews the services rendered namely – adherence of service standards adopted by the Company in respect of services rendered by the Registrar to the Issue and Share Transfer Agents, measures taken for effective exercise of voting rights by shareholders, measures to reduce the quantum of

unclaimed dividends, timely receipt of dividend warrants, annual reports, notices, etc., redressal of complaints of the shareholders like delay in transfer of shares, non receipt of Annual Report, non receipt of dividends, etc., and also the action taken by the Company on such matters.

The Committee met on 12th February, 2026 during the financial year ended 31st March 2026 as below.

Name of the Members	Category	No. of Meetings held during the year	No. of Meetings attended
Sri R. Santharam (Chairman)	Non-Executive – Non Independent	1	-
Sri K. Murali Mohan (Member)	Non-Executive - Independent	1	1
Sri R. Varadarajan (Member)	Non-Executive - Independent	1	1

Sri N. Singaravel, Company Secretary is the Compliance Officer.

There were no complaints received and remaining pending or not resolved to the satisfaction of shareholders as on 31.03.2026.

The Chairperson of the Stakeholders' Relationship Committee attended the Annual General Meeting of the Company held on 12th September, 2025.

SHARE TRANSFER COMMITTEE

The Share Transfer Committee has been formed by the members of the Board of Directors. During the year, the Committee met 13 times and approved the transmission, change of name, name deletion and the issuance of Duplicate Share Certificates, the issuance of Letter(s) of confirmation (In lieu of physical share certificate(s)), transfer to IEPF etc., the Equity Shares of the Company.

Dividend declared for the year 2017-18 and remained unclaimed for a period of 7 years were transferred to IEPF Account and 1495 shares with respect to the unclaimed dividend were transferred to the credit of demat Account of the IEPF Authority during the year under review pursuant to Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

During the year under review, the Company has transferred 247 shares to "Unclaimed Share Suspense Account" as specified in Regulation 39(4) read with Schedule VI of SEBI Listing Regulations in respect of Unclaimed Shares held in physical mode.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Company has constituted the Corporate Social Responsibility Committee. The terms of reference of this Committee, assigned by the Board encompasses:

a. To formulate and recommend to the Board, a CSR policy which shall indicate the activities to be undertaken by the Company as specified in schedule VII of the Companies Act, 2013.

b. To recommend the amount of expenditure to be incurred on the activities referred to in clause A.

c. To monitor the CSR policy of the Company from time to time.

d. Any other matter that may be referred by the Board from time to time or as may be necessary for compliance with the Companies Act, 2013 or Rules made thereunder or any other statutory laws of India.

The Committee presently comprises of the following:

Name of the Members	**Category**	**No. of Meetings held during the year**	**No. of Meetings attended**
Sri S. Pathy (Chairperson)	Executive - Chairman and Managing Director	1	1

Name of the Members	Category	No. of Meetings held during the year	No. of Meetings attended
Sri Aditya Krishna Pathy (Member)	Executive - Deputy Managing Director	1	1
Sri Ashwin Chandran (Member)	Non - Executive - Independent	1	1

The Committee met on 28th May 2025 during the financial year ended 31st March 2026. All the members were present at the meeting.

The Company's CSR Policy is uploaded on the website of the Company viz. https://www.lakshmimills.com/wp-content/uploads/2017/11/Policy-on-Corporate-Social-Responsibility.pdf

REMUNERATION OF DIRECTORS

The Directors' appointments are governed by the resolutions passed by the members of the Company pursuant to the Companies Act, 2013 and the SEBI Listing Regulations.

Remuneration paid or payable to Directors during the year 2025-26 are as below: (in Rs.)

Name of the Directors	Sitting Fees	Salary	Perquisites	Contribution to PF, Superannuation Fund & Gratuity	Total
Sri S. Pathy *	NA	1,19,23,333	5,00,000	20,55,208	1,44,78,541
Sri Aditya Krishna Pathy *	NA	75,04,839	2,50,000	21,40,460	98,95,299
Sri R. Santharam	70,000	NA	NA	NA	70,000
Sri Sanjay Jayavarthanavelu	1,15,000	NA	NA	NA	1,15,000
Sri K. Murali Mohan	2,20,000	NA	NA	NA	2,20,000
Sri Ashwin Chandran	1,80,000	NA	NA	NA	1,80,000
Sri R. Varadarajan	2,55,000	NA	NA	NA	2,55,000
Smt Priya Bhansali	50,000	NA	NA	NA	50,000
Smt Suguna Ravichandran**	90,000	NA	NA	NA	90,000

* Remuneration paid as approved by the Shareholders.

** Smt. Suguna Ravichandran retired as an Independent Director of the Company with effect from closing hours of 2nd September 2025 upon completion of her second term of office as Independent Director.

The Managing Directors were not paid any sitting fees for attending the meetings of the Board and Committees. Non - Executive Directors are paid only sitting fees for Board / Committee Meetings attended by them.

The criteria of making payments to Non – Executive Directors is appearing on the website of the Company at https://www.lakshmimills.com/Nomination-and-Remuneration-Policy.pdf.

No Stock options were granted/convertible instruments issued to Non-Executive Directors of the Company during the financial year ended 31st March 2026. No service contracts were entered into with Directors.

Senior management shall include all functional heads and all members of the management who are one level below MD/ED along with CS

The particulars of senior management including the changes therein since the close of the previous financial year are as follows:

Name of the Senior Management Personnel	Designation	Date of Appointment	Date of Cessation, if any
Jaychander N	Chief Operating Officer	27.01.1985	---
Singaravel N	Company Secretary	20.02.2013	---
Doraiswamy A	Chief Financial Officer	18.03.2019	---

Name of the Senior Management Personnel	Designation	Date of Appointment	Date of Cessation, if any
Ravi N	Senior General Manager - Exports	20.01.1999	---
Varadarajan N	Senior General Manager - Marketing	24.06.2004	---
Govindarajulu V	General Manager - Planning & Coordination	10.11.2000	---
Rajendran S	General Manager - Palladam Mills	04.04.2014	---
Prasad K	Senior Manager - Purchase	21.09.2018	---
Selvaraj K	Senior Manager – Personnel & HR	18.08.2025	---
Rajagopal B	Manager – Information & Systems	10.03.2002	---
Sivakumar R	Manager – Kovilpatti Mills	03.11.2023	---
Vijayakumar R	Manager - Personnel & Ind. Relations	02.01.2019	31.07.2025

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report covering matters in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) for the year under review is annexed to this Annual Report.

GENERAL BODY MEETINGS

Location and time for the last three AGMs held and the special resolutions, if any, passed thereat, are as given below:

Financial Year ended	Date of Meeting	Time of Meeting	Venue of the Meeting	Special Resolutions Passed, if any
31st March 2024	09.09.2024	10.30 A.M	Through Video conferencing (VC) / Other A udio Visual Means (OAVM) from the Registered Office of the Company	NIL
31st March 2024	09.09.2024	10.30 A.M		Remuneration to Sri S. Pathy, Managing Director Appointment of Independent Directors – Sri K. Murali Mohan, Sri Ashwin Chandran and Sri R. Varadarajan
31st March 2025	12.09.2025	12.05 P.M		Appointment of Independent Director – Smt Priya Bhansali Reappointment of Sri Aditya Krishna Pathy, as Deputy Managing Director

EXTRA ORDINARY GENERAL MEETING AND POSTAL BALLOT

No EGM was held during the year under review.

During the year under review, the Company has conducted a postal ballot and the details of resolution passed through postal ballot and the voting pattern for the said resolution are disclosed as under:

Date of Postal Ballot Notice	12th February 2026			
Remote E-Voting Period	25th February 2026 to 26th March 2026.			
Date of Declaration of Results	28th March 2026			
Resolution Particulars	Votes Cast in Favour		Votes Cast in Against / Invalid Votes Cast	
Approval for re-appointment of Sri Sundaram Pathy, (DIN: 00013899) as Managing Director for a further period of 5 years effective from 24.04.2026.	4,87,005	99.99%	10	0.01%

Procedure for Postal Ballot:

In accordance with the MCA Circulars, the Postal Ballot Notice dated 12th February 2026 was sent only by electronic mode to those Members whose names appeared in the Register of Members / List of Beneficial Owners as on 20th February 2026 ("Cut-Off Date") respectively as received from the Depositories and whose e-mail addresses were registered with the Company / Depositories.

Sri B. Krishnamoorthi, Practicing Chartered Accountant, Coimbatore, was appointed as the Scrutinizer for carrying on the Postal Ballot process in a fair and transparent manner.

Pursuant to the provisions of Sections 108 & 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations and the Resolution as specified in the Notice of the Postal Ballot dated 12th February 2026 was transacted through Postal Ballot only by way of remote e-Voting.

The Company had engaged the services of the National Securities Depository Limited ("NSDL") for providing an e-voting facility to the Members. The Members were provided with the option of exercising their right to vote on the said resolution through e-voting during the period from 25th February 2026 to 26th March 2026. Upon completion of the voting period, the Scrutinizer completed the scrutiny of the votes cast and submitted his report to the Chairman and Managing Director. The results of the voting were declared on 28th March 2026 and displayed on the websites of the Stock Exchange, the Company, and the NSDL.

Further, as on the date of this report, apart from the above, the Company do not foresee the need for conducting postal ballot to pass any resolution in the current financial year, However, if required, the same shall be conducted in compliance with the procedure stipulated under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and its relevant Rules made thereunder, the Listing Regulations and any other applicable laws in this regard.

MEANS OF COMMUNICATION

The quarterly and annual financial results are published in the Business Line in English and Dinamani in Tamil in accordance with the requirements of the SEBI Listing Regulations.

The Company Profile, Corporate information, Shareholding Pattern, Financial Statements, Code of Conduct for Directors and Officers and Product range are displayed in the Company's website at www.lakshmimills.com.

Quarterly Financial Results and Quarterly Shareholding Pattern are intimated to Stock Exchange periodically and also posted in the portal hosted by BSE in www.bseindia.com. Whenever there are any important developments, the company makes news releases and the same will be displayed in the company's website - www.lakshmimills.com and also forward a copy of the same to the Stock Exchange. The Company has not made any presentations to the institutional investors or to the analysts during the year under review.

SHAREHOLDERS INFORMATION ON 116th ANNUAL GENERAL MEETING

Day, Date & Time	:	Friday, 25th September, 2026 – 12.05 P.M
Venue	:	Annual General Meeting (AGM) to be conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), pursuant to MCA and SEBI circulars without requiring physical presence of Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company – 686, Avanashi Road, Pappanaickenpalayam, Coimbatore – 641 037.
FINANCIAL CALENDAR		
Financial year	:	1st April, 2025 to 31st March, 2026
Tentative Schedule for considering Financial Results:		
For the Quarter ending 30th June, 2026	:	On or before 14th August 2026
For the Quarter ending 30th September, 2026	:	On or before 14th November 2026
For the Quarter ending 31st December, 2026	:	On or before 14th February 2027
For the Quarter / Year ending 31st March, 2027	:	On or before 30th May, 2027
Dividend Record Date	:	Friday, 18th September, 2026
Dividend Payment Date	:	Within 30 days from the date of AGM.
E-voting period	:	22.09.2026 - 9.00 A.M to 24.09.2026 - 5.00 P.M

Date of Book Closure	:	Saturday, 19.09.2026 to Friday, 25.09.2026 (both days inclusive)

LISTING ON STOCK EXCHANGES

The equity shares of the Company are listed at	:	BSE Limited, P J Towers, Dalal Street, Fort, Mumbai – 400 001.
BSE Limited, Stock Code	:	502958
ISIN No.	:	INE938C01019

Listing fee for the year 2025-2026 has been paid to BSE Ltd.

The Company's Shares are traded in Bombay Stock Exchange-BSE Ltd. No trading is undertaken in the National Stock Exchange.

The securities of the Company have never been suspended from trading at the Stock Exchange – BSE Ltd., during the year.

REGISTRAR & SHARE TRANSFER/DEMAT AGENTS

M/s. MUFG Intime India Pvt. Ltd.,
(Erstwhile M/s. Link Intime India Pvt. Ltd.),
"Surya", 35, May Flower Avenue
Behind Senthil Nagar, Sowripalayam Road,
Coimbatore – 641 028
Phone : 0422 4958995 / 2539835 – 36
Email : investor.helpdesk@in.mpms.mufg.com

DETAILS OF COMPLIANCE OFFICER

Sri N.Singaravel
Company Secretary
The Lakshmi Mills Company Limited
686, Avanashi Road, Coimbatore - 641 037
Phone: +91-422-2245461 - 65, 4333700, 4333914
E-Mail: csns@lakshmimills.com
secretarial@lakshmimills.com

In order to facilitate investor servicing, the Company has designated an e-mail-id: csns@lakshmimills.com mainly for registering complaints by investors.

SHARE TRANSFER SYSTEM

In terms of amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from 1st April 2019, transfer of securities in physical form shall not be processed unless the securities are held in the demat mode with a Depository Participant. Further, effective from 24th January 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests namely, issue of duplicate share certificates, exchange / sub-division / splitting / consolidation of securities, transmission / transposition of securities. SEBI vide its circular dated 30th January 2026 has decided to do away with the earlier requirement of issuance of Letter of Confirmation, to implement this the Depositories shall develop a process / system to enable the Registrar and Share Transfer Agents (RTAs) / listed companies to credit the securities directly to the demat account of the investor after necessary due – diligence by RTAs/listed companies.

SHAREHOLDING PATTERN as on 31.03.2026

Sl. No.	Category	No. of Share holders	No. of Shares held	% to paid-up capital
1	Promoters and Promoters group	24	4,56,250	65.60
2	Insurance Companies, Banks and Mutual Funds	11	17,023	2.45
3	Central / State Government(s)	1	5,107	0.73
4	Foreign Financial Institutions / Banks	1	20	0.00
5	Bodies Corporate	57	49,375	7.10
6	Individuals	4,940	1,33,812	19.24
7	IEPF	1	21,493	3.09
8	Trust	1	382	0.05
9	HUF	164	8,419	1.21
10	Non- Resident Indian	75	3,669	0.53
	Total	**5,275**	**6,95,550**	**100.00**

Shareholders holding shares in multiple Folio Nos. / Client Ids were clubbed into single Folio No. / Client Id based on the PAN of the Shareholder / First Shareholder, if the shares were held in joint names.

DISTRIBUTION OF SHARE HOLDING as on 31.03.2026

Range (No. of Shares)	No. of Shareholders	No. of Shares	% held
1 - 500	5,388	1,13,393	16.30
501 - 1000	23	16,623	2.39
1001 - 2000	8	12,786	1.84
2001 - 3000	1	2,426	0.35
3001 - 4000	2	6,955	1.00
4001 - 5000	1	4,085	0.59
5001 - 10000	6	48,078	6.91
10001 and Above	13	4,91,204	70.62
Total	**5,442**	**6,95,550**	**100.00**

DEMATERIALISATION OF SHARES

The Company's shares are available for trading in the depository system of both the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL).

As on 31st March 2026, 6,70,130 equity shares constituting 96.35% of the Paid up Equity Share Capital have been dematerialized. The Promoters of the Company have completely dematerialized their shareholdings.

With effect from 1st April, 2019, the applications for transfer of shares held in physical form has not been processed by the listed entity / Registrar and Share Transfer Agents, except in case or transmission or transposition, in accordance with the amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

GDRs/ADRs/Warrants or any Convertible Instruments and their likely impact on equity

There are no outstanding warrants or any convertible instruments. The Company has not issued any GDR, ADR or Convertible instruments of any kind.

FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES: NIL

NOMINATION FACILITY

The Companies Act, 2013 has provided the facility of nomination for the shares of the Company. The nomination form along with instructions is provided to the members on request.

CREDIT RATING

The Company does not have any Debt instruments or fixed deposit programme or any scheme or proposal involving mobilization of funds either in India or abroad that requires Credit Rating.

PLANT LOCATIONS

The Company has 2 Plants situated at the following locations:

Unit I: Lakshmipuram P.O., Kovilpatti

Unit II: Kuppuswamynaidupuram, Palladam

The Company also has a Commercial Establishment at the Urban Centre, Lakshmi Mills Junction, Coimbatore.

ADDRESS FOR CORRESPONDENCE

All correspondence from shareholders should be addressed to the Company Secretary cum Compliance Officer.

Investors' grievances email id : csns@lakshmimills.com

DISCLOSURES

a) Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large:

All the related party transactions were entered into on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. There were no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large.

The details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards. All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature.

A statement of all related party transactions is presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms and conditions of the transactions.

Kindly refer to the notes forming part of accounts for the details of Related Party Transactions.

b) Details of non-compliance by the company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any Statutory Authorities, on any matter relating to capital markets, during the last three years:

No penalty, strictures was imposed on the Company by Stock Exchanges or SEBI or any Statutory Authorities, on any matter relating to Capital Markets during the last three years.

c) Details of establishment of vigil mechanism / Whistle Blower policy and affirmation that no personnel have been denied access to the Audit Committee:

A Whistle Blower Policy is adopted by the Company to provide for adequate safeguards to deal with instances of fraud and mismanagement and to report concerns about unethical behaviour or any violation of the Company's code of conduct. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee. The Audit Committee has been authorized to review the cases received under the Whistle Blower Policy of the Company and address the grievances of all the personnel in the Company. The whistle blower mechanism is in operation and no personnel have been denied access to the Audit Committee. The Whistle Blower policy is posted on the Company's website at https://www.lakshmimills.com/wp-content/uploads/Vigil-Mechanism-_Whistle-Blower-Policy.pdf

d) Details of compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of Corporate Governance norms as enumerated in SEBI Listing Regulations.

