



SUPER SALES INDIA LIMITED

Tuesday, June 24, 2025

Bombay Stock Exchange Ltd,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street, Fort,
Mumbai – 400 001.
Fax No.022-22658121

Dear Sir,

Sub: 43rd Annual report – reg.

As per Regulation 34 (1) of SEBI (listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose herewith the 43rd Annual report of the Company for the financial year ended 31st March, 2025 for your records.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For Super Sales India Limited

S K
RADHAKRISHNAN
HNAN

Digitally signed by S
K RADHAKRISHNAN
Date: 2025.06.24
10:33:16 +05'30'

S K Radhakrishnan
Company Secretary

Encl. As above



SUPER SALES INDIA LIMITED

COIMBATORE

43RD ANNUAL REPORT 2024 - 25

SUPER SALES INDIA LIMITED

CIN : L17111TZ1981PLC001109

Regd. Office: 34-A, Kamaraj Road, Coimbatore - 641 018.

Phone : 0422-2222404 - 405 FAX : 0422-2221427

Email : ssil@vaamaa.com

Website : www.supersales.co.in

BOARD OF DIRECTORS

Sri. Sanjay Jayavarthanavelu (Chairman) - DIN 00004505
Sri. Ravi Sam - DIN 00007465
Sri. S. Venkataraman (upto 26.08.2024) - DIN 02538050
Smt. Vijayalakshmi Narendra (upto 01.02.2025) - DIN 00412374
Sri. B. Lakshmi Narayana - DIN 00504396
Justice Smt. Chitra Venkataraman - DIN 07044099
Ms. Shivali Jayavarthanavelu - DIN 07441741
Sri. Gopinath Bala (from 29.05.2024) - DIN 01645781
Sri. Arun Selvaraj (from 31.01.2025) - DIN 01829277
Sri. G. Mani (Managing Director) - DIN 08252847

CHIEF FINANCIAL OFFICER

Sri. C. V. Venkatesh

COMPANY SECRETARY

Sri. S. K. Radhakrishnan

AUDITORS

Statutory Auditors
M/s. Subbachar & Srinivasan
Chartered Accountants

Secretarial Auditor
Sri. M.R.L. Narasimha
Practising Company Secretary

Cost Auditor
Sri. G. Sivagurunathan
Cost Accountant

BANKERS

Indian Overseas Bank
Indian Bank
IDBI Bank Limited

REGISTRARS AND SHARE TRANSFER AGENTS

MUFG Intime India Private Limited,
(formerly Link Intime India Private Limited)
"Surya" 35, May flower Avenue,
Behind Senthil Nagar,
Sowripalayam Road,
Coimbatore – 641028.

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NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 43rd Annual General Meeting of the shareholders of Super Sales India Limited, Coimbatore - 641 018 will be held on Monday, the 21st July, 2025 at 3.30 P.M IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 including Balance Sheet as at 31st March, 2025, Statement of Profit and Loss and Cash Flow Statement for the year ended 31st March, 2025, Statement of changes in Equity and the Reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend.
3. To appoint a director in the place of Ms. Shivali Jayavarthanavelu (DIN 07441741), who retires by rotation and being eligible offers herself for re-appointment.

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 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) or re-enactment thereof for the time being in force), on the recommendation of Board of Directors of the Company, Sri.M.R.L.Narasimha, Practising Company Secretary, (Membership No. F2851 COP No. 799) be and is hereby appointed as Secretarial Auditor of the Company for a term of five consecutive financial years commencing from the 2025-26 to 2029-30 at a remuneration as may be decided by the Board of Directors from time to time.

RESOLVED FURTHER that Board of Directors (including its Committees thereof) be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution.

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

RESOLVED that pursuant to Regulations 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) or re-enactment thereof for the time being in force) and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors of the Company, consent of the Company be and is hereby accorded for entering into Material related party transactions with M/s. LMW Limited by the Company upto a maximum of Rs. 300 Crores with effect from the conclusion of the Annual General meeting to be held during the year 2025 upto the conclusion of the next Annual General Meeting as per the details morefully described in the statement annexed to this notice pursuant to section 102 of the Companies Act, 2013, notwithstanding

the fact that such transaction either taken individually or together with previous transactions during the Financial Year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements or such other materiality threshold as may be specified under applicable laws/regulations from time to time.

RESOLVED FURTHER that Board of Directors (including its Committees thereof) be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the aforesaid party and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution.

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

RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendments or modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Sri. G. Sivagurunathan, Cost Accountant, who has been appointed by the Board of Directors on the basis of the recommendation of the Audit Committee to conduct the cost audit in respect of the Textile division and Engineering Division - Gears unit for the financial year ending 31st March, 2026, amounting to Rs. 1,50,000/- and reimbursement of out of pocket expenses incurred by him in connection with the Audit plus taxes as applicable be and is hereby approved.

Coimbatore
12th May, 2025

By Order of the Board
S. K. Radhakrishnan
Company Secretary

NOTES:

1. The Ministry of Corporate Affairs vide its circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024 and Securities Exchange Board of India vide its circulars dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023, 7th October, 2023 and 3rd October, 2024 permitted holding of the Annual General Meeting ("AGM") through Video conference (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA and SEBI Circulars, the ensuing AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF. SUCH PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. Since the ensuing AGM is being held 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. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/ OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through his registered email address to bk.scrutiniser@gmail.com with a copy marked to evoting@nsdl.co.in. The cutoff date to decide the eligibility of members to attend and vote at AGM is 14th July, 2025.

4. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 15th July, 2025 to Monday, 21st July, 2025 (both days inclusive). The dividend as recommended by the Board, if sanctioned at the annual general meeting will be paid to the shareholders, subject to deduction of tax at source, whose names appear in the Register of Members as on 14th July, 2025 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of the business hours on 14th July, 2025 which is the date fixed as Record date for payment of dividend.
5. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out the details relating to Special Business at the meeting, is provided hereto.
6. Pursuant to Section 124 and 125 of the Companies Act, 2013, all unclaimed dividends shall be transferred to the "Investor Education and Protection Fund" of the Central Government after a period of 7 years from the date of declaration. Shareholders, who have not encashed their dividend warrants for the years from 2017 -18 to 2023 - 24 are requested to write to the Registrars and Share Transfer Agents, M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028 for claiming the dividend.
7. Brief resume, details of shareholding and inter-se relationship of director seeking election/ re-election are provided in the notice.
8. Members holding shares in physical mode are requested to communicate their change of postal address (enclose copy of Aadhar Card), e-mail address, if any, PAN (enclose self-attested copy of PAN Card) and Bank account details (enclose cancelled cheque leaf) quoting name of the company, name of the shareholder and their folio numbers through appropriate ISR forms to the Registrars and Share Transfer Agents, M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028. Similarly, members holding shares in Demat form shall intimate the above details to their respective Depository Participants.
9. Pursuant to Finance Act, 2020, dividend income will be taxable in the hands of Shareholders with effect from April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the 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. Members are requested to submit the required documents through online by clicking on the following link <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source in the above link on or before the end of the business hours of 14th July, 2025. Shareholders are requested to note that in case their PAN is not registered or Section 206AA/206AB of the Income Tax Act, 1961 attracts, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, any other document which may be required to avail the tax treaty benefits by submitting the documents in the above link. The aforesaid declarations and documents need to be submitted by the shareholders on or before the end of business hours of 14th July, 2025.

10. Members holding shares in electronic form may please note that as per the regulations of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company is obliged to print the details on the Dividend Warrants as furnished by these Depositories to the Registrars and Share Transfer Agents/Company and the Company cannot entertain any request for deletion / change of bank details already printed on dividend warrants as per the information received from the concerned Depositories. In this regard, Members should contact their Depository Participants (DP) and furnish particulars of any changes desired by them.
11. As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, transfer of shares in physical mode is not allowed from 1st April, 2019. 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.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN), bank account details, nomination and other KYC details by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the KYC details to their Depository Participants with whom they are maintaining their demat account(s). Members holding shares in physical mode are requested to update the KYC details at the earliest pursuant to the SEBI circulars by co-ordinating with the Registrars and Share Transfer Agents (RTA), M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028, Tamil Nadu, India. The shareholders are also requested to take note of investors services request related points in the SEBI Master Circular SEBI/HO/MIRSD/ POD-1/P/CIR/2023/70 dated 17th May, 2023 (as amended from time to time).
13. Pursuant to SEBI Master Circular dated 17th May, 2023 and amendment circular(s) dated 17th November, 2023 and 7th May, 2024, members holding shares in physical form whose folio(s) lack PAN, nomination details, contact details, bank account details or updated specimen signature, will only be eligible for payment of dividend through electronic mode effective from 1st April, 2024 and such payment shall be made electronically only upon furnishing appropriate request through ISR Forms. Therefore, members holding shares in physical form are requested to update the mentioned details by providing the appropriate requests through ISR forms with the Registrar and Share Transfer Agent to ensure receipt of dividend and for servicing of any other requests. Necessary prior intimation(s) in this regard was provided to the concerned Shareholders. A copy of the said circular(s) is available on the Company's website <https://www.supersales.co.in>. 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 and can be accessed at <https://swayam.in.mpms.mufig.com/>.
14. Members who require any clarifications on the accounts or operations of the Company are requested to write to the Company Secretary so as to reach him before July 14, 2025 (5.00 pm IST). The queries will be answered accordingly.
15. In view of the Green Initiative adopted by MCA, the Company proposes to send the Annual Reports, Notices and its annexures in electronic form to the e-mail addresses of the members. In order to serve the documents in electronic mode, members holding shares in physical form are requested to communicate their e-mail address quoting their folio numbers to the Registrars and Share Transfer Agents. Similarly, members holding shares in Demat form shall intimate their e-mail address to their respective Depository Participants at the earliest.

16. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Electronic copy of the Notice of the AGM along with the Annual Report 2024 - 25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the RTA/Company/Depositories. Members may note that the Notice and Annual Report 2024 - 25 will also be available on the Company's website www.supersales.co.in and website of the BSE Limited at www.bseindia.com. Members who have not registered their email address, the weblink including exact path, where the above details are uploaded will be informed by a letter. Members who requires physical copy of the Annual Report 2024-25, the same will be provided.
17. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. In case of Joint Holders, the member whose name appears as First Holder in the order of names on the Register of Members of the Company will be entitled to vote.
18. Since the AGM will be held through VC / OAVM, the Route Map of the venue is not annexed in this Notice.
19. The results of the e-voting and e-voting during the Annual General Meeting will be announced by the Chairman or person authorised by the Chairman within 2 days from the date of conclusion of the Annual General Meeting at the Registered office of the Company. A copy of which will be posted on the Company's website and forwarded to Stock Exchange.
20. The Registers and documents maintained under the Act, which are eligible for inspection, will be available electronically for inspection by the members during AGM.
21. Pursuant to Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is required to transfer all shares in respect of which dividends are not claimed for the last 7 consecutive years to the demat account of Investor Education and Protection Fund Authority. (IEPF Authority).
 - a. All the underlying shares in respect of which dividends were not claimed for the last 7 years have been transferred to the demat account of IEPF Authority. The members shall be entitled to claim the shares from IEPF in accordance with procedure and on submission of documents as may be prescribed by IEPF authority from time to time.
 - b. The Company will send individual notices through Post to the latest available addresses of the shareholders whose dividends are lying unclaimed for the last 7 years, advising them to claim the dividends expeditiously.
 - c. The statement containing the details of name, folio number/demat account number relating to shares due for transfer will be made available in the website www.supersales.co.in for information and necessary action by the shareholders.
 - d. Shareholders who have not claimed their dividends from the year 2017-18 can write to our Registrars and Share Transfer Agents, M/s. MUFG Intime India Pvt Limited for further details and for making a valid claim for the unclaimed dividends. In case no valid claim has been made, the shares in respect of which the dividends are lying unclaimed for the last 7 years will be transferred to the demat account of IEPF Authority.

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT**Ms. Shivali Jayavarthanavelu (DIN 07441741)**

Ms. Shivali Jayavarthanavelu born on 10.12.1996, an Indian Citizen, has completed her Graduation in Science with Honours in Biochemistry at University of Bath, UK.

Ms. Shivali Jayavarthanavelu is on the Boards of Super Sales India Limited, Chakradhara Aerospace and Cargo Private Limited, Lakshmi Life Sciences Private Limited, Petrus Technologies Private Limited, Chakradhara Agro Farms Private Limited, Dhanajaya Agro Farms Private Limited and Quattro Engineering India Private Limited.

She is an Executive Director at Lakshmi Global FZE, Dubai, United Arab Emirates.

Experience:

She has 8 years of experience in the fields of Management and Administration.

Membership of Committees of Companies:

Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, CSR Committee and Share Transfer Committee: Nil

Date of appointment into the Board: 06.07.2022

Board position held: Non Executive - Non Independent Director.

No. of Shares held in the Company: 2,41,700 equity shares of Rs.10/- each constituting 7.87% of the paid up capital.

No. of Shares held in the Subsidiary Company: Not Applicable.

She is related to Sri. Sanjay Jayavarthanavelu, Chairman.

She is entitled to receive remuneration by way of fees and reimbursement of expenses for participation in the meetings of the Board and / or Committees or any other meeting of directors and profit related commission, if any, in terms of Section 197 and other applicable provision of the Companies Act, 2013, and as determined by the Board from time to time, within the overall limits specified under the Companies Act, 2013 as well as the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Remuneration paid to her during the year 2024-25 was Nil.

Sitting fee paid to her during the year 2024-25 was Rs. 1.00 Lakh.

Number of Board meetings attended by her during 2024-25 was 4.

She has not resigned her Directorship from any listed Company during the last three years.

Based on the performance evaluation and recommendation of Nomination and Remuneration Committee, the Board recommends the re-appointment of Ms. Shivali Jayavarthanavelu as a Director of the Company. She is liable to retire by rotation.

Except Ms. Shivali Jayavarthanavelu, being an appointee, and Sri. Sanjay Jayavarthanavelu, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise in the Item No. 3.

The disclosure as required under Listing Regulations and Secretarial Standard 2 are furnished and form part of the notice.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

As per the provisions of the SEBI (listing Obligations and Requirements) Regulations, 2015, Company is required to appoint a Secretarial Auditor with the approval of the shareholders for a term of five consecutive years, based on the recommendation of the Board of Directors of the Company.

Accordingly, the Board recommends the appointment of Sri. M.R.L. Narasimha, Practising Company Secretary as secretarial auditor for a term of five consecutive years commencing from the financial year 2025-26 to 2029-30 at a remuneration as may be decided by the Board.

Sri.M.R.L.Narasimha has given his consent for his appointment as Secretarial Auditor of the Company. Proposed fees payable to the secretarial auditor for the year 2026-27 is Rs. 1,30,000/- and re-imbursement of out of pocket expenses incurred by him in connection with Audit plus taxes as applicable and the remuneration for the remaining years will be decided by the Board of Directors from time to time.

Basis of recommendation for appointment including the details in relation to and credentials of the secretarial auditor(s) proposed to be appointed: Sri. M.R.L. Narasimha, Practising Company Secretary having more than 3 decades of experience in the field of Company Secretary and having vast experience in carrying out Secretarial Audit of Listed companies.

The Board recommends the ordinary resolution set out in the Item No. 4 of the notice for the approval of the shareholders.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 4.

Item No. 5

As per Regulations 23 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, if the Company proposes to enter into any related party transactions with a related party and the amount of the transactions to be entered into either individually or taken together with the previous transactions in a financial year exceeds Rs.1000 Crores or ten percent of the annual consolidated turnover of the company whichever is lower, as per the last audited financial statements, are considered as material related party transactions which require the approval of the shareholders whether the transactions are in the ordinary course or not or Arms' length or not.

SEBI vide its Circular SEBI/HO/CFD/ CMD1/CIR/P/2022/47 dated 8th April, 2022 has clarified that the shareholders' approval obtained for the material related party transactions is valid up to the date of next Annual General Meeting for a period of not exceeding fifteen months.

Accordingly, the transactions proposed to be entered by the Company with M/s. LMW Limited (LMW) may exceed ten percentage of the annual consolidated turnover of the Company and which will continue for future period as well. So this requires the approval of the shareholders by a resolution. Hence the resolution is placed to the shareholders for their approval.

Information pursuant to SEBI circular No. SEBI/HO/CFD/POD2/CIR/P/2023/120 dated 11th July, 2023.

Type, material terms and particulars of the proposed transaction	Proposed related party transactions with LMW Limited are: sale, purchase or supply of any products, goods or materials, purchase of machineries and its parts and components, availing or rendering of any services, leasing of property of any kind, appointment of any agent for purchase or sale of Products, materials, services or property. The price charged for the transaction is as the same price charged to unrelated third parties. The proposed transactions involve more than 10% of the consolidated turnover of the Company.
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Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	LMW Limited (LMW) is part of the promoter group and holding 9.77% of equity share capital in the Company. Company in which Sri. Sanjay Jayavarthanavelu, Chairman is also Chairman & Managing Director of LMW and holds along with his relatives more than 2% of its paid up share capital. Nature of interest is financial. Ms. Shivali Jayavarthanavelu, Director of the Company holds 0.07% of the paid up share capital of LMW, Sri. Ravi Sam, Director of the Company holds 0.05% of the paid up capital of LMW and are form part of the promoter Group.
Tenure of the proposed transactions	From the conclusion of the Annual General Meeting to be held during the year 2025 upto the conclusion of next Annual General Meeting to be held in the year 2026.
Value of proposed transactions	Rs. 300 Crores.
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year that is represented by the value of the proposed transaction	74.30 percentage based on audited financials for the year ended 31 st March, 2025.
Justification as to why the RPT is in the interest of the listed entity	As below

Your Company is acting as one of the selling agents for sale of the machineries manufactured by LMW. This contributes a major part of the revenue to the Company by way of commission for the sale of the machineries, components and erection charges. The rate of commission is fair and comparable with competitors. Your Company is also one of the suppliers of the gears, gear boxes, accessories manufactured at its Engineering division and also providing services to LMW. LMW is a leading capital machinery manufacturer requires large volume of gears, gear boxes and accessories. As LMW is an OE manufacturer constant order flow at fair market price could be ensured and hence capacity utilization would be optimum.

Your Company is also purchasing raw materials, machineries and spares from LMW because of the fair price, quality, consistency in performance and good after sales services.

All the transactions with LMW are arms' length transactions, taking place in the ordinary course of business and are not prejudicial to the interest of the Company.

The proposed transactions not involve any loans, inter-corporate deposits, advances or investments.

The Company has not relied upon the valuation or any external report in relation to the transactions with the related party and hence disclosure regarding the same does not arise.

Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis: NA

Any other information that may be relevant: NA

Accordingly, the Board recommends this resolution in relation to proposed material related party transactions with LMW Limited as set out in item No. 5 of the notice for approval of the shareholders.

None of the Directors except Sri. Sanjay Jayavarthanavelu, Chairman, Ms. Shivali Jayavarthanavelu and Sri. Ravi Sam, Directors, none of other Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 5.

The Members may note that in terms of the provisions of the Listing Regulations, no related party as defined thereunder (whether such related party is a party to the aforesaid transactions or not), shall vote to approve the resolution under item No. 5 of this notice.

Item No. 6

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, your company is required to appoint a cost auditor to conduct audit of the cost records maintained by the Company in respect of the Textile Division and Engineering Divisions - Gears unit. Accordingly, the Board of Directors of the Company, on the basis of the recommendation of the Audit Committee, appointed Sri. G. Sivagurunathan, Cost Accountant as Cost Auditor having relevant qualifications to conduct audit in respect of the Textile Division and Engineering Division - Gears unit. Rule 14 of the Companies (Audit and Auditors) Rules, 2014 requires that the remuneration payable to the Cost Auditor is to be approved by the shareholders. Accordingly, the remuneration payable to the Cost Auditor is placed to the shareholders for approval.

The Board recommends the ordinary resolution set out in the Item No. 6 of the notice for approval of the shareholders.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No.6.

Coimbatore
12th May, 2025

By Order of the Board
S. K. Radhakrishnan
Company Secretary

VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules (including any statutory modifications, clarifications, exemptions or re-enactment thereof for the time being in force), the Company is pleased to provide the members the facility to exercise their votes for all the resolutions detailed in the Notice of the 43rd Annual General Meeting scheduled to be held on Monday, the 21st July, 2025 at 3.30 PM by electronic means and the business may be transacted through remote e-voting and e-voting system during the AGM. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM.

The Company has engaged the services of NSDL as the authorized agency to provide the remote e-voting and e-voting during the AGM as per instructions below.

Vote by Remote e-Voting and e-voting during the AGM

The Board of Directors has appointed Sri. B. Krishnamoorthy, Chartered Accountant, failing which Smt. Indira, Chartered Accountant as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

Any person, who acquires Shares of the Company and becomes Member of the Company after sending of the Notice and holding Shares as on the cut-off date, may obtain login ID and password by sending a request at evoting@nsdl.com. However, if he / she is already registered with NSDL to remote e-voting then he / she can use his / her existing user ID and password for casting vote. Any person who ceases to be the member of the Company as on the cut-off date and 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.

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

The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

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

The remote e-voting period begins on 18th July, 2025 (Friday) to 20th July, 2025 (Sunday). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 14th July, 2025 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 14th July, 2025.

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

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





Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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 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. 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/IdasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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. 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. 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. 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	<p>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.</p>

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can 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 etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to 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.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Prajakta Pawle at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to coimbatore@in.mpms.mufig.com under copy to secretary@vaamaa.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 coimbatore@in.mpms.mufig.com under copy to secretary@vaamaa.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE 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 at 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" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at secretary@vaamaa.com from July, 14, 2025 (9:00 a.m. IST) to July 18, 2025 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Coimbatore
12th May, 2025

By Order of the Board
S. K. Radhakrishnan
Company Secretary

DIRECTORS' REPORT

Your Directors have pleasure in presenting the 43rd Annual Report of the Company together with audited accounts of the Company for the financial year ended 31st March, 2025.

FINANCIAL RESULTS

Financial results for the year under review are summarized below:

Particulars	2024-25 (Rs. in Lakhs)	2023-24 (Rs. in Lakhs)
Income from operations	40377.49	41918.39
Other Income	867.13	1082.49
Profit before Interest and Depreciation	3181.43	5297.02
Less: Interest	854.83	732.56
Profit/(Loss) before Depreciation	2326.60	4564.46
Less: Depreciation	2499.01	2213.95
Profit/(Loss) before Tax and exceptional item	(172.41)	2350.51
Add: Exceptional item	--	211.38
(Add)/Less: Provision for Taxes	3.47	575.17
Profit/(Loss) after Tax	(175.88)	1986.72

DIVIDEND

Your Directors recommended a dividend of Rs. 2.50/- (25%) per equity share of Rs.10/- each for the financial year ended 31st March, 2025, subject to deduction of Tax at Source, which if approved at the forthcoming Annual General Meeting, will be paid to those equity shareholders whose names appear in the Register of Members as on 14th July, 2025 in respect of shares held in physical form and in respect of shares held in dematerialized form, the dividend shall be paid on the basis of the beneficial ownership as per the details furnished by the Depositories for this purpose at the end of business hours on 14th July, 2025.

SEGMENT WISE PERFORMANCE

Agency Division:

The prolonged slowdown in the textile market over the past years has led mills to delay capital investments in expansion and modernization, resulting in a decline in revenue for the Agency Division.

