Date: September 08, 2026

To,

The General Manager
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001

Listing Department,
National Stock Exchange Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: 532022

Trading Symbol: FILATFASH

Dear Sir/Madam,

Sub.: Notice of 32nd Annual General Meeting along with Integrated Annual Report of the Company for the Financial Year 2025-26.
Ref.: Regulation 34 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform that the 32nd Annual General Meeting ("AGM") of the Company will be held on Wednesday, September 30, 2026, at 04.00 p.m. (IST) through Video Conferencing/ Other Audio-Visual Means in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Integrated Annual Report of the Company along with the Notice of AGM for the financial year 2025-26, which is being sent only through electronic mode to the Shareholders.

The Integrated Annual Report containing the AGM Notice is also uploaded on the Company's website www.filatexfashions.co.in/

We would further like to inform that the Company has fixed Wednesday, September 23, 2026, as the cut-off date for ascertaining the names of the shareholders holding shares either in physical form or in dematerialized form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM.

D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
Telangana, India - 500032 Phone: +91 40-49502180
www.filatexfashions.co.in, Email: unisox@yahoo.com
CIN No: L51491TG1994PLCO17158

Key Information relating to AGM are as under:

Date and time of AGM	Wednesday, September 30, 2026, at 04.00 p.m.
Mode of Meeting	Video Conferencing/ Other Audio-Visual Means
Cut-off date for e-voting	Wednesday, September 23, 2026
E-voting start date and time	September 27, 2026, at 9:00 A.M
E-voting end date and time	September 29, 2026, at 5:00 P.M

You are requested to take the above on your records and acknowledge the same.

Thanking You
For Filatex Fashions Limited

PRABHAT SETHIA Digitally signed by PRABHAT SETHIA Date: 2026.09.08 14:54:20 +05'30'

Prabhat Sethia
Managing Director & CFO
DIN: 00699415

CRISIL Rating : SE2B

D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
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CIN No: L51491TG1994PLCO17158

ISO 9001:2008 Certificated

NOTICE

Notice is hereby given that the 32nd Annual General Meeting (AGM) of the Members of Filatex Fashions Limited ("the Company") will be held on Wednesday, September 30, 2026, at 04.00 PM (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESSES:

1. **To consider and adopt the Annual Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2026 including the Balance Sheet as on March 31, 2026, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.**

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

   "RESOLVED THAT the audited standalone and consolidated financial statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **Not to fill in the vacancy caused by the retirement of Mr. Vallam Setty Raghuram [DIN: 08037371], who retires by rotation at this Meeting, and does not seek reappointment:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, ("Act") the Rules made thereunder and other applicable provisions of the Act *(including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force)*, it is hereby approved not to fill the vacancy caused by the retirement of Mr. Vallam Setty Raghuram (DIN: 08037371), a Director, who retires by rotation at the 32nd Annual General Meeting and does not seek reappointment."

3. **Re-Appointment of Mr. Prabhat Sethia (DIN: 00699415), Director of the Company, who is Liable to Retire by Rotation:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), and the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Mr. Prabhat Sethia (DIN: 00699415), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution."

4. **To consider and approve the reappointment of M/s. KPSJ & Associates LLP, Chartered Accountants as the Statutory Auditors of the Company:**

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ***Ordinary Resolution;***

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. KPSJ & Associates LLP, Chartered Accountants (ICAI Firm Registration No. 124845W/W100209), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive financial years from FY 2026-27 to FY 2030-31, from the conclusion of the 32nd Annual General Meeting until the conclusion of the 37th Annual General Meeting of the Company, on such terms and conditions including remuneration as may be approved by the Board of Directors on the recommendation of the Audit Committee, from time to time during their tenure of appointment, in addition to applicable taxes and reimbursement of travelling and other out-of-pocket expenses incurred by them.

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

SPECIAL BUSINESSES:

5. **To Appoint M/s. Jigar Trivedi & Co., Practicing Company Secretaries as Secretarial Auditors for a Term of Upto 5 (Five) Consecutive Years.**

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

"RESOLVED THAT pursuant to the provision of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for appointment of M/s Jigar Trivedi & Co, [Membership No.: ACS 46488, Certificate of Practice No.: 18483] Practicing Company Secretaries, as the Secretarial Auditors of the Company, to hold office for a term of 5 (five) consecutive years commencing from April 01, 2026 and ending on March 31, 2031, on such remuneration as may be mutually agreed upon between the Company and the Secretarial Auditors as per details set out in the Explanatory Statement annexed hereto pursuant to Section 102 of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors of the Company, be and are hereby authorised to do such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