The Board has taken cognizance of the non-mandatory requirements and shall consider adopting the same as and when necessary.

e) Web link where policy for determining 'material' subsidiaries is disclosed:

The Company does not have a subsidiary Company and hence the requirement of disclosing the web link of policy for determining 'material' subsidiaries is not applicable.

f) Web link where policy on dealing with related party transactions is disclosed:

The Company has framed Related Party Transaction Policy and the same is placed on the Company's website and the web link for the same is https://www.lakshmimills.com/wp-content/uploads/Policy-on-Related-Party-Transactions.pdf.

g) Disclosure of commodity price risks and commodity hedging activities:

The Company is not undertaking any commodity hedging activities; hence there is no risk of commodity hedging to the Company.

h) Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A).

The Company has not raised any funds through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

i) Certificate from a Company Secretary in whole time practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Security Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

A certificate from a Company Secretary in whole time practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Security Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority has been obtained and is annexed to this report.

j) Where the Board has not accepted any recommendation of any Committee of the Board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof.

During the year under review, the recommendations made by the different Committees have been accepted and there were no instances where the Board of Directors had not accepted any recommendation of the Committees.

k) Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm / entity of which the Statutory Auditor is a part.

The Company has paid a sum of ₹ 15.26 Lakhs as fees on consolidated basis to the Statutory auditor and all entities in the network firm / entity of which the Statutory auditor is a part for all the services rendered by them.

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

As per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has constituted an Internal Complaints Committee.

i. Number of complaints filed during the financial year	-	NIL
ii. Number of complaints disposed off during the financial year	-	NIL
iii. Number of complaints pending as at end of the financial year	-	NIL

m) Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount: NIL

n) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries: NIL

OTHER DISCLOSURES

i) Details on the compliance of non-mandatory requirements:

The Company has adopted the non-mandatory requirement relating to Reporting of internal Auditors to Audit Committee as recommended in terms of Regulation 27(1) read with Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

ii) Disclosure on accounting treatment:

In the preparation of the financial statements, the Company has followed the accounting standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

iii) Disclosure on risk management:

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

All the requirements of Corporate Governance Report of sub – paragraphs (2) to (10) of Schedule V of the SEBI Listing Regulations has been duly complied with.

None of the discretionary requirements as specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been adopted.

The Company is fully compliant with the Corporate Governance requirements as specified by Regulation 17 to 27 and clauses (b) to (i) of Sub – Regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG)

It's a framework used to evaluate a company's sustainability and ethical practices across three key areas: environmental impact, social responsibility, and corporate governance. These factors are increasingly considered by investors and businesses to assess a company's long-term value and impact.

The ESG Reporting during the year is not applicable to the Company being not in the Top 1000 Listed Companies. The Company has taken note of the ESG Framework as below:

Environmental: Our Company has environmental impact of greeneries in all the premises and is out sourcing Captive Solar and Wind Energy for the operations of the Mills and the Commercial Establishment.

Social: The Company focuses on the relationships with its stakeholders, such as employees, customers and communities in which the Company operates, by providing assistance including issues like labour practices, diversity, wages and medical facilities, educational assistance, etc., on par with the prevailing levels in surrounding industries.

Governance: Our Company has well managed governance system including effective internal controls, statutory compliances and transparency.

CERTIFICATE FROM CEO / CFO

The CEO and CFO certification of the financial statements for the year has been submitted to the Board of directors, in its meeting held on 18th May 2026 as required under Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

As required by Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Compliance Certificate from the Auditors' regarding compliance of conditions of Corporate Governance forms part of this Report.

CODE FOR PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

The Company has also formulated "The Code of Fair Disclosure of Unpublished Price Sensitive Information (UPSI)" in compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015.

UNCLAIMED SUSPENSE ACCOUNT

The Company has an Unclaimed Suspense Account in the name of "The Lakshmi Mills Company Ltd – Unclaimed Share Suspense Account" as specified in Regulation 39(4) read with Schedule VI of SEBI Listing Regulations, and in which 247 Equity shares of the Company are held in Physical mode.

Further, the Company has a Demat Suspense Account in compliance with SEBI Circular No. SEBI/HO/MIRSD/ PoD-1/OW/P/2022/64923 dated 30th December, 2022. No share has been credited to that account during the financial year under review.

The particulars of shares held in the said Suspense Account(s) of the Company are as follows:

Particulars	Demat Suspense Account		Unclaimed Suspense Account	
	Number of Shareholders	Number of Shares	Number of Shareholders	Number of Shares
Aggregate number of shareholders and the outstanding shares as on 1st April, 2025	--	30	--	247
Number of shareholders who approached the Company for transfer of shares from shares suspense account during the year	--	--	--	--
Number of shareholders to whom shares were transferred from suspense account during the year;	--	--	--	--
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year 31st March 2026;	--	30	--	247

The voting rights on the aforesaid shares remain frozen till the rightful owner of such shares claims their shares.

DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES – Not Applicable

CODE OF CONDUCT

The Code of Conduct for the Directors and Senior Management Personnel of the Company has been laid down and posted on the Website of the Company. The compliance of the said Code of Conduct by the Directors and Senior Management Personnel for the year 2025-26 has been affirmed by the Chairman and Managing Director (CEO).

DECLARATION FOR CODE OF CONDUCT

I hereby confirm that the Company has obtained from the members of the Board and Senior Management Personnel their affirmation on compliance of the Code of conduct laid down by the Company for the financial year 2025-2026.

By Order of the Board
For **The Lakshmi Mills Co. Ltd.,**
S. PATHY
Chairman and Managing Director
(DIN 00013899)

Coimbatore
18th May, 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members
M/s. The Lakshmi Mills Company Limited
CIN: L17111TZ1910PLC000093
686, Avanashi Road, Pappanaickenpalayam
Coimbatore – 641037

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of THE LAKSHMI MILLS COMPANY LIMITED having CIN: L17111TZ1910PLC000093 and having registered office at 686, Avanashi Road, Pappanaickenpalayam, Coimbatore – 641037 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No	Name of Director	DIN	Date of appointment in Company
1	Mr. Rangaswamy Santharam	00151333	27/03/2002
2	Mr. Sundaram Pathy (Managing Director) *	00013899	27/09/1995
3	Mr. Aditya Krishna Pathy (Deputy Managing Director) #	00062224	11/06/2009
4	Mr. Sanjay Jayavarthanavelu	00004505	30/07/2010
5	Ms. Priya Bhansali #	00195848	03/09/2025
6	Mr. Ranganathan Varadarajan	00001738	09/09/2024
7	Mr. Ashwin Chandran	00001884	09/09/2024
8	Mr. Krishnamoorthyrao Murali Mohan	00626361	09/09/2024

* The Members of the Company by means of Postal Ballot dated 26th March 2026 approved the re-appointment of Mr. Sundaram Pathy as Managing Director for a further period of 5 years and payment of remuneration for a further period of 3 years with effect from 24th April, 2026.

\# The Members of the Company at their Annual General Meeting held on 12th September 2025 have approved the re-appointment of Mr. Aditya Krishna Pathy, as Deputy Managing Director of the Company for a further period of 3 years with effect from 30th July 2025 and Ms. Priya Bhansali as a Non Executive Independent Director of the Company for the 1st term of five consecutive years with effect from 3rd September 2025.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For MDS & Associates LLP
Company Secretaries
M D SELVARAJ
Managing Partner
Membership No.: FCS 960, C P No.: 411
Peer Review No. 6465/2025
UDIN: F000960H000349385

Place: Coimbatore
Date : 18.05.2026

Independent Auditors' Certificate on Corporate Governance

To The Members of The Lakshmi Mills Company Limited, Coimbatore

We have examined the compliance of conditions of Corporate Governance by The Lakshmi Mills Company Limited ('the Company') for the year ended March 31, 2026 as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015, as amended ('SEBI Listing Regulations').

Managements' Responsibility

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

Auditors' Responsibility

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

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on certification of Corporate Governance (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"), the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ("ICAI"), which requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI").

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on our examination of the relevant records and to the best of our information and according to the explanations given to us and the representation provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as specified in the aforesaid relevant Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as applicable during the year ended 31st March 2026.

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

For M/s Subbachar & Srinivasan
Chartered Accountants
Firm Registration No.004083S

Coimbatore
18th May, 2026

(T.S.V.RAJAGOPAL)
Membership No. 200380
UDIN: 25200380BMHYDJ6834

Independent Auditor's Report

To the Members of The Lakshmi Mills Company Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of THE LAKSHMI MILLS COMPANY LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement and for the year then ended and notes to the financial statements including a summary of the material accounting policies and other accounting policies and other explanatory information. (hereinafter referred to as the 'standalone financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ["the Act"], in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its losses and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

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

S. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	**Accounting impact of transition to concessional tax regime under Section 115BAA(Refer Note No. 26 to the standalone financial statements).** During the year, the Company opted for the concessional tax regime under Section 115BAA of the Income-tax Act, 1961. Consequent to such transition, the Company recognised material tax adjustments in the financial statements, including: • write-off of MAT credit entitlement amounting to ₹918.03 lakhs recognised in earlier years as such credit is no longer available for utilisation under the concessional tax regime; • Re-measurement of deferred tax balances and accounting for the consequential tax impacts arising from the lapse of specific tax benefits including additional depreciation; • The matter involved significant auditor attention due to the material tax adjustments recognised upon transition to the concessional tax regime. Accordingly, we considered this matter to be a Key Audit Matter.	Our audit procedures in relation to this matter included, among others: Obtaining an understanding of management's process and evaluated the design and operating effectiveness of controls relating to identification, measurement and accounting of tax balances and transition adjustments arising from adoption of the concessional tax regime. Evaluating management's application of relevant provisions of the Income-tax Act relating to transition to the concessional tax regime, including accounting implications arising from lapse of MAT credit entitlement. Testing of arithmetical accuracy of the MAT credit write-off and recomputation of deferred tax balances based on the revised tax rates applicable under the concessional tax regime; Evaluating the basis adopted by management for recognising consequential tax adjustments arising on transition to the concessional tax regime; Evaluating whether the disclosures relating to transition to the concessional tax regime, including write-off of MAT credit entitlement and remeasurement of deferred tax balances, were appropriate in accordance with the requirements of Ind AS 12. Based on the audit procedures performed, the accounting treatment and related disclosures were found to be appropriate.

S. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
2	**Trade receivables and expected credit loss:** **(Refer Note 10 to the standalone financial statements).** The trade receivables as at March 31, 2026 is ₹ 2,741.01Lakhs after provision for expected credit loss of ₹ 14.55 Lakhs and provision for impairment of ₹ 256.91 lakhs. The provision for the expected credit losses involves certain judgment with respect to the assessment of probabilities of default and recovery. We have considered assessment of expected credit loss for receivables as a key audit matter because of the significant management judgement involved in its estimation and provision.	**Principal Audit Procedures** We assessed the appropriateness of the accounting policy for expected credit loss as per the relevant accounting standards. We obtained an understanding of and assessed the design, implementation and operating effectiveness of key controls relating to collection monitoring process, credit control process and estimation of expected credit losses. We tested the controls relating to classification of the receivable balances included in the receivables ageing report. We reviewed the ageing, tested the validity of the receivables, discussed with the management on the disputes, if any, with the customers, understood and evaluated the reason for delay in realization of the receivables and possibility of realization of the aged receivable. We assessed the methodology used by management to estimate the expected credit loss provision and its compliance with the relevant accounting standard. We assessed the reasonableness of estimate of expected credit loss and performed procedures relating to the accuracy of the inputs used. We assessed the adequacy of disclosures relating to trade receivables and related credit risk
3	**Assessment of carrying value of Investments** **[Refer Statement of Changes to Equity and Note No.5 to the standalone financial statements]** The Company has invested in equity instruments that are stated at fair values through OCI and the cumulative fair value changes through OCI (net of deferred taxes) is ₹ 54,624.66 lakhs as on March 31,2026. In line with general market fluctuations, there are significant fair value changes in these investments.The evaluation of their fair values is considered as a key audit matter given the relative significance of the value of investments and the fluctuations in their fair values.	**Principal Audit Procedures** Our audit procedures in relation to assessing the carrying value of these investments include ascertaining from relevant appropriate external sources that the equity instruments are carried at fair value as on 31st March 2026.

S. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
4	**Recoverability and fair value disclosures of Investment Property including Investment Property under construction [Refer Note No.4 to the standalone financial statements]** As at 31st March 2026, the carrying value of the Investment Property is ₹ 17,532.78 lakhs and carrying value of Investment Property under construction is ₹ 122.53 lakhs. The company reviews on an annual basis such carrying values for any indicators of impairment to ensure that the Investment Properties are not carried at more than their recoverable amount. We considered the assessment of the carrying value of Investment Property as a key audit matter due to the significance of the balance and significant estimates and judgments involved in the impairment assessment and disclosure of fair values.	**Principal Audit Procedures** Our audit procedures included, among other things the following: We assessed the Company's valuation methodology and assumptions based on current economic and market conditions in determining the recoverable amount. We obtained and read the valuation report used by the Company's management for determining the fair value ('recoverable amount') of the investment property. We considered the independence, competence and objectivity of the external specialist involved by the management in determination of valuation. We assessed the Company's valuation methodology applied and compared key property related data used as input with historical actual data. We assessed the key assumptions used in Company's valuation methodology. We compared the recoverable amount of the investment property to the carrying value in books. We assessed the adequacy of disclosures relating to investment property, impairment assessment and fair value measurement in accordance with the requirements of Ind AS 40, including consistency of the disclosures with the valuation reports obtained by the management.

We have determined that there are no other key audit matters to communicate in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and those charged with governance for the standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity of the Company and its cash flows in accordance with the Indian Accounting Standards (IND AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibility

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalonefinancial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, we give in Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash flows dealt with by this report are in agreement with the books of account;
   d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015;

e) On the basis of the written representations received from the directors of the Company as on March 31, 2026 taken on record by the board of directors, none of the directors are disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B" and

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Companies Act 2013. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note No.30 to the standalone financial statements.

ii. The Company does not have any long-term contracts including derivative contracts on which provision for material foreseeable losses is required to be made under any law or accounting standards;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, where applicable, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, where applicable, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

v. a.The Company did not propose any dividend for the previous financial year and hence reporting on whether the provisions of Sec. 123 of the Companies Act, 2013 have been complied with, for the dividend declared during the previous year and paid during the year is not applicable.

b. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act. [Refer Note No. 34.1 to the standalone financial statements]

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility. The same has operated throughout the year for all relevant transactions recorded therein, except for standalone external software used for human resource management which is restricted by system design and is non-editable at database level. The audit trail has been preserved by the company as per statutory requirements for record retention. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For M/s Subbachar & Srinivasan
Chartered Accountants
Firm Registration No.004083S
(T.S.V.RAJAGOPAL)
Membership No. 200380
UDIN:26200380GCAPSC3510

Coimbatore
18th May, 2026

Annexure "A" to the Independent Auditor's Report

(Referred to in Paragraph 1 under "Report on Other legal and regulatory requirements" section of our report to the members of THE LAKSHMI MILLS COMPANY LIMITED of even date).

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we report that:

1) In respect of its Property, Plant and Equipment, Intangible Assets and Investment Property:
   a) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Intangible Assets and Investment Property.
   b) The Company has a program of physical verification of Property, Plant and Equipment, and Investment Property, so as to cover all the assets once in every three years, which in our opinion is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipmentand Investment Property. Pursuant to the program, certain Property, Plant and Equipment and Investment Property were physically verified by the management during the year. According to the information and explanations given to us during the course of the audit no material discrepancies were noticed on such verification.
   c) Based on our examination of relevant records and on the basis of information and explanations given to us, we report that the title deeds of all immovable properties disclosed in the financial statements included under Property, Plant and Equipment, Intangible Assets (where applicable) and Investment Property are held in the name of the Company as at the balance sheet date.
   d) The Company has not revalued any of its Property, Plant and Equipment, Intangible Assets and Investment Property during the year.
   e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
2) In respect of its inventories:
   a. As explained to us, physical verification of inventories, except goods in transit, has been conducted at reasonable intervals by the management during the year.
   b. In our opinion and according to the information and explanations given to us during the course of the audit, the coverage and procedure for such physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
   c. In our opinion and according to the information and explanations given to us, the company has maintained proper records for its inventories and no material discrepancies were noticed on physical verification in any class of inventories as compared to the book records.
   d. According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 Crores, in aggregate, during the year from banks or financial institutions on the basis of security of current assets.

      We have compared the quarterly returns/statements of current assets filed by the company with banks with the books of account of the respective quarters and noted differences. These variances, as per the information and explanations given to us, arise from differing reporting criteria used for bank purposes which were subsequently reviewed and reconciled during the limited reviews and the year-end audit process.