The Division has earned a revenue of Rs.1745.73 Lakhs as against Rs. 3242.77 Lakhs and PBT of Rs.787.61 Lakhs as against Rs. 2048.84 Lakhs in the previous year.

Textile Division:

The textile division has achieved higher turnover compared to the previous year, thanks to the adoption of enhanced manufacturing processes, greater efficiency, utilization of modern machinery and an optimized product mix. This performance was achieved despite challenges faced by the spinning segment, such as fabric and yarn imports, volatility in yarn prices and the availability of quality cotton in the new season.

The Division has earned a revenue of Rs. 33257.19 Lakhs as against Rs. 30422.45 Lakhs in the previous year.

The Division has earned a profit of Rs. 126.39 Lakhs as against Rs. 4.02 Lakhs in the previous year.

Engineering Division:

The engineering division's performance has been significantly impacted by lower off-take from OEMs due to the underperformance of the textile segment, as well as reluctance from customers in other segments to lift products, despite an improved order book in the last quarter.

The Division has earned a revenue of Rs. 6061.74 Lakhs as against Rs. 9099.45 Lakhs in the previous year.

The Division has incurred a loss of Rs. 157.25 Lakhs as against a profit of Rs. 1348.89 in the previous year.

EXPORTS

The Company's ongoing efforts to drive higher turnover through consistent product quality and timely delivery have led to a significant increase in export turnover for the textile division, despite challenges posed by geopolitical issues, reduced purchasing power due to high interest rates and inflation.

Your company has exported yarn of Rs. 6942.93 Lakhs (out of which Rs. 3401.84 Lakhs were for merchant Exports) and Gears Division exports for the year under review was Rs. 140.71 Lakhs.

PROSPECTS

With various government initiatives and schemes supporting the textile sector, increased modernization and automation by customers in this area are expected to drive higher demand for textile machinery, thereby enhancing the performance of the Agency Division.

The recent changes in U.S. tariffs concerning India, assuming continued cordial trade relations, are favourable, as Indian textile products now benefit from lower tariff rates compared to other countries. This is likely to boost the demand for textile yarn. Additionally, the availability of adequate domestic cotton gives the Textile Division a competitive advantage, potentially leading to improved performance.

New product developments in the pipeline for the next-generation gear segment are expected to contribute positively to the performance of the Gears Division. Infrastructure development is the key requirement of our country and Engineering industries in particular drives will play a major role.

DIRECTORS

Ms. Shivali Jayavarthanavelu, Director (DIN : 07441741) retires by rotation at the ensuing Annual General Meeting, being eligible, offers herself for re-appointment.

INDUSTRIAL RELATIONS

Industrial relations are cordial and your Directors appreciate the co-operation extended by the employees.

LISTING

Your Company's shares are listed in BSE Limited. The listing fee to the BSE has been duly paid. The shares are regularly traded in BSE Limited and were not suspended at any time during the year.

AUDITORS**Statutory Auditors:**

The Statutory Auditors M/s. Subbachar & Srinivasan, Chartered Accountants were appointed as Statutory Auditors for a term of five years commencing from the financial year 2021-22 who will retire at the conclusion of the Annual General Meeting to be held in the year 2026 and the shareholders have authorized the Board to fix the remuneration payable to the auditors from time to time.

The auditors, M/s. Subbachar & Srinivasan, Chartered Accountants, have confirmed their eligibility for continuing as Statutory Auditors of the Company.

Cost Auditor:

Pursuant to provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the Board of Directors, on the recommendation of the Audit Committee, has appointed Sri. G. Sivagurunathan, Cost Accountant, as the Cost Auditor of the Company for the financial year 2025-26.

Secretarial Auditor:

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors has appointed Sri. M.R.L.Narasimha, Practising Company Secretary to undertake the Secretarial Audit of the Company for the financial year 2024-25.

The secretarial audit report in form MR3 obtained pursuant to Companies Act, 2013 and 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the financial year 2024-25 is enclosed as Annexure 1.

As per provisions of the Regulation 24A of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, Company is required to appoint a Secretarial Auditor for a period of five consecutive years. It is proposed to appoint Sri.M.R.L. Narasimha, Practicing Company Secretary as Secretarial Auditor for a term of five years commencing from the financial year 2025-26 to 2029-30. Accordingly, a suitable resolution is included in the notice of the AGM for the approval of the shareholders.

Internal Auditors:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Board of Directors, on the recommendation of the Audit Committee, has appointed M/s. Karthikeyan & Jayaram, Chartered Accountants, as Internal Auditors of the Company for a period up to 31.03.2027.

The annual return prepared as per the provisions of the Companies Act, 2013 is posted in the Company's website <https://supersales.co.in/Disclosure-under-regulation-46/Financial>. The Board of Directors met 4 times during the financial year 2024-25. The details of the meetings of the Board and Committees and attendance of directors are given in the Corporate Governance Report.

DIRECTORS' RESPONSIBILITY STATEMENT

In compliance of Section 134 of the Companies Act, 2013, the Directors of your Company confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURES

Independent Directors have met all the criteria of Independent Directors and they have given a declaration to the effect that they have met all the criteria of independent directors as prescribed in Section 149 of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Further, they have also declared 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 with an objective independent judgment and without any external influence.

The Salient features of the Nomination and Remuneration Policy is enclosed to this annual report. The familiarisation programme was held on 3rd February, 2025 at the Registered Office. All the independent directors were present for the above programme.

Directors are eligible to get only sitting fee for attending the Board or Committee or other meetings of Directors. Outstation directors are entitled to get reimbursement of out of pocket expenses incurred by them in connection with attending the Board or Committee or other meetings.

There is no qualification, reservation, adverse remarks or disclaimer by the Statutory Auditors in their audit report or Practising Company Secretary in his secretarial audit report. The auditors have not reported any fraud to the Audit Committee or to the Board or to the Central Government during the financial year 2024-25.

Company has not provided any loans, guarantees, security under Section 186 of the Companies Act, 2013 during the year under review. The Company has invested in the equity shares of Renuka Green Energy Private Ltd for Rs. 41,600, Sri Shamundi Spinners Energy Private for Rs. 52,000 and Surabhi Renewable Energy Pvt Limited for Rs. 3,470 during the financial year 2024-25. All the investments made for the purpose of purchase of solar power to avail the benefit of group captive power concept.

All the transactions entered by the Company during the financial year 2024-25 with the related parties are in the ordinary course of business and at Arm's length. The details of material related party transactions are given in form AOC - 2 as Annexure 2. The policy on Related Party is available on the company's website at <https://supersales.co.in/Disclosure-under-regulation-46/policies>.

The company has not transferred any amount during the year 2024-25 to General reserve because of the loss incurred by the Company. The paid up share capital of the Company as at 31st March, 2025 stood at Rs. 307.15 Lakhs. During the year under review, your company has not made any fresh issue of shares.

There is no material change and commitment which have occurred between the end of the financial year and to the date of the report which affect the financial position of the Company. There are no proceedings pending under the Insolvency and Bankruptcy Code, 2016. There was no instance of one-time settlement with any Bank or Financial Institution.

(A) Conservation of Energy

i. the steps taken or impact of conservation of energy	Replacement of exhaust fan in humidification plant, replacement of invertors and installation of airflow meter to identify the leakages were made to reduce energy consumption.
ii. the steps taken by the Company for utilizing alternate source of energy	The Company has utilized 53.13% of energy requirements through wind and solar power.
iii. the Capital investment on energy conservation equipments	Rs. 54.29 Lakhs.

(B) Technology absorption

i. Efforts made towards technology absorption	-
ii. Benefits derived like product improvement, cost reduction, product development, import substitution, etc	-
iii. In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year) (a) Details of technology imported. (b) Year of import. (c) Whether the technology been fully absorbed? (d) If not fully absorbed, areas where this has not taken place, reasons there for and future plans of action.	-
iv. The expenditure incurred on Research and Development	-

(C) Foreign exchange earnings and out go

The Foreign Exchange earnings and outgo during the year under review were as follows:

Foreign Exchange Earned : Rs. 3400.53 Lakhs

Foreign Exchange Outgo

Raw Material imports : Rs. 1763.32 Lakhs

Stores and Spares imports (including advances) : Rs. 33.53 Lakhs

Capital Imports : Rs. 648.02 Lakhs

Others : Rs. 93.48 Lakhs

Total : Rs. 2538.35 Lakhs

RISK MANAGEMENT

The Company has established a risk management framework to identify, evaluate the business risks and opportunities. The main object of the framework is to minimise the adverse impact of the risks by taking effective mitigating measures to retain the business advantages. The identified risks and mitigation measures are reviewed by the concerned Heads and all the risks identified and mitigation measures are placed before the Board. Board is of the opinion that there is no risk which affects the existence of the Company.

CSR ACTIVITIES

The CSR Committee consists of four directors out of which three are independent directors. The Board has approved the CSR Policy and the same is posted in the website of the Company <https://supersales.co.in/Disclosure-under-regulation-46/policies>. As per the policy, Company can spend the amount required to be spent under Corporate Social Responsibility to any of the Projects or activities covered under Schedule VII (as amended from time to time) based on the recommendation of the CSR Committee and approved by the Board. The amount can be spent anywhere in India, however preference shall be given to the geographical locations where the Company's operations are located. The amount required to be spent under CSR activities may be spent by the Company itself or contributed to any trust which is having established track record as recommended by the CSR Committee and approved by the Board. The CSR Committee shall periodically review and monitor the expenditure made on various projects or activities as approved by the Board. The Company has spent the entire amount required to be spent during the financial year 2024-25. Annual Report on CSR activities is enclosed as Annexure 3.

DISCLOSURE UNDER RULE 8

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board has carried out annual evaluation of its own performance, that of its committees and individual directors for the financial year 2024-25. The Chairman of the Board has sent a list of criteria, as approved by the Nomination and Remuneration Committee, for evaluation of the Board's performance, that of its committees and individual directors to all the Directors. Each Director has evaluated based on the criteria and communicated the results of the evaluation to the Chairman of the Board. Separate meeting of independent directors has also been convened for this purpose and results were communicated by the Chairman of the meeting to the Chairman of the Board.

There is no change in the nature of business. Sri.S.Venkataraman and Smt. Vijayalakshmi Narendra, Independent Directors of the Company were retired on 26th August, 2024 and 1st February, 2025 respectively after completion of two terms of office as Independent Directors. Sri. Gopinath Bala has been appointed as an Independent Director of the Company for a period of five years with effect from 29th May, 2024 and Sri. Arun Selvaraj has been appointed as an Independent Director of the Company for a period of five years with effect from 31st January, 2025.

Board of Directors formed the opinion on the independent Director appointed during the financial year 2024-25 and found integrity, expertise and experience (including proficiency) of the Independent Directors are satisfactory. Sri. G. Mani has been re-appointed as Managing Director of the Company with effect from 24th October, 2024 to 23rd October, 2027. There is no appointment of other key managerial personnel during the year 2024-25.

There is no resignation of any of the director or key managerial personnel during the year 2024-25.

There are no Subsidiaries, Joint ventures or Associates and there is no addition or cessation of Subsidiaries, Joint ventures or Associates during the year 2024-25. The Company has not accepted or holds any deposit from the public or directors or shareholders. There are no significant material orders passed by the regulators or courts or tribunals which affects the going concern status or operations in future.

The Company has implemented and evaluated the internal financial controls with reference to the financial statements which provide a reasonable assurance. The Directors and Management confirm that the internal financial controls are adequate with respect to size and operations of the Company. The Company has established adequate internal control system which is commensurate with its nature and volume of operations. The accounting transactions and operations are audited by the Internal Auditors viz-a-viz the internal controls, policies and procedures and the deviations, if any, are reported and corrective actions are taken appropriately.

Details of appointment, re-appointment of director who retires by rotation are provided elsewhere in the Annual Report.

The Composition of the Audit committee is given in the Corporate Governance Report. Board has accepted all the recommendations made by the Audit Committee during the financial year 2024-25.

In the preparation of financial statements, no treatment different from that of prescribed accounting standards has been followed. The Company has complied with the applicable secretarial standards.

The Company has maintained all the cost accounts and records, as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

Particulars pursuant to Section 197(12) and the relevant rules are given in the Annexure 4.

The Company has transferred dividend and the equity shares in respect of which dividend has not been claimed by the members for seven consecutive years or more to the Investors Education and Protection Fund Authority (IEPF) as and when it is due for transfer. The details of shares transferred have been uploaded in the website of the Company. The Company has transferred the unclaimed dividend of Rs. 2,91,169.00 after a period of seven years to the Investors Education and Protection Fund and 3678 shares have also been transferred to the Investors Education and Protection Fund in respect of which dividends have not been claimed by the members for seven consecutive years or more.

VIGIL MECHANISM

The Company has established vigil mechanism and adopted whistle blower policy which protects persons who uses the mechanism from victimization and allows direct access to the Chairman of the Audit Committee if required. During the year under review, there was no complaint received under this mechanism. The policy is posted in the website of the Company.

REMUNERATION POLICY

Based on the recommendation of the Nomination and Remuneration Committee, the Board has approved the Remuneration Policy of the Company for selection and appointment of Directors, senior management personnel, their remuneration, succession plans and Board diversity. The salient features of same is enclosed as Annexure 5 to this report. Weblink to access the policy is <https://supersales.co.in/Disclosure-under-regulation-46/policies>. The composition of Nomination and Remuneration committee is given in the Corporate Governance Report.

A certificate from the Statutory Auditors of the Company regarding compliance of the conditions of Corporate Governance is enclosed as Annexure 6. Pursuant to Regulation 34(2)(f) of Listing Regulations, applicability of providing the Business Responsibility and Sustainability Report does not arise.

Information pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014

In terms of Rule 5 of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014 the Company has no employee drawing salary exceeding Rs. 102 Lakhs per annum or Rs. 8.50 Lakhs per month during the year under review. No employee has drawn remuneration in excess of the remuneration drawn by the Managing Director and holds by himself or along with his spouse and dependent children not less than two percent of equity share capital of the Company.

List of top 10 employees based on salary drawn is enclosed as Annexure - 7. Company is not paying any commission to the Directors and Managing Director.

Disclosures under the Sexual Harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013

The Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to hear and redress the complaints, if any received from women employees.

- | | |
|--|-------|
| (a) number of complaints filed during the financial year | - Nil |
| (b) number of complaints disposed of during the financial year | - Nil |
| (c) number of complaints pending as on end of the year | - Nil |

ADDITIONAL DISCLOSURES

In line with the requirement of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Management Discussion and Analysis Report, Corporate Governance Report, Related Party disclosures are made part of the Annual Report.

A certificate from CEO/CFO, interalia, confirming the correctness of the financial statements is also made part of the Annual Report.

GENERAL

The Directors place on record their sincere thanks to all the Principals for their whole hearted co-operation and to the bankers of the Company for their financial assistance. Directors also wish to thank the customers for their support and confidence reposed in the Company and to the employees at all levels for their co-operation and dedication.

For and on behalf of the Board

SANJAY JAYAVARTHANAVELU

Chairman

DIN 00004505

Coimbatore

12th May, 2025

ANNEXURE 1
FORM NO. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[PURSUANT TO SECTION 204(1) OF THE COMPANIES ACT, 2013 AND RULE NO.9 OF THE COMPANIES (APPOINTMENT OF MANAGERIAL PERSONNEL AND REMUNERATION) RULES, 2014 AND REGULATION 24A OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015, AS AMENDED]

To,

The Members,
Super Sales India Limited,
Coimbatore.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Super Sales India Limited (L17111TZ1981PLC001109). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Super Sales India Limited 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Super Sales India Limited ("the Company") for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder and Companies Act, 1956 (to the extent applicable);
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings does not arise;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Company has not issued any securities during the year under review and hence the question of compliance of provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 does not arise;
 - (d) The Company has not issued any securities during the year under review and hence the question of compliance of provisions of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 does not arise;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 does not arise;

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Company has not delisted its securities from any of the Stock Exchanges in which it is listed during the period under review and hence the question of complying with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 does not arise;
- (h) The Company has not bought back any securities and hence the question of complying with the provisions of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 does not arise: and
- (i) The Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (j) The Following law, that are specifically applicable to the Company:
Essential Commodities Act, 1955, with reference to "Hank Yarn Packing Notification, 2003" (No. 2/ TDRO/8/2003 dated 17th April, 2003).

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were changes in the Directorship during the period under review and the Company has complied with the 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.

Based on the verification of the records and the Minutes, the decisions of the Meetings of the Board and Committees of the Company were carried out with the consent of all the Directors/ Committee Members and there were no dissenting members as per the Minutes.

I 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.

Coimbatore
12th May, 2025

M.R.L. Narasimha
Practising Company Secretary
FCS No. 2851, C P No. 799
Peer Review No.1420/2021
UDIN:F002851G000315999

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 TO SECRETARIAL AUDIT REPORT OF EVEN DATE

To

The Members,
Super Sales India Limited,
Coimbatore.

My Secretarial Audit 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. My responsibility is to make a report based on the secretarial records produced for my audit.
2. I 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 the test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my report.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. I have obtained the management's representation about the compliances of laws, rules and regulations and happenings of events, wherever required.
5. Compliance with the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management.
6. This 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.

Coimbatore
12th May, 2025

M.R.L. Narasimha
Practising Company Secretary
FCS No. 2851, C P No. 799
Peer Review No.1420/2021
UDIN: F002851G000315999

ANNEXURE 2

AOC – 2

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

1. Details of contracts or arrangements or transactions not at arm's length basis	All the transactions are at arm's length basis
(a) Name(s) of the related party and nature of relationship	NA
(b) Nature of contracts/ arrangements/ transactions	
(c) Duration of the contracts / arrangements/ transactions	
(d) Salient terms of the contracts or arrangements or transactions including the value, if any	
(e) Justification for entering into such contracts or arrangements or transactions	
(f) Date(s) of approval by the Board	
(g) Amount paid as advances, if any:	
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188	

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

a) Name(s) of the related party and nature of relationship	LMW Limited, Director, along with his relatives, holds more than 2% of the Paid up share capital of the Company and hence it is a related party.
(b) Nature of contracts/ arrangements/ transactions	Purchase or sale of products, materials and goods, Rendering and availing of services, purchase of machineries, its parts and components and leasing of properties, appointment of agency for purchase or sale of products, materials, services.
(c) Duration of the contracts / arrangements/ transactions	01.04.2020 to 31.03.2025.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Price charged for the above transactions was competitive, based on the prevailing market price and not be less than the price charged for such transactions to unrelated third party customers having such dealings or transactions with them. Transactions value is Rs. 7361.47 Lakhs.
(e) Date(s) of approval by the Board, if any:	25.05.2020.
(f) Amount paid as advances, if any:	Rs. 328.37 Lakhs.
Form shall be signed by the persons who have signed the Board's report.	Sanjay Jayavarthanavelu Chairman DIN: 00004505

ANNEXURE 3

ANNUAL REPORT OF CORPORATE SOCIAL RESPONSIBILITY

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY:

Company believes that Corporate Social Responsibility (CSR) is a process with the aim to increase the responsibility for the Company's actions and encourage a positive impact through its activities on the environment, education, healthcare, drinking water, infrastructure development, promoting sports, interests of customers, communities, stakeholders and all other members of the public sphere who may also be considered stakeholders. Company can spend the amount either by itself or through a trust for any of the projects/areas covered under the Companies Act read with relevant rules from time to time. Company has constituted a CSR Committee to identify the CSR activities to be under taken, approve budget and establish monitoring mechanism for the spending. The Company believes that socially responsible business practice is an integral part of an organization's effort at ensuring good Corporate Governance. CSR is therefore a tool through which an organization reflects and pledges its commitment to support and participate in community building efforts.

2. COMPOSITION OF CSR COMMITTEE:

Sl. No	Name of Directors	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Sri.G. Mani	Chairman	1	1
2.	Sri.S.Venkataraman*	Member	1	1
3.	Smt. Vijayalakshmi Narendra**	Member	1	1
4.	Sri. B. Lakshmi Narayana	Member	1	1
5.	Sri. Gopinath Bala	Member	-	-
6.	Justice Smt. Chitra Venkataraman	Member	-	-

*Retired on 26.08.2024 and ** retired on 01.02.2025

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

CSR Committee : <https://www.supersales.co.in/Disclosure-under-regulation-46/Composition>
 CSR Policy : <https://www.supersales.co.in/Disclosure-under-regulation-46/policies>
 CSR Projects : <https://www.supersales.co.in/Investors/other-disclosures/others>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report). NA

5.	(a) Average net profit of the company as per section 135(5)	Rs. 3793.19 Lakhs
	(b) Two percent of average net profit of the company as per section 135(5)	Rs. 75.86 Lakhs
	(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
	(d) Amount required to be set off for the financial year, if any	Nil
	(e) Total CSR obligation for the financial year (b + c – d).	Rs. 75.86 Lakhs
6.	(a) Amount spent on CSR Projects:	
	(i) On going Project	NA
	(ii) Other than On going Project	Rs. 80.00 Lakhs
	(b) Amount spent in Administrative Overheads.	--
	(c) Amount spent on Impact Assessment, if applicable.	NA
	(d) Total amount spent for the Financial Year [(a)+(b)+(c)].	Rs. 80.00 Lakhs

(e) CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year, (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to unspent CSR Account as per section 135 (6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135 (5).		
	Amount.	Date of transfer	Name of the fund	Amount	Date of transfer
Rs. 80,00,000	-	-	-	-	-

(f) Excess amount for set off, if any

Sl.No	Particulars	Amount (in Rs Lakhs.)
i)	Two percent of average net profit of the Company as per section 135 (5)	75.86
ii)	Total amount spent for the Financial Year	80.00
iii)	Excess amount spent for the financial year [(ii-i)]	4.14
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
v)	Amount available for set off in succeeding financial years [(iii) - (iv)]	-

7. Details of Unspent CSR amount for the preceding three financial years:

S. No	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs)	Balance amount in unspent CSR amount under section 135(6) (in Rs)	Amount spent in the Financial Year (in Rs)	Amount transferred to a fund as specified under Schedule VII as per section 135(5), if any		Amount remaining to be spent in succeeding financial years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of transfer		
1	2021-22	NA	NA	NA	NA	NA	NA	NA
2	2022-23	NA	NA	NA	NA	NA	NA	NA
3	2023-24	NA	NA	NA	NA	NA	NA	NA
	TOTAL	NA	NA	NA	NA	NA	NA	NA

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes / No - No

If Yes, enter the number of Capital assets created / acquired: Rs.