6. **Appointment/Regularization of Mr. Pratik Bharatbhai Panchal (DIN: 10721812) as an Independent Director of the Company for a first term of five consecutive years:**

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

"RESOLVED THAT pursuant to provision of Section 149, 150, 152, 161 read with Schedule IV, and any other applicable provisions of the Companies Act, 22031, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable regulation of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Mr. Pratik Bharatbhai Panchal (DIN: 10721812) who was appointed as an Additional Director of the Company w.e.f. July 07, 2026 by the Board of Directors of the Company based on the recommendation of Nomination and Remuneration Committee in their meeting held on July 07, 2026, and who holds office up to the date of this Annual General Meeting and who also meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1) of the Listing Regulations and who have submitted a declaration to that effect and in respect of whom the company has received a notice in writing form a Member under Section 160 of Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of Five consecutive years effective from July 07, 2026 to July 06, 2031 on the board of the company.

RESOLVED FURTHER THAT pursuant to the provision of Section 197(5) of the Companies Act, 2013 ("Act") read with rules framed thereunder and Schedule V of the Act and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee, the approval of shareholders of the company be and is hereby accorded that the sitting fees payable to Mr. Pratik Bharatbhai Panchal, Independent Director of the company will be as may be decided by the Board from time to time during his tenure as Independent Director of the company with effect from July 07, 2026.

RESOLVED FURTHER THAT any Directors and/or Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

7. **Appointment/Regularization of Ms. Smitaben Suthar (DIN: 10721816) as an Independent Director of the Company for a first term of five consecutive years**

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

"RESOLVED THAT pursuant to provision of Section 149, 150, 152, 161 read with Schedule IV, and any other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable regulation of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Ms. Smitaben Suthar (DIN: 10721816) who was appointed as an Additional Director of the Company w.e.f. July 17, 2026 by the Board of Directors of the Company based on the recommendation of Nomination and Remuneration Committee in their meeting held on July 17, 2026, and who holds office up to the date of this Annual General Meeting and who also meets the criteria for independence as provided in

Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1) of the Listing Regulations and who have submitted a declaration to that effect and in respect of whom the company has received a notice in writing form a Member under Section 160 of Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of Five consecutive years effective from July 17, 2026 to July 16, 2031 on the board of the company.

RESOLVED FURTHER THAT pursuant to the provision of Section 197(5) of the Companies Act, 2013 ("Act") read with rules framed thereunder and Schedule V of the Act and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee, the approval of shareholders of the company be and is hereby accorded that the sitting fees payable to Ms. Smitaben Suthar, Independent Director of the company will be as may be decided by the Board from time to time for attending the board meetings and committee meetings of the company during her tenure as Independent Director of the company with effect from July 17, 2026.
RESOLVED FURTHER THAT any Directors and/or Company Secretary of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

8. **<u>To consider and approve the change in designation of Mr. Rutvikbhai Mukeshbhai Beladiya (DIN: 10726964) from Non-Executive Non-Independent Director to Joint Managing Director of the Company.</u>**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded for change in designation of Mr. Rutvikbhai Mukeshbhai Beladiya (DIN: 10726964) from Non-Executive Non-Independent Director to Joint Managing Director of the Company, liable to retire by rotation, for a period of Five (5) years with effect from September 30, 2026, on the terms and conditions, including remuneration, as set out in the explanatory statement.

RESOLVED FURTHER THAT any of the Director of the Company or Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution."

Registered Office:
D. No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V. Rangareddy, SeriLingampally, Telangana, India, 500032

For and on behalf of Board of Directors
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158

Date: September 08, 2026
Place: Hyderabad

Sd/- **Prabhat Sethia** **Managing Director & CFO** **DIN: 00699415**	**Sd/-** **Smitaben Suthar** **Additional Director** **DIN: 10721816**	**Sd/-** **Pratik Bharatbhai Panchal** **Additional Director** **DIN: 10721812**

NOTES:

1. Pursuant to Circulars issued by the Ministry of Corporate Affairs ("MCA") and by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold the Annual General Meeting (AGM) through video conference ('VC") or Other Audio Visual Means ("OAVM"), without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM.

2. In compliance with the applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Annual General Meeting (the " AGM" or the "Meeting") of the Members of Filatex Fashions Limited (the "Company") is scheduled to be held on, September 30, 2026, at: 04:00 PM (IST) through VC/ OAVM. Accordingly, the Members can attend and participate in the ensuing AGM through VC/ OAVM. They can also vote on the items to be transacted at the Meeting as mentioned in this Notice through electronic voting process ("e-Voting") via remote e-Voting or e-Voting during the AGM by following the procedure as detailed below in Note Nos. 15 to 17.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the 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.