STOCK				(₹ in lakhs)
Quarters	Figures as per Books of Accounts (A)	Figures furnished to the Bank (B)	Difference (B-A)	Nature of difference & Remarks
Q1	3,801.67	4,251.63	449.96	Variances due to differing stock valuation methods applied for bank reporting purposes, later verified and reconciled with books during limited reviews and year-end audit.
Q2	3,904.25	4,368.57	464.32	
Q3	4,049.47	4,525.16	475.69	
Q4	3,835.61	4,420.15	584.54	

TRADE RECEIVABLES				(₹ in lakhs)
Quarters	Figures as per Books of Accounts (A)	Figures furnished to the Bank (B)	Difference (B-A)	Nature of difference & Remarks
Q1	1,448.53	1,915.67	467.14	Differences due to timing variations and adjustments made between the bank reporting dates and the final closing of the books, later verified and reconciled with books during limited reviews and audit.
Q2	2,492.92	2,679.46	186.54	
Q3	2,021.43	2,481.06	459.63	
Q4	2,741.01	3,012.46	271.45	

3) Based on our audit procedures and according to information and explanations given to us, the company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Hence the provisions of paragraph 3(iii)(a), (c), (d), (e) and (f) of the Order are not applicable. The company has made investments in companies during the year and with respect to paragraph 3(iii)(b) of the Order the investments made during the year are, prima facie, not prejudicial to the company's interest;

4) Based on our audit procedures and according to information and explanations given to us, as the company has not granted any loans or provided any guarantees of securities, compliance with Section 185 of the Act is not applicable. In respect of investments made, the company has complied with the provisions of Section 186 of the Act.

5) According to the information and explanations given to us, the company has not accepted any deposits from the publicor amounts which are deemed to be deposits during the year to which directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 of the Act are applicable and as such Paragraph 3(v) of the Order is not applicable.

6) We have broadly reviewed the cost records maintained by the company specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, as applicable to the company, and are of the opinion that prima facie the specified cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete

7) According to the information and explanations given to us during the course of the audit and on the basis of our examination of the records of the company in respect of the statutory dues:

   a. The company is generally regular in depositing undisputed statutory dues including Goods and service Tax, Provident Fund, Employees' State insurance, Income tax, Sales Tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities during the year.

   According to the information and explanations given to us during the course of the audit, no undisputed

amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2026 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us during the course of the audit, the details of disputed statutory dues that have not been deposited on account of dispute is as under:

Name of the Statute	Nature of the dues	Amount [₹ in lakhs]	Amount paid / adjusted [₹ in lakhs]	Period to which the amount relates	Forum where dispute is pending
Central Excise / Service Tax	Rebate claim	48.63	4.86	April 2015 to March 2017	Commissioner of GST and Central Excise (Appeals)

8) Based on our audit procedures and as per the information and explanations given by the management, during the year there were no transactions not recorded in the books of account that have been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 and hence paragraph 3(viii) of the Order is not applicable.

9) a) In our opinion and according to the information and explanations given to us during the course of the audit, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender including banks, financial institutions and government.

b) According to the information and explanations given to us during the course of the audit and on the basis of our audit procedures, the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) In our opinion and according to the explanations given to us during the course of the audit and based on the audit procedures performed, term loans availed by the company during the year have been applied for the purpose for which they were obtained.

d) According to the information and explanations given to us during the course of the audit and the audit procedures performed by us, and on an overall examination of the financial statements of the company, funds raised on short term basis, prima facie, have not been used during the year for long term purposes by the company.

e) The company does not have any subsidiaries, associates or joint ventures and hence reporting on the funds taken by the company from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures is not applicable.

f) The company does not have any subsidiaries, associates or joint ventures and hence reporting on the loans raised by the company during the year on the pledge of securities held in its subsidiaries, associates or joint venturesis not applicable.

10) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under paragraph 3(x)(a) of the Order is not applicable.

(b)During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally convertible) and hence reporting under paragraph 3(x)(b) of the Order is not applicable.

11) (a) To the best of our knowledge and belief and according to the information and explanations given to us during the course of the audit no fraud by the Company or any fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge and belief and according to the information and explanations given to us during the course of the audit, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

(c) According to information and explanations given to us and as represented to us by the management and on the basis of our audit procedures there were no whistle blower complaints received by the company during the year.

12) The Company is not a Nidhi Company and hence reporting under sub clauses (a) to (c) of paragraph 3(xii) of the Order is not applicable.

13) In our opinionand according to the information and explanations provided to us and based on our examination of the records of the company, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties undertaken during the year and the details of such related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards

14) a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports for the year under audit issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

15) According to the information and explanations given to us during the course of the audit the Company has not entered into non-cash transactions with directors or persons connected with its directorsduring the year and hence provisions of section 192 of the Companies Act 2013 are not applicable and accordingly paragraph 3(xv) of the Order is not applicable.

16) a) According to the information and explanations given to us during the course of the audit and on the basis of our examination of the financial statements of the company in our opinion the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

b) In our opinion on the basis of our examination of the financial statements and representations made by the company it has not conducted any Non-Banking Financial or Housing Finance activities during the year.

c) According to the information and explanations given to us during the course of the audit and on the basis of our examination of the financial statements of the company and representations made by the company, in our opinion the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d) According to the information and explanations given to us during the course of the audit and as represented to us by the company in our opinion, there is no core investment company within Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under Paragraph 3(xvid) of the Order is not applicable.

17) The company has incurred not cash loss during the financial year covered by our audit and the immediately preceding financial year.

18) There has been no resignation of Statutory Auditors of the Company during the year and accordingly reporting under Paragraph 3(xviii) is not applicable.

19) According to the information and explanations given to us during the course of the audit and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that theCompany is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

20) As per information and explanations given to us during the course of the audit and based on our examination of the records of the company, the company is not liable under Sec. 135 of the Companies Act, 2013 to contribute any amount towards Corporate Social Responsibility (CSR) and hence reporting under Paragraph 3(xx)(a) and 3(xx)(b) of the Order regarding transfer of unspent amounts towards Corporate Social Responsibility (CSR) under the provisions of sub-section (5) of Section 135 or sub-section (6) of Section 135 of the Companies Act, 2013 is not applicable.

21) The company is not required to prepare consolidated financial statements and hence Paragraph 3(xxi) of the Order regarding qualifications or adverse remarks by the auditors of the companies included in the consolidated financial statements is not applicable.

For M/s Subbachar & Srinivasan
Chartered Accountants
Firm Registration No.004083S
(T.S.V.RAJAGOPAL)
Membership No. 200380
UDIN: 26200380GCAPSC3510

Coimbatore
18th May, 2026

Annexure "B" to the Independent Auditor's Report

(Referred to in Paragraph 2(f) under "Report on Other legal and regulatory requirements" section of our report to the members of THE LAKSHMI MILLS COMPANY LIMITED of even date).

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

We have audited the internal financial controls over financial reporting of THE LAKSHMI MILLS COMPANY LIMITED as of 31stMarch 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an

audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s Subbachar & Srinivasan
Chartered Accountants
Firm Registration No.004083S
(T.S.V.RAJAGOPAL)
Membership No. 200380
UDIN:26200380GCAPSC3510

Coimbatore
18th May, 2026

Balance Sheet as at March 31, 2026

(₹ in Lakhs)

Particulars	Note No.	31.03.2026	31.03.2025
ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	3	**4,379.70**	5,040.68
(b) Capital work-in-progress	3	**122.53**	141.58
(c) Investment Property	4	**17,532.78**	17,882.81
(d) Intangible Assets	3	**14.20**	13.56
(e) Financial Assets			
(i) Investments	5	**59,612.59**	84,671.49
(ii) Loans	6	**81.97**	74.96
(iii) Other Financial Assets	7	**822.14**	1,024.21
(g) Other Non-Current Assets	8	**74.47**	129.49
Total Non - Current Assets		**82,640.38**	1,08,978.78
2 Current Assets			
(a) Inventories	9	**3,835.61**	3,042.42
(b) Financial Assets			
(i) Trade Receivables	10	**2,741.01**	2,353.95
(ii) Cash and cash equivalents	11	**52.65**	19.30
(iii) Bank balances other than (ii) above	11	**250.34**	377.15
(iv) Loans	6	**29.97**	17.95
(c) Current Tax Assets (net)	6A	**98.16**	292.06
(d) Other Current Assets	8	**191.87**	152.51
Total Current Assets		**7,199.61**	6,255.34
Total Assets		**89,839.99**	1,15,234.12
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	**695.55**	695.55
(b) Other Equity	13	**70,536.28**	88,102.64
Total Equity		**71,231.83**	88,798.19
LIABILITIES			
1 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	**4,844.16**	6,177.11
(ii) Other Financial Liabilities	17	**1,223.24**	1,097.95
(b) Provisions	15	**528.50**	456.89
(c) Deferred Tax Liabilities (net)	26	**3,948.33**	5,237.35
(d) Other Non-Current Liabilities	18	**1,265.49**	1,372.30
Total Non - Current Liabilities		**11,809.72**	14,341.60

Balance Sheet as at March 31, 2026

(₹ in Lakhs)

Particulars	Note No.	31.03.2026	31.03.2025
2 Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	**3,285.12**	7,173.46
(ii) Trade Payables	16		
Total outstanding dues of micro enterprises and small enterprises		**45.95**	47.74
Total outstanding dues of creditors other than micro enterprises and small enterprises		**2,251.59**	3,422.46
(iii) Other Financial Liabilities	17	**873.70**	789.60
(b) Other Current Liabilities	18	**312.26**	532.96
(c) Provisions	15	**29.82**	128.11
(d) Current Tax Liabilities (net)	6A	**-**	-
Total Current Liabilities		**6,798.44**	12,094.33
Total Liabilities		**18,608.16**	26,435.93
Total Equity and Liabilities		**89,839.99**	1,15,234.12

See accompanying notes to the financial statements 1-34

For and on behalf of the Board

S. Pathy
Chairman & Managing Director
DIN: 00013899

R. Santharam
Vice Chairman
DIN: 00151333

Place : Coimbatore
Date : 18th May 2026

N. Singaravel
Company Secretary

A.Doraiswamy
Chief Financial Officer

In terms of our report of even date
For **Subbachar & Srinivasan**
Firm Registration No. 004083S
Chartered Accountants

T.S.V.Rajagopal
Partner
Membership No. 200380

Statement of Profit and Loss for the year ended March 31, 2026

(₹ in Lakhs)

	Particulars	Note No.	31.03.2026	31.03.2025
I	Revenue from Operations	19	**24,183.48**	26,316.27
II	Other Income	20	**358.24**	637.23
III	**Total Income**		**24,541.72**	26,953.50
IV	**EXPENSES**			
	Cost of materials consumed	21.a	**10,371.47**	11,769.04
	Purchases of Stock-in-trade	21.b	**1,280.04**	2,433.83
	Changes in stock of finished goods, work-in-progress and stock-in-trade	21.c	**(363.21)**	225.23
	Employee benefit expense	22	**4,274.86**	4,043.56
	Finance costs	23	**1,026.36**	1,540.23
	Depreciation and amortisation expense	24	**1,375.86**	1,753.05
	Power and Fuel charges		**3,208.05**	3,550.85
	Other expenses	24 A	**2,614.54**	2,378.17
	Total Expenses		**23,787.97**	27,693.95
	Profit/(Loss) before exceptional item and tax		**753.75**	(740.45)
	Exceptional items	25	**(23.53)**	21.54
V	**Profit/(Loss) before tax after exceptional item**		**730.22**	(718.91)
VI	**Tax expense**	26		
	Current tax		**165.63**	-
	Deferred tax		**2,119.53**	(232.61)
	Prior year taxes		**-**	(18.77)
	Total tax		**2,285.16**	(251.38)
VII	**Profit/(Loss) after tax for the year**		**(1,554.94)**	(467.53)
VIII	**Other Comprehensive Income**			
	(i) Items that will not be reclassified to the statement of profit or loss			
	Remeasurement of employee defined benefit plans		**20.72**	28.81
	Income tax on above		**(16.59)**	(8.39)
	Changes in fair value of equity instruments at FVOCI		**(19,630.43)**	4,402.08
	Realized profits on equity instruments at FVOCI		**189.74**	-
	Income tax on above		**3,425.14**	(2,027.16)
	Total Other Comprehensive Income		**(16,011.42)**	2,395.33
	Total Comprehensive Income for the year		**(17,566.36)**	1,927.80
IX	**Earnings per Equity Share of ₹ 100/-**			
	Basic (in ₹)	28	**(223.56)**	(67.22)
	Diluted (in ₹)	28	**(223.56)**	(67.22)
	Weighted average number of equity shares used in computing EPS	28	6,95,550	6,95,550

See accompanying notes to the financial statements 1-34

For and on behalf of the Board

S. Pathy
Chairman & Managing Director
DIN: 00013899

R. Santharam
Vice Chairman
DIN: 00151333

In terms of our report of even date
For **Subbachar & Srinivasan**
Firm Registration No. 004083S
Chartered Accountants

T.S.V.Rajagopal
Partner
Membership No. 200380

Place : Coimbatore
Date : 18th May 2026

N. Singaravel
Company Secretary

A.Doraiswamy
Chief Financial Officer

Statement of Cash Flow for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	**730.22**	(718.91)
Adjustments for:		
Depreciation and amortisation expense	**1,375.86**	1,753.05
Exceptional item - Profit on sale of assets and investments	**-**	(21.54)
Allowance for doubtful receivables / Expected credit loss	**1.87**	0.22
Provision no longer required written back	**-**	(2.00)
Net loss/(gain) on disposal of property, plant and equipment	**(2.23)**	(34.06)
Interest income	**(115.26)**	(99.22)
Dividend income	**(148.80)**	(393.96)
Net unrealised exchange loss/(gain)	**(63.77)**	(62.25)
Interest expense	**1,026.36**	1,540.23
Operating profit before working capital changes	**2,804.25**	1,961.56
Adjustments for (increase)/decrease in operating assets:		
Inventories	**(793.19)**	255.24
Trade receivables	**(325.16)**	(53.75)
Loans - Current	**(12.06)**	(7.39)
Other current assets	**(36.80)**	174.02
Loans - Non current	**(7.01)**	(14.92)
Other non-current assets	**114.15**	(184.47)
Adjustments for increase/(decrease) in operating liabilities:		
Other non-current financial liabilities	**125.29**	100.14
Other non-current liabilities	**(106.81)**	(54.62)
Trade payables	**(1,172.65)**	497.85
Provisions	**(5.94)**	21.88
Other financial liabilities	**279.63**	734.41
Other current liabilities	**(220.71)**	(794.64)
Cash used in / generated from operations	**642.99**	2,635.31
Net income tax (paid) / refunds	**150.13**	118.73
Net cash flow from operating activities (A)	**793.12**	2,754.04
B. CASH FLOW FROM INVESTING ACTIVITIES		
Capital expenditure on property, plant and equipment (including capital advances)	**(589.72)**	(955.16)
Investments in Shares	**(166.31)**	(110.87)
Proceeds from sale of shares - Exceptional item	**5,784.53**	-
Proceeds from sale of Property, Plant and Equipment	**3.33**	60.30
Bank balances not considered as cash and cash equivalents	**214.73**	(52.56)
Dividend income	**148.80**	393.96
Interest received	**94.93**	74.25
Net cash used in investing activities (B)	**5,490.29**	(590.08)

Statement of Cash Flow for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of long term borrowings	**(1,412.04)**	(1,305.19)
Proceeds from short term borrowings (net)	**(3,809.25)**	649.50
Finance costs	**(1,026.36)**	(1,540.23)
Dividends paid	**(0.70)**	(0.32)
Transfer of unclaimed dividend to IEPF	**(1.71)**	(2.49)
Net cash flow used in financing activities (C)	**(6,250.06)**	(2,198.73)
Net increase in Cash and cash equivalents (A+B+C)	**33.35**	(34.78)
Cash and cash equivalents at the beginning of the year (refer note 11)	**19.30**	54.08
Cash and cash equivalents at the end of the year (refer note 11)	**52.65**	19.30

See accompanying notes to the financial statements 1-34

For and on behalf of the Board

S. Pathy
Chairman & Managing Director
DIN: 00013899

R. Santharam
Vice Chairman
DIN: 00151333

Place : Coimbatore
Date : 18th May 2026

N. Singaravel
Company Secretary

A.Doraiswamy
Chief Financial Officer

In terms of our report of even date
For **Subbachar & Srinivasan**
Firm Registration No. 004083S
Chartered Accountants

T.S.V.Rajagopal
Partner
Membership No. 200380

Statement of Changes in Equity for the year ended March 31, 2026

A. Equity Share Capital

1) For the year ended 31st March 2026				
Balance as at 1st April 2025	Changes in equity share capital due to prior period errors	Restated balance as at 1st April 2025	Changes in equity share capital during the year	Balance as at 31st March 2026
695.55	-	695.55	-	695.55

2) For the year ended 31st March 2025				
Balance as at 1st April 2024	Changes in equity share capital due to prior period errors	Restated balance as at 1st April 2024	Changes in equity share capital during the year	Balance as at 31st March 2025
695.55	-	695.55	-	695.55

B. Other Equity -

1) For the year ended 31st March, 2026

Particulars	Reserves and surplus					Other Comprehensive Income	Total Other Equity
	Capital Reserve	General Reserve	Securities Premium reserve	Retained earnings	Remeasurement of defined benefit obligations	FVOCI - Equity instruments	
Balance as at 1st April 2025	**9.00**	**1,391.57**	**101.89**	**10,503.29**	**(326.67)**	**76,423.57**	**88,102.64**
Changes in accounting policy and prior period errors	-	-	-	-	-	-	-
Restated balance as at 1st April 2025	**9.00**	**1,391.57**	**101.89**	**10,503.29**	**(326.67)**	**76,423.57**	**88,102.64**
Profit/(Loss) for the year	-	-	-	(1,554.94)	-	-	(1,554.94)
Other Comprehensive income							
Remeasurement of post employment defined benefit obligations	-	-	-	-	4.13	-	4.13
Fair value changes of equity instruments [Net of Taxes]	-	-	-	-	-	(16,205.29)	(16,205.29)
Realized profits on equity instruments at FVOCI						189.74	189.74
Total Comprehensive Income		**-**	**-**	**(1,554.94)**	**4.13**	**(16,015.55)**	**(17,566.36)**
Transfer of realized profits from FVOCI Equity Investments to retained earnings	-	-	-	5,783.36	-	(5,783.36)	-
Dividends paid	-	-	-	-	-	-	-
Appropriations	-	-	-	-	-	-	-
Balance as at March 31st 2026	**9.00**	**1,391.57**	**101.89**	**14,731.71**	**(322.54)**	**54,624.66**	**70,536.28**

2) For the year ended 31st March, 2025

Particulars	Reserves and surplus					Other Comprehensive Income	Total Other Equity
	Capital Reserve	General Reserve	Securities Premium reserve	Retained earnings	Remeasurement of defined benefit obligations	FVOCI - Equity instruments	
Balance as at 1st April 2024	**9.00**	**1,391.57**	**101.89**	**10,970.82**	**(347.09)**	**74,048.65**	**86,174.84**
Changes in accounting policy and prior period errors	-		-	-	-	-	-
Restated balance as at 1st April 2024	**9.00**	**1,391.57**	**101.89**	**10,970.82**	**(347.09)**	**74,048.65**	**86,174.84**
Profit/(Loss) for the year	-	-	-	(467.53)	-	-	(467.53)
Other Comprehensive income							
Remeasurement of post employment defined benefit obligations	-	-	-	-	20.42	-	20.42
Fair value changes of equity instruments [Net of Taxes]	-	-	-	-	-	2,374.92	2,374.92
Total Comprehensive Income	**-**	**-**	**-**	**(467.53)**	**20.42**	**2,374.92**	**1,927.80**
Dividends paid	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Appropriations	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at March 31, 2025	**9.00**	**1,391.57**	**101.89**	**10,503.29**	**(326.67)**	**76,423.57**	**88,102.64**

Note:

Securities Premium - Securities premium is used to record the premium on issue of shares. This is utilised in accordance with the provisions of the Companies Act, 2013.