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
1	2	3	4	5	6		
					CSR Registration Number, if applicable	Name	Registered address
	NA	NA	NA	NA	NA		

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). - NA

Coimbatore
12th May, 2025

G. Mani
MD & Chairman of CSR Committee
DIN 08252847

ANNEXURE 4

PARTICULARS PURSUANT TO SECTION 197(12) AND THE RELEVANT RULES :

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year;	63.47:1 For this purpose, Sitting fees paid to the Directors have not been considered as remuneration.
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Directors are entitled to receive only sitting fee for attending the Board/Committee or other meetings of Directors. Managing Director's salary increased by 7.74%, No increase in the salary of CFO and Company Secretary's salary increased by 6.28%.
(iii) the percentage increase in the median remuneration of employees in the financial year;	Median Employee remuneration increased by 6.58%
(iv) the number of permanent employees on the rolls of Company;	1281 employees
(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;	Average percentage of increase in the salaries of employees other than managerial personnel was 7.26%. Average percentage of increase in the salaries of managerial personnel was 12.34%.
(vi) affirmation that the remuneration is as per the remuneration policy of the Company.	Managing Director Affirmed that the remuneration paid to the employees were as per the remuneration policy of the Company

ANNEXURE 5**SALIENT FEATURES OF NOMINATION AND REMUNERATION POLICY****Introduction:**

Company believes that the human resources are one of the most important valuable assets of the Company. As per the requirement of the provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, to meet and attract the valuable asset and harmonize the payment to Directors, Key Managerial Personnel and other employees of the Company in line with the mission, vision and values of the Company this policy has been formulated by the Nomination and Remuneration Committee for the Directors, Key Managerial Personnel, Senior Management Personnel and approved by the Board of Directors.

The objective and purpose of this policy are:

- To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors and persons who may be appointed in Senior Management and Key Managerial positions.
- To lay down guiding principle for remuneration payable to Executive Directors, Non-Executive Directors, Senior Management Personnel and Key Managerial Personnel, retirement and removal.
- To recommend remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer companies.
- To provide them reward linking to their effort, performance, dedication and achievement in the Company's operations/performance.
- To design suitable remuneration package to attract, retain, motivate and promote best calibre directors and employees, create strong performance orientated environment and reward, achievement of meaningful targets over the short and long-term and create competitive advantage.
- Determine the criteria for qualifications, positive attributes and independence of Directors.
- Devising criteria for board diversity and evaluation.
- Develop succession plan for the Board, Senior Management and Key Managerial Personnel.

Based on the above parameters, the Nomination and Remuneration policy has been formulated by the Nomination and Remuneration Committee and adopted by the Board of Directors.

ANNEXURE 6

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members,
SUPER SALES INDIA LIMITED,
Coimbatore.

We have examined the compliance of conditions of Corporate Governance by **SUPER SALES INDIA LIMITED** ('the Company') for the year ended **March 31, 2025** as per relevant Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('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 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 issued by the Institute of Chartered Accountants of India, the standards on Auditing 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, which requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

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 relevant Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as applicable during the year ended 31st March, 2025.

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

T.S.ANANDATHIRTHAN
Partner

Coimbatore
12th May, 2025

Membership No. 230192
UDIN : 25230192BMK0PM7905

ANNEXURE 7

Top 10 Employees Salary, Qualification & Experience Details

Sl. No	Name	Designation	Remuneration received (Rs in Lakhs)	Name of employment Contract or otherwise	Qualification	Total Experience (In Yrs)	Date of commencement of employment	Age
1.	SRI.MANI G	Managing Director	80.20	Permanent	DME.,BE	47	17/08/2018	69
2.	SRI.VENKATESH C V	Chief Financial Officer	34.46	Permanent	B.COM.,ACMA.,	36	01/02/2024	59
3.	SRI.MUKUNTHARAJAN S	Vice President - Marketing	26.91	Permanent	DTT., B.TECH.,	36	23/03/2015	56
4.	SRI.PANDIAN K	General Manager - Operations	26.90	Permanent	DME.,	26	01/04/2019	52
5.	SRI.SRINIVASAN A	General Manager - Marketing & Services (Agency Division)	22.86	Permanent	DTT.,	30	01/12/1993	54
6.	SRI.SIVAKUMAR RAGHU-NATHAN	Manager - IT	20.92	Permanent	MCA	22	01/06/2022	53
7.	SRI.CHANDRA SEKARAN S	General Manager (Jay II)	20.15	Permanent	DTT.,	35	18/11/2021	54
8.	SRI.SELVAM K	General Manager (Jay I)	19.66	Permanent	DTT.,	23	14/02/2024	44
9.	SRI.RADHAKRISHNAN S.K	Company Secretary	19.64	Permanent	M.COM.,ACS., BGL.,ACMA.,	22	03/03/2006	46
10.	SRI.BALASUBRAMANIAM.A	DGM - Sales & Marketing (Gears Unit)	14.74	Permanent	DME., DPM.,	29	10/01/2017	49

Sl. No	Name	Last employment	% of equity shares held	Whether he is relative to any Director
1.	SRI.MANI G	LMW Ltd	0	No
2.	SRI.VENKATESH C V	LMW Ltd	0	No
3.	SRI.MUKUNTHARAJAN S	Rajapalayam Mills Ltd	0	No
4.	SRI.PANDIAN K	AVTECH Limited	0	No
5.	SRI.SRINIVASAN A	Nil (First employment in SSIL)	0	No
6.	SRI.SIVAKUMAR RAGHUNATHAN	Road Map IT Solution Pvt Ltd	0	No
7.	SRI.CHANDRA SEKARAN S	Raja Cotton Pvt Ltd	0	No
8.	SRI.SELVAM K	Shree Sarvaloka Textile Pvt Ltd	0	No
9.	SRI.RADHAKRISHNAN S.K	Elgi Electric & Industries Ltd	0	No
10.	SRI.BALASUBRAMANIAM.A	Remi Electricals	0	No

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMY OVERVIEW:

Growth in 2024 and outlook for 2025

Global economic growth is estimated at 3.3 percent in 2024, up slightly from 3.2 percent in 2023, signalling a period of relative stability following prolonged economic challenges. Inflation has begun to ease from multi-decade highs and is gradually aligning with central bank targets. Labour markets have largely normalized, with unemployment and vacancy rates returning to pre-pandemic levels despite ongoing geopolitical tensions.

However, global growth is projected to slow to 2.8 percent in 2025 before rebounding modestly to 3.0 percent in 2026. This anticipated slowdown reflects a broad-based downgrade across countries, primarily driven by the direct and indirect effects of new trade restrictions. The impact of tariffs will vary across economies based on their trade relationships, industry structures, policy responses and capacity for trade diversification.

Advanced Economies

Growth of the Advance economies in 2024 estimated at 1.8 percent with the growth of United States at 2.8 percent, Euro area at 0.9 percent, Japan at 0.1 percent and other advance economies at 2.2 percent. Growth in this group is expected to decline to 1.4 percent in 2025 and edge up slightly to 1.5 percent in 2026.

In the United States, growth is forecasted to decelerate to 1.8 percent in 2025, nearly one percentage point below 2024, due to increased policy uncertainty, trade tensions and weaker consumer demand. Growth in 2026 is expected to soften further to 1.7 percent amid subdued private consumption and lingering tariff effects.

The Euro Area is projected to see a slight dip in growth to 0.8 percent in 2025, before improving to 1.2 percent in 2026. Tariffs and rising uncertainty will weigh on the 2025 outlook, while a recovery in real wages and fiscal easing are expected to support a modest rebound in 2026.

Emerging and Developing Economies

Estimated Growth of Emerging and developing economies in 2024 at 4.3 percent with Emerging & developing Asia at 5.3 percent, with China at 5.0 percent, India at 6.5 percent, Emerging & Developing Europe at 3.4 percent. It is projected that growth under the reference may drop to 3.7 percent in 2025 and 3.9 percent in 2026. This reflects the impact of recently implemented tariffs, which offset the stronger carryover from 2024 and fiscal expansion in the budget in various countries.

India's Economic Outlook

The Indian economy is estimated to achieve a growth of 6.5 percent in FY25 despite considerable external headwinds and marking its slowest expansion since the pandemic. This was accompanied by a pick-up in growth from 5.6 percent in Q2 FY25 to 6.2 percent in Q3 FY25. This performance was driven by strong agricultural and service sector performance on the supply side and a steady increase in consumption, core merchandise & services exports on the demand side. All sectors are estimated to grow close to their trend rates. The International Monetary Fund, in its earlier report has stated that India's prudent macroeconomic policies and reform-driven approach have positioned it as the fastest-growing major economy and projected a GDP growth of 6.2 percent for FY 2025 and 6.3 percent for FY 2026, revising down from 6.5 percent for FY 2024.

Retail inflation in India eased to 3.34 percent in March 2025, the lowest since September 2019, largely due to falling food prices, driven by seasonal corrections, lower pulse prices and proactive government measures. In response, the Reserve Bank of India (RBI) reduced the repo rate by 25 basis points to 6.25 percent in February 2025, its first cut in nearly five years. A further 25-basis-point cut to 6.0 percent in April which may expected to encourage borrowing and spending, especially in real estate and consumer goods, thereby boosting economic activity.

The Union Government continues to strike a balance between fiscal consolidation, welfare and growth. The 2025-26 Union Budget outlined a cautious yet forward-looking fiscal consolidation path, emphasizing agriculture, MSMEs, investment and exports as key growth engines. These initiatives are expected to enhance economic resilience in the face of global uncertainties.

Geopolitical tensions, trade policy volatility, particularly recent U.S. tariff hikes, and fluctuating commodity prices have heightened global uncertainty. These factors have led some analysts to trim growth forecasts, despite a decline in commodity prices.

Domestically, private sector capital formation and India's strong macroeconomic fundamentals will be key drivers of growth in FY2026. Supportive fiscal policies, a continued accommodative monetary stance, and structural reforms outlined in the Union Budget are expected to reinforce India's economic resilience amid a challenging global environment.

SEGMENT WISE PERFORMANCE:

Agency Division

The prolonged slowdown in the textile market over the past years has led mills to delay capital investments in expansion and modernization, resulting in a decline in revenue for the Agency Division.

The Division has earned a revenue of Rs. 1745.73 Lakhs as against Rs. 3242.77 Lakhs and PBT of Rs. 787.61 Lakhs as against Rs. 2048.84 Lakhs.

Textile Division

The textile division has achieved higher turnover compared to the previous year, thanks to the adoption of enhanced manufacturing processes, greater efficiency, utilization of modern machinery and an optimized product mix. This performance was achieved despite challenges faced by the spinning segment, such as fabric and yarn imports, volatility in yarn prices and the availability of quality cotton in the new season.

The Division has earned a revenue of Rs. 33257.19 Lakhs as against Rs. 30422.45 Lakhs in the previous year.

The Division has earned a profit of Rs.126.39 Lakhs as against Rs. 4.02 Lakhs in the previous year.

Engineering Division

The engineering division's performance has been significantly impacted by lower off-take from OEMs due to the underperformance of the textile segment, as well as reluctance from customers in other segments to lift products, despite an improved order book in the last quarter.

The Division has earned a revenue of Rs. 6061.74 Lakhs as against Rs. 9099.45 Lakhs in the previous year.

The Division has incurred a loss of Rs. 157.25 Lakhs as against a profit of Rs. 1348.89 in the previous year.

EXPORTS

The Company's ongoing efforts to drive higher turnover through consistent product quality and timely delivery have led to a significant increase in export turnover for the textile division, despite challenges posed by geopolitical issues, reduced purchasing power due to high interest rates and inflation.

Your company has exported yarn of Rs. 6942.93 Lakhs (out of which Rs. 3401.84 Lakhs were for merchant Exports) and Gears Division exports for the year under review was Rs. 140.71 Lakhs.

PROSPECTS

With various government initiatives and schemes supporting the textile sector, increased modernization and automation by customers in this area are expected to drive higher demand for textile machinery, thereby enhancing the performance of the Agency Division.

The recent changes in U.S. tariffs concerning India, assuming continued cordial trade relations, are favourable, as Indian textile products now benefit from lower tariff rates compared to other countries. This is likely to boost the demand for textile yarn. Additionally, the availability of adequate domestic cotton gives the Textile Division a competitive advantage, potentially leading to improved performance.

New product developments in the pipeline for the next-generation gear segment are expected to contribute positively to the performance of the Gears Division. Infrastructure development is the key requirement of our country and Engineering industries in particular drives will play a major role.

OPPORTUNITIES AND THREATS:

Opportunities:

1. Sign of robust demand for textile and apparel segment.
2. Availability of input material.
3. New avenues for Gear and Gear Boxes in medium and Heavy-duty segment.
4. Augmentation of renewable Energy.

Threats:

1. Availability of skilled labour.
2. Continuous increase in power cost.
3. Lower demand for yarn and volatility in selling prices.
4. Incentives provided by other state Governments affects locational advantage.
5. Unstable global trade policy environment.
6. Cybersecurity threat.

RISK AND CONCERN:

Consistency in availability of quality cotton, impact of import of fabric and yarn, export of cotton, incentives offered by other states, extension of the benefit of least developing country to Bangladesh are cause of concern for the demand and margin.

INTERNAL CONTROL SYSTEM AND ADEQUACY:

The Company has an adequate internal control system commensurate with its size and nature of its business. Management has overall responsibility for the Company's internal control system to safeguard the assets and to ensure reliability of financial records.

The Company has a detailed budgetary control system and the actual performance is reviewed periodically and decision taken accordingly.

Internal audit programme covers all areas of activities and periodical reports are submitted to the Management. Audit Committee reviews all financial statements and ensures adequacy of internal control systems. The Company has a well-defined organization structure, authority levels and internal rules and guidelines for conducting business transactions.

FINANCIAL PERFORMANCE AND ANALYSIS:

(Rs. in Lakhs)

Particulars	2024-25	2023-24	Change	Percentage
Income from Operations	40377.49	41918.39	(1540.90)	(3.67)
Other Income	867.13	1082.49	(215.36)	(19.89)
Profit before Interest & Depreciation	3181.43	5297.02	(2115.59)	(39.93)
Interest	854.83	732.56	122.27	16.69

Particulars	2024-25	2023-24	Change	Percentage
Profit before Depreciation	2326.60	4564.46	2237.86	(49.02)
Less: Depreciation	2499.01	2213.95	285.06	12.87
Profit before Tax and exceptional item	(172.41)	2350.51	(2522.92)	(107.33)
Profit after Tax	(175.88)	1986.72	(2162.60)	(108.85)

HUMAN RESOURCES:

The Company's HR objectives aim to develop and train each individual to perform to his/her fullest capacity, achieving individual excellence and Company's Goals. The shortage of man power in the Textile division has become a severe problem and efforts have been taken to mitigate the same. The number of permanent people employed was 1281.

CAUTION:

Statements in the management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be considered as "forward looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. The factors that might influence the operations of the Company are demand-supply conditions, finished goods prices, raw material costs & availability, change in the government regulations, WTO and natural calamities over which the Company has no control.

The Company assumes no responsibility in respect of the forward-looking statements herein which may undergo changes in future on the basis of subsequent developments, information or events.

For and on behalf of the Board

Coimbatore

SANJAY JAYAVARTHANAVELU

12th May, 2025

Chairman

DIN 00004505

Significant changes in the key financial ratios along with explanations: (Changes in more than 25% compared to previous year)

S.No	Name of the Ratio	2024-25	2023-24	% of change
1	Debtor turnover ratio	6.02	6.54	(7.95)
2	Inventory turnover ratio	5.48	5.87	(6.64)
3	Interest coverage ratio	3.72	7.23	(48.54)
4	Current ratio	1:1.51	1:1.41	7.09
5	Debt equity ratio	0.15	0.14	7.14
6	Operating margin (%)	7.71	12.32	(37.41)
7	Net profit margin (%)	(0.44)	4.74	(109.28)

Explanations: (Changes in more than 25% compared to previous year)

Interest coverage ratio has reduced from 7.23% to 3.72% due to loss in the current financial year.

Operating margin has reduced from 12.32% to 7.71% due to loss in the current financial year.

Net profit margin has reduced from 4.74% to (0.44%) due to loss in the current financial year.

Details of any change in return on net worth as compared to immediate previous financial year along with detailed explanation thereof.

Return on Net worth has come down from 3.56% to (0.31) % due to loss in the current year and higher net worth.

CORPORATE GOVERNANCE REPORT

1. PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company is committed to ensure a good practice of Corporate functioning, maximizing the customer satisfaction by offering quality service & products (in least possible time) at reasonable cost and ensure compliance with all regulations as applicable with adequate transparency and accountability.

2. BOARD OF DIRECTORS

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

(A) Board Composition

The composition of the Board of Directors is:

Name of the Directors	DIN	Category	Number of Other Directorships	No. of committees in which he/she is Member/ Chairman
Sri. Sanjay Jayavarthanavelu	00004505	Non-Executive, Chairman, Promoter, Non-Independent	11	4/2
Sri. Ravi Sam	00007465	Non-Executive, Promoter Group, Non- Independent	16	3/0
Sri. B. Lakshmi Narayana	00504396	Non-Executive, Independent	4	7/6
Justice Smt. Chitra Venkataraman	07044099	Non-Executive, Independent	1	3/0
Ms. Shivali Jayavarthanavelu	07441741	Non-Executive, Promoter Group, Non- Independent	7	-
Sri. Gopinath Bala	01645781	Non- Executive, Independent	2	4/0
Sri. Arun Selvaraj	01829277	Non- Executive, Independent	2	4/0
Sri. G. Mani	08252847	Executive, Non- Independent	--	3/1

Number of Membership/Chairmanship in committees of all Directors is within the Limits specified in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Particulars of Directorship and Category in other companies

Name of the Directors	Name of the other listed entity in which he/ she is a Director	Category of Directorship
Sri. Sanjay Jayavarthanavelu	LMW Ltd	Executive-Non-Independent
	Lakshmi Electrical Control Systems Ltd	Non-Executive-Non-Independent
	The Lakshmi Mills Company Ltd	Non-Executive-Non-Independent
Sri. Ravi Sam	Nil	Nil
Sri. B. Lakshmi Narayana	Super Spinning Mills Ltd	Non-Executive-Independent
Justice Smt. Chitra Venkataraman	Ramco Systems Ltd	Non-Executive-Independent

Name of the Directors	Name of the other listed entity in which he/ she is a Director	Category of Directorship
Ms. Shivali Jayavarthanavelu	Nil	Nil
Sri. Gopinath Bala	Nil	Nil
Sri. Arun Selvaraj	Precot Limited	Non-Executive-Independent
Sri. G. Mani	Nil	Nil

(B) Board Meeting and Attendance

Four Board Meetings were held during the period from 1st April, 2024 to 31st March, 2025, on 29.05.2024, 02.08.2024, 04.11.2024 and 31.01.2025. Details of attendance of each Director at the Board meeting and Last AGM during the financial year ended 31st March, 2025 are given below:

Name of the Directors / Date of Meetings	29.05.24	02.08.24	04.11.24	31.01.25	AGM 02.08.24
Sri. Sanjay Jayavarthanavelu	✓	✓	✓	✓	✓
Sri. Ravi Sam	✓	✓	×	✓	×
Sri. S. Venkataraman *	✓	✓	-	-	✓
Smt. Vijayalakshmi Narendra **	✓	✓	✓	✓	✓
Sri. B. Lakshmi Narayana	✓	✓	✓	✓	✓
Justice Smt. Chitra Venkataraman	✓	✓	✓	✓	✓
Ms. Shivali Jayavarthanavelu	✓	✓	✓	✓	✓
Sri. Gopinath Bala ***	✓	✓	✓	✓	✓
Sri. Arun Selvaraj ****	-	-	-	✓	-
Sri. G. Mani	✓	✓	✓	✓	✓

* Sri. S. Venkataraman has retired from the Board on 26.08.2024

** Smt. Vijayalakshmi Narendra has retired from the Board on 01.02.2025

*** Sri. Gopinath Bala has been appointed in the Board on 29.05.2024

**** Sri. Arun Selvaraj has been appointed in the Board on 31.01.2025

Sri. Sanjay Jayavarthanavelu and Ms. Shivali Jayavarthanavelu are relatives and No Director is related to other Director.

Non- Executive Directors' shareholding:

Sri. Sanjay Jayavarthanavelu	: 288 shares
Sri. Ravi Sam	: 1000 shares
Sri B. Lakshmi Narayana	: Nil
Justice Smt. Chitra Venkataraman	: Nil
Ms. Shivali Jayavarthanavelu	: 241700 shares
Sri. Gopinath Bala	: Nil
Sri. Arun Selvaraj	: Nil

The familiarization programme was held on 03rd February, 2025 at the Registered Office. All the independent directors were present for the above programme.

In addition to the above, all the improvements and major changes in the operations or functions of the company are updated to the Directors in the Board and its Committee meetings. The details of the familiarization programme is available at <https://supersales.co.in/Disclosure-under-regulation-46/Familiarisation>

Skill Matrix: In order to carryout the duties and responsibilities by a director in the company, following skill matrix have been identified by the Board for selection and utilize the skills possessed by the directors.

1. Leadership,
2. Board services and Corporate Governance,
3. Business strategy,
4. Technology and innovation,
5. Financial,
6. Sales and marketing and
7. Human resources.

All the above core skill sets are available with the present Board of Directors. All the Directors are possessing all the above skills.

Board is of the opinion that all the independent directors have met all the criteria of Independence as prescribed in the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013 and are independent of the Management. There is no case of resignation of independent Director before expiry of his/her term during the year 2024-25.

Retirement of Directors by rotation and being eligible, offer himself for reappointment

Ms. Shivali Jayavarthanavelu, Director (DIN 07441741) is retiring at the ensuing annual general meeting. She is eligible and offers herself for re-appointment.

Brief profile, other directorships, Committees in which she is member/ Chairman, details of her shareholding and inter-se relationships are given in the Notice of the Annual General Meeting.

3. AUDIT COMMITTEE

Audit Committee has been constituted on 28.06.2002. The broad terms of reference to the Committee are compliance of adequate internal control system, financial disclosures and other issues confirming to the requirements specified in Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Audit Committee has been reconstituted on 31.01.2025 and at present, the Committee consists of the following Directors as its Members:

- | | |
|-----------------------------|------------|
| 1. Sri. B. Lakshmi Narayana | - Chairman |
| 2. Sri. Ravi Sam | - Member |
| 3. Sri. Gopinath Bala | - Member |
| 4. Sri. Arun Selvaraj | - Member |

The Committee has met 4 times during the financial year ended 31st March, 2025.

The Chairman of the Committee attended the AGM held on 02nd August, 2024.

Sri. S.K. Radhakrishnan, Company Secretary is the Secretary of the Committee.

Details of attendance of each member at the Audit Committee meeting held during the year 2024-25 are given below:

Name of the Directors / Date of Meetings	29.05.24	02.08.24	04.11.24	31.01.25
Sri. S. Venkataraman	✓	✓	-	-
Sri. Ravi Sam	✓	✓	×	×
Smt. Vijayalakshmi Narendra	✓	✓	✓	✓
Sri. B. Lakshmi Narayana	✓	✓	✓	✓
Sri. Gopinath Bala	-	-	✓	✓
Sri. Arun Selvaraj	-	-	-	-

4. NOMINATION AND REMUNERATION COMMITTEE

The Committee has been formed to determine the Company's policy on remuneration package to the Directors, Key Managerial Personnel and other Employees and identify suitable person for the directorship and senior management, formulate performance evaluation criteria for independent Director, Board, Committees and other directors and other requirements specified in Companies Act, 2013 and the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. The Committee has been reconstituted on 31.01.2025 and the reconstituted Committee consists of the following Directors as its Members.

1. Sri. B. Lakshmi Narayana - Chairman
2. Sri. Ravi Sam - Member
3. Sri. Gopinath Bala - Member
4. Sri. Arun Selvaraj - Member

Nomination and Remuneration Committee has met twice during the financial year ended 31st March, 2025. The Chairman of the Committee attended the AGM held on 02nd August, 2024.