4. The attendance of the Members participating in the AGM through VC/ OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a member of the company. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with.

Accordingly, in terms of the MCA circulars and the SEBI circular, the facility of appointment of proxies by members to attend and vote at the AGM is not available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this notice.

6. However, in pursuance of Section 112 and 113 of the Companies Act, 2013, the representatives of the Members may be appointed for the purpose of voting through remote e-Voting or for participation and voting during the meeting held through VC/ OAVM and in this regard should send the necessary documents to the Company.

7. Institutional investors who are Members of the Company are encouraged to attend and vote in the AGM being held through VC/ OAVM.

8. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of Item no 4 to 8 are annexed hereto.

9. Notice is being sent to all the shareholders whose names appear on the Register of Members as at the close of business hours on September 04, 2026.

10. All documents referred to in the Notice calling the AGM and the Explanatory Statement are available on the website of the Company for inspection by the Members.

11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM, For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.

12. In line with the Ministry of Corporate affair (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://www.filatexfashions.co.in/. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National stock Exchange of India Limited at https://www.bseindia.com/ and https://www.nseindia.com respectively and the AGM Notice is also available on the website of CDSL (agency for providing the Remote Voting facility) i.e. www.evotingindia.com.

13. In case of joint holders participating at the AGM together, only such joint holders who is higher in the order of names will be entitled to vote.

14. Any person becoming a Member of the Company after the Notice of the Meeting is sent out through e-mail and holds shares as on the **Cut-off date i.e.**, **September 04, 2026.,** may download the same from the websites of the Company, Stock Exchanges i.e. NSE and BSE & Central Depository Services (India) Limited (CDSL) and can exercise their voting rights through remote e-Voting or by e-voting during the Meeting by following the instructions listed herein below.

15. THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on **September 27, 2026, at 9:00 A.M. and ends on September 29, 2026, at 5:00 P.M** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access

	the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

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

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; to info@csnayan.com and unisox@yahoo.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

16. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

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

(ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

(iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

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

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

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

(vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

(viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

(ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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

17. **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, CDSL (Central Depository Services (India) Limited), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai – 400013 or may be sent via email to helpdesk.evoting@cdslindia.com or by calling the toll-free number 1800 21 09911.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions)

Item No. 2 Not to fill in the vacancy caused by the retirement of Mr. Vallam Setty Raghuram [DIN: 08037371], who retires by rotation at this Meeting, and does not seek reappointment:

Mr. Vallam Setty Raghuram (DIN: 08037371), Director of the Company, retires by rotation at the ensuing 32nd Annual General Meeting of the Company in accordance with the provisions of Section 152 of the Companies Act, 2013 ("Act") and the Articles of Association of the Company.

Mr. Vallam Setty Raghuram has informed the Company that he does not seek re-appointment as a Director of the Company. Accordingly, the vacancy arising on account of his retirement by rotation is proposed not to be filled at the ensuing Annual General Meeting.

Pursuant to Section 152 of the Act, where the vacancy of a retiring Director is not filled and the meeting has expressly resolved not to fill the vacancy, the vacancy shall not result in the deemed re-appointment of the retiring Director. Accordingly, approval of the Members is sought by way of an Ordinary Resolution for expressly resolving not to fill the vacancy caused by the retirement of Mr. Vallam Setty Raghuram.

The Board of Directors is of the view that the vacancy arising due to the retirement of Mr. Vallam Setty Raghuram need not be filled and accordingly recommends the Ordinary Resolution set out at Item No. 2 of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice, except Mr. Vallam Setty Raghuram to the extent of his retirement from the office of Director.

The relevant details of Mr. Vallam Setty Raghuram, as applicable, are disclosed in the **Annexure to this Notice** in accordance with the applicable provisions of the Companies Act, 2013, Secretarial Standard-2 on General Meetings ("SS-2") and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Item No. 3 Re-Appointment of Mr. Prabhat Sethia (DIN: 00699415), Director of the Company, who is Liable to Retire by Rotation:

Mr. Prabhat Sethia (DIN: 00699415), Director of the Company, retires by rotation at the ensuing 32nd Annual General Meeting of the Company in accordance with the provisions of Section 152 of the Companies Act, 2013 ("Act") and the Articles of Association of the Company and, being eligible, has offered himself for re-appointment as a Director of the Company, liable to retire by rotation.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has considered the experience, expertise and contribution of Mr. Prabhat Sethia and is of the view that his continued association with the Company as a Director would be beneficial to the Company. Accordingly, the Board recommends the re-appointment of Mr. Prabhat Sethia as a Director of the Company, liable to retire by rotation.