Capital reserve represents the realised capital profits of earlier years.

General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.

Retained earnings comprise the Company's cumulative earnings since its formation minus the dividends/capitalisation and earnings transferred to general reserve.

Remeasurement of net defined benefit liability/asset represents the net effect of actuarial gain or loss in the measurement of defined benefit obligations.

Other Comprehensive Income: The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

See accompanying notes to the financial statements 1-34

For and on behalf of the Board

S. Pathy
Chairman & Managing Director
DIN: 00013899

R. Santharam
Vice Chairman
DIN: 00151333

In terms of our report of even date
For **Subbachar & Srinivasan**
Firm Registration No. 004083S
Chartered Accountants

T.S.V.Rajagopal
Partner
Membership No. 200380

Place : Coimbatore
Date : 18th May 2026

N. Singaravel
Company Secretary

A.Doraiswamy
Chief Financial Officer

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

1 CORPORATE INFORMATION

The Lakshmi Mills Company Limited, ("the Company"), is a public company domiciled in India and incorporated under the provisions of The Companies Act, 1882. Its shares are listed in BSE Limited, Mumbai. The Company is engaged in the manufacture of Yarn and trading in fabrics and rental services of letting out properties. The Company caters to both domestic and international markets.

1A STATEMENT OF COMPLIANCE

The financial statements have been prepared as a going concern in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules, 2015. The presentation of the financial statements is based on the requirements of the relevant provisions of the Act.

2 (i) RECENT ACCOUNTING DEVELOPMENTS AND CHANGES IN ACCOUNTING STANDARDS

In May 2025, the Ministry of Corporate Affairs (MCA) notified amendments to IND AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

The following amendments to the Indian Accounting Standards were brought in by the MCA in August 2025 read with the clarifications / guidances relating thereto:

1. IND AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, the requirement of existence of a right to defer settlement for at least 12 months after the reporting date is removed and instead the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. IND AS 7, Statement of Cash Flows and IND AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in IND AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. IND AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. IND AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(ii) Changes in Accounting Standards that may affect the Company after 31st March 2026

New Accounting Standards / Recent Accounting pronouncements not yet effective

The Ministry of Corporate Affairs ("MCA") notifies new Indian Accounting Standards or amendments to existing Indian Accounting Standards under the Companies (Indian Accounting Standards) Rules from time to time. During the year ended 31st March 2026, MCA has not notified any new standards or amendments to the existing standards applicable to the Company which would have an impact for financial years commencing on or after 01.04.2026

2A BASIS OF PREPARATION AND PRESENTATIOIN OF FINANCIAL STATEMENTS

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

Basis of preparation and presentation

The financial statements have been prepared on the historical cost convention on accrual basis except for certain financial instruments which are measured at fair value at the end of each reporting period, as explained in the accounting policies mentioned below

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Operating Cycle

All assets and liabilities have been classified as current or non-current according to the Company's normal operating cycle and other criteria set out in the Act. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

Going Concern

The board of directors have considered the financial position of the Company at 31st March, 2026 and projected cash flows and financial performance of the Company for at least twelve months from the date of approval of these financial statements as well as planned cost and cash improvement actions, and believe that the plan for sustained profitability remains on course.

The board of directors have taken actions to ensure that appropriate long-term cash resources are in place at the date of signing the accounts to fund the Company's operations.

2B USE OF CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In the application of the Company's accounting policies, the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the

period in which the estimate is revised if the revision affects only that period, else in the period of the revision and future periods if the revision affects both current and future periods.

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets and liabilities, revenues and expenses and disclosure of contingent liabilities. Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements. The actual outcome may diverge from these estimates.

The accounting policies which have the most material effect on the figures disclosed in the financial statements are mentioned below and these should be read in conjunction with the disclosure of the material Ind AS accounting policies provided below:

(i) Useful life of Property, Plant and Equipment and Intangible assets and depreciation

The assessment of the useful life of each asset by considering the historical experience and expectations regarding future operations and expected usage, estimated technical obsolescence, residual value, physical wear and tear, the operating environment in which the asset is located and providing for depreciation thereon needs significant judgement by the management. In case of intangible assets the useful life is determined based on the period over which future economic benefit will flow to the Company.

(ii) Income Tax & Deferred Tax

The calculation of income taxes requires judgment in interpretig tax rules and regulations. Management judgment is used to determine the amounts of deferred tax assets and liabilites and future tax liabilities to be recognised. The Company estimates the possible utilisation of unabsorbed losses while recognisiing deferred tax asset considering the future business plans and economic environment.

(iii) Measurement of defined benefit obligations

Gratuity actuarial valuation considers various assumptions which are based on the past experience and general economic conditions.

(iv) Expected Credit Loss (ECL) on financial assets

Providing for impairment on financial assets on the Expected Credit Loss (ECL) model involves using a provision matrix based on historically observed default rates over expected life of trade receivables and has to be adjusted for forward looking estimates, review of such default rates, considering the credit reports and other credit information of the customers

(v) Net realisable value of Inventory

Determining the net realisable value of Inventory after providing for obsolescence and other losses where considered necessary involves ascertaining events and effects of events after the close of the year.

2C MATERIAL ACCOUNTING POLICIES

1 Revenue Recognition

Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

recognised when it becomes unconditional.

Sale of goods and services

Revenue is recognised when a promise in a customer contract (performance obligation) has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, in accordance with the individual delivery and acceptance terms agreed with the customers. The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received in exchange for goods, excluding amounts collected on behalf of third parties such as GST or other taxes directly linked to sales.

Revenue from rendering of services is recognised over time as and when the customer receives the benefit of the Company's performance and the Company has an enforceable right to payment for services transferred. Unbilled revenue represents value of services performed in accordance with the contract terms but not billed.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's carrying amount on inital recognition.

Government grants

Government grants (including export incentives) are recognised only when there is reasonable assurance that the Company will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

The benefit of a government loan at a below market rate of interest is treated as a government grant, measured at the difference between proceeds received and the fair value of the loan based on prevailing market rates.

The Company has applied Ind AS 109 'Financial Instruments' and Ind AS 20 'Accounting for Government Grants and Disclosure of Government Assistance' prospectively to government loans existing at the date of transition and the Company has not recognised the corresponding benefit of the government loans at the below-market rate of interest as a government grant. Consequently, the Company has used the previous GAAP carrying amounts of the government loans at the date of transition as the carrying amount of these loans in the opening Ind AS Balance Sheet.

2 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of property, plant and equipment comprises its purchase price/

acquisition cost, net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying property, plant and equipment up to the date the asset is ready for its intended use. Machinery spares which can be used only in connection with an item of Property, plant and equipment and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. Subsequent expenditure on property, plant and equipment after its purchase / completion is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Depreciation on Property, plant and equipment (other than freehold land) has been provided on written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

The estimated useful life of the tangible assets and the useful life are reviewed at the end of the each financial year and the depreciation period is revised to reflect the changed pattern, if any.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss.

3 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model. The cost of Investment property includes the cost of replacing parts and borrowing costs if the recognition criteria are met. When significant parts of the investment property are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised. The fair value of investment property is disclosed in the notes. Fair values are determined based on evaluation performed by accredited external independent valuers.

Depreciation on Buildings and other equipment has been provided on written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

4 Leases

Arrangements in the nature of Lessor

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising therefrom is accounted for on a straight-line basis over the lease terms.

In respect of finance leases,the company recognizes a financial asset (net investment in lease) measured at the present value of the lease rental receivables that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. The Company subsequently measures finance income over the lease term based on a pattern reflecting a constant periodic rate of return on the net investment in the lease.

Rental income and expense from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. However, where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

5 Inventories

Inventories are stated at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost is determined using weighted average basis.

Cost comprises all costs of purchase including duties and taxes (other than those subsequently recoverable by the Company), freight inwards and other expenditure directly attributable to acquisition. Work-in-progress and finished goods include appropriate proportion of overheads.

Raw Materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Work in progress and finished goods are valued at cost or Net Realisable Value whichever is lower. Saleable scrap is valued at the net realisable value. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

6 Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but

so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

The assets under Capital Work-in-Progress did not have any impairment during the year

7 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to financial assets and liabilities [other than financial assets and liabilities measured at fair value through profit and loss (FVTPL)] are added to or deducted from the fair value of the financial assets or liabilities, as appropriate on initial recognition. Transaction costs directly attributable to acquisition of financial assets or liabilities measured at FVTPL are recognised immediately in the statement of profit and loss. Subsequently, financial instruments are measured according to the category in which they are classified.

a) Non-derivative Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Financial assets at amortised cost

A financial asset is measured at amortised cost if both of the following conditions are met:

a) the financial asset is held within a business model whose objective is achieved by both collecting cash flows and selling financial assets.; and

b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Financial assets measured at Fair Value through Other Comprehensive Income (FVTOCI)

A financial asset is measured at amortised cost if both of the following conditions are met:

a) the financial asset is held within a business model whose objective is achieved by both collecting cash flows and selling financial assets.; and

b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

All other financial assets are measured at fair value through profit or loss.

Effective interest method:

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as FVTPL/FVTOCI Interest income is recognised in profit or loss and is included in the "Other income" line item.

b) Derecognition of financial assets:

A financial asset is derecognised only when the:

- Company has transferred the rights to receive cash flows from the financial asset; or

- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

When the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Whether the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. When the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

c) Foreign exchange gains and losses:

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in statement of profit and loss.

d) Investments

The Company measures investments in quoted equity investments (other than the investment in subsidiaries, joint ventures and associates which are measured at cost) at fair value. Where the Company has elected to present fair value gains and losses on equity investments in Other Comprehensive Income ("FVOCI"), there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in the Statement of Profit and Loss as other income when the Company's right to receive payment is established.

At the date of transition to Ind AS, the Company has made an irrevocable election to present in Other Comprehensive Income subsequent changes in the fair value of equity investments that are not held for trading. When the equity investment is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from Other Comprehensive Income to the Retained Earnings directly.

Fair value of unquoted instrument has been valued at the book values of that Company based on Level 2 input. In respect of investment in equity share capital of captive power companies which are made to comply with the provisions of Electricity Rules 2003, these investments are carried at cost as these investments can be sold back only at par.

The Company assesses impairment based on Expected Credit Losses (ECL) model to the following:

• financial assets measured at amortised cost

• financial assets measured at fair value through other comprehensive income

Expected credit loss are measured through a loss allowance at an amount equal to :

• the twelve month expected credit losses (expected credit losses that result from those default events on the financial instruments that are possible within twelve months after the reporting date); or

• full life time expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to life time expected credit losses.

f) Financial liabilities:

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurment recognised in statement of profit and loss. The net gain or loss recognised in statement of profit and loss incorporates any interest paid on the financial liability and is included in the 'Other income/Other expenses' line item.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in the statement of profit and loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in the statement of profit and loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability. derecognized and the consideration paid and payable is recognized in profit or loss.

8 Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components and for which discrete financial information is available. Operating segments are reported in the manner consistent with the internal reporting to the chief operating decision maker (CODM) as per Ind AS 108. The Company is structured into two reportable business segments – "Textiles"and "Rental Services". Textiles consists of manufacturing and sale of yarn and trading in fabrics. Rental service consist of letting out of properties. The Company has restructured its verticals and accordingly, as required by accounting standards, comparatives have been restated and presented in line with the current segments. The reportable business segments are in line with the segment wise information which is being presented to the CODM. Geographic information is based on business sources from that geographic region. Accordingly the geographical segments are determined as Domestic ie., within India and External ie., Outside India. The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities of the segment. Income / costs which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under unallocated income / costs.

9 Employee Benefits

The Company participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial risks fall on the Company. The present value of the defined benefit obligations is calculated using the projected unit credit method.

Short-term employee benefits

All short-term employee benefits such as salaries, wages, bonus, and other benefits which fall within 12 months of the period in which the employee renders related services which entitles them to avail such benefits and non-accumulating compensated absences are recognised on an undiscounted basis and charged to the statement of profit and loss.

A liability is recognised for benefits accruing to employees in respect of wages and salaries in the period the related service is rendered at the

undiscounted amount of the benefits expected to be paid in exchange for that service.

Defined contribution plan

The Company's contribution to provident fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plan

In accordance with the Payment of Gratuity Act, 1972, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. The gratuity liability is partly funded. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. Actuarial gains or losses are recognized in other comprehensive income. Further, the profit or loss does not include an expected return on plan assets. Instead net interest recognized in profit or loss is calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on the plan assets above or below the discount rate is recognized as part of re-measurement of net defined liability or asset through other comprehensive income.

Remeasurement, comprising actuarial gains and losses is reflected immediately in the balance sheet with charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected in retained earnings and is not reclassified to the statement of profit and loss.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

a) Current tax: Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

The Organisation for Economic Co-operation and Development (OECD) has published the model rules for global minimum tax (Pillar Two model rules). The Company does not have any incomes taxables as per the provisions of Pillar Two legislation.

b) Minimum Alternate Tax (MAT): MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, Deferred tax is provided on MAT and created as an asset when it is highly probable that future economic benefit associated with it will flow to the Company.

c) Deferred tax: Deferred tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2D OTHER ACCOUNTING POLICIES

1 Foreign Currencies

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the statement of profit and loss in the period in which they arise except for exchange differences on transactions designated as fair value hedge.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively)

2 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3 Intangible assets

An intangible asset is an identifiable non-monetary asset without physical substance

Internally generated intangible assets

Expenditure on research activities is recognised as an expense in the period in which it is incurred. An internally generated intangible asset arising from development (or from the

development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale,

- the intention to complete the intangible asset and use or sell it, the ability to use or sell the intangible asset,

- how the intangible asset will generate probable future economic benefits

- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset, and

-the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally generated intangible asset can be recognised, development expenditure is recognised in profit and loss in the period in which it is incurred. Subsequent to initial recognition, internally generated intangible assets are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Amortization of Intangible assets

An intangible asset with finite useful life that are acquired separately and where the useful life is 2 years or more is capitalised and carried at cost less accumulated amortization. Amortization is recognised on written down value basis over the useful life of the asset.

Internally generated intangible assets are amortized over the period for which the company expects to derive the economic benefits from such assets.

Estimated useful life of intangible assets which is based on technical evaluation of the useful lives of the assets is 6 years.

De-recognition

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of profit and loss when the asset is derecognised.

Intangible assets are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any.

4 Provisions and contingencies

Provisions: A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount in the present value of those cash flows (when the effect of time value of money is material).

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Asset: A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

5 Leases - Arrangements in the nature of Lessee

The Company, at the inception of a contract, assessess whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered into on or after April 1, 2019.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term.

In the comparative period, leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments and receipts under operating leases are recognised as an expense and income respectively, on a straight line basis in the statement of profit and loss over the lease term except where the lease payments are structured to increase in line with expected general inflation.

6 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition) and highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks.

7 Trade receivables

Trade receivables are recognised initially at fair value unless they do not carry a significant financing component, in which case they are recognized at the transaction price. The Company generally determines the allowance for expected credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the company deals with and the countries where it operates. In calculating expected credit loss, the Company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future.