Details of attendance of each member at the Nomination and Remuneration Committee meeting held during the year 2024-25 are given below:

Name of the Director	29.05.2024	31.01.2025
Sri. S. Venkataraman	✓	-
Sri. Ravi Sam	✓	×
Sri. B. Lakshmi Narayana	✓	✓
Smt. Vijayalakshmi Narendra	✓	✓
Sri. Gopinath Bala	-	✓
Sri. Arun Selvaraj	-	-

Performance evaluation criteria for independent directors: Securities Exchange Board of India has issued a guidance note for evaluation of the Directors, for evaluation of Board as a Whole, Individual director's (including independent Directors and Chairman) and various Committees. Based on the guidance note, Nomination and Remuneration Committee has adopted criteria to evaluate the independent directors.

Criteria are: Qualification, experience, knowledge & competency, ability to fulfill allotted functions/rolls, ability to function as a team, pro-activeness, participation and attendance, commitments, contribution, integrity, independence from Company, ability to articulate independent views and judgment. Based on these Criteria, the evaluations have been carried out.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Committee has been formed to specifically look into Shareholders / Investors complaints, if any, on request relating to shares, non-receipt of dividends, balance sheet, etc., and also the action taken by the Company on the above matters.

The Committee has been reconstituted on 31.01.2025 and the reconstituted Committee consists of the following Directors as its Members.

- | | |
|-------------------------------------|------------|
| 1. Sri. B. Lakshmi Narayana | - Chairman |
| 2. Sri. G. Mani | - Member |
| 3. Sri. Gopinath Bala | - Member |
| 4. Justice Smt. Chitra Venkataraman | - Member |

Sri. S. K. Radhakrishnan, Company Secretary is the Compliance Officer.

The Chairman of the Committee attended the AGM held on 02nd August, 2024.

During the financial year the Company has received 2 complaints from the investors and the same were resolved. The outstanding complaint as on 31st March, 2025 was Nil. The Committee has met 2 times during the financial year ended 31st March, 2025.

Particulars of Stakeholder's Relationship Committee meeting and attendance of the members present at the meetings are given below:

Name of the Directors / Date of Meetings	02.08.2024	31.01.2025
Sri. S. Venkataraman	✓	-
Smt. Vijayalakshmi Narendra	✓	✓
Sri. B. Lakshmi Narayana	✓	✓
Sri. Gopinath Bala	-	✓
Sri. G. Mani	✓	✓
Justice Smt. Chitra Venkataraman	-	-

5A. Risk management Committee is not applicable to the Company.

5B. Particulars of Senior managerial personnel

S.No	Name	Designation
1.	Sri. C. V. Venkatesh	Chief Financial Officer
2.	Sri. K. Selvam	GM - Jay Textiles Unit I
3.	Sri. S. Chandrasekaran	GM - Jay Textiles Unit II
4.	Sri. K. Pandian	Sr. GM - Gears Unit
5.	Sri. A. Srinivasan	Sr. GM - Agency Division
6.	Sri. S. Mukuntharajan	VP - Marketing
7.	Sri. S. K. Radhakrishnan	Company Secretary

8.	Sri. A. Balasubramanian	DGM - Marketing
9	Sri. Venkataraj Ramanujam	DGM - HR

Change in the senior managerial personnel

S.No	Name and Designation	Appointment/ Resignation	Effective date
1.	Sri. Venkataraj Ramanujam, DGM – HR	Appointment	02.08.2024

6. REMUNERATION OF DIRECTORS

The Company does not have any pecuniary relationship or transactions with its Non- Executive Directors during the financial year ended 31st March, 2025.

At present, the Company pays only sitting fees to all the Non-Executive Directors for attending the meetings of the Board, Committee or any other meeting of directors.

Remuneration and sitting fee paid to the Directors during the financial year ended 31st March, 2025 are as follows:

Amount in Rs.	
Name	Sitting fee
Sri. Sanjay Jayavarthanavelu	1,00,000
Sri. Ravi Sam	1,50,000
Sri. S.Venkataraman	1,75,000
Smt. Vijayalakshmi Narendra	3,50,000
Sri. B. Lakshmi Narayana	3,50,000
Justice Smt. Chitra Venkataraman	1,25,000
Ms. Shivali Jayavarthanavelu	1,00,000
Sri. Gopinath Bala	2,25,000
Sri. Arun Selvaraj	50,000

Remuneration paid to Sri. G. Mani, Managing Director during the year 2024-25:

Particulars	Amount Rs. In Lakhs
Basic Salary	45.06
HRA	22.53
Special Allowance	5.40
Medical Reimbursement	3.76
Leave travel assistance	3.45
Total	80.20

Other Benefits:

Company has provided a car with Driver and Telephone for official use.

He is entitled to gratuity and encashment of leave as per the rules of the Company. All the payments mentioned above to the Managing Director are fixed in nature and there is no performance linked payment to him.

Sri. G. Mani has been re-appointed as Managing Director of the Company with effect from 24th October, 2024. He is not entitled to sitting fee for attending the Board and Committee meetings.

Criteria for making payment to the Non-Executive Directors were uploaded in the website and the same is available at <https://supersales.co.in/Disclosure-under-regulation-46/policies>

No other remuneration, Benefit, other than the above, Bonus, Stock Option, Performance linked incentives, Severance fee, notice period pay and Pension are given to any Directors.

7. GENERAL BODY MEETINGS

Information regarding last 3 years General Body Meetings are given below:

Location	AGM / EGM	Day	Date	Time
Video Conferencing	AGM	Thursday	01.09.2022	4:30 PM
Video Conferencing	AGM	Friday	28.07.2023	4:35 PM
Video Conferencing	AGM	Friday	02.08.2024	4.35 PM

1. During 2021-22 one special resolution was passed-

At the 40th AGM held on 01.09.2022 one special resolution was passed for appointment of Justice Smt. Chitra Venkataraman as an Independent Director of the Company for a period five years from 6th July, 2022 to 5th July, 2027.

2. During 2022-23 one special resolution was passed-

At the 41st AGM held on 28.07.2023 one special resolution was passed for the appointment of Sri. B. Lakshmi Narayana as an Independent Director of the Company for a period five years from 23rd October, 2023 to 22nd October, 2028.

3. During 2023-24 two special resolutions were passed-

At the 42nd AGM held on 02.08.2024 two special resolutions were passed for the appointment of Sri. Gopinath Bala as an Independent Director of the Company for a period five years from 29th May, 2024 to 28th May, 2029 and Re-appointment of Sri. G. Mani as Managing Director of the Company for a period from 24th October, 2024 to 23rd October, 2027.

The Company has passed a special resolution by postal Ballot as provided in Rule 22 of the Companies (Management and Administration) Rules, 2014 during the year 2024-25, for the appointment of Sri. Arun Selvaraj as an Independent Director of the company and hold office for a five (5) consecutive years with effect from 31st January, 2025 to 30th January, 2030.

Particulars	Number of Members voted through electronic voting system	No. of votes	Percentage of Total No. of votes cast
Votes cast in favour of the resolution	75	18,93,494	99.99
Votes cast in against the resolution	3	225	0.01
Invalid votes	-	-	-

The Company has engaged NSDL as authorised agency to provide e-voting services and Sri. M.D.Selvaraj, FCS, Managing Partner, M/s. MDS & Associates LLP, Company Secretaries, Coimbatore have been appointed as the Scrutinizer for the purpose of scrutinizing the remote evoting process in a fair and transparent manner.

There is no proposal to conduct any business through Postal Ballot at the ensuing Annual General Meeting.

8. MEANS OF COMMUNICATION

The quarterly results were published in leading Newspapers viz., Financial Express [English] and Dinamalar [Tamil]. The corporate information, shareholding pattern, financial statements are posted in the Company's web-site www.supersales.co.in. There is no official release and presentation to institutional investors or analysts during the year.

9. GENERAL SHAREHOLDERS INFORMATION

a. Annual General Meeting

Day & Date : Monday, the 21st July, 2025
 Time : 3.30 PM
 Venue : Through Video Conferencing or Other Audio Visual Means

b. Financial year - 2025-26

Financial Calendar (2025-26)

Results for the financial year 2024-25 : 12th May, 2025
 Posting of Annual Report : On or before 27th June, 2025
 Announcement of Quarterly Results : July, 2025, October, 2025, January, 2026 & May, 2026 (Tentative)

c. Dividend Payment Date : on or before 20th August, 2025

d. Listing on Stock Exchanges and payment of listing fee

The shares of the Company are listed in BSE Limited, Mumbai. The Company has paid the Listing fee for the years 2024-25 and 2025-26.

e. Scrip Code at Bombay Stock Exchange : 512527
 International security identification number (ISIN) : INE091C01017

f. The shares are regularly traded in BSE Limited and trading was not suspended at any time during the year.

g. Registrars and Share Transfer / Demat Agents

Company's share transmission, dematerialization etc., are done by M/s. MUFG Intime India Private Limited, "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 028, (Phone: 0422-4958995, 2539835-836, Fax: 0422- 2539837 and Email: coimbatore@in.mpms.mufg.com). The shareholders can contact them for all matters related to their shareholdings in the Company.

h. Share Transfer System

The share transmission, Issue of duplicate certificates, change in name etc. are registered and returned within the period specified if the documents are in order and subject to applicable laws.

i. Distribution of Shareholding as on 31.03.2025

No. of equity shares held	No. of share holders	No. of shares held	% held
Up to 500	5354	424926	13.84
501 to 1000	175	134260	4.37
1001 to 2000	83	119069	3.88
2001 to 3000	25	59556	1.94
3001 to 4000	15	53548	1.74
4001 to 5000	12	55629	1.81
5001 to 10000	13	95920	3.12
10001 and above	20	2128592	69.30
Total	5697	3071500	100.00

j. Dematerialization of Shares

As on 31.03.2025, 29,91,188 shares constituting 97.38% of the total paid up capital of the Company have been dematerialized with CDSL and NSDL. In view of the numerous advantages offered by the depository system, members are requested to avail the facility of dematerialization of the Company's shares.

k. Outstanding GDR/ADR

The Company has not issued any GDR/ADR.

l. The Company has not entered into any forward cover or hedging to cover the Commodity price risk or foreign exchange risk.

1. Risk Management policy of the listed entity with respect to commodities including through hedging (such policy shall take into account total exposure of the entity towards commodities, commodity risk faced by the entity, hedging exposures etc. as specified below):

Cotton: The Company has a policy to maintain 2 to 3 months' stock of cotton always to mitigate the volatility in the prices.

Steel Rods and castings: The Company has a policy to maintain stocks at an average of two months. Orders shall be placed one month in advance. This arrangement ensures that any price increase in the market is absorbed with a lead time of 3 months.

2. Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:

a. Total exposure of the listed entity to commodities in INR. 24992.61 Lakhs.

b. Exposure of the listed entity to various commodities

Commodity name	Exposure towards the particular commodity (Rs. In Lakhs)	Exposure in Quantity terms towards the particular commodity (Tones)	% of such exposure hedged through commodity derivatives				
			Domestic Market		International Market		Total
			OTC	Exchange	OTC	Exchange	
Cotton	23021.65	12404.16	Nil	Nil	Nil	Nil	Nil
Steel Rods and castings	1970.96	355.39	Nil	Nil	Nil	Nil	Nil

- c. Commodity risks faced by the listed entity during the year and how they have been managed:

Cotton: The Company has maintained 2 to 3 months' stock of cotton always to mitigate the volatility in the prices.

Steel Rods and castings: Stocks were maintained at an average of two months' requirements. Orders are also placed one month in advance. This arrangement ensures that any price increase in the market is absorbed with a lead time of 3 months, within which the prices of finished goods are negotiated and fixed based on revised steel prices. However, no hedging is undertaken for both the commodities.

m. Plant Locations

The Company is having three Divisions viz., Agency Division, Textile Division and Engineering Division.

Agency Division: Perumal Complex, 69, Nethaji Road,
Pappanaickenpalayam, Coimbatore-641 037

Textile Division:

Jay Textiles – Unit I Ayyampalayam,
Pollachi - 642 005.

Jay Textiles – Unit II Othakkalmandapam,
Coimbatore - 641 032.

Engineering Division: Thekkampatti,
Mettupalayam - 641 113.

n. Address for Correspondence

Company Secretary,
Super Sales India Limited,
Registered Office:
34-A, Kamaraj Road, Coimbatore - 641 018.
Investor grievances: investorscell@vaamaa.com.

- o. List of all credit rating obtained by the entity along with revision thereto during 2024-25 for all debt instruments or any Fixed Deposit or any Scheme or proposal involving mobilization of funds:
The Company has not obtained any credit rating of any debt instrument or fixed deposit or scheme or proposal involving mobilization of funds during 2024-25.

10. OTHER DISCLOSURES

Details of transactions entered with the related parties, as per the accounting standards, during the year 2024-25 are disclosed in the notes to accounts.

The Quattro Engineering India Limited (formerly known as Lakshmi Life Sciences Limited) is the only entity that holds more than 10% shareholding in Super Sales India Limited.

There is no transaction with Quattro Engineering India Limited during the year 2024-25.

- a. There is no material significant related party transaction that would have been a potential conflict with the interests of the Company at large.
- b. No penalty or strictures have been imposed on the Company by any Regulatory Authority for non-compliance of any matter relating to capital markets during the last three years.

- c. The Company has adopted Vigil mechanism, whistle blower policy and no person has been denied access to Audit Committee.
 - d. The Company has complied with all applicable mandatory compliance requirements and not adopted any of the non-mandatory requirements given in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
 - e. The Company has no subsidiary and hence there is no policy for deciding the material subsidiary.
 - f. Policy for dealing with related parties is available at <https://supersales.co.in/Disclosure-under-regulation-46/policies>
 - g. The Company has not entered into any forward cover or hedging to cover the Commodity price risk.
 - h. Details of utilisation of funds raised by preferential allotment/QIP - Company has not raised any money via preferential allotment or QIP during the year 2024-25.
 - i. Company has obtained a Certificate from Sri. M.R.L. Narasimha, Practicing Company Secretary that none of the directors are debarred or disqualified from being appointed or continuing as directors of companies by SEBI or Ministry of Corporate Affairs or any other authority. Certificate is annexed as Annexure – A.
 - j. Board of Directors has accepted all the recommendations of the Committees during 2024-25.
 - k. Total fee for all the services, on consolidated basis, to statutory auditors and all entities in network firm/network entity of which the statutory auditors is a part Rs. 6.27 Lakhs.
 - l. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
 - a. number of complaints filed during the financial year - Nil
 - b. number of complaints disposed of during the financial year - Nil
 - c. number of complaints pending as at end of the financial year - Nil
 - m. Loans and advances in the nature of loan 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. NA.
11. The Company has complied with all the requirements as specified in sub para (2) to (10) of Part C of Schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in the Corporate Governance report to the extent applicable.
12. The Company has not adopted any of the non-mandatory requirements given in the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
13. The Company has complied with all the requirements as specified in Regulation 17 to 27 and has disseminated all the details in the website of the Company as per clauses 46 (2) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 except Policy for deciding the material subsidiary which is not applicable.

For and on behalf of the Board

Coimbatore

12th May, 2025

SANJAY JAYAVARTHANAVELU

Chairman

DIN 00004505

CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

Certificate from the Statutory Auditors confirming the compliance with all the applicable conditions of Corporate Governance as stipulated in SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 forms part of the Directors report.

DISCLOSURES RELATING TO UNCLAIMED SUSPENSE ACCOUNT

In terms of the schedule VI of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, intimations have been sent to the shareholders to claim the unclaimed shares. Even after the reminders, some of the shares had not been claimed by the Shareholders and as per schedule VI of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 these shares have been kept in a separate demat account opened for this purpose. The unclaimed shares have been transferred to the Investor Education and Protection Fund during the year 2018-19 pursuant to the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

- a. Number of cases and number of shares unclaimed at the beginning of the year: Nil
- b. Number of shareholders claimed during the year : Nil
- c. Number of shares transferred to the shareholders: Nil
- d. Number of cases and number of shares unclaimed at the end of the year : Nil
- e. Voting rights of the unclaimed shares remain frozen.

The shareholders who have not claimed their shares are requested to apply to the Investor Education and Protection Fund authority for claiming the shares.

Disclosure of certain types of agreements binding on the listed entities:

Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations: There is no such agreement and hence no such disclosure was made during the financial year 2024-25.

CHIEF EXECUTIVE'S CERTIFICATE ON CODE OF CONDUCT

The Board has adopted a Code of conduct for the Board members and Senior Management Personnel of the Company and the same has also been posted in the website of the Company.

The requisite certificate affirming the compliance with the Code of conduct has also been obtained from the Board members and Senior Management Personnel to whom this code of conduct is applicable.

Coimbatore
12th May, 2025

G. Mani
Managing Director
DIN 08252847

ANNEXURE - A**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 of Super Sales India Limited,
34-A, Kamaraj Road, Coimbatore - 641 018.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SUPER SALES INDIA LIMITED having CIN L17111TZ1981PLC001109 and having registered office at 34-A, Kamaraj Road, Coimbatore - 641 018 (hereinafter referred to as 'the Company'), produced before me 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 my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company, for the Financial Year ended on 31st March, 2025, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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.

Coimbatore
12th May, 2025

M.R.L. NARASIMHA
Practising Company Secretary
Membership No. F2851, Certificate of Practice No.799
Peer Review No. 1420/2021
UDIN : F002851G000315988

CEO & CFO CERTIFICATE

To
The Board of Directors,
Super Sales India Limited.

- (a) We hereby certify that we have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2025 and that to the best of our knowledge and belief :
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) there are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year 2024-25, which are fraudulent, illegal or violate any of the company's code of conduct.
- (c) We accept the responsibility for establishing and maintaining internal controls for financial reporting, the same have been evaluated for the effectiveness of the internal control system of the Company pertaining to financial reporting and the same have been disclosed to the Auditors and Audit Committee. We are of the opinion that the design or operations of internal controls are in order. There is no deficiency in the design or operation of internal controls of which we are aware.
- (d) We have indicated to the Auditors and the Audit committee that there are no significant
- (i) changes in internal control over financial reporting during the year;
 - (ii) changes in accounting policies during the year; and
 - (iii) fraud of which we are aware of and there is no involvement of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Coimbatore
30th April, 2025

G. MANI
Managing Director
DIN 08252847

C. V. VENKATESH
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of

SUPER SALES INDIA LIMITED

Report on the Audit of Standalone Financial Statements**Opinion**

We have audited the accompanying standalone financial statements of SUPER SALES INDIA LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow 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, 2025, its net loss and total comprehensive income, its cash flows and changes in equity 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	Response to Key Audit Matter
1.	<p>Evaluation of uncertain tax positions</p> <p>The Company did not have material uncertain tax positions other than uncertain position of disputed statutory dues of electricity generation tax of Rs.336.49 lakhs, which involves significant judgment to determine the possible outcome of these disputes. [Refer Note 38 to the standalone financial statements]</p> <p>The Company assesses the need to make a provision or disclose a contingency on a case-to-case basis considering the underlying facts of each matter, in consultation with its legal advisors. This involves a high level of management judgment and assumptions which impact the risk assessment and consequential provisioning and disclosure of contingencies in the financial statements. This area is significant to our audit, since the completeness and accuracy of accounting and disclosures for contingencies is dependent on such management judgment and assumptions.</p>	<p>Principal Audit Procedures</p> <p>We evaluated and tested the Company's processes and controls for monitoring of litigations, disputes, compliances and assessment thereof for determining the likely outcome of disputes.</p> <p>We reviewed the summary of the litigations obtained from the management and discussed the material cases to determine the Company's assessment of the likelihood and magnitude of any liability that may arise. We analysed the management's underlying assumptions and grounds in estimating the tax provision and the possible outcome of the disputes at appellate forums.</p> <p>We considered legal precedents, other rulings and legal opinions obtained by the management in evaluating the management's judgments and assumptions on these uncertain disputed statutory dues positions. Additionally, we considered the effect of new information, if any, in respect of material uncertain disputed statutory dues to evaluate whether any change was required to management's position on these uncertainties</p> <p>We tested the adequacy of disclosures in the financial statements. We also obtained necessary representations from the management in regard to the provisioning and disclosures in respect of the litigations.</p>
2.	<p>Recoverability of Income tax assets and Receivables from Government authorities</p> <p>As at March 31, 2025 non-current income tax assets (net of provisions) of Rs. 154.61 lakhs [Refer Note No. 7]; current income tax assets (net of provisions) of Rs. 263.89 lakhs [Refer Note No. 12] and receivables from government authorities of Rs. 373.04 lakhs [Refer Note No. 13] are outstanding. This area is significant to our audit, since the completeness and accuracy of accounting and disclosures for determining the recoverability of these items.</p>	<p>Principal Audit Procedures</p> <p>We analysed and reviewed the nature of the amounts recoverable, the sustainability and the likelihood of recoverability upon final resolution.</p> <p>The income tax assets represent tax deducted at source and the taxes paid in advance. The receivables from government authorities mainly represents indirect taxes recoverable and eligible for set off.</p> <p>We considered legal precedents, other rulings and legal opinions obtained by the management and the management's representations in this regard, in evaluating the management's judgments and assumptions on the recoverability / set off of these balances recoverable.</p>

S. No.	Key Audit Matter	Response to Key Audit Matter
3.	<p>Revenue from contracts with Customers</p> <p>Ind AS 115 on Revenue from Contracts with customers, establishes a comprehensive framework for determining whether, how much and when revenue is recognized. This involves certain key judgments relating to identification of distinct performance obligations, determination of transaction price of identified performance obligation, the appropriateness of the basis used to measure revenue recognized over a period, etc.</p> <p>The company has revenue from contracts with customers in the form of receipts towards commission and erection charges under selling agency arrangement with machinery manufacturer, including erection of machinery.</p> <p>Accordingly, revenue recognition relating to the above was determined as a key audit matter in our audit of the standalone financial statements.</p>	<p>Principal Audit Procedures</p> <p>We assessed the company's revenue recognition policy as per Ind AS 115 and the design and operating effectiveness of internal controls related to revenue recognition relating to commission and erection charges income.</p> <p>Our audit procedure included making sample tests of individual transactions relating to commission and erection charges revenue and whether such revenue was recognized as per the stated accounting policy adopted pursuant to Ind AS 115. It was concluded that Ind AS 115 has no impact on the existing revenue recognition policies relating to commission and erection charges revenue.</p>
4.	<p>Assessment of carrying value of Investments</p> <p>[Refer Note No. 5 to the standalone financial statements and Statement of Changes in Equity].</p> <p>The Company has invested in listed equity instruments designated at fair value through OCI and the fair value changes through OCI (net of deferred taxes) is Rs. 31,359.69 Lakhs as on March 31, 2025. 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.</p>	<p>Principal Audit Procedures</p> <p>In line with general market fluctuations, there are significant fair value changes in these investments. Our audit procedures in relation to assessing the carrying value of these investments included ascertaining from relevant external sources that the equity instruments are carried at their fair value as on 31st March 2025.</p>

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), cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (IND AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 Cash flows and Statement of Changes in Equity 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, 2025 taken on record by the board of directors, none of the directors are disqualified as on March 31, 2025 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. 36 & 38 to the standalone financial statements.
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
 - 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 final dividend proposed for the previous financial year, declared and paid by the company during the current financial year is in accordance with Sec. 123 of the Act, as 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, as applicable [Refer Note No. 41 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, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except for standalone external software used for human resource management which is non-editable at database level. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. The audit trail has been preserved by the Company as per the statutory requirements for record retention.