The Company has received the requisite disclosures and declarations from Mr. Prabhat Sethia confirming his eligibility for re-appointment and that he is not disqualified from being appointed as a Director under the provisions of the Act and applicable regulations.

The requisite details of Mr. Prabhat Sethia, including his age, qualifications, brief resume, experience and expertise in specific functional areas, date of first appointment on the Board, terms and conditions of re-appointment, remuneration, shareholding in the Company, relationship with other Directors and Key Managerial Personnel, number of Board Meetings attended during the financial year, other directorships, memberships/chairmanships of committees of other Boards and details relating to listed entities, as applicable, are provided in the **Annexure to this Notice**, which forms an integral part of this Explanatory Statement.

The disclosures in the said Annexure are provided in accordance with the applicable provisions of the Companies Act, 2013, **Secretarial Standard-2 on General Meetings ("SS-2")** issued by the Institute of Company Secretaries of India and **Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**. Regulation 36(3) specifically requires listed entities to provide specified information to shareholders in case of appointment or re-appointment of a Director.

Except Mr. Prabhat Sethia and his relatives, to the extent of their respective interest, if any, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

Item No. 5: To Appoint M/s Jigar Trivedi & Co as a Secretarial Auditor of the Company:

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, every listed company is required to annex with its Board's Report a Secretarial Audit Report in the prescribed form, issued by a Practicing Company Secretary (PCS).

The Board of Directors of the Company, on the recommendation of the Audit Committee, has approved the appointment of M/s Jigar Trivedi & Co, Practicing Company Secretary, having Membership number ACS 46488 and Certificate of Practice number 18483, as the Secretarial Auditor of the Company for a term of five consecutive financial years, commencing from the conclusion of this 32nd Annual General Meeting and ending at the conclusion of the 37th Annual General Meeting, subject to approval of the members of the Company at the AGM.

The proposed appointee has consented to act as the Secretarial Auditor of the Company and confirmed eligibility in accordance with the provisions of the Companies Act, 2013.

The Board recommends the resolution set out at Item No. 4 of the accompanying Notice for the approval of the members as an **Ordinary Resolution**.

None of the Directors and Key Managerial Personnel (KMPs) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

Item No. 6: Regularisation of Additional Director Mr. Pratik Bharatbhai Panchal (DIN: 10721812) as Non-Executive Independent Director

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act"), the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee, appointed **Mr. Pratik Bharathbhai Panchal (DIN: 10721812)** as an Additional Director in the capacity of a Non-Executive Independent Director with effect from **July 07, 2026** at its meeting held on **July 07, 2026**, for a first term of five years, subject to the approval of Members of the Company by way of a Special Resolution. In terms of Section 161(1) of the Companies Act, 2013, he holds office only up to the date of ensuing Annual General Meeting ("AGM") but is eligible for appointment as an Independent Director, whose office shall not be liable to retire by rotation. The Company has in terms of Section 160(1) of the Companies Act, 2013 received a notice in writing from a Member proposing his candidature for the office of Independent Director of the Company. Mr. Pratik Bharathbhai Panchal has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Act.

Mr. Pratik Bharathbhai Panchal possesses the requisite qualifications, expertise and experience required for appointment as an Independent Director of the Company. The Board is of the opinion that his association with the Company as an Independent Director would be beneficial to the Company.

The Company has received the following confirmations and declarations from **Mr. Pratik Bharathbhai Panchal**:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014;
(ii) Intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under section 164(2) of the Companies Act, 2013; and
(iii) Declaration to the effect that he meets the criteria of independence as provided in section 149 (6) of the Companies Act, 2013 read with Regulation 16(1) and Regulation 25(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Brief Terms and conditions of appointment of Mr. Pratik Bharathbhai Panchal, Independent Director

1. **Mr. Pratik Bharathbhai Panchal (DIN: 10721812)** is proposed to be appointed as an Independent Director of the Company for a term of **five (5) consecutive years w.e.f July 07, 2026**

2. The appointment shall be subject to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, read with Schedule IV to the Act, the rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as amended from time to time.

3. The Independent Director shall not be liable to retire by rotation during his tenure of office.

4. The Independent Director shall be entitled to receive sitting fees, if any, for attending meetings of the Board of Directors and Committees thereof, reimbursement of expenses incurred for attending such meetings, and such other remuneration as may be permissible under the Companies Act, 2013 and the SEBI LODR Regulations and as approved by the Board/Shareholders, as applicable.