8 Trade Payables

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

9 Cash Flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information. Cash and cash equivalents include cash on hand, cash with banks in current and deposit accounts with necessary disclosure of cash and cash equivalent balances that are not available for use by the company.

10 Earning Per Share

Basic earnings per share have been computed by dividing the net income by the weighted average number of shares outstanding during the year. Diluted earnings per share has been computed using the weighted average number of shares and diluted potential shares, except where the result would be anti-dilutive.

11 Dividends

Final dividends on shares are recorded on the date of approval by the shareholders of the Company.

NOTE 3 - PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Description of Assets	Freehold Land	Buildings	Plant & Equipment	Electrical Plant & Equipment	Furniture and Fixtures	Vehicles	Office Equipment	Computers	Total Property, Plant and Equipment	Capital Work-in-progress	Intangible Assets (Software)
I. Gross Block (cost or deemed cost)											
Balance as at April 1, 2024	**863.37**	**1,789.36**	**8,352.16**	**619.63**	**5.35**	**238.46**	**30.98**	**26.95**	**11,926.26**	**159.05**	**46.83**
Additions	-	118.80	181.08	6.31		11.20	0.39	1.81	319.59	667.24	4.50
Disposals/Capitalisation	-	-	100.18	10.30	-	6.13	-	-	116.61	684.71	-
Balance as at March 31, 2025	**863.37**	**1,908.16**	**8,433.06**	**615.64**	**5.35**	**243.53**	**31.37**	**28.76**	**12,129.24**	**141.58**	**51.33**
Additions		25.20	161.45	13.62	-	33.73	-	0.76	**234.76**	112.34	8.00
Disposals/Capitalisation	-	-	19.28	-	-	5.43	-	-	**24.71**	131.39	-
Balance as at March 31,2026	**863.37**	**1,933.36**	**8,575.23**	**629.26**	**5.35**	**271.83**	**31.37**	**29.52**	**12,339.29**	**122.53**	**59.33**
II. Accumulated Depreciation and Impairment											
Balance as at April 1, 2024	**-**	**665.68**	**4,905.96**	**180.52**	**5.05**	**139.14**	**15.31**	**19.69**	**5,931.35**	**-**	**30.47**
Charge for the year	-	85.27	1,005.89	144.53	0.05	28.60	2.53	2.25	1,269.12	-	7.30
Disposals	-	-	96.21	9.81	-	5.89	-	-	111.91	-	-
Balance as at March 31, 2025	**-**	**750.95**	**5,815.64**	**315.24**	**5.10**	**161.85**	**17.84**	**21.94**	**7,088.56**	**-**	**37.77**
Charge for the year	-	88.11	684.05	96.08	0.02	22.56	1.97	1.85	**894.64**	-	7.36
Disposals	-	-	18.45	-	-	5.16	-	-	23.61	-	-
Balance as at March 31,2026	**-**	**839.06**	**6,481.24**	**411.32**	**5.12**	**179.25**	**19.81**	**23.79**	**7,959.59**	**-**	**45.13**
Net block (I-II)											
Balance as at April 1, 2024	863.37	1,123.68	3,446.20	439.11	0.30	99.32	15.67	7.26	5,994.91	159.05	16.36
Balance as at March 31, 2025	863.37	1,157.21	2,617.42	300.40	0.25	81.68	13.53	6.82	5,040.68	141.58	13.56
Balance as at March 31,2026	**863.37**	**1,094.30**	**2,093.99**	**217.94**	**0.23**	**92.58**	**11.56**	**5.73**	**4,379.70**	**122.53**	**14.20**

Note:The Company has not carried out revaluation of Property, Plant & Equipment and Intangible Assets during the year

Break up of Capital Work in Progress	**As at March 31, 2026**	**As at March 31, 2025**
Property, Plant & Equipment under construction/installation	-	33.12
Investment Property under construction	**122.53**	108.46
Total	**122.53**	**141.58**

Note: Finance costs capitalized to cost of PPE and CWIP during the year is ₹ 4.23 lakhs (Previous year: ₹ 6.83 lakhs)

Capital work-in-progress (CWIP) ageing schedule as on 31st March 2026 and 31st March 2025

Particulars	**Amount in CWIP for a Period of**								**Total**	
	Less Than I Year		**1-2 years**		**2-3 years**		**More than 3 yrs.**			
	31.03.26	**31.03.25**	**31.03.26**	**31.03.25**	**31.03.26**	**31.03.25**	**31.03.26**	**31.03.25**	**31.03.26**	**31.03.25**
Project in progress	**112.34**	76.19	**10.19**	65.39	-	-	-	-	**122.53**	141.58
Projects temporarily suspended	**-**	-	**-**	-	-	-	-	-	**-**	-

Note: There is no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan. There are no intangible assets under development.

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 4 - INVESTMENT PROPERTY		
Cost or deemed cost		
Balance at beginning of year	**19,102.79**	18,454.25
Additions	**123.83**	648.54
Disposals	**-**	-
Balance at end of the year	**19,226.62**	19,102.79
Accumulated depreciation		
Balance at beginning of year	**1,219.98**	743.35
Additions	**473.86**	476.63
Balance at end of quarter	**1,693.84**	1,219.98
Net Block	**17,532.78**	17,882.81
Information regarding income and expenditure of investment property		
Rental Income derived from investment properties	**2,612.92**	2,303.47
Direct operating expenses (including repairs and maintenance)	**104.57**	98.16
Profit arising from investment properties before depreciation	**2,508.35**	2,205.31
Depreciation	**473.86**	476.63
Profit arising from investment properties	**2,034.49**	1,728.68

The Company's investment properties consist of properties at Coimbatore and Palladam in the nature of land and buildings, Electrical Plant & Equipment and Office Equipment in India. As at March 31, 2026 and March 31, 2025, the fair values of the investment properties are ₹ 400.49 Crores and ₹ 376.01 Crores respectively. These fair values are based on valuations performed by registered valuer as defined under Rule 2 of Companies (Registered Valuers and Valuation) Rules 2017. The fair value hierarchy is at level 2. (Refer note 33.2B for note on fair value hierarchy). There are no restrictions on the realizability of the Investment Properties.

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 5 - INVESTMENTS		
Investment in equity instruments		
A. Non Trade, Quoted and fully paid up (Measured at FVTOCI)		
LMW Limited	**57,931.79**	83,122.52
4,85,000 shares of ₹ 10/- each (5,20,000 shares of ₹ 10/- each)		
Lakshmi Engineering and Warehousing Limited	**676.57**	708.79
33,000 shares of ₹ 100/- each (33,000 shares of ₹ 10/- each)		
Rajshree Sugars & Chemicals Limited	**60.37**	84.48
2,20,000 shares of ₹ 10/- each (2,20,000 shares of ₹ 10/- each)		
	58,668.73	83,915.79

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
B. Non Trade, Unquoted and fully paid up (Measured at FVTOCI)		
LCC Investments Private Limited	**158.27**	136.42
1,50,000 shares of ₹ 10/- each (1,50,000 shares of ₹ 10/- each)		
First Energy 6 Private Limited	**315.00**	315.00
31,50,000 shares of ₹ 10/- each (31,50,000 shares of ₹ 10/- each)		
First Energy 5 Private Limited	**193.41**	193.41
19,34,100 shares of ₹ 10/- each (19,34,100 shares of ₹ 10/- each)		
Torrent Urja 17 Private Limited *	**277.18**	110.87
27,71,840 shares of ₹ 10/- each (11,08,736 shares of ₹ 10/- each)		
	943.86	755.70
Total	**59,612.59**	84,671.49
Aggregate value of quoted investments	**58,668.73**	83,915.79
Aggregate value of unquoted investments	**943.86**	755.70

*Note: The Company holds 26.40% of shareholding in Torrent Urja 17 Private Limited. As the shareholders agreement entered into with the promoters of Torrent Urja 17 Private Limited contains restrictive covenants, the Company cannot exercise "Significant influence" in terms of Ind AS 28 and therefore is not classified under "Investments in Associates".

NOTE 6 - LOANS*

(Unsecured and considered good)

Non-current		
Measured at amortised cost		
Employee & other advances	**81.97**	74.96
Total	**81.97**	74.96
Current		
Measured at amortised cost		
Employee & other advances	**29.97**	17.95
	29.97	17.95

*** There are no loans to promoters, directors, KMPs and related parties included in the above.**

NOTE 6A - CURRENT TAX ASSETS/(LIABILITIES) (NET)

Current Taxes paid	**263.79**	292.06
Less : Provision for taxation	**(165.63)**	-
Total	**98.16**	292.06

NOTE 7 - OTHER FINANCIAL ASSETS

(Unsecured and considered good)

Non-Current		
Security Deposits	**822.14**	936.29
Bank margin deposits with more than 12 months maturity from reporting date	**-**	87.92
Total	**822.14**	1,024.21

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 8 - OTHER ASSETS		
(Unsecured and considered good)		
Non-current		
Capital Advances	**57.47**	8.41
Deposits and other loans	**14.85**	14.85
Advance Income Tax (Net of provisions)	**2.15**	106.23
Total	**74.47**	129.49
Current		
Balances with revenue authorities	**4.86**	4.86
Prepaid expenses	**75.02**	49.43
Income receivable	**111.99**	98.22
Total	**191.87**	152.51
NOTE 9 - INVENTORIES		
(Lower of cost or net realisable value)		
Raw materials	**1,059.93**	624.41
Work-in-progress	**641.42**	418.52
Finished goods (other than those acquired for trading)		
Yarn	**2,017.36**	1,834.04
Waste	**41.18**	33.10
Stock-in-trade		
Cloth	**10.78**	61.87
Stores and spares	**64.94**	70.48
Total	**3,835.61**	3,042.42

Notes:

The mode of valuation of inventories has been stated in Note 2C(5) of Material accounting policies.

The cost of inventories recognised as an expense amounted to ₹ 11,731.24 lakhs (Previous year ₹ 14,858.05 Lakhs).

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 10 - TRADE RECEIVABLES		
Trade receivables - considered good and secured	**-**	-
Trade receivables - considered good and unsecured *	**2,755.56**	2,366.63
Less: Expected credit loss	**(14.55)**	(12.68)
Trade receivables which have significant increase in credit risk	**-**	-
Trade receivables - credit impaired	256.91	256.91
Less: Provision for Impairment	(256.91)	(256.91)
Total	**2,741.01**	2,353.95
*Includes dues from private companies/firms in which director is a member/partner	**10.59**	8.23

Trade receivables (Debtors) ageing Schedule as on 31st March 2026

Particulars	Outstanding for following periods from due date of payment					Total
	Less Than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 yrs.	
(i) Undisputed Trade receivables-considered good	2,750.73	1.29	1.78	0.77	0.99	**2,755.56**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables-Credit Impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – Credit impaired	-	-	-	-	256.91	**256.91**
Gross total						**3,012.47**
Less: Provision for Impairment and Expected credit loss allowance						**(271.46)**
Total						**2,741.01**

(₹ in Lakhs)

Trade receivables (Debtors) ageing Schedule as on 31st March 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Less Than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 yrs.	
(i) Undisputed Trade receivables-considered good	2,361.49	1.01	0.90	3.23	-	**2,366.63**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables-Credit Impaired	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – Credit impaired	-	-	-	-	256.91	**256.91**
Gross total						**2,623.54**
Less: Provision for Impairment and Expected credit loss allowance						**(269.59)**
Total						**2,353.95**

MOVEMENT IN EXPECTED CREDIT LOSS ALLOWANCE ON TRADE RECEIVABLES

Particulars	31.03.2026	31.03.2025
Balance at the beginning of the period	**12.68**	12.46
Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	**1.87**	0.22
Balance at the end of the period	**14.55**	**12.68**

Particulars	31.03.2026	31.03.2025
NOTE 11 - CASH AND BANK BALANCES		
Cash and cash equivalents		
Balances with banks		
Current accounts	**44.41**	14.24
Cash in hand	**8.24**	5.06
Total	**52.65**	19.30
Bank balances		
(i) Earmarked accounts - Unpaid Dividend Warrant Accounts	**6.85**	9.26
(ii) Fixed deposits held as margin money against borrowings and guarantees (maturity of less than 12 months from reporting date)	**243.49**	367.89
Total	**250.34**	377.15

Notes to the financial statements for the year ended March 31, 2026

NOTE 12 - SHARE CAPITAL

Particulars	31.03.2026		31.03.2025	
	No. of shares	**Amount ₹ in Lakhs**	No. of shares	Amount ₹ in Lakhs
(a) Authorised				
Equity shares of ₹ 100 each with voting rights	**10,00,000**	**1,000.00**	10,00,000	1,000.00
(b) Issued, Subscribed and fully paid up				
Equity shares of ₹ 100 each with voting rights	**6,95,550**	**695.55**	6,95,550	695.55
Total	**6,95,550**	**695.55**	6,95,550	695.55

(c) Rights, preferences and restrictions attached to shares

The company has issued only one class of Equity Share having par value of ₹ 100 each. Each holder of Equity share is entitled to one vote per share. The Company declares dividends in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval by the shareholders at the Annual General Meeting.Repayment of share capital on liquidation will be in proportion to the number of equity shares held.

(d) Reconciliation of the shares outstanding at the beginning and at the end of the year

Particulars	Opening Balance	Fresh Issue / Conversion / Redemption	Bonus Issue	Closing Balance
Equity shares with voting rights				
Year ended March 31, 2026				
- Number of shares	**6,95,550**	-	-	**6,95,550**
- Amount (in lakhs)	**695.55**	-	-	**695.55**
Year ended March 31, 2025				
- Number of shares	**6,95,550**	-	-	**6,95,550**
- Amount (in lakhs)	**695.55**	-	-	**695.55**

(e) Shareholders holding more than 5% shares in the Company

Class of shares / Name of shareholder	31.03.2026		31.03.2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Lakshmi Card Clothing Mfg. Co.P Ltd	**41,681**	**5.99%**	41,681	5.99%
Coimbatore Lakshmi Cotton Press P.Ltd	**77,248**	**11.11%**	77,248	11.11%
S. Pathy	**1,13,570**	**16.33%**	1,13,570	16.33%
Aditya Krishna Pathy	**94,123**	**13.53%**	90,745	13.05%

g) Shares held by promoters as on 31st March 2026

Sl. No.	Promoter's Name	31.03.2026		31.03.2025		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Pathy S	1,13,570	16.33	1,13,570	16.33	-
2	Aditya Krishna Pathy	94,123	13.53	90,745	13.05	0.49
3	Aishwarya Pathy	30,698	4.41	30,698	4.41	-
4	Sanjay Jayavarthanavelu	13,213	1.90	13,213	1.90	-
5	Rajshree Pathy	9,877	1.42	9,877	1.42	-
6	K Arjun	9,318	1.34	9,318	1.34	-
7	K Nithin	9,145	1.31	9,145	1.31	-
8	S Sunitha	3,563	0.51	3,563	0.51	-
9	Nethra J S Kumar	1,744	0.25	1,744	0.25	-
10	J Rajyalakshmi	1,392	0.20	1,392	0.20	-
11	Revanth Laxman Vaidya	1,000	0.14	1,000	0.14	-
12	Skanda Laxman Vaidya	1,000	0.14	1,000	0.14	-
13	Uttara R	486	0.07	486	0.07	-
14	Abhinav Narayana B	382	0.05	382	0.05	-
15	Anirudh B	382	0.05	382	0.05	-
16	Shivali Jayavarthanavelu	90	0.01	90	0.01	-
17	D.Shivakumar	7	0.001	7	0.001	-
18	The Coimbatore Lakshmi Cotton Press Pvt Ltd	77,248	11.11	77,248	11.11	-
19	Lakshmi Card Clothing Mfg. Co.P.Ltd	41,681	5.99	41,681	5.99	-
20	Sans Craintes Stud Farm P Ltd	19,415	2.79	19,415	2.79	-
21	LCC Investments Pvt Ltd	16,145	2.32	16,145	2.32	-
22	Infocus Marketing And Services Pvt Ltd	7,130	1.03	7,130	1.03	-
23	R Santharam Marketing And Services P Ltd	4,085	0.59	4,085	0.59	-
24	Sans Craintes Livestock Pvt Ltd	556	0.08	556	0.08	-
	TOTAL	**4,56,250**	**65.60**	**4,52,872**	**65.11**	**0.49**

Notes to the financial statements for the year ended March 31, 2026

h) Shares held by promoters as on 31st March 2025

Sl. No.	Promoter's Name	31.03.2025		31.03.2024		% Change during the year
		No. of shares	% of total shares	No. of shares	% of total shares	
1	Pathy S	1,13,570	16.33	1,13,570	16.33	-
2	Aditya Krishna Pathy	90,745	13.05	90,076	12.95	0.10
3	Aishwarya Pathy	30,698	4.41	30,698	4.41	-
4	Sanjay Jayavarthanavelu	13,213	1.90	13,213	1.90	-
5	Rajshree Pathy	9,877	1.42	9,877	1.42	-
6	K Arjun	9,318	1.34	9,318	1.34	-
7	K Nithin	9,145	1.31	9,145	1.31	-
8	S Sunitha	3,563	0.51	3,563	0.51	-
9	Nethra J S Kumar	1,744	0.25	1,744	0.25	-
10	J Rajyalakshmi	1,392	0.20	1,392	0.20	-
11	Revanth Laxman Vaidya	1,000	0.14	1,000	0.14	-
12	Skanda Laxman Vaidya	1,000	0.14	1,000	0.14	-
13	Uttara R	486	0.07	486	0.07	-
14	Abhinav Narayana B	382	0.05	382	0.05	-
15	Anirudh B	382	0.05	382	0.05	-
16	Shivali Jayavarthanavelu	90	0.01	90	0.01	-
17	D.Shivakumar	7	0.001	7	0.001	-
18	The Coimbatore Lakshmi Cotton Press Pvt Ltd	77,248	11.11	77,248	11.11	-
19	Lakshmi Card Clothing Mfg. Co.P.Ltd	41,681	5.99	41,681	5.99	-
20	Sans Craintes Stud Farm P Ltd	19,415	2.79	19,415	2.79	-
21	LCC Investments Pvt Ltd	16,145	2.32	16,145	2.32	-
22	Infocus Marketing And Services Pvt Ltd	7,130	1.03	7,130	1.03	-
23	R Santharam Marketing And Services P Ltd	4,085	0.59	4,085	0.59	-
24	Sans Craintes Livestock Pvt Ltd	556	0.08	556	0.08	-
	TOTAL	**4,52,872**	**65.11**	**4,52,203**	**65.01**	0.10