Coimbatore
12th May, 2025

For M/s. Subbachar & Srinivasan
Chartered Accountants
Firm Registration No.004083S
T.S.ANANDATHIRTHAN
Partner
Membership No. 230192
UDIN:25230192BMKOPN9011

ANNEXURE – “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in Paragraph 1 under “Report on Other legal and regulatory requirements” section of our report to the members of **SUPER SALES INDIA 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:

- i) In respect of its Property, Plant and Equipment, Right-of-use assets and Intangible Assets:
 - a) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Right-of-use assets and Intangible assets
 - b) The Company has a regular program of physical verification of Property, Plant and Equipment and Right-of-use assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment and Right-of-use assets. Pursuant to the program, certain Property, Plant and Equipment and Right-of-use assets 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 (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment 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 (including right-of-use assets) and intangible assets during the year.
 - e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii) 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 Rs. 5 Crores, in aggregate, during the year from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of accounts of the Company of the respective quarters, except for the following:

STOCK (Rs. in lakhs)				
QUARTERS	FIGURES FURNISHED TO THE BANK (A)	FIGURES AS PER BOOKS OF ACCOUNTS (B)	DIFFERENCE (A-B)	Nature of difference & Remarks
Q1	6274.33	6410.46	(136.13)	Reconciled for net effect on sales and stocks due to adjustment on account of transfer of risks and rewards of ownership of goods sold and limited review / audit adjustments
Q2	5391.35	5441.07	(49.72)	
Q3	6979.26	7001.39	(22.13)	
Q4	6853.95	6853.95	Nil	

TRADE RECEIVABLES (Rs. in lakhs)				
QUARTERS	FIGURES FURNISHED TO THE BANK (A)	FIGURES AS PER BOOKS OF ACCOUNTS (B)	DIFFERENCE (A-B)	Nature of difference & Remarks
Q1	5843.58	6383.84	(540.26)	Reconciled considering bank reconciliation entries passed after submission to banks and amount of advance from customers and limited review / audit adjustments
Q2	6664.45	7319.41	(654.96)	
Q3	7140.00	7498.85	(358.85)	
Q4	6493.44	7287.64	(794.20)	

- iii) Based on our audit procedures and according to the information and explanations given to us, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties, including promoters and related parties, during the financial year and accordingly sub-clauses (a) to (f) of Paragraph 3(iii) of the Order are not applicable to the company.
- iv) According to the information and explanations given to us, the Company has not granted loans or made investments or provided guarantees and securities during the year and hence compliance with Section 185 and Section 186 is not applicable.
- v) According to the information and explanations given to us, the company has not accepted any deposits from the public or 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.
- vi) 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 and the rules made thereunder, as applicable to the company, and are of the opinion that prima facie the specified cost records have been made and maintained. We have not, however, made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii) 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, 2025 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 [Rs. in Lakhs]	Amount paid/ adjusted [Rs in Lakhs]	Period to which the amount relates	Forum where dispute is pending
Electricity Act	Self Generation Tax	336.49	Nil	2011-2025	Supreme Court

viii) 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.

- ix)
 - 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, the company has not availed any term loans during the year and hence reporting under this clause regarding term loans applied for the purpose for which the loans were obtained is not applicable.
 - 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 have, prima facie, 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 ventures is not applicable.
- x)
 - 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.
- xi) 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) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and 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 are no whistle blower complaints were received by the company during the year.
- xii) 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.
- xiii) In our opinion 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
- xiv) 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.
- xv) 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 directors during 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.
- xvi) 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 clause 3(xvid) of the Order is not applicable.

- xvii) The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii) There has been no resignation of Statutory Auditors of the Company during the year and accordingly reporting under clause 3(xviii) is not applicable.
- xix) 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 the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx) 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, there are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects or other than ongoing projects. Accordingly transfer of unspent amount to a special account in compliance with provisions of sub-section (6) of Section 135 of the Companies Act, 2013 or transfer to a Fund specified in Schedule VII to the Companies Act, 2013 in compliance with second proviso to sub-section (5) of Section 135 of the said Act is not applicable and accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable for the year.
- xxi) The company is not required to prepare consolidated financial statements and hence clause 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.

Coimbatore
12th May, 2025

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

Partner

Membership No. 230192
UDIN:25230192BMKOPN9011

ANNEXURE – “B” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in Paragraph 2(f) under “Report on Other legal and regulatory requirements” section of our report to the members of SUPER SALES INDIA 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 SUPER SALES INDIA LIMITED as of 31st March, 2025 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of 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, 2025, 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.

Coimbatore
12th May, 2025

For M/s. Subbachar & Srinivasan

Chartered Accountants

Firm Registration No.004083S

T.S.ANANDATHIRTHAN

Partner

Membership No. 230192

UDIN:25230192BMKOPN9011

BALANCE SHEET AS AT 31.03.2025

(Rs. In Lakhs)

Particulars	Notes	As at 31.03.2025	As at 31.03.2024
I. Assets			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2	16,243.25	16,257.86
(b) Capital Work-in-Progress	2A	32.61	336.46
(c) Right -of- use Assets	3	18.71	36.14
(d) Intangible Assets	4	113.26	236.95
(d) Intangible Assets Under Development	4A	-	-
(e) Financial Assets			
i. Investments	5	36,697.95	34,820.87
ii. Other financial assets	6	1,014.34	2,083.91
(f) Other non-current assets	7	233.36	435.30
Total Non-Current Assets		54,353.48	54,207.49
(2) Current assets			
(a) Inventories	8	6,853.95	7,890.39
(b) Financial Assets			
i. Trade Receivables	9	7,287.64	6,129.86
ii. Cash and Cash Equivalents	10	74.01	240.93
iii. Bank Balances other than (ii) above	11	3,302.92	1,287.94
iv. Other Financial Assets	6	185.32	89.25
(c) Current Tax Assets (Net)	12	263.89	287.02
(d) Other Current Assets	13	1,097.05	1,552.20
Total Current Assets		19,064.78	17,477.59
Total Assets		73,418.26	71,685.08
II. Liabilities			
(1) Equity			
(a) Equity Share Capital	14	307.15	307.15
(b) Other Equity	15	56,184.70	55,459.75
Total Equity		56,491.85	55,766.90
(2) Non-current Liabilities			
(a) Financial Liabilities			
i. Lease Liabilities	20	4.68	10.77
(b) Provisions	16	57.25	32.29
(c) Deferred tax Liabilities (Net)	17	4,202.46	3,471.80
Total Non-Current Liabilities		4,264.39	3,514.86

BALANCE SHEET AS AT 31.03.2025

(Rs. In Lakhs)

Particulars	Notes	As at 31.03.2025	As at 31.03.2024
(3) Current liabilities			
(a) Financial Liabilities			
i. Borrowings	18	8,621.08	7,946.02
i.a. Lease Liabilities	20	15.39	28.38
ii. Trade Payables	19		
a. Total Outstanding Dues of Micro Enterprises and Small Enterprises	-	720.76	443.94
b. Total Outstanding Dues of other than Micro Enterprises and Small Enterprises	-	1,430.29	2,582.09
iii. Other Financial Liabilities	20	1,650.97	1,022.52
(b) Other Current Liabilities	22	185.50	365.81
(c) Provisions	16	38.03	14.56
(d) Current Tax Liabilities (Net)	21	-	-
Total Current Liabilities		12,662.02	12,403.32
Total Liabilities		16,926.41	15,918.18
Total Equity and Liabilities		73,418.26	71,685.08

See accompanying notes to financial statements 1-51

For and on behalf of Board of Directors.

SANJAY JAYAVARTHANAVELU
Chairman
DIN 00004505

G.MANI
Managing Director
DIN 08252847

In terms of our report attached
For SUBBACHAR & SRINIVASAN
Registration No.004083S
Chartered Accountants

Place : Coimbatore
Date : 12.05.2025

C.V.VENKATESH
Chief Financial Officer

S.K.RADHAKRISHNAN
Company Secretary

T.S.ANANDATHIRTHAN
Partner, M.No. 230192

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2025

(Rs. In Lakhs)

Particulars	Notes	Year Ended 31.03.2025	Year Ended 31.03.2024
Income			
Revenue from Operations	23	40,377.49	41,918.39
Other Income	24	867.13	1,082.49
Total Income		41,244.62	43,000.88
Expenses			
Cost of Material Consumed	25	25,287.85	24,402.71
Purchase of Stock-in-Trade		-	-
Changes in inventories of Finished goods, Stock-in-Trade and Work-in-progress	26	(80.76)	(274.15)
Employee benefit expenses	27	4,874.38	4,929.80
Finance costs	28	854.83	732.56
Depreciation and Amortisation expenses	29	2,499.01	2,213.95
Other expenses	30	7,981.72	8,645.50
Total Expenses		41,417.03	40,650.37
Profit before exceptional items and tax		(172.41)	2,350.51
Exceptional items (See Note. 46)		-	211.38
Profit before tax after exceptional items		(172.41)	2,561.89
Income tax expense	31		
Current Tax		-	353.13
Deferred Tax		3.47	222.04
Profit for the period		(175.88)	1,986.72
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of post employment benefit obligations		(33.07)	(10.46)
Income tax relating thereto		8.33	2.36
Change in fair value of FVOCI equity instruments		1,876.10	11,930.52
Income tax relating thereto		(735.52)	(1,363.32)
Items that will be reclassified to profit or loss		-	-
Other comprehensive income for the period, net of tax		1,115.84	10,559.10
Total comprehensive income for the period		939.96	12,545.82
Earnings per equity share			
Basic earnings per share of Rs.10/- each (in ₹)	35	(5.73)	64.68
Diluted earnings per share of Rs.10/- each (in ₹)	35	(5.73)	64.68
Weighted average Equity shares used in computing EPS		30,71,500	30,71,500

See accompanying notes to financial statements 1-51

For and on behalf of Board of Directors.

SANJAY JAYAVARTHANAVELU
Chairman
DIN 00004505

G.MANI
Managing Director
DIN 08252847

In terms of our report attached
For **SUBBACHAR & SRINIVASAN**
Registration No.004083S
Chartered Accountants

Place : Coimbatore
Date : 12.05.2025

C.V.VENKATESH
Chief Financial Officer

S.K.RADHAKRISHNAN
Company Secretary

T.S.ANANDATHIRTHAN
Partner, M.No. 230192

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2025

(Rs. In Lakhs)

A. Equity Share Capital

(1) For the year ended 31.03.2025

Balance as at 1 st April, 2024	Changes in equity share capital due to prior period errors	Restated balance as at 1 st April, 2024	Changes in equity share capital during the year	Balance as at 31 st March, 2025
307.15	-	307.15	-	307.15

(2) For the year ended 31.03.2024

Balance as at 1 st April, 2023	Changes in equity share capital due to prior period errors	Restated balance as at 1 st April, 2023	Changes in equity share capital during the year	Balance as at 31 st March, 2024
307.15	-	307.15	-	307.15

B. Other Equity

(1) For the year ended 31.03.2025

	Reserves and surplus					Other Comprehen- sive Income	Total Other Equity
	Notes	General Reserve	Securities Premium Reserve	Retained Earnings	Remeasure- ment of defined benefit obligations	FVOCI - Equity instruments	
Balance as at 01.04.2024		10,436.42	718.60	14,123.13	(37.50)	30,219.11	55,459.75
Changes in accounting policy and prior period errors		-	-	-	-	-	-
Restated balance as at 01.04.2024		10,436.42	718.60	14,123.13	(37.50)	30,219.11	55,459.75
Profit for the year	15	-	-	(175.88)	-	-	(175.88)
Other Comprehensive income							
Remeasurement of post employment defined benefit obligations	15	-	-	-	(24.74)	-	(24.74)
Fair value changes of equity instruments [Net of Taxes]	15	-	-	-	-	1,140.58	1,140.58
Total Comprehensive Income		-	-	(175.88)	(24.74)	1,140.58	939.96
Dividends paid	15	-	-	(215.01)	-	-	(215.01)
Appropriations	15	-	-	-	-	-	-
Balance as at 31.03.2025		10,436.42	718.60	13,732.23	(62.24)	31,359.69	56,184.70

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31.03.2025

(Rs. In Lakhs)

B. Other Equity

(2) For the year ended 31.03.2024

	Reserves and surplus					Other Comprehensive Income	Total Other Equity
	Notes	General Reserve	Securities Premium Reserve	Retained Earnings	Remeasurement of defined benefit obligations	FVOCI - Equity instruments	
Balance as at 01.04.2023		9,936.42	718.60	12,851.42	(29.40)	19,651.91	43,128.94
Changes in accounting policy and prior period errors		-	-	-	-	-	-
Restated balance as at 01.04.2023		9,936.42	718.60	12,851.42	(29.40)	19,651.91	43,128.94
Profit for the year	15	-	-	1,986.72	-	-	1,986.72
Other Comprehensive income							
Remeasurement of post employment defined benefit obligations	15	-	-		(8.10)	-	(8.10)
Fair value changes of equity instruments [Net of Taxes]	15	-	-	-	-	10,567.20	10,567.20
Total Comprehensive Income		-	-	1,986.72	(8.10)	10,567.20	12,545.82
Dividends paid	15	-	-	(215.01)	-	-	(215.01)
Appropriations	15	500.00		(500.00)	-	-	-
Balance as at 31.03.2024		10,436.42	718.60	14,123.13	(37.50)	30,219.11	55,459.75

- i). General Reserve: General Reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payouts, bonus issue etc.
- ii). Retained Earnings: Company's cumulative earnings since its formation minus the dividends/capitalisation and earnings transferred to general reserve.
- iii). 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.
- iv). FVOCI - Equity instruments: 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 instruments reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

See accompanying notes to financial statements 1-51
For and on behalf of Board of Directors.

SANJAY JAYAVARTHANAVELU
Chairman
DIN 00004505

G.MANI
Managing Director
DIN 08252847

In terms of our report attached
For **SUBBACHAR & SRINIVASAN**
Registration No.004083S
Chartered Accountants

Place : Coimbatore **C.V.VENKATESH**
Date : 12.05.2025 Chief Financial Officer

S.K.RADHAKRISHNAN
Company Secretary

T.S.ANANDATHIRTHAN
Partner, M.No. 230192

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31.03.2025

(Rs. In Lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before income tax	(172.41)	2,561.89
Adjustments for		
Depreciation and amortisation expense	2,499.01	2,213.95
Allowance for expected credit loss	3.38	(11.60)
(Gain)/loss on disposal of property, plant and equipment	(37.44)	(451.34)
Unrealised foreign exchange (gains)/loss	(2.03)	7.77
Interest Income	(270.87)	(162.17)
Dividend Income	(172.11)	(226.04)
Finance costs	854.83	732.56
	2,874.78	2,103.13
	2,702.37	4,665.02
Change in operating assets and liabilities		
(Increase)/Decrease in trade receivables	(1,159.25)	562.22
(Increase)/Decrease in inventories	1,036.44	(1,502.88)
(Increase)/Decrease in other financial Non -Current assets	48.99	(130.67)
(Increase)/Decrease in other financial Current assets	(1.64)	9.26
(Increase)/Decrease in other non-current assets	201.94	77.45
(Increase)/Decrease in other current assets	455.15	(181.26)
Increase/(Decrease) in trade payables	(874.85)	621.17
Increase/(Decrease) in provisions	15.35	(13.81)
Increase/(Decrease) in other current liabilities	(180.31)	6.69
Increase/(Decrease) in other Financial Liabilities	633.86	(247.83)
	175.68	(799.66)
Cash generated from operations	2,878.05	3,865.36
Income taxes (Paid)/Received	23.13	(504.58)
Net cash inflow from operating activities [A]	2,901.18	3,360.78
B. CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment (including Capital Advances)	(2,042.03)	(4,192.93)
Proceeds from sale of property, plant and equipment	52.28	516.32
Proceeds from sale of investments	-	0.40
Investments made	(0.97)	-
Dividends received	172.11	226.04
Interest received	176.43	187.08
(Increase)/Decrease in Bank balances not considered as cash & cash Equivalents	(994.40)	(443.65)
Net cash outflow from investing activities [B]	(2,636.58)	(3,706.74)
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Finance cost	(859.65)	(722.83)
Interest portion of lease liabilities	(2.70)	(5.37)
Dividends paid to Company's shareholders	(212.90)	(214.73)
Availment/(Repayment) of Working capital borrowings	675.06	238.46
Payment of Lease liabilities	(31.33)	(24.52)
Net cash inflow (outflow) from financing activities [C]	(431.52)	(728.99)
Net increase (decrease) in cash and cash equivalents [A + B + C]	(166.92)	(1,074.95)
Cash and cash equivalents at the beginning of the financial year (Refer Note No. 10)	240.93	1,315.88
Cash and cash equivalents at the end of the financial year (Refer Note No. 10)	74.01	240.93
Net increase (decrease) in cash and cash equivalents	(166.92)	(1,074.95)
Cash and cash equivalents which are restricted and not available for use by the Company	-	-

See accompanying notes to financial statements
For and on behalf of Board of Directors.

SANJAY JAYAVARTHANAVELU
Chairman
DIN 00004505

G.MANI
Managing Director
DIN 08252847

In terms of our report attached
For **SUBBACHAR & SRINIVASAN**
Registration No.004083S
Chartered Accountants

Place : Coimbatore
Date : 12.05.2025

C.V.VENKATESH
Chief Financial Officer

S.K.RADHAKRISHNAN
Company Secretary

T.S.ANANDATHIRTHAN
Partner, M.No. 230192

MATERIAL ACCOUNTING POLICIES AND NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025

A. COMPANY OVERVIEW

Super Sales India Limited ("the company") is a public limited company incorporated in India. The company's equity shares are listed on BSE. The address of its registered office and principal place of business are disclosed in the introduction to the Annual Report. The company is engaged in manufacturing of yarn, gears and providing agency services.

B. 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.

C. (i) RECENT ACCOUNTING DEVELOPMENTS AND CHANGES IN ACCOUNTING STANDARDS

The following amendments to the Indian Accounting Standards were applicable from the financial year commencing from 1st April 2024 read with the clarifications / guidances relating thereto:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. MCA has notified Ind AS – 117 Insurance Contracts & consequential amendments to the other standards and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed this new pronouncement and based on its evaluation has determined that it does not have any significant impact in its financial statements.

(ii) CHANGES IN ACCOUNTING STANDARDS THAT MAY AFFECT THE COMPANY AFTER 31ST MARCH, 2025

New Accounting Standards / Recent Accounting pronouncements not yet effective

During the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

Further, MCA vide notification w.e.f. May 7, 2025 amended Ind AS-21-" The Effect of changes in Foreign Exchanges Rates" relating to the definition and assessment of exchangeability and determination of Spot Exchange rates. These amendments does not have any material import in the Company's Financial Statement.

D. BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

The financial statements are presented in Indian Rupees which is the functional currency and presentation currency of the Company and all values are rounded to the nearest lakhs, except where otherwise indicated.

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. Historical cost is generally based on the fair value of the consideration given in exchange of goods or services.

All assets and liabilities have been classified as current or non-current according to the Company's 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, 2025 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.

E. USE OF CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected.

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 interpreting tax rules and regulations. Management judgment is used to determine the amounts of deferred tax assets and liabilities and future tax liabilities to be recognised. The Company estimates the possible utilisation of unabsorbed losses while recognising 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.

F. MATERIAL ACCOUNTING POLICIES

1. Revenue Recognition

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 promised goods 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 goods and services tax or other taxes directly linked to sales.

Sale of goods

Revenue from sale of products is recognised when the products are delivered to the dealer / customer or when delivered to the carrier, when risks and rewards of ownership pass to the dealer / customer, as per terms of contract.

Income from service

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.

Commission

The commission receivable is recognized on completion of delivery of the machines to the customer directly by our principals and billing is done on a monthly basis.

Erection Charges

Revenue from Erection charges and repair services are recognized on completion of erection / repairs of the machinery at customer's mill as per the specifications given by the principals and billing is done to the customer's immediately after completion.

Other income

Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income that can be measured reliably and is accrued on time basis by reference to the principal outstanding and at the effective interest rates applicable. Dividend income is accounted for when the shareholder's right to receive the payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

2. Property, plant and equipment, Capital Work-in-progress

Property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. The cost of Property, plant and equipment includes interest on borrowings attributable to acquisition of qualifying assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. 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 relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Property, plant and equipment acquired and put to use for project purpose are capitalised and depreciation thereon is included in the project cost till commissioning of the project.

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

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Depreciation and amortisation

Depreciation has been provided on the straight-line method based on estimated useful lives prescribed in Schedule II to the Companies Act, 2013.

3. Inventories

Raw materials, stores and spares, work in progress and finished goods are valued at lower of cost and net realisable value, after providing for obsolescence and other losses wherever considered necessary. Cost is determined on weighted average basis. Cost of work-in-progress and finished goods comprise direct materials, direct labour and an appropriate allocation of variable and fixed overhead expenditure, and also other costs incurred in bringing the inventories to their present location and condition. 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.

4. Impairment of Tangible and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets, intangible assets and investments 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) and if the carrying amount exceeds the recoverable amount the impairment is recognised.

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. The impairment loss, if any, recognised in prior accounting periods is reversed if there is a change in estimates of recoverable amounts.

As a practical expedient, the Company uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At regular intervals, the historically observed default rates are updated and changes in forward-looking estimates are analysed. In addition to the historical pattern of credit loss, the Company has considered the likelihood of increased credit risk and consequential default by customers including revisions in the credit period provided to the customers. In making this assessment, the Company has considered current and anticipated future economic conditions relating to industries/business verticals that the company deals with and the countries where it operates. The Company believes that the carrying amount of allowance for expected credit loss with respect to trade receivables, unbilled revenue and other financial assets is adequate.

5. Impairment of financial assets

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.

As a practical expedient, the Company uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At regular intervals, the historically observed default rates are updated and changes in forward-looking estimates are analysed. In addition to the historical pattern of credit loss, the Company has considered the likelihood of increased credit risk and consequential default by customers including revisions in the credit period provided to the customers. In making this assessment, the Company has considered current and anticipated future economic conditions relating to industries/business verticals that the company deals with and the countries where it operates. In addition, the Company has also considered credit reports and other credit information for its customers to estimate the probability of default in future. The Company believes that the carrying amount of allowance for expected credit loss with respect to trade receivables, unbilled revenue and other financial assets is adequate.

6. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

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

7. 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 a manner consistent with the internal reporting provided to the chief operating decision maker. All operating segments' operating results are reviewed regularly by the company's Chairman, who is the Chief Operating Decision Maker [CODM], to make decisions about resources to be allocated to the segments and assess their performance. Information reported to the CODM for the purpose of resource allocation and assessment of segment performance focuses on the

type of goods or services delivered or provided. 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. Interest income and expenses are not allocated to respective segments. Inter segment pricing is determined on arm's length basis. The Company has three reportable segments viz., Agency, Textiles and Engineering segments. Geographic information is based on business sources from that geographic region. Accordingly, the geographical segments are determined as Domestic, i.e, within India and external i.e outside India

8. Employee Benefits

Short term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services upto the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

Other long term employee benefit

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of the expected future payments to be made in respect of services provided by employee upto the end of reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in Statement of Profit and Loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the period-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

Post-employment obligation

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity for its eligible employees, and
- (b) Defined contribution plans such as provident fund.