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 13 - OTHER EQUITY		
Reserves and Surplus		
Capital reserve	**9.00**	9.00
General reserve	**1,391.57**	1,391.57
Securities premium	**101.89**	101.89
Retained earnings	**14,731.71**	10,503.29
Remeasurement of net defined benefit liability/asset	**(322.54)**	(326.67)
Other comprehensive income		
Equity instruments through OCI (net of tax)	**54,624.66**	76,423.57
	70,536.28	88,102.64
13.a Capital reserve		
Balance at the beginning of the year	**9.00**	9.00
Movement during the year	**-**	-
Balance at the end of the year	**9.00**	9.00
13.b General reserve		
Balance at the beginning of the year	**1,391.57**	1,391.57
Transfer from retained earnings	**-**	-
Balance at the end of the year	**1,391.57**	1,391.57
13.c Securities premium		
Balance at the beginning of the year	**101.89**	101.89
Movement during the year	**-**	-
Balance at the end of the year	**101.89**	101.89
13.d Retained earnings		
Balance at beginning of the year	**10,503.29**	10,970.82
Profit attributable to owners of the Company	**(1,554.94)**	(467.53)
Transfer of realized profits from FVOCI to retained earnings	**5,783.36**	-
Dividend paid	**-**	-
Balance at the end of the year	**14,731.71**	10,503.29
13.e Remeasurement of net defined benefit liabilities		
Balance at the beginning of the year	**(326.67)**	(347.09)
Movement during the year	**4.13**	20.42
Balance at the end of the year	**(322.54)**	(326.67)
13.f Other comprehensive income		
Balance at beginning of the year	**76,423.57**	74,048.65
Transfer of realized profits from FVOCI to retained earnings	**(5,783.36)**	-
Equity instruments through OCI (net of tax)	**(16,015.55)**	2,374.92
Balance at the end of the year	**54,624.66**	76,423.57

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 14 - BORROWINGS		
Non-current		
Secured - Measured at amortised cost		
Terms loans from banks (refer note below)	**6,013.28**	7,425.32
Less: Current maturities of long-term borrowings	**(1,169.12)**	(1,248.21)
Total	**4,844.16**	6,177.11

(i) Details of terms of repayment of long-term borrowings and interest thereon are as follows:

(₹ in Lakhs)

Particulars	Terms of repayment	31.03.2026	31.03.2025
Secured Loans			
Canara Bank - Rental loan	The loan is repayable in 180 monthly instalments upto 2034-35. The loan carries an interest rate of 10.40% per annum	**180.06**	217.34
Canara Bank - Term loan	The loan is repayable in 121 monthly instalments upto 2032-33. The loan carries an interest rate of 9.20% per annum	**736.68**	871.98
Canara Bank - Term loan	The loan is repayable in 121 monthly instalments upto 2032-33. The loan carries an interest rate of 9.20% per annum	**1,299.05**	1,540.23
Canara Bank - Term loan	The loan is repayable in 103 monthly instalments upto 2031-32. The loan carries an interest rate of 10.20% per annum	**1,648.42**	2,009.86
Central Bank of India-GECL-1	The loan is repayable in 48 monthly instalments upto 2025-26. The loan carries an interest rate of 9.10% per annum	**0.00**	78.90
Central Bank of India-GECL-2	The loan is repayable in 48 monthly instalments upto 2027-28. The loan carries an interest rate of 9.10% per annum	**90.80**	138.13
Canara Bank- GECL-1	The loan is repayable in 48 monthly instalments upto 2027-28. The loan carries an interest rate of 8.60% per annum	**137.55**	229.25
Canara Bank- GECL-2	The loan is repayable in 48 monthly instalments upto 2027-28. The loan carries an interest rate of 8.60% per annum	**227.50**	357.50
Canara Bank- L.Rental Loan - 1	The loan is repayable in 120 monthly instalments upto 2033-34. The loan carries an interest rate of 10% per annum	**824.98**	888.27
Canara Bank- L.Rental Loan - 2	The loan is repayable in 138 monthly instalments upto 2034-35. The loan carries an interest rate of 10% per annum	**444.61**	474.87

(₹ in Lakhs)

Particulars	Terms of repayment	31.03.2026	31.03.2025
Canara Bank- L.Rental Loan - 3	The loan is repayable in 128 monthly instalments upto 2033-34. The loan carries an interest rate of 10% per annum	**423.63**	465.32
Canara Bank- Term Loan	The loan is repayable in 95 monthly instalments upto 2031-32. The loan carries an interest rate of 9.00% per annum	**-**	153.67
	Total	**6,013.28**	7,425.32

Particulars	31.03.2026	31.03.2025
Current		
Secured - Measured at amortised cost		
Working capital loans from banks (refer note below)	**2,116.00**	5,925.25
Current maturities of long-term borrowings	**1,169.12**	1248.21
Total	**3,285.12**	7,173.46
(i) Details of short-term borrowings:		
Loans repayable on demand from banks		
Central Bank of India - (Rate of Interest 9.45% p.a.)	**200.00**	1,826.89
Canara Bank (Rate of Interest 8.75% p.a)	**949.81**	2,683.06
Canara Bank - Inland LC (Rate of Interest 6.75% p.a)	**427.84**	513.65
Central Bank of India - Inland LC (Rate of Interest 6.75% p.a)	**538.35**	901.65
Total	**2,116.00**	5,925.25

Details of securities for borrowings

Term Loans from Central Bank of India and Canara Bank are secured by first charge on relevant assets of Coimbatore, Kovilpatti and Palladam units created under respective Project/Term Loans.

Working Capital and Term Loans from Canara Bank and Central Bank of India are secured by pari passu first charge on the fixed assets at Coimbatore, Kovilpatti and Palladam Units.

Working Capital Loans from Canara Bank and Central Bank of India are further secured by first charge on book debts and hypothecation of inventories.

Canara Bank rental loan is secured by the relevant land and buildings of the company.

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 15 - PROVISIONS		
Non-current		
Provision for employee benefits	**528.50**	456.89
Total	**528.50**	456.89
Current		
Provision for employee benefits	**29.82**	128.11
Total	**29.82**	128.11

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 16 - TRADE PAYABLES		
Total outstanding dues of micro enterprises and small enterprises (refer note 34.3)	**45.95**	47.74
Total outstanding dues of creditors other than micro and small enterprises	**2,251.59**	3,422.46
Total	**2,297.54**	3,470.20

Trade Payables ageing schedule as on 31st March 2026

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 Year	1-2 years	2-3 years	More than 3 yrs.	
MSME	45.95	-	-	-	45.95
Others	2,251.59	-	-	-	2,251.59
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-

Trade Payables ageing schedule as on 31st March 2025

Particulars	Outstanding for following periods from due date of payment				Total
	Less Than 1 Year	1-2 years	2-3 years	More than 3 yrs.	
MSME	47.74	-	-	-	47.74
Others	3,422.46	-	-	-	3,422.46
Disputed dues- MSME	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-

NOTE 17 - OTHER FINANCIAL LIABILITIES		
Non-current		
Rental security deposit	740.39	615.10
Amount refundable towards land sale	482.85	482.85
Total	**1,223.24**	1,097.95
Current		
Unclaimed dividends	**6.85**	9.26
Liabilities for expenses	**780.20**	700.47
Rental security deposit	**23.00**	22.50
Security deposits from customers	**7.81**	7.74
Bonus Payable	**55.84**	49.63
Total	**873.70**	789.60
NOTE 18 - OTHER LIABILITIES		
Non-current		
Deferred Income- Government grants	**32.79**	49.35
Deferred Rent advance	**1,232.70**	1,322.95
Total	**1,265.49**	1,372.30

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Current		
Deferred Income- Government grants	16.56	25.47
Deferred Rent advance	135.90	128.85
Other Liabilities	109.96	135.68
Payables to suppliers of capital goods	49.84	242.96
Total	**312.26**	532.96
NOTE 19 - REVENUE FROM OPERATIONS		
Revenue from sale of goods		
Manufactured - Cotton and Synthetic Yarn	**19,210.00**	20,417.81
Trading - Cotton and Synthetic Yarn	**1.06**	76.89
- Cloth	**1,695.12**	2,691.16
Waste	**499.70**	605.63
Raw Materials	**-**	0.06
	21,405.88	23,791.55
Other operating revenue (refer note (i) below)	**2,777.60**	2,524.72
Total	**24,183.48**	26,316.27
Note (i)		
Other operating revenue comprises:		
Sale of scrap	**33.94**	58.64
Rental Income	**2,480.28**	2,176.53
Deferred Rental Income	**132.64**	126.94
Export incentives	**130.74**	162.61
Total	**2,777.60**	2,524.72
NOTE 20 - OTHER INCOME		
Interest Income earned on financial assets that are not designated at fair value through profit or loss:		
(i) Bank deposits	**15.02**	23.95
(ii) Other financial assets	**82.46**	57.31
Interest on Income Tax Refund	**17.78**	17.96
Dividend Income	**148.80**	393.96
Miscellaneous income	**13.22**	6.43
Net gain on foreign currency transactions and translation	**53.26**	62.25
Deferred income from Government Grant	**25.47**	39.31
Provision for doubtful debts no longer required written back	**-**	2.00
Gain on disposal of property, plant and equipment	**2.23**	34.06
Total	**358.24**	637.23

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 21.A - COST OF MATERIALS CONSUMED		
Opening stock	**624.41**	643.79
Add: Purchases	**10,806.99**	11,749.66
	11,431.40	12,393.45
Less: Closing stock	**1,059.93**	624.41
Total	**10,371.47**	11,769.04
NOTE 21.B - PURCHASES OF STOCK-IN-TRADE		
Purchase for resale		
Yarn	**-**	73.73
Cloth	**1,280.04**	2,360.10
Total	**1,280.04**	2,433.83
NOTE 21.C - CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE		
Inventories at the end of the year:		
Yarn	**2,017.36**	1,834.04
Cloth	**10.78**	61.87
Waste	**41.18**	33.10
Work-in-progress	**641.42**	418.52
	2,710.74	2,347.53
Inventories at the beginning of the year:		
Yarn	**1,834.04**	2,076.17
Cloth	**61.87**	4.64
Waste	**33.10**	47.04
Work-in-progress	**418.52**	444.91
	2,347.53	2,572.76
Net increase	**(363.21)**	225.23
NOTE 22 - EMPLOYEE BENEFITS EXPENSE		
Salaries and wages	**3,661.38**	3,447.48
Managing Directors' Remuneration (Minimum)	**239.93**	214.61
Contribution to PF and other funds	**146.85**	153.41
Gratuity	**65.51**	70.02
Welfare expenses	**161.19**	158.04
Total	**4,274.86**	4,043.56
NOTE 23 - FINANCE COST		
Interest Expenses	**946.58**	1,473.66
Other borrowing cost	**79.78**	66.57
Total	**1,026.36**	1,540.23

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 24 - DEPRECIATION AND AMORTIZATION EXPENSE		
Depreciation of Property, Plant & equipment	**894.64**	1,269.12
Depreciation of Investment Property	**473.86**	476.63
Amortization of Intangible assets	**7.36**	7.30
Total	**1,375.86**	1,753.05
NOTE 24A - OTHER EXPENSES		
Consumption of stores and spare parts	**137.32**	130.43
Consumption of Packing materials	**305.62**	299.52
Rent	**5.84**	17.51
Repairs to Buildings	**307.02**	252.50
Repairs to Machinery	**258.98**	213.81
Insurance	**42.12**	38.47
Rates and Taxes, excluding taxes on income	**154.76**	152.58
Other Manufacturing Expenses	**217.66**	18.86
Sales Commission	**147.75**	170.22
Sales Expenses, Advertisement, Export Expenses & Freight	**218.52**	248.69
Expected Credit Loss on Trade receivables	**1.87**	0.22
Office Maintenance & Administration Expenses	**373.23**	433.78
Directors' Sitting Fees	**9.80**	10.95
Auditor's Remuneration		
Audit fees	**6.00**	6.00
Taxation matters	**8.00**	3.46
Certification & others	**0.76**	0.35
Reimbursement of expenses	**0.50**	0.65
Bank charges	**119.25**	102.48
Miscellaneous Expenses	**299.54**	277.69
Total	**2,614.54**	2,378.17
NOTE 25 - EXCEPTIONAL ITEMS		
Past service costs on gratuity [Refer Note 34.10.1]	**23.53**	-
Profit on sale of land and buildings	**-**	21.54
Total	**23.53**	21.54

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
NOTE 26 - TAX EXPENSE		
Current tax		
In respect of the current year		
Deferred tax	**165.63**	-
Prior year tax	**2,119.53**	(232.61)
Total income tax expense recognised in the current year	**-**	(18.77)
The reconciliation between the provision of income tax of the Company and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:		
Current Tax:		
Profit/(Loss) before tax	**730.22**	(718.91)
Enacted income tax rate	**25.17%**	29.12%
Computed expected tax expense	**183.80**	-
Effect of:		
Depreciation	**(15.65)**	(55.89)
43B Disallowances - Gratuity & Bonus	**6.64**	(6.37)
Unabsorbed depreciation and carry forward losses	**661.55**	(173.99)
Voluntary Retirement Scheme	**0.51**	3.70
Other Adjustments	**1,437.07**	-
Expected Credit loss on Trade Receivables	**11.24**	(0.06)
Income tax expense recognised in the profit or loss	**2,285.16**	(232.61)
Deferred Tax:		
Relating to the origination and reversal of temporary differences (see below)	**(2,119.53)**	232.61
Tax expense reported in the Statement of Profit and Loss	**165.63**	-
Deferred tax		
Opening balance	**5,237.35**	3,434.41
Recognised in Profit or loss		
MAT Credit Entitlement	**918.03**	-
Depreciation and Amortization	**(24.32)**	(55.89)
43B Disallowances	**13.24**	(6.37)
Unabsorbed depreciation and carry forward losses	**1,198.11**	(173.99)
Voluntary Retirement Scheme	**3.70**	3.70
Expected Credit Loss and Provisions	**10.77**	(0.06)
	2,119.53	(232.61)
Recognised in Other Comprehensive Income		
Defined benefit obligation	**16.59**	8.39
Fair value of equity investments	**(3,425.14)**	2,027.16
Closing balance	**3,948.33**	5,237.35

NOTE 27 - SEGMENT INFORMATION

"The Chairman & Managing Director of the company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108 Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by industry classes. Accordingly, segment information has been presented.

The Company is structured into two reportable business segments – "Textiles" and "Rental Services". Textiles consists of manufacturing and sale of yarn and trading in cloth and garments. Rental services consist of letting out of properties. The reportable business segments are in line with the segment wise information which is being presented to the CODM.

Each segment item reported is measured at the measure used to report to the chief operating decision maker for the purposes of making decisions about allocating resources to the segment and assessing its performance.

Geographic information is based on business sources from that geographic region. Accordingly the geographical segments are determined as Domestic ie., within India and External ie., Outside India.

Income and direct expenses in relation to segments are categorized based on items that are individually identifiable to that segment, while the remainder of costs are apportioned on an appropriate basis. Certain expenses are not specifically allocable to individual segments as the underlying services are used interchangeably. The management therefore believes that it is not practicable to provide segment disclosures relating to such expenses and accordingly such expenses are separately disclosed as "unallocated" and directly charged against total income.

Business Segment (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Segment Revenue		
Net Sales/Income		
a. Textiles	**21,682.52**	24,174.81
b. Rental services	**2,612.92**	2,303.47
c. Unallocated revenue	**246.28**	475.22
Net Sales/Income	**24,541.72**	26,953.50
Segment Results		
Profit / (Loss)		
Textiles	**(246.14)**	(1,150.68)
Rental services	**2,034.49**	1,750.22
Total	1,788.35	599.55
Less: Finance costs	**1,026.36**	1,540.23
Add /(Less): Other unallocable Income net of unallocable expenses	**(31.77)**	221.77
Total	**730.22**	**(718.91)**

Notes to the financial statements for the year ended March 31, 2026

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Segment Assets		
a. Textiles	**11,959.92**	11,504.57
b. Rental services	**17,916.83**	18,194.70
c. Unallocated	**59,963.24**	85,534.85
Total	**89,839.99**	1,15,234.12
Segment Liabilities		
a. Textiles	**10,536.79**	16,562.37
b. Rental services	**4,116.19**	4,626.95
c. Unallocated	**3,955.18**	5,246.61
Total	**18,608.16**	26,435.93
Geographical Segment		
Revenues		
a. Domestic	**21,830.46**	23,612.72
b. External	**2,711.26**	3,340.78
Net Sales/ Income from operations	**24,541.72**	26,953.50

Note:

There was one customer (₹ 2,454.67 lakhs) during FY 25-26 and there were two customers during FY 2024-25 (₹ 7,071.49 lakhs) who have contributed 10% or more to the company's revenue across all segments.