Defined contribution plan:

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme and pension scheme as expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Voluntary Retirement Scheme: A liability for termination benefits like expenditure on Voluntary Retirement Scheme is recognised at the earlier of when the Company can no longer withdraw the offer of termination benefit or when the Company recognises any related restructuring costs.

Defined benefit plan:

The Company has a gratuity defined benefit plans for its employees. The costs of providing benefits under these plans are determined on the basis of actuarial valuation at each year end. Separate actuarial valuation is carried out for each plan using the projected unit credit method. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and the balance sheet. The Company has funded this with Life Insurance Corporation of India ('LIC'). The contributions made to the LIC are treated as plan assets. The defined benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by the fair value of plan assets.

Bonus plans

The Company recognizes a liability and an expense for bonus. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

G. OTHER ACCOUNTING POLICIES**1. Foreign Currencies****Functional and presentation currency**

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee, which is the Company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss.

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. Taxation

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

Current tax

The income tax expenses or credit is based on taxable profit for the year determined in accordance with the provisions of Income Tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted.

Deferred tax

Deferred tax is provided in full, using the balance sheet approach, 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 profits. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences and incurred tax losses to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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 recovered.

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.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the income taxes are also recognised in other comprehensive income or directly in equity respectively.

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 a straight line 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 are as follows which is based on technical evaluation of the useful lives of the assets:

Particulars	Useful Life in years (Nos)
ERP and Software	3

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: Provisions are recognised when there is a present obligation or constructive obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the liability.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation 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: Contingent Assets 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. Financial assets

Classification of financial assets

Classification of financial assets depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

A financial asset that meets the following two conditions is measured at amortised cost unless the asset is designated at fair value through profit or loss under the fair value option:

- Business model test: the objective of the Company's business model is to hold the financial asset to collect the contractual cash flows.
- Cash flow characteristic test: the contractual term of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option:

- Business model test: the financial asset is held within a business model whose objective is achieved by both collecting cash flows and selling financial assets.
- Cash flow characteristic test: the contractual term of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

Debt instruments

Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss (FVPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

Equity instruments

The group subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from

such investments are recognised in profit or loss as other income when the group's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain or losses in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

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.

Cash and cash equivalents

In the cash flow statement, cash and cash equivalents includes cash in hand, cheques and drafts in hand, balances with bank and deposits held at call with financial institutions, short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet and forms part of financing activities in the cash flow statement. Bank overdraft are shown within other financial liabilities in the balance sheet and forms part of operating activities in the cash flow statement.

6. Financial liabilities

The Company determines the classification of the financial liabilities at initial recognition. All financial liabilities are subsequently measured at amortised cost using the effective interest rate method or at fair value through profit or loss. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised and through the amortisation process. The Company derecognises financial liabilities when and only when the Company's obligations are discharged, cancelled or have expired. An exchange between lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Trade and other 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.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest rate method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Foreign exchange gains or 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 profit or loss.

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

7. Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

8. 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.

9. Earnings 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 if applicable is computed using the weighted average number of shares and diluted potential shares, except where the result would be anti-dilutive.

10. Dividends

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

11. Insurance claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

12. Leases

Leases [As Lessee]

In cases of finance leases, the Company, at the inception of a contract, assesses whether the contract is a lease or not lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration.

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.

Leases [As Lessor]

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 there from is accounted for on a straight line basis over the lease terms.

13. Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before exceptional 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.

Notes to Financial Statements for the year ended 31.03.2025

2. Property, plant and equipment

The changes in the carrying value of property, plant and equipment for the year ended 31.03.2025 are as follows:

(Rs. In Lakhs)

Asset Description	Gross carrying amount				Accumulated Depreciation and Amortisation				Net Block	
	As at April 1, 2024	Additions	Disposals / Adjustments	As at March 31, 2025	As at April 1, 2024	Depreciation for the year	Disposals	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Freehold Land	521.12	-	-	521.12	-	-	-	-	521.12	521.12
Building	2,104.59	399.06	-	2,503.65	586.94	78.45	-	665.39	1,838.26	1,517.65
Plant and Machinery	23,583.76	1,866.41	(379.07)	25,071.10	10,139.47	2,099.37	(364.27)	11,874.57	13,196.53	13,444.29
Electrical Equipments	479.14	53.28	-	532.42	217.99	40.06	-	258.05	274.37	261.15
Furniture and fittings	96.32	3.64	-	99.96	27.51	9.17	-	36.68	63.28	68.81
Office Equipments	52.07	16.02	-	68.09	23.47	8.02	-	31.49	36.60	28.60
Vehicles	491.35	-	(0.54)	490.81	179.93	50.40	(0.51)	229.82	260.99	311.42
Computers	195.11	7.47	(0.35)	202.23	90.29	60.18	(0.34)	150.13	52.10	104.82
TOTAL	27,523.46	2,345.88	(379.96)	29,489.38	11,265.60	2,345.65	(365.12)	13,246.13	16,243.25	16,257.86

The changes in the carrying value of property, plant and equipment for the year ended 31.03.2024 are as follows:

(Rs. In Lakhs)

Asset Description	Gross carrying amount				Accumulated Depreciation and Amortisation				Net Block	
	As at 1.04.2023	Additions	Disposals / Adjustments	As at 31.03.2024	As at 1.04.2023	Depreciation for the year	Disposals	As at 31.03.2024	As at 31.03.2024	As at 31.03.2023
Freehold Land	514.89	6.26	(0.03)	521.12	-	-	-	-	521.12	514.89
Building	1,926.29	178.30	-	2,104.59	512.40	74.54	-	586.94	1,517.65	1,413.90
Plant and Machinery	21,083.94	3,445.43	(945.61)	23,583.76	9,193.62	1,837.52	(891.67)	10,139.47	13,444.29	11,890.31
Electrical Equipments	468.84	10.50	(0.20)	479.14	180.09	38.09	(0.19)	217.99	261.15	288.75
Furniture and fittings	60.32	36.00	-	96.32	19.20	8.31	-	27.51	68.81	41.13
Office Equipments	29.16	22.91	-	52.07	18.34	5.13	-	23.47	28.60	10.84
Vehicles	514.97	18.72	(42.34)	491.35	159.04	60.06	(39.17)	179.93	311.42	355.92
Computers	191.73	14.09	(10.71)	195.11	34.97	58.19	(2.87)	90.29	104.82	156.76
TOTAL	24,790.16	3,732.21	(998.89)	27,523.46	10,117.66	2,081.84	(933.90)	11,265.60	16,257.86	14,672.50

Note: The Company has not carried out revaluation of Property, Plant and equipment during the year.

2A. Capital work in progress

Asset Description	As at 31.03.2024	Additions	Disposals / Adjustments	As at 31.03.2025
Capital work in progress	336.46	2,042.03	(2,345.88)	32.61

Asset Description	As at 31.03.2023	Additions	Disposals / Adjustments	As at 31.03.2024
Capital work in progress	41.99	3,862.75	(3,568.28)	336.46

2A.1 Ageing for Capital work in progress (CWIP) as at 31.03.2025

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	31.91	0.70	-	-	32.61
Projects temporarily suspended	-	-	-	-	-

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

Ageing for Capital work in progress (CWIP) as at 31.03.2024

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	334.11	2.35	-	-	336.46
Projects temporarily suspended	-	-	-	-	-

Note: There is no Capital Work in Progress whose completion is overdue or has exceed its cost, compared to its original plan. The Company has not suspended any projects.

3. Right-of-use assets

Buildings	As at 31.03.2025	As at 31.03.2024
Gross carrying amount		
Balance at the Beginning of the year	80.14	27.53
Additions	12.24	52.61
Disposals	(29.62)	-
Balance at the End of the year	62.76	80.14
Accumulated amortisation		
Balance at the Beginning of the year	44.00	17.90
Additions	29.67	26.10
Disposals	(29.62)	-
Balance at the End of the year	44.05	44.00
Net book value at the end of the year	18.71	36.14

Refer Note No. 50

4. Intangible Assets

Asset Description	Gross carrying amount (at cost)				Accumulated Depreciation and Amortisation				Net Block	
	As at 1.04.2024	Additions	Disposals / Adjustments	As at 31.03.2025	As at 1.04.2024	Depreciation for the year	Disposals	As at 31.03.2025	As at 31.03.2025	As at 31.03.2024
ERP & Software	382.11	-	-	382.11	145.16	123.69	-	268.85	113.26	236.95

Asset Description	Gross carrying amount (at cost)				Accumulated Depreciation and Amortisation				Net Block	
	As at 1.04.2023	Additions	Disposals / Adjustments	As at 31.03.2024	As at 1.04.2023	Depreciation for the year	Disposals	As at 31.03.2024	As at 31.03.2024	As at 31.03.2023
ERP & Software	312.62	69.49	-	382.11	39.15	106.01	-	145.16	236.95	273.47

4A. Intangible Assets under developments

Asset Description	As at 31.03.2024	Additions	Disposals / Adjustments	As at 31.03.2025
ERP Software	-	-	-	-

Asset Description	As at 31.03.2023	Additions	Disposals / Adjustments	As at 31.03.2024
ERP Software	-	-	-	-

Note: There is no revaluation of intangible assets during the year

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	As at 31.03.2025	As at 31.03.2024
5. INVESTMENTS - NON-CURRENT		
Investment in equity instruments (quoted) at FVOCI		
(i) 2,29,480 equity shares of Rs.10/- each in LMW Limited		
March 31, 2025: 2,29,480 equity shares		
March 31, 2024: 2,29,480 equity shares	36,682.61	34,798.92
(ii) 36,100 equity shares of Rs.10/- each in Indian Overseas Bank		
March 31, 2025: 36,100 equity shares		
March 31, 2024: 36,100 equity shares	14.07	21.65
Investment in equity instruments (Unquoted) at FVOCI		
(i) 416 equity shares of Rs.100/- each in Renuka Green Energy Pvt Ltd		
March 31, 2025 : 416 equity shares		
March 31, 2024 : NIL equity shares	0.42	-
(ii) 52 equity shares of Rs.1000/- each in Srri Shamundi Spinners Pvt Ltd		
March 31, 2025 : 52 equity shares		
March 31, 2024 : NIL equity shares	0.52	-
(iii) 347 equity shares of Rs.10/- each in Surabhi Renewable Energy Pvt Ltd		
March 31, 2025 : 347 equity shares		
March 31, 2024 : NIL equity shares	0.03	-
Investment in Government or Trust Securities (Unquoted) - at Amortised cost		
National Savings Certificate	0.30	0.30
Total	36,697.95	34,820.87
Total non-current investments		
Aggregate amount of quoted investments and market value thereof	36,696.68	34,820.57
Aggregate amount of unquoted investments	1.27	0.30
Aggregate amount of impairment in value of investments	-	-
The Company holds 26 % equity stake in Srri Shamundi Spinners P Limited. As the shareholders agreement entered into with the promoters of Srri Shamundi Spinners P Limited, contain restrictive covenants, the Company cannot exercise "significant influence" in terms of INDAS 28 and therefore is not classified under "Investments in Associates".		
6. OTHER FINANCIAL ASSETS		
Non-current		
<i>Unsecured and considered good</i>		
Security deposits	745.34	796.93
Rental Advances	2.60	-
Bank Deposit with more than 12 Months maturity		
- in margin money deposit	-	-
-other Deposits	266.40	1,286.98
Total other financial assets (non-current)	1,014.34	2,083.91

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	As at 31.03.2025	As at 31.03.2024
Current		
<i>Unsecured and considered good</i>		
Income receivable	18.39	15.38
Interest accrued on deposits	157.63	63.19
Employee Advances	8.75	9.43
Rental Advances	0.55	1.25
Total other financial assets (current)	<u>185.32</u>	<u>89.25</u>
7. OTHER NON-CURRENT ASSETS		
<i>Unsecured and considered good</i>		
Capital advances	78.75	337.05
Income tax assets	154.61	98.25
Total other non-current assets	<u>233.36</u>	<u>435.30</u>
8. INVENTORIES		
Raw Materials	3,660.72	4,856.94
Work - in - Progress	1,248.33	1,026.29
Finished Goods	1,316.41	1,472.56
Stores and Spares	595.28	516.26
Waste	33.21	18.34
Total inventories	<u>6,853.95</u>	<u>7,890.39</u>
Inventories are valued at the lower of cost and net realizable value.		
The cost of inventories recognised as an expense amounted to Rs. 27,038.81 lakhs [Previous year Rs. 26,434.96 lakhs]		
9. TRADE RECEIVABLES		
(a) Trade receivables-Considered good-Secured:	-	-
(b) Trade receivables-Considered good-Unsecured:	7,346.16	6,185.00
(c) Trade receivables which have significant increase in credit risk	-	-
(d) Trade receivables-credit impaired	-	114.18
Less: Allowance for expected credit loss	(58.52)	(169.32)
Total trade receivables	<u>7,287.64</u>	<u>6,129.86</u>

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

9.1 Trade Receivables Ageing Schedule for the year ended as at 31.03.2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed Trade receivables – considered good	6,618.34	237.23	383.28	63.77	43.54	7,346.16
(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	-	-	-	-	-	-
Less: Allowance for expected credit loss and doubtful debts	-	-	-	-	-	(58.52)
Total	6,618.34	237.23	383.28	63.77	43.54	7,287.64

9.2 Trade Receivables Ageing Schedule for the year ended as at 31.03.2024

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	5,591.04	391.52	150.90	44.97	6.57	6,185.00
(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	-	-	-	-	114.18	114.18
Less: Allowance for expected credit loss and doubtful debts	-	-	-	-	-	(169.32)
Total	5,591.04	391.52	150.90	44.97	120.75	6,129.86

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

9.3 Details of Trade Receivables (dues) from firms or private companies in which any director is a partner or a director or a member shall be given below

Name of the entity	As at 31.03.2025	As at 31.03.2024
Adwaith Lakshmi Industries P Ltd	2.75	12.75
Adwaith Textiles P Ltd	2.76	0.68
Chakradhara Aerospace & Cargo P Ltd	4.67	7.29
Lakshmi Life Sciences P Ltd	32.21	36.40
Lakshmi Ring Travellers (Coimbatore) P Ltd	0.14	2.43

As at	As at
31.03.2025	31.03.2024

10. CASH AND CASH EQUIVALENTS

Balances with banks		
- in current accounts	63.70	236.72
Cash on hand	10.31	4.21
Total cash and cash equivalents	<u>74.01</u>	<u>240.93</u>

11. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Margin money deposit account (maturity more than 3 months but less than 12 months)	-	-
Deposits (maturity more than 3 months but less than 12 months)	3,281.14	1,268.27
Unpaid dividend	21.78	19.67
Total Other Bank balances	<u>3,302.92</u>	<u>1,287.94</u>

12. CURRENT TAX ASSETS (NET)

Opening balance	287.02	135.57
Add: Taxes paid / adjusted during the year	(23.13)	504.58
Less: Current tax payable for the year	-	353.13
Closing balance	<u>263.89</u>	<u>287.02</u>

13. OTHER CURRENT ASSETS

(Unsecured, Considered good)

Prepaid expenses	203.70	116.79
Advance to Employees	1.18	4.39
Advance to suppliers	519.13	590.56
Receivable from government authorities	373.04	840.46
Total other current assets	<u>1,097.05</u>	<u>1,552.20</u>

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

14. EQUITY SHARE CAPITAL

(i) Authorised equity share capital

	Number of shares	Amount
As at 01st April, 2024	50,00,000	500.00
Increase / Decrease during the year	-	-
As at 31st March, 2025	50,00,000	500.00

(ii) Movements in equity share capital

Issued, subscribed and fully paid up

	Number of shares	Equity share capital (par value)
As at 01st April, 2024	30,71,500	307.15
Increase / Decrease during the year	-	-
As at 31st March, 2025	30,71,500	307.15

Terms and rights attached to equity shares

The company has one class of equity shares having a par value of Rs.10 each. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Name of the Shareholders	As at 31.03.2025		As at 31.03.2024	
	Number of shares	% holding	Number of shares	% holding
Quattro Engineering India P Limited	9,39,590	30.59	9,39,590	30.59
Lakshmi Machine Works Limited	3,00,000	9.77	3,00,000	9.77
Ms. Shivali Jayavarthanavelu	2,41,700	7.88	25,700	0.84
Sri. Sanjay Jayavarthanavelu	288	0.01	2,16,288	7.04
Total	14,81,578	48.24	14,81,578	48.24

Shares held by promoters at the end of the year

Promoter Name	As at 31.03.2025		As at 31.03.2024		% Change during the year
	No.of Shares	%of total shares	No.of Shares	%of total shares	
Promoters					
Sri. Sanjay Jayavarthanavelu	288	0.01	2,16,288	7.05	(99.87)
Promoters Group					
Ms. Shivali Jayavarthanavelu	2,41,700	7.88	25,700	0.84	838.10
Smt. J.Rajyalakshmi	1,04,400	3.40	1,04,400	3.40	-
Smt. Nethra J S Kumar	16,300	0.53	16,300	0.53	-
Smt. Uttara R	24,400	0.79	24,400	0.79	-
Sri. Ravi Sam	1,000	0.03	1,000	0.03	-

Notes to Financial Statements for the year ended 31.03.2025

Promoter Name	As at 31.03.2025		As at 31.03.2024		% Change during the year
	No.of Shares	%of total shares	No.of Shares	%of total shares	
Smt. (Dr). Lalithadevi Sanjay Jayavarthanavelu	242	0.01	242	0.01	-
Sri. Jaidev Jayavarthanavelu	150	0.00	150	0.00	
Eshaan Enterprises P Limited	64,400	2.10	64,400	2.10	-
Revantha Services P Limited	1,30,672	4.25	1,30,672	4.25	-
Lakshmi Electrical Drives P Limited	2,100	0.07	2,100	0.07	-
Titan Paints and Chemicals P Limited	150	0.00	150	0.00	-
Quattro Engineering India P Limited	9,39,590	30.59	9,39,590	30.59	-
Lakshmi Machine Works Limited	3,00,000	9.77	3,00,000	9.77	-
	18,25,392	59.43	18,25,392	59.43	

Shares held by promoters at the beginning of the year 01.04.2024

Promoter Name	As at 31.03.2024		As at 31.03.2023		% Change during the year
	No.of Shares	%of total shares	No.of Shares	%of total shares	
Promoters					
Sri. Sanjay Jayavarthanavelu	2,16,288	7.05	2,16,288	7.05	-
Promoters Group					
Ms. Shivali Jayavarthanavelu	25,700	0.84	25,700	0.84	-
Smt. J.Rajyalakshmi	1,04,400	3.40	1,04,400	3.40	-
Smt. Nethra J S Kumar	16,300	0.53	16,300	0.53	-
Smt. Uttara R	24,400	0.79	24,400	0.79	-
Sri. Ravi Sam	1,000	0.03	1,000	0.03	-
Smt. (Dr). Lalithadevi Sanjay Jayavarthanavelu	242	0.01	242	0.01	-
Sri. Jaidev Jayavarthanavelu	150	0.00	150	0.00	
Eshaan Enterprises P Limited	64,400	2.10	64,400	2.10	-
Revantha Services P Limited	1,30,672	4.25	1,30,672	4.25	-
Lakshmi Electrical Drives P Limited	2,100	0.07	2,100	0.07	-
Titan Paints and Chemicals P Limited	150	0.00	150	0.00	-
Quattro Engineering India P Limited	9,39,590	30.59	9,39,590	30.59	-
Lakshmi Machine Works Limited	3,00,000	9.77	3,00,000	9.77	-
	18,25,392	59.43	18,25,392	59.43	

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	As at 31.03.2025	As at 31.03.2024
15. OTHER EQUITY		
General Reserve	10,436.42	10,436.42
Securities Premium	718.60	718.60
Retained Earnings	13,669.99	14,085.62
FVOCI - Equity instruments	31,359.69	30,219.11
Total reserves and surplus	56,184.70	55,459.75
(a) General Reserve		
Opening balance	10,436.42	9,936.42
Additions during the year	-	500.00
Deductions/Adjustments during the year	-	-
Closing balance	10,436.42	10,436.42
(b) Securities Premium		
Opening balance	718.60	718.60
Additions during the year	-	-
Deductions/Adjustments during the year	-	-
Closing balance	718.60	718.60
(c) Retained Earnings		
Opening balance	14,085.62	12,822.01
Net profit for the period	(175.88)	1,986.72
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurements of post-employment benefit obligation, net of tax	(24.74)	(8.10)
Appropriations		
- General Reserve	-	(500.00)
Dividends paid	(215.01)	(215.01)
Closing balance	13,669.99	14,085.62
(d) FVOCI - Equity instruments		
Opening balance	30,219.11	19,651.91
Change in fair value of equity instruments (Net of Taxes)	1,140.58	10,567.20
Closing balance	31,359.69	30,219.11

	As at 31.03.2025			As at 31.03.2024		
	Current	Non-Current	Total	Current	Non-Current	Total
16. PROVISIONS						
<u>Employee benefit obligation</u>						
Compensated absences	23.65	46.19	69.84	13.93	32.29	46.22
Gratuity	14.38	11.06	25.44	0.63	-	0.63
Total employee benefit obligations	38.03	57.25	95.28	14.56	32.29	46.85

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	As at 31.03.2025	As at 31.03.2024
(i) Compensated absences		
Current leave obligations expected to be settled within the next 12 months	23.65	13.93
(ii) Gratuity		
	31.03.2025	31.03.2024
	Present value of obligation	Fair value of plan assets
	Net amount	
Opening Balance	249.14	(248.51)
Current service cost	41.36	-
Interest expense/(income)	17.37	(18.36)
Total amount recognised in profit or loss	58.73	(18.36)
Remeasurements		
(Gain)/loss from change in financial assumptions		
Experience (gains)/losses	29.81	3.27
Total amount recognised in other comprehensive income	29.81	3.27
Employer contributions	-	(48.65)
Benefit payments	(19.07)	19.07
Closing Balance	318.62	(293.18)
	31.03.2024	31.03.2024
	Present value of obligation	Fair value of plan assets
	Net amount	
Opening Balance	236.58	(222.79)
Current service cost	25.78	-
Interest expense/(income)	15.87	(16.30)
Total amount recognised in profit or loss	41.65	(16.30)
Remeasurements		
(Gain)/loss from change in financial assumptions		
Experience (gains)/losses	23.10	(12.64)
Total amount recognised in other comprehensive income	23.10	(12.64)
Employer contributions	-	(48.97)
Benefit payments	(52.19)	52.19
Closing Balance	249.14	(248.51)
(iii) The net liability disclosed above relates to funded plans are as follows:		
Present value of funded obligations	318.62	249.14
Fair value of plan assets	(293.18)	(248.51)
Deficit/(Surplus) of funded plan	25.44	0.63

Deficit before asset ceiling

The Company expects to make the contribution of Rs.25.44 lakhs (as at 31st March, 2024 Rs.0.63 lakhs) to the defined benefit plan during the next financial year.

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

(iv) Post-Employment benefits

Significant estimates: actuarial assumptions and sensitivity

The significant actuarial assumptions were as follows:

	As at 31.03.2025	As at 31.03.2024
Discount rate	6.84%	7.25%
Salary growth rate	5.00%	5.00%
Attrition rate	5.00%	5.00%
Expected return on fund assets	7.25%	7.54%

Assumptions regarding future mortality for pension and medical benefits are set based on actuarial advice in accordance with published statistics and experience. These assumptions translate into an average life expectancy in years for a pensioner retiring age.

(v) Brief description of the Plans & risks

These plans typically expose the Company to actuarial risks such as: Investment risk, interest risk, longevity risk and salary risk.

Investment risk:

The present value of the defined benefit plan liability is calculated using a discount which is determined with reference to market yields at the end of the reporting period on government bonds. Plan investment is a mix of investments in government securities, other debt instruments and equity shares of listed companies.

Interest risk:

A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's debt instruments, if any.

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 benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of plan participants will increase the plan's liability.

(vi) Sensitivity analysis

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

		Impact on defined benefit obligation			
	Change in assumption As at 31.03.2025	Increase in assumption As at 31.03.2025 (as a %)	Decrease in assumption As at 31.03.2025 (as a %)	Increase in assumption As at 31.03.2025 (Rs. in Lakhs)	Decrease in assumption As at 31.03.2025 (Rs. in Lakhs)
Discount rate	1%	(6.95)	7.98	287.16	333.25
Attrition rate	1%	0.57	(0.64)	310.35	306.62
Salary growth rate	1%	7.82	(6.91)	332.74	287.28

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as and when calculating the defined benefit liability recognised in the balance sheet.

(vii) The Company's best estimate of pay-outs are as under:

	As at 31.03.2025	As at 31.03.2024
Within one year	20.39	13.52
After one year but not beyond five years	97.07	73.14
Beyond five years up to ten years	77.62	68.20

(viii) The weighted average duration of the defined benefit obligation is 11.38 years (March 31, 2024 – 7.24 years).

(ix) Other Employee Benefit Obligations:

The Company makes Provident Fund and Employees 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 recognized ₹ 164.33 lakhs (Y.E. 31.03.2024 Rs. 157.55 lakhs) as contribution to Provident Fund and ₹ 49.75 lakhs (Y.E. 31.03.2024 Rs. 51.15 lakhs) as contribution to Employees State Insurance Scheme 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 recognized in the Statement of Profit and Loss under the head Employee Benefit Expenses.

17. DEFERRED TAX LIABILITIES (NET)

The balance comprises temporary differences attributable to:

Depreciation	1,176.87	1,152.55
Others including Fair valuation of equity shares	3,119.30	2,383.78
Total deferred tax liabilities	<u>4,296.17</u>	<u>3,536.33</u>

Set-off of deferred tax assets pursuant to set-off provisions

Expenses eligible for deduction on payment basis and deduction over multiple years	(50.45)	(64.40)
Impact of Ind AS 116	0.24	(0.13)
Unabsorbed Depreciation	(43.50)	-
Net deferred tax liabilities	<u>4,202.46</u>	<u>3,471.80</u>

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

Movement in deferred tax liabilities/ (assets)

Particulars	Depreciation	Others including Fair valuation of equity shares	Expenses eligible for deduction on payment basis and deduction over multiple years and Others	Unab-sorbed Deprecia-tion	Total
At April 1, 2023	928.05	1,020.46	(59.71)		1,888.80
Charged/(credited):					
- to profit or loss	224.50	-	(2.63)		221.87
- to other comprehensive income	-	1,363.32	(2.36)		1,360.96
- on Impact of Ind AS 116	-	-	0.17		0.17
At March 31, 2024	1,152.55	2,383.78	(64.53)		3,471.80
Charged/(credited):					
- to profit or loss	24.32	-	22.86		47.18
- to other comprehensive income	-	735.52	(8.33)		727.19
- on Impact of Ind AS 116	-	-	(0.21)		(0.21)
- on unabsorbed depreciation				(43.50)	(43.50)
At March 31, 2025	1,176.87	3,119.30	(50.21)	(43.50)	4,202.46

As at **As at**
31.03.2025 **31.03.2024**

18. BORROWINGS

Secured - From Banks

	Rate of interest	Limit		
(a) Indian Overseas Bank - Cash credit	9.35%	1,750.00	848.33	1,085.12
(b) Indian Bank - Cash credit	9.50%	1,500.00	404.79	1,253.71
(c) Indian Bank - Working capital Demand Loan	9.20%	1,000.00	800.00	1,000.00
(d) IDBI Bank - Cash credit	9.35%	1,300.00	684.13	421.96
(e) IDBI Bank- Working capital Demand Loan	9.05%	200.00	200.00	1,000.00
(f) IDBI Bank - OCC- PCFC Loan	5.50%	500.00	459.40	-

(Secured on hypothecation of entire current assets of the Company and second pari passu charge on the fixed assets)

Unsecured - From Banks

(a) Yes Bank- Working Capital Demand Loan	8.20%	1,500.00	1,000.00	1,000.00
(b) AXIS Bank- Working Capital Demand Loan	8.50%	400.00	400.00	400.00
(c) AXIS Bank- Cash Credit	9.00%	600.00	335.66	285.23
(d) ICICI Bank- Working Capital Demand Loan	8.15%	1,000.00	1,000.00	1,000.00
(e) ICICI Bank- Working Capital Demand Loan	8.15%	500.00	488.77	500.00
(f) South Indian Bank - Working Capital Demand Loan	7.90%	2,000.00	2,000.00	-

Total borrowings

8,621.08 **7,946.02**

- 18.1 The Company has borrowings from banks on the basis of security of current assets in excess of Rs. 5 crores. There are no material disagreements between the quarterly returns or statements of current assets filed by the Company with banks or financial institutions with the books of accounts duly reckoning the reasons for disagreements and reconciliations therefor. [Refer Note No.49]

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

18.2 Details of charges on assets against loans (or) satisfaction of the loans yet to be registered with ROC beyond the statutory period are provided below

Name of the lender	Details of security on which charge has been satisfied / modified	Amount of fund based loan obtained/ sanctioned	Name of the ROC form	Due date of filing	Reason for not filing
Indian Bank	Current Assets & Immovable Properties	2,500.00	CHG-04	NA	Banks insist on Further Charge creation when the Borrowing exceeds the fund based sanctioned limits. In vice-versa situations Banks do not allow for reduction of Charges created, unless the borrowings are repaid in full.
Indian Overseas Bank	Current Assets & Immovable Properties	1,750.00	CHG-04	NA	Banks insist on Further Charge creation when the Borrowing exceeds the fund based sanctioned limits. In vice-versa situations Banks do not allow for reduction of Charges created, unless the borrowings are repaid in full.

18.3 Outstanding default on loans and debt securities

Particulars	As at 31.03.2025
	Amount
1. Loans / revolving facilities like cash credit from banks/financial institutions	
a. Total amount outstanding as on date	8,621.08
b. Of the total amount outstanding, amount of default as on date	-
2. Unlisted debt securities i.e. NCDs and NCRPs	
a. Total amount outstanding as on date	-
b. Of the total amount outstanding, amount of default as on date	-
3. Total financial indebtedness of the listed entity including short term and long term debt	8,621.08

18.4 There is no non cash transactions in borrowing. For net cash transactions refer cash flow statement.

19. TRADE PAYABLES

	As at 31.03.2025	As at 31.03.2024
Current		
Total outstanding dues of micro enterprise and small enterprises **	720.76	443.94
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,430.29	2,582.09
Total trade payables	2,151.05	3,026.03

** 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. The entire closing balance represents the principal amount payable to these enterprises. There are no interests due or outstanding on the same. [Refer Note 44]

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

19.1 Trade Payable Ageing Schedule for the year ended 31.03.2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME *	720.76	-	-	-	720.76
(ii) Others	1,305.51	62.42	50.31	12.05	1,430.29
(iii) Disputed dues – MSME*	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	2,026.27	62.42	50.31	12.05	2,151.05

*MSME as per Micro, Small and Medium Enterprises Development Act, 2006

19.2 Trade Payable Ageing Schedule for the year ended 31.03.2024

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME *	443.94	-	-	-	443.94
(ii) Others **	2,495.04	54.53	0.70	31.82	2,582.09
(iii) Disputed dues – MSME*	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-
Total	2,938.98	54.53	0.70	31.82	3,026.03

*MSME as per Micro, Small and Medium Enterprises Development Act, 2006

As at	As at
31.03.2025	31.03.2024

20. LEASE AND OTHER FINANCIAL LIABILITIES

Lease Liabilities

Current	15.39	28.38
Non-current	4.68	10.77

Other Financial Liabilities (Carried at amortised cost)

Current

Interest accrued and due on borrowings	19.50	27.02
Unpaid dividends	21.78	19.67
Payable to employees	239.92	254.83
* Liability assigned trade Payables	662.34	-
Payable for expenses	707.43	721.00
Total other current financial liabilities	1,650.97	1,022.52

* Through TReDS RXIL Platform

21. CURRENT TAX LIABILITIES (NET)

Opening balance	-	-
Add: Current tax payable for the year	-	-
Less: Taxes paid / adjusted during the year	-	-
Closing balance	-	-

22. OTHER CURRENT LIABILITIES

Advance from customers	128.64	313.47
Statutory Liabilities	56.86	52.34
Total other current liabilities	185.50	365.81

	Year Ended 31.03.2025	Year Ended 31.03.2024
23. REVENUE FROM OPERATIONS		
Sale of Products		
Export Sales		
Yarn - Direct Export	3,541.09	4,058.13
Yarn - Merchant Export	3,401.84	2,434.71
Gears - Direct Export	140.71	141.64
Domestic Sales		
Cotton, Yarn & Fabric	22,925.73	20,483.32
Gears	5,397.86	8,191.83
Cotton Waste	2,877.05	2,796.93
Sale of services		
Commission Receipts	1,352.24	2,656.38
Erection Charges Receipts	132.19	515.89
Service Charges	608.78	639.56
Total revenue	<u>40,377.49</u>	<u>41,918.39</u>
24. OTHER INCOME		
Interest Income from financial assets at amortised cost	263.03	152.01
Interest on tax refunds and compensation	7.84	10.16
Dividend Income from investments measured at fair value through other comprehensive income	172.11	226.04
Net gain on disposal of property, plant and equipment	37.44	239.96
Foreign Exchange Fluctuation	77.23	18.01
Government Grant - RODTEP Incentive	154.99	142.91
- ABRY	-	0.77
Other Non-Operating Income	154.49	292.63
Total other income	<u>867.13</u>	<u>1,082.49</u>
25. COST OF MATERIALS CONSUMED		
Raw materials at the beginning of the year	4,856.94	3,694.84
Add: Purchases	24,091.63	25,564.81
Less: Raw materials at the end of the year	3,660.72	4,856.94
Total cost of materials consumed	<u>25,287.85</u>	<u>24,402.71</u>
26. CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS		
Opening Balance		
Work-in-progress	1,026.29	1,038.53
Finished goods	1,472.56	1,060.58
Waste	18.34	143.93
Total Opening Balance	<u>2,517.19</u>	<u>2,243.04</u>

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	Year Ended 31.03.2025	Year Ended 31.03.2024
Closing Balance		
Work-in-Progress	1,248.33	1,026.29
Finished Goods	1,316.41	1,472.56
Waste	33.21	18.34
Total Closing Balance	2,597.95	2,517.19
Total changes in inventories of finished goods and work-in-progress	(80.76)	(274.15)
 27. EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages and Bonus	4,192.90	4,260.01
Contribution to Provident and other funds	164.33	157.55
Contribution to Gratuity Fund	40.37	25.35
Staff welfare expenses	476.78	486.89
Total employee benefit expenses	4,874.38	4,929.80
 28. FINANCE COSTS		
Interest on Working Capital Loan	838.59	710.63
Interest cost of Lease Liabilities	2.70	5.37
Other Finance Costs	13.54	16.56
Total Finance costs	854.83	732.56
 29. DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation of property, plant and equipment	2,345.65	2,081.84
Depreciation of Right- of- use assets (Refer note 3)	29.67	26.10
Amortisation of intangible assets	123.69	106.01
Total depreciation and amortisation expenses	2,499.01	2,213.95
 30. OTHER EXPENSES		
Consumption of stores and spares	1,298.25	1,934.94
Consumption of Packing Material	533.47	371.46
Power & Fuel	2,567.23	2,495.07
[Net of Captive Power Consumption adjusted Rs.2,263.02 lakhs for the Y.E 31.03.2025 and Rs.2,125.42 lakhs for the Y.E. .31.03.2024]		
Fabric Conversion / Outside conversion charges	615.12	762.48
Repairs to Buildings	128.84	247.38
Repairs to Machinery	378.26	431.41
Repairs to Others	751.18	682.95
Insurance	86.20	80.79
Rates & Taxes	45.56	81.99
Corporate Social Responsibility (Refer note below)	80.00	73.00
Bad debts written-off	-	0.91
Allowance for expected credit loss	3.38	(11.60)

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	Year Ended 31.03.2025	Year Ended 31.03.2024
Auditors remuneration		
For Statutory Audit	5.00	5.00
For Other services	1.27	1.34
Bank Charges	42.63	44.04
Sitting Fees	16.25	15.00
Donation	5.03	9.63
Contribution to Approved Electoral Trust	-	100.00
Miscellaneous Expenses	1,424.05	1,319.71
Total other expenses	7,981.72	8,645.50

Corporate social responsibility		
(i) amount required to be spent by the company during the year	75.86	72.64
(ii) amount of expenditure incurred	80.00	73.00
(iii) shortfall at the end of the year	(4.14)	(0.36)
(iv) total of previous years shortfall	-	-
(v) reason for shortfall	Not Applicable	Not Applicable
(vi) nature of CSR activities,		
Nature of activities	Capital revenue expense	Year Ended 31.03.2025
Education infrastructure development through implementing agency	Not Applicable	80.00
Nature of activities	Capital/ revenue expense	Year Ended 31.03.2024
Education infrastructure development through implementing agency	Not Applicable	73.00

(vii) details of related party transactions, e.g. contribution to a trust controlled by the Company in relation to CSR expenditure as per relevant Accounting Standard.

Name of the Trust	Nature of relation	Amount contributed
Not Applicable		

(viii) There is no provision to be made with respect to any liability incurred by entering into a contractual obligation.

31. INCOME TAX EXPENSE

(a) Income tax expense

Current tax		
Current tax on profits for the year	-	353.13
Adjustments for current tax of prior periods	-	-
Total current tax expense	-	353.13

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

	Year Ended 31.03.2025	Year Ended 31.03.2024
Deferred tax		
Decrease (increase) in deferred tax assets	(20.85)	(2.46)
(Decrease) increase in deferred tax liabilities	24.32	224.50
Total deferred tax expense/(benefit)	3.47	222.04
Income tax expense	3.47	575.17
(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:		
Profit before income tax expense	(172.41)	2,561.89
Tax at the Indian tax rate	25.168%	25.168%
Computed expected tax expense at enacted tax rate	-	644.78
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Tax effect on exempted income	-	-
Tax effect of Depreciation	(7.40)	(157.56)
Corporate social responsibility expenditure disallowed	20.13	18.37
Tax effect on account of tax deductions	(54.11)	(54.11)
Tax effect on account of Donations and Contributions to Electoral Trust	1.27	27.59
Other adjustments	40.12	(125.93)
Income tax expense	-	353.13

32. Fair value measurements

Financial instruments by category

	As at 31.03.2025		As at 31.03.2024	
	FVOCI	Amortised cost	FVOCI	Amortised cost
Financial assets				
Investments	36,697.95	-	34,820.87	-
Trade receivables	-	7,287.64	-	6,129.86
Cash and cash equivalents	-	74.01	-	240.93
Other bank balances	-	3,569.32	-	2,574.92
Security deposits & Margin money deposits	-	748.49	-	798.18
Income receivable	-	18.39	-	15.38
Interest accrued on deposits	-	157.63	-	63.19
Employee Advances	-	8.75	-	9.43
Total financial assets	36,697.95	11,864.23	34,820.87	9,831.89
Financial liabilities				
Borrowings	-	8,621.08	-	7,946.02
Lease Liabilities	-	20.07	-	39.15
Trade payables	-	2,151.05	-	3,026.03
Interest accrued and due on borrowings	-	19.50	-	27.02
Unpaid dividends	-	21.78	-	19.67
Payable to employees	-	239.92	-	254.83
Payable for expenses	-	707.43	-	721.00
Liability assigned trade payables	-	662.34	-	-
Total financial liabilities	-	12,443.17	-	12,033.72

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

(i) Fair value hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements

As at 31.03.2025	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial Investments at FVTPL:		-	-	-	-
Financial Investments at FVOCI:	5	36,697.95	-	-	36,697.95
Total financial assets		<u>36,697.95</u>	-	-	<u>36,697.95</u>
As at 31.03.2024	Notes	Level 1	Level 2	Level 3	Total
Financial assets					
Financial Investments at FVTPL:		-	-	-	-
Financial Investments at FVOCI:	5	34,820.87	-	-	34,820.87
Total financial assets		<u>34,820.87</u>	-	-	<u>34,820.87</u>

Financial Instruments & Risk Management

Level 1: Hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification asset included in level 3.

There are no transfers between levels 1 and 2 during the year.

The Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

(ii) Valuation technique used to determine fair value

The carrying amounts of trade receivables, trade payables, loans, deposits, advances, borrowings, cash and cash equivalents and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

33. Financial risk management

The Company's activities expose it to market risk, liquidity risk and credit risk.

(A) Credit risk

Company faces credit risk from cash and cash equivalents, deposits with banks and financial institutions and unsecured trade receivables. The Company doesn't face any credit risk with other financial assets

(i) Credit risk management

Credit risk on deposit is mitigated by depositing the funds in scheduled and reputed private sector banks.

For trade receivables, the primary source of credit risk is that these are unsecured. Apart from this, the Company sells the products to customers only when the collection of trade receivables is certain and whether there has been a significant increase in the credit risk on an on-going basis is monitored throughout each reporting period. As at the balance sheet date, based on the credit assessment the historical trend of low default is expected to continue. An impairment analysis is performed at each reporting date on an individual basis for major clients. Any recoverability of receivables is provided for based on the impairment assessment.

Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high ratings assigned by international and domestic credit rating agencies. Ratings are monitored periodically and the Company has considered the latest available credit ratings as at the date of approval of these financial statements.

(ii) Provision for expected credit losses for trade receivables

The Company provides for expected credit loss based on the following:

Year ended 31.03.2025:

Expected credit loss for trade receivables under simplified approach

The Company does not have any long outstanding receivable balances, except in the case of the agency and gears divisions, for which allowance for expected credit loss is created.

	Amount (Rs. In Lakhs)
Loss allowance as at 31.03.2024	169.32
Changes in loss allowance	(110.80)
Loss allowance as at 31.03.2025	58.52

(B) Liquidity risk

Objective of liquidity risk management is to maintain sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows. The Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal requirements.

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

	As at 31.03.2025	As at 31.03.2024
Floating rate		
- Expiring within one year (bank overdraft and other facilities)	3,628.92	1,803.98

The bank overdraft facilities may be drawn at any time and may be terminated by the bank without notice. Subject to the continuance of satisfactory credit ratings, the bank loan facilities may be drawn at any time in INR and have an average maturity of 1 year.

(ii) Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:

- (a) all non-derivative financial liabilities, and
- (b) net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Contractual maturities of financial liabilities

Non-derivatives	As at 31.03.2025			As at 31.03.2024		
	Maturing within 3 months	Maturing after 3 months but within a year	Total	Maturing within 3 months	Maturing after 3 months but within a year	Total
Borrowings	-	8,621.08	8,621.08	-	7,946.02	7,946.02
Lease Liabilities	8.17	11.90	20.07	4.94	34.21	39.15
Trade payables	2,151.05	-	2,151.05	3,026.03	-	3,026.03
Interest accrued and due on borrowings	19.50	-	19.50	27.02	-	27.02
Unpaid dividends	-	21.78	21.78	-	19.67	19.67
Payable to employees	239.92	-	239.92	254.83	-	254.83
Payable for expenses	707.43	-	707.43	721.00	-	721.00
Liability assigned trade payables	662.34	-	662.34	-	-	-
Total non-derivative liabilities	3,788.41	8,654.76	12,443.17	4,033.82	7,999.90	12,033.72

(C) Market risk

(i) Foreign currency risk

The company activities expose it to foreign exchange risk arising from foreign currency transactions, primarily with respect to the USD and balance in EURO. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR). The risk is measured through a forecast of highly probable foreign currency cash flows.

Notes to Financial Statements for the year ended 31.03.2025

(in Lakhs)

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

	As at 31.03.2025		
	USD	Euro	Total
Financial assets			
Trade receivables	356.37	22.13	378.50
Advances	3.58	7.57	11.15
Exposure to foreign currency risk (assets)	359.95	29.70	389.65
Financial liabilities			-
Trade payables	14.66	-	14.66
Exposure to foreign currency risk (liabilities)-Foreign LC	14.66	-	14.66
Net exposure to foreign currency risk	345.29	29.70	374.99

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows

	As at 31.03.2024		
	USD	Euro	Total
Financial assets			
Trade receivables	445.59	29.35	474.94
Advances	1.67	-	1.67
Exposure to foreign currency risk (assets)	447.26	29.35	476.61
Financial liabilities			-
Trade payables	7.25	-	7.25
Exposure to foreign currency risk (liabilities)-Foreign LC	7.25	-	7.25
Net exposure to foreign currency risk	440.01	29.35	469.36

The Company's exposure to foreign currency risk at the end of the reporting period expressed in foreign currency, are as follows.

	As at 31.03.2025		
	USD	Euro	Total
Financial assets			
Trade receivables	4.17	0.24	4.41
Advances	0.04	0.08	0.12
Exposure to foreign currency risk (assets)	4.21	0.32	4.53
Financial liabilities			-
Trade payables	0.17	-	0.17
Exposure to foreign currency risk (liabilities)-Foreign LC	0.17	-	0.17
Net exposure to foreign currency risk	4.04	0.32	4.36

The Company's exposure to foreign currency risk at the end of the reporting period expressed in foreign currency, are as follows.

	As at 31.03.2024		
	USD	Euro	Total
Financial assets			
Trade receivables	5.42	0.34	5.76
Advances	0.02	-	0.02
Exposure to foreign currency risk (assets)	5.44	0.34	5.78
Financial liabilities			-
Trade payables	0.09	-	0.09
Exposure to foreign currency risk (liabilities)-Foreign LC	0.09	-	0.09
Net exposure to foreign currency risk	5.35	0.34	5.69

Sensitivity

The sensitivity of profit or loss to changes in the exchange rates arises mainly from major foreign currency denominated financial instruments

	Impact on profit after tax	
	As at 31.03.2025	As at 31.03.2024
Impact on Profit - Increase of 500 basis points	0.22	0.28
Impact on Profit - Decrease of 500 basis points	(0.22)	(0.28)

* Holding all other variables constant

(ii) Equity Price Risk

Equity price risk is related to the change in market reference price of the investments in equity securities. The fair value of sum of the Company's investments measure at fair value through other comprehensive income exposes to the Company to Equity price risks. These investments are subject to change in the market price of securities.