NOTE 28 - EARNINGS PER SHARE (EPS)

Profit attributable to ordinary shareholders - for Basic and Diluted EPS	**(1,554.94)**	(467.53)
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	**6,95,550**	6,95,550
Weighted average number of equity shares used in the calculation of diluted earnings per share	**6,95,550**	6,95,550
Earnings per share (Face value ₹ 100/- per share)		
- Basic (in ₹)	**(223.56)**	(67.22)
- Diluted (in ₹)	**(223.56)**	(67.22)

NOTE 29 - OPERATING LEASES - INVESTMENT PROPERTY (NOTE 4)

29.1 The Assets on operating leases includes following assets given on operating lease :

(₹ in Lakhs)

Particulars	Land	Buildings	Electrical Plant & Equipment	Office Equipment	Total	Capital Work-in-Progress
As at 31 March 2026						
Gross Block	**10,679.60**	**7,567.68**	**902.60**	**76.74**	**19,226.62**	**122.53**
Accumulated Depreciation	**-**	**1,153.52**	**502.64**	**37.68**	**1,693.84**	**-**
Net Block	**10,679.60**	**6,414.16**	**399.96**	**39.06**	**17,532.78**	**122.53**
Depreciation for the year	**-**	**328.31**	**131.90**	**13.65**	**473.86**	**-**
As at 31 March 2025						
Gross Block	10,679.60	7,563.84	782.61	76.74	19,102.79	108.46
Accumulated Depreciation	-	825.21	370.74	24.03	1,219.98	-
Net Block	10,679.60	6,738.63	411.87	52.71	17,882.81	108.46
Depreciation for the year	-	343.34	123.44	9.85	476.63	-

29.2 The Company has entered into operating leases of its buildings with other facilities. These leases have terms of between 11 months and 15 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. Future minimum rentals receivable under non-cancellable operating leases as at the end of the year are as follows:

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Within one year	**2,070.84**	1,825.74
After one year but not more than five years	**8,220.15**	7,994.85
More than five years	**13,202.87**	15,030.02

NOTE 30 - CONTINGENT LIABILITIES & COMMITMENTS

(a) Other monies for which the Company is contingently liable:		
Bills discounted with Banks	**460.33**	500.81
Income tax liabilty	**-**	851.11
Central Excise / Service Tax disputed demand	**48.63**	48.63
Sub Total	**508.96**	1,400.55
(b) Commitments		
Estimated amount of contracts remaining to be executed on capital account - Net of Advances	**98.38**	10.94
Committed Investment in Group Captive Solar Power Generator company	-	166.31
Sub Total	**98.38**	177.25
Total	**607.34**	1,577.80

Future cash flows in respect of certain matters are determinable only on receipt of judgements/decisions pending at various forums/authorities. Management is hopeful of successful outcome in the appellate proceedings

Notes to the financial statements for the year ended March 31, 2026

Disputed tax dues are under consideration before the concerned appellate & assessing authorities. The Company is advised that the cases are likely to be disposed off in favour of the Company and hence no provision is considered necessary therefor.

NOTE 31 - EMPLOYEE BENEFIT PLANS

(a) Defined Contribution Plan

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company has recognised ₹ 115.40 Lakhs (Previous year: ₹ 118.99 Lakhs) as contribution to Provident Fund, ₹ 30.94 lakhs (Previous year ₹ 27.80 lakhs) as contribution to Superannuation Fund and ₹ 38.66 Lakhs (Previous year: ₹ 40.55 Lakhs) as contribution to Employee State Insurance (ESI) in the Statement of Profit and Loss. These contributions have been made at the rates specified in the rules of the respective schemes and has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company has partly funded its gratuity obligations. The following table sets out the status of the defined benefit schemes and the amount recognised in the financial statements as per the Actuarial Valuation done by an Independent Actuary:

Reconciliation of opening and closing balances of Defined Benefit Obligation		(₹ in Lakhs)
Particulars	**31.03.2026**	31.03.2025
Defined Benefit Obligation at beginning of the year	**650.70**	657.86
Current service cost	**29.82**	29.19
Interest cost	**41.36**	45.40
Plan Amendments	**23.53**	-
Actuarial (Gain) / Loss	**(22.03)**	(29.03)
Benefits paid	**(55.69)**	(52.72)
Defined Benefit Obligation at year end	**667.69**	650.70
Reconciliation of opening and closing balances of fair value of Plan Assets		
Fair value of Plan Assets at the beginning of the year	**65.70**	65.93
Employer contributions	**95.00**	48.15
Expected Return on Plan Assets	**5.67**	4.57
Actuarial Gain / (Loss)	**(1.31)**	(0.23)
Benefits paid	**(55.69)**	(52.72)
Fair value of Plan Assets at the year end	**109.37**	65.70
Expenses recognised during the year		
In Income Statement		
Current service cost	**29.82**	29.19
Plan Amendments	**23.53**	-
Interest on net defined benefit liability/ (asset)	**41.36**	45.40
Expected Return on Plan Assets	**(5.67)**	(4.57)

Reconciliation of opening and closing balances of Defined Benefit Obligation (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Net Cost	**89.04**	70.02
In Other Comprehensive Income		
Actuarial (Gain) / Loss	**(20.72)**	(28.80)
Net (Income)/ Expense for the period recognised in OCI	**(20.72)**	(28.80)

The current service cost and the net interest expense for the year are included in the 'Employee benefit expense' line item in the statement of profit and loss.

The remeasurement of the net defined liability is included in other comprehensive income.

Actuarial assumptions		
Discount Rate (per annum)	**7.19%**	6.64%
Expected rate of return on plan assets	**6.64%**	7.19%
Rate of escalation in Salary (per annum)	**5.00%**	5.00%
Attrition rate (per annum)	**3.00%**	3.00%

The retirement age of employees of the Company is 58 years.

The estimates of rate of escalation in salary considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary. The mortality rates considered are as per the published rates in the Indian Assured Lives Mortality (2012-14) Ult table.

Sensitivity analysis

The key actuarial assumptions to which the defined benefit plans are particularly sensitive to are discount rate, full salary escalation rate and attrition rate. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period , while holding all other assumptions constant. The result of Sensitivity analysis is given below:

Particulars	Discount rate	Salary escalation rate	Attrition rate
As at March 31, 2026			
Defined benefit obligation on plus 100 basis points	**644.80**	**692.08**	**669.10**
Defined benefit obligation on minus 100 basis points	**692.48**	**644.75**	**666.19**
As at March 31, 2025			
Defined benefit obligation on plus 100 basis points	625.60	677.40	651.85
Defined benefit obligation on minus 100 basis points	678.05	625.73	649.47

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Maturity profile of defined benefit obligation (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Expected total benefit payments		
Within 1 year	**58.89**	53.07
1 year to 2 years	**48.23**	46.84
2 years to 3 years	**70.30**	51.84
3 years to 4 years	**57.49**	75.12
4 years to 5 years	**51.46**	65.45
From 6th year to 10 years	**381.32**	289.35

Notes to the financial statements for the year ended March 31, 2026

These plans typically expose the Company to actuarial risks such as: longevity risk, salary risk, market risk, legislative risk and liquidity risk.

Longevity Risk: The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan's participants will increase the plan's liability.

Market risk: Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate / government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Legislative risk: Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation /regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation. The new labour code is a case in point and the same will have to be recognized immediately in the year when any such amendment is effective.

Liquidity risk: Employees with high salaries and long durations of service or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign / retire from the company there can be strain on the cash flows.

NOTE 32 - RELATED PARTY DISCLOSURES

List of related parties where control exists and also related parties with whom transactions have taken place and relationships

(a)	**Key Management Personnel (KMP)**	Sri S Pathy - Chairman and Managing Director Sri Aditya Krishna Pathy - Deputy Managing Director Sri N Singaravel - Company Secretary Sri A Doraiswamy - Chief Financial Officer **Non - Executive Directors** Sri R. Santharam - Vice Chairman Sri Sanjay Jayavarthanavelu Sri D. Rajendran - Independent Director (upto 09.09.2024) Sri Sathish Ajmera - Independent Director (upto 09.09.2024) Smt. Suguna Ravichandran - Independent Director (upto 02.09.2025) Sri. Vijay Venkataswamy - Independent Director (upto 09.09.24) Sri. Ashwin Chandran - Independent Director (from 09.09.2024) Sri. K.Murali Mohan - Independent Director (from 09.09.2024) Sri. R.Varadarajan - Independent Director (from 09.09.2024) Smt. Priya Bhansali - Independent Director (from 03.09.2025)
(b)	**Post retirement employee benefit plans**	The Lakshmi Mills Co Ltd. Employees Gratuity Fund The Lakshmi Mills Superannuation Fund

(c)	**Enterprises over which Key Managerial Personnel are able to exercise significant influence**	LMW Ltd Super Sales India Ltd Lakshmi Card Clothing Mfg. Co.P.Ltd Lakshmi Engineering and Warehousing Limited Lakshmi Cots Agencies and Services Private Limited Balakumar Shipping & Clearing Agency Private Limited Aloha Tours & Travels (India) Private Limited Sans Craintes Knitters Major Corporate Services (India) LLP Chakradhara Aerospace and Cargo P.Ltd Rajshree Biosolutions LLP Premier Spg and Wvg Mills Pvt Ltd Rajshree Sugars and Chemicals Ltd Petal Home LLP

Transactions with related parties during the year are set out in the table below

(Previous year figures are in brackets) (₹ in Lakhs)

Nature of transaction	(a) Key Management Personnel (KMP)	(b) Post retirement employee benefit plans	(c) Enterprises over which Key Managerial Personnel are able to exercise significant influence	Total
Transactions during the year				
Purchase of Goods / Assets	-	-	115.16	115.16
	-	-	(51.82)	(51.82)
Sale of Goods / Assets	-	-	13.07	13.07
	-	-	(62.43)	(62.43)
Receiving of Services	-	-	73.44	73.44
	-	-	(98.77)	(98.77)
Rendering of Services	-	-	55.47	55.47
	-	-	(52.83)	(52.83)
Sitting Fees to Directors	9.80	-	-	9.80
	(10.95)	-	-	(10.95)
Remuneration	245.19	-	-	245.19
	(222.98)	-	-	(222.98)
Contribution to funds	-	33.37	-	33.37
	-	(29.62)	-	(29.62)
Commitments	-	-	-	-
	-	-	-	-

Notes to the financial statements for the year ended March 31, 2026

Nature of transaction	(a) Key Management Personnel (KMP)	(b) Post retirement employee benefit plans	(c) Enterprises over which Key Managerial Personnel are able to exercise significant influence	Total
Balance as on balance sheet date				
Receivables/Outstanding(Net) from Related Parties	-	-	12.54	12.54
	-	-	(9.75)	(9.75)
Payables (Net) to Related Parties	-	558.32	21.87	580.19
	-	(585.00)	(26.72)	(611.72)
Capital Advance to Related Parties			NIL	-
			NIL	-

Disclosure in respect of Related Party Transactions during the year:

1. Purchase of goods/assets includes Lakshmi Card Clothing Mfg. Co.P.Ltd ₹ 21.12 Lakhs; (Previous year ₹ 31.23 Lakhs); LMW Ltd ₹ 27.97 lakhs (Previous year ₹ 19.51 lakhs); Rajshree Biosolutions LLP ₹ NIL (Previous year ₹ 1.07 lakhs) Lakshmi Cots Agencies & Services Ltd ₹ 66.07 lakhs(Previous year ₹ 66.89 Lakhs)
2. Sale of Goods / assets include Lakshmi Card Clothing Mfg. Co.P.Ltd ₹ 1.02 Lakhs. (Previous year ₹ 0.89 Lakhs); Petal Home LLP ₹ 1.26 Lakhs.(Previous year ₹ 1.68 Lakhs); Rajshree Sugars and Chemicals Ltd ₹ 10.79 lakhs (Previous Year ₹ 10.13 lakhs); Premier Spg and Wvg Mills Pvt Ltd ₹ Nil (Previous year ₹ 49.73 Lakhs)
3. Receiving of Services include Balakumar Shipping & Clearing Agency P.Ltd ₹ 6.69 Lakhs (Previous year ₹ 11.45 Lakhs); Aloha Tours & Travels (India) Private Ltd ₹ 22.20 Lakhs (Previous year ₹ 25.36 Lakhs); Lakshmi Card Clothing Mfg. Co.P.Ltd ₹ 3.05 Lakhs (Previous year ₹ 3.06 Lakhs); Chakradhara Aerospace & Cargo P.Ltd ₹ 3.20 Lakhs (Previous year ₹ 6.91 Lakhs); Lakshmi Engineering and Warehousing Ltd ₹ 17.90 Lakhs (Previous year ₹ 22.93 Lakhs); Major Corporate Services (India) LLP ₹ 19.46 lakhs (Prevoius year ₹ 28.60 Lakhs) ; Super sales India Ltd ₹ 0.95 lakhs (Previous year ₹ 0.44 Lakhs)
4. Sitting fees paid to Directors - Sri.R.Santharam ₹ 0.70 lakhs (Previous Year ₹ 1.90 Lakhs), Sri.Sanjay Jayavarthanavelu ₹ 1.15 lakhs (Previous Year ₹ 1.25 lakhs), Sri.D.Rajendran ₹ NIL lakhs (Previous year ₹ 0.70 lakhs), Sri.Satish Ajmera ₹ NIL lakhs (Previous Year ₹ 1.05 lakhs), Smt.Suguna Ravichandran ₹ 0.90 lakhs (Previous year ₹ 2.05 lakhs), Sri Vijay Venkataswamy ₹ NIL lakhs (previous year ₹ 0.60 lakhs), Sri.Aswin Chandran ₹ 1.80 lakhs (previous year ₹ 0.95) Sri.K.Murali Mohan ₹ 2.20 lakhs.(previous year ₹ 1.35), Sri.R.Varadarajan ₹ 2.55 lakhs(previous year ₹ 1.10) Smt.Priya Bhansali ₹ 0.50 lakhs (previous year ₹ NIL)
5. Rendering of Services include Lakshmi Card Clothing Mfg. Co.P.Ltd ₹ 19.54 Lakhs (Previous year ₹ 18.62 Lakhs); Lakshmi Engineering and Warehousing Ltd ₹ 34.61 Lakhs (Previous year ₹ 32.96 Lakhs) ; Petal homes LLP ₹ 0.93 lakhs (Previous year ₹ 0.88 Lakhs);Rajshree Biosolutions LLP ₹ 0.39 lakhs (Previous year ₹ 0.38)
6. Remuneration to Key Managerial Personnel includes Sri S. Pathy ₹ 124.23 Lakhs (Previous year ₹ 112.15 Lakhs); Sri Aditya Krishna Pathy ₹ 86.55 Lakhs (Previous year ₹ 76.47 Lakhs); Sri N.Singaravel ₹ 16.25 Lakhs (Previous year ₹ 16.21 Lakhs); Sri A.Doraiswamy ₹ 18.16 Lakhs (Previous year ₹ 18.14 Lakhs).
7. Gratuity expense for the year includes Sri.S.Pathy ₹ 2.67 Lakhs (Previous year ₹ 2.34 Lakhs) ; Sri.Aditya Krishna Pathy ₹ 1.14 lakhs (Previous Year ₹ 0.95 lakhs) ; Sri.N.Singarvel ₹ 0.43 Lakhs (Previous year ₹ 0.34 lakhs)

8. Contribution to Superannuation Fund includes Sri.S.Pathy ₹ 17.88 Lakhs (Previous year ₹ 16.09 Lakhs) ; Sri.Aditya Krishna Pathy ₹ 11.25 lakhs (Previous Year ₹ 9.91 lakhs).

9. Amount Receivable from other related parties includes Lakshmi Engineering and Warehousing Ltd ₹ 1.95 Lakhs (Previous year ₹ 1.52 Lakhs);, Lakshmi Card Clothing Mfg.Co.P.Ltd ₹ 10.59 Lakhs (Previous year ₹ 8.20 Lakhs) Rajshree Bio Solutions LLP ₹ 0.00 lakhs (Previous year ₹ 0.03 lakhs)

10. Amount payable for Post retirement employee benefit plan includes The Lakshmi Mills Co. Ltd. Employees Gratuity Fund ₹ 558.32 Lakhs (Previous year ₹ 585 Lakhs).