The fair value of Company's investment quoted equity securities as of 31st March, 2025 and 31st March, 2024 was Rs. 36,696.68 lakhs and Rs. 34,820.57 lakhs respectively.

A 5% change in equity price of 31st March, 2025 and 31st March, 2024 would result in impact of Rs. 1,834.83 lakhs and Rs. 1,741.03 lakhs respectively.

(iii) Interest Rate Risk

a. Assets: The Company hold interest bearing assets in the form of fixed deposits with banks. The variation in interest risks is managed distributing deposits among wide base of banks.

Interest rate sensitivity analysis:

Particulars	As at March 31, 2025	As at March 31, 2024
Fixed Deposits with banks	3,547.55	2,555.25
Impact on Profit - Increase of 25 basis points	8.87	6.39
Impact on Profit - Decrease of 25 basis points	(8.87)	(6.39)

b. Liabilities: The Company is to minimize interest rate cash flow risk exposures on long term and short term financing. As at 31st March, 2025 the Company is exposed to changes in market interest rates through bank borrowings at variable rates.

Interest rate sensitivity analysis:

Particulars	As at March 31, 2025	As at March 31, 2024
Floating rate borrowings from banks	8,621.08	7,946.02
Impact on Profit - Increase of 100 basis points	86.21	79.46
Impact on Profit - Decrease of 100 basis points	(86.21)	(79.46)

34. Capital management

(a) Risk management

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

Company is debt free currently and it intends to maintain an optimal gearing ratio for optimising shareholder value

Gearing ratio:

Particulars	As at March 31, 2025	As at March 31, 2024
Net Debts	8,621.08	7,946.02
Total Equity	56,491.85	55,766.90
Gearing Ratio	0.15	0.14

(b) Dividends

In INR

Dividends per equity share (INR 10 each) for the year ended March 31, 2024 (For year ended March 31, 2023 INR 7.00)	7.00
Dividends per equity share (INR 10 each) for the year ended March 31, 2023 (For year ended March 31, 2022 INR 10.00)	7.00

35. Earnings per share

Basic	Year ended 31.03.2025	Year ended 31.03.2024
Profit attributable to equity holders of the Company	(175.88)	1,986.72
Weighted Average Number of Shares (par value of INR 10 each)	30,71,500	30,71,500
Basic earnings per share (in Rs.)	(5.73)	64.68
Diluted		
Profit attributable to equity holders of the Company	(175.88)	1,986.72
Weighted Average Number of Shares (par value of INR 10 each)	30,71,500	30,71,500
Diluted earnings per share (in Rs.)	(5.73)	64.68

36. Contingent liabilities

Other monies for which the Company is contingently liable

i) Income Tax Dues	-	2.71
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Future Cash flows in respect of the above matters are determinable only on receipt of judgements / decisions pending at various forums / authorities. Management is hopeful of successful outcome in the proceedings.

Disputed tax dues are appealed before concerned appellate 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.

37. Commitments

Capital commitments

Capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows:

	As at 31.03.2025	As at 31.03.2024
Property, plant and equipment (Net of advances)	175.05	771.35

38. Provision of Rs. 33.61 lakhs [Previous year Rs. 29.60 lakhs] for self-generation tax towards Wind Energy has been made. Cumulative disputed liability recognised as on 31.3.2025 is Rs. 336.49 lakhs (as on 31.3.2024 Rs. 302.88 Lakhs)

39. The financial statements were approved for issue by the Board of directors on 12th May, 2025.

Notes to Financial Statements for the Year ended 31.03.2025

40. The Company has ensured the health and safety of the employees as prescribed under the Factories Act, 1948. The Company has incurred the following expenditure during the year in this regard.

	Year ended 31.03.2025	Year ended 31.03.2024
Health related expenses	7.32	11.93
Safety related expenses	11.54	8.55
	<u>18.86</u>	<u>20.48</u>

41. The final dividend on shares is recorded as liability on the date of approval by the shareholders

Dividend declared by the company are based on the profits available for distribution.

The Board of Directors have recommended a dividend of Rs.2.50/- per equity share of the face value of Rs. 10 each, subject to the approval of the shareholders at the ensuing Annual General Meeting. This will result in a total dividend outgo of Rs.76.79 Lakhs.

42. Related party disclosures for the year ended 31.03.2025

1. Related party Relationships:

a) Key Management personnel & Directors

Sri. Sanjay Jayavarthanavelu, Non-executive, Chairman

Sri. Ravi Sam, Non-executive, Non Independent Director

Sri. S.Venkataraman, Non-executive, Independent Director (upto 26.08.2024)

Smt. Vijayalakshmi Narendra, Non-Executive, Independent Director (upto 01.02.2025)

Sri. B. Lakshmi Narayana, Non-executive, Independent Director

Smt. Chitra Venkataraman, Non-executive, Independent Director

Ms. Shivali Jayavarthanavelu, Non-executive, Non Independent Director

Sri. Gopinath Bala (with effect from 29.05.2024)

Sri. Arun Selvaraj (with effect from 31.01.2025)

Sri. G.Mani, Managing Director

Sri. C.V.Venkatesh, Chief Financial Officer

Sri. S.K.Radhakrishnan, Company Secretary

(b) Other Related Parties - Enterprises over which Key Managerial Personnel are able to exercise significant influence

Adwaith Lakshmi Industries P Ltd

Adwaith Textiles P Ltd

Harshini Textiles P Ltd

Lakshmi Caipo Industries Ltd

Lakshmi Cargo Company Ltd

Chakradhara Aerospace & Cargo P Ltd

Lakshmi Electrical Control Systems Ltd

Lakshmi Electrical Drives P Ltd

Lakshmi Life Sciences P Ltd

LMW Ltd

Quattro Engineering India P Ltd

Revantha Services P Ltd

Starline Travels P Ltd

The Lakshmi Mills Co. Ltd

Titan Paints and Chemicals P Ltd

Dhanuprabha Agro P Ltd

Hermes Academy of Training Ltd

Revantha Agro Farms P Ltd

Sri Kamakoti Kamakshi Enterprises P Ltd

Sudhasruthi Agro P Ltd

Lakshmi Precision Technologies Ltd	Venkatavaradha Agencies P Ltd
Lakshmi Ring Travellers (Coimbatore) P Ltd	Chakradhara Agro Farms P Ltd
Lakshmi Technology & Engg Industries Ltd	Dhanajaya Agro Farms P Ltd
LCC Cargo Holdings Ltd	Alampara Hotels and Resorts P Ltd
LMW Aerospace Industries Ltd	Eshaan Enterprises P Ltd
Lakshmi Energy and Environment Designs P Ltd	Primo Aqua Green P Ltd
Mahalakshmi Engineering Holdings P Ltd	Shri Kara Engineering P Ltd
Sowbarnika Enterprises P Ltd	Sri Dwipa Properties P Ltd
Van Tex P Ltd	LMW Textile Machinery (Suzhou) Co Ltd., China
Rajalakshmi Engineering	Lakshmi Global PTE Ltd, Singapore
Petrus Technologies P Ltd	LMW Global FZE, Jafza, Dubai, UAE
Supreme Dairy Products India P Ltd	LMW Holding Ltd, DIFC, Dubai, UAE
Imperium Global FZE, Jafza, Dubai, UAE	Fulminare Shipping L.L.C, UAE
Imperium Automation PTE Ltd, Singapore	Lakshmi Global FZE, Jafza, Dubai, UAE

(c) Post employment employee benefit plans : Super Sales India Ltd Employees Gratuity Fund

(d) Key management personnel compensation **(Rs. In Lakhs)**

	Year ended 31.03.2025	Year ended 31.03.2024
Short term employee benefits	134.33	126.12
Post - employment benefits	3.13	0.84
	<u>137.46</u>	<u>126.96</u>

Notes to Financial Statements for the Year ended 31.03.2025

42. Transactions with Related Parties for the Year ended 31.03.2025

Name of the Related Party	Purchase of goods		Purchase of Fixed Assets		Sale of goods		Sale of Fixed Assets		Services received		Services provided		Lease charges paid		Agency Arrangement		Remuneration to IAP		Contribution to Gratuity Fund		Dividend Income		Dividend Paid		Outstanding	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Awarath Lakshmi Ind P Ltd	34.96	42.25	-	-	9.88	14.65	-	-	-	0.04	-	3.47	-	-	-	3.21	-	-	-	-	-	-	-	0.99	6.41	
	-	78.24	-	-	-	-	4.43	-	-	-	4.13	0.33	-	-	-	-	-	-	-	-	-	-	-	2.76	0.68	
Chakrathana Aerospace & Camp P Ltd	-	-	-	61.50	14.71	0.02	-	-	44.54	65.99	4.99	18.87	-	-	-	-	-	-	-	-	-	-	-	(1.02)	(2.15)	
Harathi Textiles P Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Lakshmi Capco Industries Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Lakshmi Electrical	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Dinesh P Ltd	445.73	858.79	-	-	-	222.84	85.56	-	-	0.40	-	3.85	-	-	7.27	-	-	-	-	-	-	-	-	-	-	
Lakshmi Life Sciences P Ltd	2.27	7.96	18.42	235.86	30.53	55.15	-	-	-	0.62	10.40	2.40	-	17.65	50.58	-	-	-	-	-	-	-	-	(35.42)	(42.42)	
LMW Ltd	770.46	1,046.27	394.68	1,308.56	4,108.67	7,709.37	-	-	17.56	14.85	827.67	1,018.16	8.09	8.09	3,048.93	-	-	-	-	-	172.11	226.04	21.00	21.00	2,390.27	2,874.10
LMW Tordle Machinery (Suzhou) Co Ltd, China	-	-	-	-	-	-	0.49	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Lakshmi Global PTE Ltd, Dubai	-	-	-	-	-	-	28.73	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Lakshmi Global ZEE	-	-	-	-	-	41.89	4.93	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Quantis Ergo India P Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Lakshmi Precision Technologies Ltd	1.28	1.67	3.86	11.54	-	-	-	-	-	0.03	7.95	4.00	-	0.84	15.04	-	-	-	-	-	-	-	-	5.85	7.88	
Lakshmi Ergo Travellers (Corbiatone) P Ltd	-	-	-	-	-	-	-	-	-	-	-	0.45	-	-	8.49	-	-	-	-	-	-	-	-	0.14	2.43	
Lakshmi Technology & Ergo Industries Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
LOC Ergo Holdings Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	12.00	12.00	-	-	-	-	-	-	-	-	-	(0.92)	
Rewathi Services P Ltd	-	-	-	307.61	92.86	-	-	-	322.82	389.32	-	0.41	1.59	-	-	-	-	-	-	-	-	-	9.15	9.15	(50.96)	(5.21)
Erbhan Enterprises P Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4.51	4.51	-	-
Sarfini Travels P Ltd	-	-	-	0.02	1.91	-	-	-	13.66	39.56	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1.66)	(3.70)
The Lakshmi Mills Co Ltd	-	-	-	-	-	-	-	-	-	-	-	-	13.16	-	-	-	-	-	-	-	-	-	-	-	-	0.17
Titan Plastics & Chemicals P Ltd	11.57	12.90	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	0.01	0.01	(1.36)	(1.81)
Super Sales India Ltd	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Super Sales India Ltd Employee Gratuity Fund	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	25.44	0.63
Sitting Fees to Directors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Managing Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Chief Financial Officer	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Company Secretary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Notes to Financial Statements for the year ended 31.03.2025
43. Segment information for the year ended 31.03.2025

(Rs. in Lakhs)

The Chairman 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 three reportable business segments such as Agency, Textiles and Engineering Division.

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 i.e. within India and External i.e. 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.

S. No.	Particulars	Agency Year Ended		Textiles Year Ended		Engineering Year Ended		Unallocated / Corporate Year Ended		Total Year Ended	
		31.03.2025	31.03.2024	31.03.2025	31.03.2024	31.03.2025	31.03.2024	31.03.2025	31.03.2024	31.03.2025	31.03.2024
1	REVENUE:										
	Sales including Processing charges and Commission Receipts	1,673.46	3,172.27	32,679.98	29,773.09	6,024.05	8,973.03	-	-	40,377.49	41,918.39
	Other Operating income	72.27	70.50	577.21	649.36	37.69	126.42	-	-	687.17	846.28
	Sub-Total	1,745.73	3,242.77	33,257.19	30,422.45	6,061.74	9,099.45	-	-	41,064.66	42,764.67
	Less: Inter-segment Revenue	-	-	-	-	-	-	-	-	-	-
	Total	1,745.73	3,242.77	33,257.19	30,422.45	6,061.74	9,099.45	-	-	41,064.66	42,764.67
2	RESULT:										
	Segment Results	787.61	2,048.84	126.39	(207.36)	(157.25)	1,348.89	(74.33)	(107.30)	682.42	3,083.07
	Exceptional Items	-	-	-	211.38	-	-	-	-	-	211.38
	Finance Cost	-	-	-	-	-	-	-	-	854.83	732.56
	Profit Before Tax	-	-	-	-	-	-	-	-	(172.41)	2,561.89
	Provision for Income Tax	-	-	-	-	-	-	-	-	-	-
	Deferred Tax (Net)	-	-	-	-	-	-	-	-	353.13	353.13
	NET PROFIT / LOSS	-	-	-	-	-	-	3.47	222.04	3.47	222.04
	OTHER INFORMATION:										
3	Segment Assets	1,257.73	1,402.09	26,321.77	27,313.66	8,540.58	7,833.21	37,298.18	35,136.12	73,418.26	71,685.08
4	Segment Liabilities	132.33	136.63	10,587.40	10,564.56	1,982.45	1,725.51	4,224.23	3,491.48	16,926.41	15,918.18
5	Capital Expenditure	6.13	32.09	1,144.66	3,392.68	891.25	768.17	-	-	2,042.03	4,192.94
6	(Incl Capital Work-in-progress)	-	-	-	-	-	-	-	-	-	-
	Depreciation	55.56	58.62	1,952.16	1,746.38	491.30	408.95	-	-	2,499.01	2,213.95

Notes:

The company derives revenue from transactions with one single external customer which is more than 10% of its total revenue in its Textile, Agency and Engineering segments and the total revenue from that single customer is Rs 6,170.67 Lakhs (Previous Year Rs 11,777.46 Lakhs).

SECONDARY SEGMENT INFORMATION - GEOGRAPHICAL SEGMENTS:

	March 31, 2025		March 31, 2024	
	%	Rs. in Lakhs	%	Rs. in Lakhs
Domestic Sales (Net)	81.50	31,200.64	82.59	31,472.08
Export Sales [including Merchant Exports]	18.50	7,083.64	17.41	6,634.48

Countries to which exports were made: Australia, Bangladesh, Brazil, Canada, Egypt, France, Italy, South Korea, Switzerland, USA, UAE.

Notes to Financial Statements for the year ended 31.03.2025

(Rs. In Lakhs)

44. Details of Dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006

Particulars	Year ended 31.03.2025	Year ended 31.03.2024
(a) The Principal amount and the Interest due there on remaining unpaid to any supplier as at the end of each year		
a) Principal	720.76	443.94
b) Interest Due	NIL	NIL
(b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the payment made to the supplier beyond the appointed day during each accounting year	NIL	NIL
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	NIL	NIL
(d) The amount of interest accrued and remaining unpaid at the end of year	NIL	NIL
(e) 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 Enterprises for the purpose of disallowance of a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

45. Disclosure of ratios

Particulars	Formula	Ratio		% of change
		F.Y. 24-25	F.Y. 23-24	
(a) Current Ratio (in Times)	Current Assets /Current Liabilities	1.51	1.41	6.78
(b) Debt-Equity Ratio (in Times)	Total Debt (Including lease liabilities) / Shareholders' Equity	0.15	0.14	9.26
(c) Debt Service Coverage Ratio (in Times)	Earnings available for debt service / Debt service	3.16	5.87	(46.08)
(d) Return on Equity Ratio (in %)	Net Profit after taxes - Preference dividend /Average shareholders' equity	(0.31)	4.01	(107.81)
(e) Inventory turnover ratio (in Times)	Sales of goods /Average Inventory	5.48	5.87	(6.69)
(f) Trade Receivables turnover ratio (in Times)	Credit Sales /Average Trade Receivables	6.02	6.54	(7.97)
(g) Trade payables turnover ratio (in Times)	Credit Purchases /Average Trade Payables	9.31	16.08	(42.12)
(h) Net capital turnover ratio (in Times)	Net Sales / Working Capital	6.31	8.26	(23.65)
(i) Net profit ratio (in %)	Net Profit after taxes / Net Sales	(0.44)	4.74	(109.19)
(j) Return on Capital employed (in %)	Earnings before Interest & Tax /Capital Employed	0.99	4.92	(79.96)
(k) Return on investment (in %)	Income generated from investments / Average investments	0.48	0.78	(38.29)
(l) Capital Gearing Ratio (in times)	Loans / Total Equity	0.15	0.14	9.01

Reasons for the change, if the change of ratio is more than 25%

Particulars	Reasons for variance
(a) Debt Service Coverage Ratio	Decrease in profits and increase in short term borrowings during the year.
(b) Return on Equity Ratio	Reduction in profits during the year.
(c) Trade payables turnover ratio	Decrease in Credit purchases during the year.
(d) Net Capital turnover ratio	Decrease in sales during the year.

Notes to Financial Statements for the year ended 31.03.2025

(d) Net profit ratio	Decrease in profits during the year
(e) Return on Capital employed	Decrease in profits during the year
(f) Return on investment.	Return on investment is lower in view of the higher FVOCI

Details of the items included in numerator and denominator for computing the above ratios:

- a Capital Employed refers to sum of (Share Capital + Reserves and Surplus - Intangible assets + Lease liabilities + Deferred tax liabilities + Total debt-borrowing)
 - b Earnings before interest and taxes = (Profits after current and deferred taxes + Finance Cost + Current taxes + Deferred taxes)
 - c Earnings available for Debt servicing = (Net Profit after current and deferred taxes + Depreciation + Finance Costs (including Interest on Lease Liabilities) - Profit on sale of assets - Dividend Income - Interest Income)
46. There are no exceptional items during the year. For the previous year ended 31.03.2024, exceptional Item of Rs. 211.38 Lakhs represents net gain on compensation received on compulsory acquisition of land by the Government of Tamilnadu.
47. Code on Social Security, 2020 approved by Indian Parliament has not yet been notified. As such the Company is awaiting the notification of the subject rules. Once the same is notified the Company will assess the financial impact and give the appropriate impact in its financial statements in the period in which, the code becomes effective.
48. Additional Regulatory Disclosures as per Schedule III of Companies Act, 2013
- i) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act 1988 and rules made there under.
 - ii) There are no transactions not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act 1961.
 - iii) The company has not been declared as a wilful defaulter by any bank or financial institution or government or any government authority
 - iv) The company has not traded or invested in Crypto currency or virtual currency during the financial year ended March 31, 2025.
 - v) The Company has not (which are material either individually or in the aggregate) advanced or loaned or invested any funds (either from borrowed funds or share premium or any other sources or kind of funds) 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.
 - vi) The Company has not (which are material either individually or in the aggregate) received any funds 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
 - vii) No scheme of arrangement has been approved by the competent authority in terms of Section 230 to 237 of the Companies Act, 2013
 - viii) The Company does not have any transactions with the struck-off companies for the year ended 31st March, 2025 and for the year ended 31st March, 2024.

Notes to Financial Statements for the year ended 31.03.2025

49. Borrowings secured against current assets

Returns/statement filed with for the quarter & Nature of current asset	Name of the banks	Amount as per quarterly returns & statements (Rs. in Lakhs)	Amount as per unaudited books of account (Rs. in Lakhs)	Difference Amt (Rs. in Lakhs)	Nature of discrepancy & remarks
June-2024 - Stock Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, YES Bank	6274.33	6410.46	(136.13)	Reconciled for net effect on sales and stocks due to adjustment on account of transfer of risks and rewards of ownership of goods sold and limited review adjustments
June-2024 - Book Debts Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, YES Bank	5843.58	6383.84	(540.26)	Reconciled considering bank reconciliation entries passed after submission to banks and amount of advance from customers and limited review adjustments
September-2024 - Stock Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, YES Bank	5391.35	5441.07	(49.72)	Reconciled for net effect on sales and stocks due to adjustment on account of transfer of risks and rewards of ownership of goods sold and limited review adjustments
September-2024 - Book Debts Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, YES Bank	6664.45	7319.41	(654.96)	Reconciled considering bank reconciliation entries passed after submission to banks and amount of advance from customers and limited review adjustments
December-2024 - Stock Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, South Indian Bank, YES Bank	6979.26	7001.39	(22.13)	Reconciled for net effect on sales and stocks due to adjustment on account of transfer of risks and rewards of ownership of goods sold and limited review adjustments
December-2024 - Book Debts Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, South Indian Bank, YES Bank	7140.00	7498.85	(358.85)	Reconciled considering bank reconciliation entries passed after submission to banks and amount of advance from customers and limited review adjustments
March-2025 - Stock Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, South Indian Bank, YES Bank	6853.95	6853.95	-	NA
March-2025 - Book Debts Statement	Indian Bank, Indian Overseas Bank, IDBI Bank, Axis Bank, ICICI Bank, South Indian Bank, YES Bank	6493.44	7287.64	(794.20)	Reconciled considering bank reconciliation entries passed after submission to banks and amount of advance from customers and audit adjustments

Notes to Financial Statements for the year ended 31.03.2025

50. DISCLOSURE AS REQUIRED UNDER IND AS 116-Leases

Movement of Lease Liability

(Rs. In Lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Opening Balance	39.15	11.06
Additions During the year	12.26	53.66
Repayments during the year	31.33	25.57
Closing Balance	20.07	39.15
Current	15.39	28.38
Non-Current	4.68	10.77
Maturity		
Within one year	15.39	28.38
1 - 5 years	4.68	10.77
More than five years	-	-

The effective Interest rate for the Lease Liabilities is 9%

The following are the amounts recognised in the Statement of Profit and Loss

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Depreciation expense of Right of Use Assets	29.67	26.10
Interest Expense on Lease Liabilities	2.70	5.37
Expense relating to Short Term Lease Liabilities	2.04	5.59
Expense relating to Lease of Low Value Assets	-	-
Income from Right of Use	-	-

Details regarding the contractual maturities of lease liabilities on an undiscounted basis

Future minimum lease payments Payable	As at 31.03.2025	As at 31.03.2024
Not later than one year	46.61	30.68
Later than one year and not later than 5 years	2.52	11.25

The Company does not face a significant liquidity risk with regard to its lease liabilities as the current assets are sufficient to meet the obligations related to lease liabilities as and when they fall due.

Lease liabilities are monitored within the Company's treasury function. All lease obligations are denominated in currency units.

51. The figures of the previous year have been regrouped/rearranged where ever necessary to confirm with current year figures.

All the 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 Rs. 0.01 lakhs due to rounding off to the nearest lakhs.

See accompanying notes to financial statements 1-51

For and on behalf of Board of Directors.

SANJAY JAYAVARTHANAVELU
Chairman
DIN 00004505

G.MANI
Managing Director
DIN 08252847

In terms of our report attached
For SUBBACHAR & SRINIVASAN
Registration No.004083S
Chartered Accountants

Place : Coimbatore
Date : 12.05.2025

C.V. VENKATESH
Chief Financial Officer

S.K.RADHAKRISHNAN
Company Secretary

T.S. ANANDATHIRTHAN
Partner, M.No. 230192