11. Amount payable to other related parties include Aloha Tours & Travels (India) Private Ltd ₹ 5.75 Lakhs (Previous year ₹ 7.22 Lakhs); Balakumar Shipping & Clearing Agency P.Ltd ₹ 1.64 Lakhs (Previous year ₹ 2.82 lakhs); Major Corporate Services (India) LLP ₹ 3.21 Lakhs (Previous Year ₹ 4.74 lakhs); Chakadhara aerospace & Cargo P Ltd ₹ 0.15 Nil (Previous year ₹ NIL), Lakshmi Card Clothing Mfg. Co.P.Ltd ₹ NIL lakhs (Previous year ₹ 11.82 Lakhs). Super Sales India Ltd ₹ NIL lakhs (previous year ₹ 0.11 lakhs) Lakshmi Cots and Agencies and services Ltd ₹ 11.12 lakhs (previous year ₹ 12.15 lakhs)

12. a) Capital Advance ₹ NIL (Previous year Nil)

    (b) Commitments (Net of Advances): ₹ NIL (Previous year Nil)

The remuneration of directors and other members of key managerial personnel during the year was as follows:

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Short-term employee benefits	**245.19**	222.98
Post-employment benefits	**33.37**	29.62
Directors-Sitting Fees	**9.80**	10.95

NOTE 33 - FINANCIAL INSTRUMENTS

33.1 Capital management

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern
- to create value for shareholders by facilitating the meeting of long term and short term goals of the Company.

The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term strategic expansion plans. The funding needs are met through equity, cash generated from operations, long term and short term bank borrowings.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the Company. Net debt includes interest bearing borrowings less cash and cash equivalents and other bank balances (including non-current earmarked balances).

The table below summarises the capital, net debt and net debt to equity ratio (Gearing ratio) of the Company:

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Net Debts	**7,826.29**	12,954.12
Total Equity	**71,231.83**	88,798.19
Gearing ratio	**0.11**	0.15

Notes to the financial statements for the year ended March 31, 2026

33.2 Categories of Financial Instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, and financial liability are disclosed in Note 2C (7) of Material Accounting Policies.

A. Financial assets and liabilities

The accounting classification of each category of financial assets and liabilities, and their carrying amounts, are set out below: (₹ in lakhs)

Particulars	31.03.2026		31.03.2025	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Measured at FVTOCI				
Investments	59,612.59	59,612.59	84,671.49	84,671.49
Financial assets at FVTOCI	**59,612.59**	**59,612.59**	**84,671.49**	**84,671.49**
Measured at amortised cost				
Loans - non current	81.97	81.97	74.96	74.96
Other Financial Assets - Non current	822.14	822.14	1,024.21	1,024.21
Trade receivables	2,741.01	2,741.01	2,353.95	2,353.95
Cash and cash equivalents	52.65	52.65	19.30	19.30
Bank balances	250.34	250.34	377.15	377.15
Loans - current	29.97	29.97	17.95	17.95
Financial assets at amortized cost	**3,978.08**	**3,978.08**	**3,867.52**	**3,867.52**
Total financial assets	**63,590.67**	**63,590.67**	**88,539.01**	**88,539.01**
Financial liabilities				
Measured at amortised cost				
Borrowings	8,129.28	8,129.28	13,350.57	13,350.57
Others financial liabilities - Non Current	1,223.24	1,223.24	1,097.95	1,097.95
Trade payables	2,297.54	2,297.54	3,470.20	3,470.20
Others financial liabilities - Current	873.70	873.70	789.60	789.60
Total financial liabilities	**12,523.76**	**12,523.76**	**18,708.32**	**18,708.32**

The management assessed that fair values of cash and bank balances, trade receivables, loans, other financial assets, trade payables and other financial liabilities recorded at amortised cost is considered to be a reasonable approximation of fair value largely due to the short-term maturities of these assets and liabilities.

Additional disclosures on disposal of investmets recgonized under Fair Value Through Other Comprehensive Income (FVTOCI)

a. The Company has not received dividends from equity investments sold during the year.

b. The Company undertook the sale of such equity instruments to augment its working capital requirements

c. The Company made a cumulative gain of ₹ 5,783.36 lakhs on the sale. This cumulative gain has been transferred from Other Comprehensive Income to Retained Earnings. The fair value of the sold investments on the date of sale amounted to ₹ 5,784.53 lakhs

B. Fair value hierarchy

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation techniques. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

33.3 Financial risk management objective

The Company's activities expose it to certain financial risks. The Company's primary focus is to foresee the unpredictability of such risks and seek to minimize potential adverse effects on its financial performance

The Company has a risk management process and framework in place. This process is coordinated by the Board, which meets regularly to review risks as well as the progress against the planned actions. The Board seeks to identify, evaluate business risks and challenges across the Company through such framework. These risks include market risks, credit risk and liquidity risk.

The risk management process aims to:

- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- identify risk accumulations
- provide management with reliable information on the Company's risk situation
- improve financial returns

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements:

Risk	Exposure arising from	Risk management
Market risk - foreign exchange	Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Periodic review by management
Market risk - interest rate	Borrowings at variable rates	Borrowings taken at prevailing rates
Credit risk	Cash and cash equivalents, trade receivables and other financial assets	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Availability of committed borrowing facilities

Market risk - Foreign exchange

The Company undertakes transactions denominated in foreign currencies and thus it is exposed to exchange rate fluctuations. The Company actively manages its currency rate exposures, arising from transactions entered and denominated in foreign currencies, through its finance division and uses derivative instruments such as foreign currency forward contracts to mitigate the risks from such exposures. The use of derivative instruments is subject to limits and regular monitoring by Management.

Notes to the financial statements for the year ended March 31, 2026

The Company, as its policy, does not undertake any trading in derivatives financial instruments for speculation purpose.

The details of foreign currency exposures that have not been hedged by any derivative instrument or otherwise are:

Particulars	Foreign Currency (FC)	Amount in FC		Equivalent ₹ in Lakhs	
		31-03-2026	31-03-2025	31-03-2026	31-03-2025
Trade Receivables	USD	**1,98,135**	75,443	**187.53**	64.56
Trade Receivables	GBP	**1,30,000**	-	**163.32**	-
Trade Payables	USD	**12,432**	8,391	**11.77**	7.18
Trade Payables	GBP	**23,330**	30,374	**29.31**	33.64

Exchange rate Sensitivity Analysis

The sensitivity of profit or loss to changes in the exchange rates arises mainly from major foreign currency denominated financial instruments which is as follows: (₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Increase/(decrease) in profit for the year - 5% increase in INR/FC* rates	**15.49**	1.19
Increase/(decrease) in profit for the year - 5% decrease in INR/FC* rates	**(15.49)**	(1.19)

*FC - Foreign Currency

Market risk - Interest rate

(i) Liabilities:

The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At March 31, 2026, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates. Below is the overall exposure of the Company to interest rate risk:

(₹ in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
Floating rate borrowing from banks	**8,129.28**	13,350.57

Interest rate Sensitivity Analysis

Impact in profit on change in interest rates holding other factors constant would be:

Particulars	As at March 31, 2026	As at March 31, 2025
Impact for change in 1%	**81.29**	133.51

(ii) Assets:

The Company's financial assets are carried at amortised cost and are at fixed rate only. They are, therefore, not subject to interest rate risk since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial liability will fail to perform or pay amounts due to the Company causing financial loss. It arises from cash and cash equivalents, deposits with banks, security deposits, loans and advances principally from credit exposures to customers relating to outstanding

receivables. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at reporting date.

Credit risk on outstanding receivables is the exposure to billed receivable and are normally unsecured and derived from revenue earned from customers in India and abroad. Credit risk is managed by the company through credit approvals and continuously monitoring the credit worthiness of the customer to which the company grants credit in the normal course of business. The company applied simplified approach of estimated credit loss for trade receivables, which provide for expected credit loss based on life-time expected losses.

The Company evaluates the credit risk assocaited with each party on a regular basis and provides for impairment wherever required. The credit risk for cash and cash equivalents, bank deposits and security deposits is considered negligible, since the counterparties are reputable organisations with high quality credit ratings.

Liquidity risk

The Company requires funds both for short-term operational needs as well as for long-term expansion programmes. The Company remains committed to maintaining a healthy liquidity ratio, deleveraging and strengthening the balance sheet. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

The Company's finance department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The Company's financial liability is represented significantly by long term and short term borrowings from banks and trade payables. The maturity profile of the Company's short term and long term borrowings and trade payables based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

(₹ in Lakhs)

	Less than 1 year	1 - 3 year	More than 3 year	Total
March 31, 2026				
Borrowings	3,285.12	3,054.42	1,789.74	8,129.28
Other financial liabilities - Non Current	-	45.02	1,178.22	1,223.24
Trade payable	2,297.54	-	-	2,297.54
Other financial liabilities - Current	873.70	-	-	873.70
Total	**6,456.36**	**3,099.44**	**2,967.96**	**12,523.76**
March 31, 2025				
Borrowings	7,173.46	3,301.21	2,875.90	13,350.57
Other financial liabilities - Non Current	-	40.15	1,057.80	1,097.95
Trade payable	3,470.20	-	-	3,470.20
Other financial liabilities - Current	789.60	-	-	789.60
Total	**11,433.26**	**3,341.36**	**3,933.70**	**18,708.32**

EQUITY PRICE RISK

Equity Price Risk is related to the change in market reference price of the investments in quoted equity securities. The fair value of some of the Company's investments in quoted shares measured at fair value through other comprehensive income exposes the Company to equity price risks. These investments are subject to changes in the market price of securities. The fair value of Company's investment in quoted equity securities as of March 31, 2026 and March 31, 2025 was ₹ 58,668.73 and ₹ 83,915.79 Lakhs respectively.

A 5% change in equity price as of March 31, 2026 and March 31, 2025 would result in an impact of ₹ 2,933.44 Lakhs and 4,195.79 Lakhs respectively.

NOTE - 34: ADDITIONAL INFORMATION TO THE FINANCIAL STATEMENTS

34.1 Dividend:

The final dividend on shares is recorded as liability on the date of approval by the shareholders. Dividend declared by the company is based on the profits available for distribution.

The Board of directors have recommended a Dividend of ₹ 10 (10 %) each per equity share of the face value of ₹ 100 each, subject to the approval of the shareholders at the ensuing Annual General Meeting. This will result in a total dividend outgo of ₹ 69.56 lakhs.

34.2 Disclosure of ratios as per Schedule III of the Companies Act, 2013

Ratio	Numerator	Denominator	2025-26 Ratio	2024-25 Ratio	% of variance	Reasons for variance incase of variance more than 25%
(a) Current Ratio (In times)	Current Assets	Current Liabilities	1.06	0.52	104.75%	Decrease in current borrowings
(b) Debt-Equity Ratio (In times)	Total Debt (Including lease liabilities)	Shareholders Equity	0.11	0.15	(24.09%)	
(c) Debt Service Coverage Ratio (In times)	Earnings available for debt service	Debt Service	0.25	0.81	(69.45%)	Decrease in earnings after deferred taxes
(d) Return on Equity Ratio (in%)	Net Profit after taxes - Preference dividend	Average Shareholder's equity	(1.94%)	(0.53%)	265.09%	Decrease in earnings after deferred taxes
(e) Inventory turnover ratio (In times)	Sales of goods	Average Inventory	6.27	7.57	(17.20%)	-
(f) Trade Receivables turnover ratio (In times)	Credit Sales	Average Trade Receivables	9.49	11.47	(17.21%)	-
(g) Trade payables turnover ratio (In times)	Credit Purchases	Average Trade Payables	4.19	4.40	(4.81%)	-
(h) Net capital turnover ratio (In times)	Net Sales	Working Capital	60.28	(4.51)	(1437.53%)	Decrease in current borrowings and change of net working capital to a positive base
(i) Net profit ratio (in%)	Net Profit after taxes	Net Sales	(6.43%)	(1.78%)	261.92%	Increase in deferred tax expense
(j) Return on Capital employed (in%)	Earnings before Interest & Tax	Capital Employed	2.11%	0.78%	169.53%	Increase in Earnings before taxes
(k) Return on investment (in%)	Income generated from investments	Time Weighted average investments	(27.00%)	5.82%	(564.05%)	Decrease in the income generated from investments

Debt Service = Interest & Lease Payments + Principal Repayments

Earnings for Debt service = Net profit after taxes + Non-cash operating expenses + Interest

Capital Employed = Tangible net worth + Total debt + Deferred tax liability

34.3 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
(i) Principal amount remaining unpaid to MSME suppliers as at the end of each accounting year	**45.95**	47.74
(ii) Interest due on unpaid principal amount to MSME suppliers as at the end of each accounting year	-	-
(iii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(v) The amount of interest accrued and remaining unpaid as at the end of the accounting year	-	-
(vi) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

34.4 Disclosure as per Clause 32 of the Listing Agreements with the Stock Exchange

The Company has not given any loans and advances in the nature of loans given to associates, firms / companies in which directors are interested.

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
34.5 Value of imports calculated on CIF basis:		
Raw materials	**207.31**	609.78
Components & Spares	-	-
34.6 Expenditure in foreign currency on account of:		
Travel	**8.55**	6.11
Sales commission on exports	**62.06**	77.65
Subscription	**2.50**	2.29

Notes to the financial statements for the year ended March 31, 2026

34.7 Value of Raw materials, Stores and Components consumed

Particulars	31.03.2026		31.03.2025	
	₹ in Lakhs	%	₹ in Lakhs	%
Imported				
Cotton, Fibre and Yarn	**165.28**	**1.59%**	**655.09**	**5.55%**
Stores, spare parts and packing material consumed	**-**	**-**	**-**	**-**
Indigenous				
Cotton, Fibre and Yarn	**10,206.19**	**98.41%**	**11,113.95**	**94.45%**
Stores, spare parts and packing material consumed	**442.94**	**100.00%**	**429.95**	**100.00%**

(₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
34.8 Earnings in foreign exchange-Export of goods on FOB value		
Cloth	**1,646.19**	2,640.19
Yarn	**1,091.95**	731.69
34.9 Details of Miscellanous expenses		
Cost audit fees	**1.50**	1.50
Loss on sale of assets	**-**	-
Repairs to others	**28.49**	19.36
Printing, Stationery & Subscription	**27.06**	30.07
Travel, Postage, Telex, Telephone & Transport charges	**230.93**	210.83
Legal and Consultancy expenses	**11.56**	15.93
	299.54	277.69

34.10 OTHER STATUTORY INFORMATION

1 On 21st November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code 2020, the Code on Social Security, 2020 and the Occupational, Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published the draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and accounted the incremental impact of these changes, consistent with the Labour Codes, draft rules, FAQs and on the basis of the best information available. Considering the regulatory-driven and non-recurring nature, the impact has been disclosed under Exceptional items in the financial results for the year ended March 31, 2026. The Company continues to monitor the finalization of Central/State Rules and clarifications from the Government on other aspects of the Labour Code as needed and would provide appropriate accounting effects on the basis of such developments as needed.

2 The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

3 The Company has not advanced or loaned or invested funds to any persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

4 The company did not undertake transactions that were not recorded in the books of accounts and which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

5 The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

6 The Company has not made investments in more than one layer of body corporate in accordance with provisions of clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

7 The Company has not been declared a Wilful Defaulter by its lenders.

8 No proceedings have been initiated against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

9 The company has not traded in cryptocurrencies or vitual currencies during the year.

10 The Company has not entered into transactions with Companies that have been struck off the Register of Companies u/s 248 of the Companies Act, 2013 during the financial year.

11 The fair valuation of the investment property as disclosed in Note 4 has been done by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017.

12 There are no schemes of arrangement in terms of Sec. 230 to Sec. 237 of the Companies Act, 2013 approved by any competent authority during the reporting period

13 The title deeds of immovable properties are held in the name of the Company in respect of owned properties. In respect of properties where the company is a lessee, the lease agreements are duly executed in favour of the Company.

14 The Company has not granted any loans or advances in the nature of loans to Promoters, Directors, KMPs and related parties severally or jointly during the year.

15 The Company has utilized its borrowings for the purposes for which they were availed.

16 The details of quarterly statements of stock of book debts filed by the company with the banks have been given below together with the reason for the differences

Notes to the financial statements for the year ended March 31, 2026

QUARTERS	FIGURES AS PER BOOKS OF ACCOUNTS (A)	FIGURES FURNISHED TO THE BANK (B)	DIFFERENCE (B-A)	Nature of difference & Remarks
STOCK				
Q1	3,801.67	4,251.63	449.96	Differences due to estimated / provisional data available at the time of submission to bank later reconciled and aligned during limited reviews and audit.
Q2	3,904.25	4,368.57	464.32	
Q3	4,049.47	4,525.16	475.69	
Q4	3,835.61	4,420.15	584.54	

TRADE RECEIVABLES				
Q1	1,448.53	1,915.67	467.14	Differences due to estimated / provisional data available at the time of submission to bank later reconciled and aligned during limited reviews and audit.
Q2	2,492.92	2,679.46	186.54	
Q3	2,021.43	2,481.06	459.63	
Q4	2,741.01	3,012.46	271.45	

34.11 All figures have been rounded off to Lakhs unless stated otherwise. Discrepancies, if any, in between the totals and the sum of the items forming part of such totals are due to rounding off in the financial statements. Wherever, figures are indicated as 0.00 lakhs, it represents value less than ₹ 0.01 lakhs due to rounding off to the nearest lakhs.

34.12 The financial statements of Lakshmi Mills Company Limited were approved by the Board of Directors and authorised for issue on 18th May 2026.

For and on behalf of the Board

S. Pathy
Chairman & Managing Director
DIN: 00013899

R. Santharam
Vice Chairman
DIN: 00151333

Place : Coimbatore
Date : 18th May 2026

N. Singaravel
Company Secretary

A.Doraiswamy
Chief Financial Officer

In terms of our report of even date
For **Subbachar & Srinivasan**
Firm Registration No. 004083S
Chartered Accountants

T.S.V.Rajagopal
Partner
Membership No. 200380