D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
Telangana, India - 500032 Phone: +91 40-49502180
www.filatexfashions.co.in, Email: unisox@yahoo.com
CIN No: L51491TG1994PLCO17158

5. The Independent Director shall be expected to perform the duties and responsibilities prescribed under the Companies Act, 2013, Schedule IV thereto, SEBI LODR Regulations and other applicable laws, including providing independent judgment, exercising due diligence and bringing an objective view to the deliberations of the Board and its Committees.

6. The appointment shall be subject to the Independent Director satisfying the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, and furnishing the requisite declarations and confirmations regarding his independence, eligibility and compliance with applicable law.

7. The Independent Director shall comply with the Code of Conduct for Independent Directors as specified under Schedule IV to the Companies Act, 2013 and such other policies, codes and procedures of the Company as may be applicable to him from time to time.

8. The Independent Director shall be entitled to such Directors and Officers (D&O) insurance, if any, as may be maintained by the Company in accordance with its policy and applicable law.

9. The appointment may be terminated or vacated in accordance with the provisions of the Companies Act, 2013, SEBI LODR Regulations and other applicable laws.

The terms and conditions of appointment of the Independent Director shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be available for inspection at the AGM in accordance with applicable law.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of **Mr. Pratik Bharathbhai Panchal** as Independent Director is now being placed before the Members for their approval.

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

The Board recommends the Resolution set out in Item No. 6 of the Notice for approval by the shareholders as a **Special Resolution**.

Item No. 7: Regularisation of Additional Director Ms. Smitaben Suthar (DIN: 10721816) as Non-Executive & Independent Director of the Company

Pursuant to the provisions of Section 161 of the Companies Act, 2013 (the "Act"), the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Smitaben Suthar (DIN: 10721816) as an Additional Director in the capacity of a Non-Executive Independent Director with effect from July 17, 2026 at its meeting held on July 17, 2026, for a first term of five years, subject to the approval of Members of the Company by way of a Special Resolution. In terms of Section 161(1) of the Companies Act, 2013, she holds office only up to the date of ensuing Annual General Meeting ("AGM") but is eligible for appointment as an Independent Director, whose office shall not be liable to retire by rotation. The Company has in terms of Section 160(1) of the Companies Act, 2013 received a notice in writing from a Member proposing her candidature for the office of Independent Director of the Company. Ms. Smitaben Suthar has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149(6) of the Act.

Ms. Smitaben Suthar possesses the requisite qualifications, expertise and experience required for appointment as an Independent Director of the Company. The Board is of the opinion that her association with the Company as an Independent Director would be beneficial to the Company.

The Company has received the following confirmations and declarations from Ms. Smitaben Suthar:

(i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014;

(ii) Intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under section 164(2) of the Companies Act, 2013; and

(iii) Declaration to the effect that she meets the criteria of independence as provided in section 149 (6) of the Companies Act, 2013 read with Regulation 16(1) and Regulation 25(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Brief Terms and conditions of appointment of Ms. Smitaben Suthar, Independent Director

1. Ms. Smitaben Suthar (DIN: 10721816) is proposed to be appointed as an Independent Director of the Company for a term of five (5) consecutive years from the conclusion of the 32nd Annual General Meeting of the Company.

2. The appointment shall be subject to the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013, read with Schedule IV to the Act, the rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as amended from time to time.

3. The Independent Director shall not be liable to retire by rotation during her tenure of office.

4. The Independent Director shall be entitled to receive sitting fees, if any, for attending meetings of the Board of Directors and Committees thereof, reimbursement of expenses incurred for attending such meetings, and such other remuneration as may be permissible under the Companies Act, 2013 and the SEBI LODR Regulations and as approved by the Board/Shareholders, as applicable.

5. The Independent Director shall be expected to perform the duties and responsibilities prescribed under the Companies Act, 2013, Schedule IV thereto, SEBI LODR Regulations and other applicable laws, including providing independent judgment, exercising due diligence and bringing an objective view to the deliberations of the Board and its Committees.

6. The appointment shall be subject to the Independent Director satisfying the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, and furnishing the requisite declarations and confirmations regarding her independence, eligibility and compliance with applicable law.

7. The Independent Director shall comply with the Code of Conduct for Independent Directors as specified under Schedule IV to the Companies Act, 2013 and such other policies, codes and procedures of the Company as may be applicable to her from time to time.

8. The Independent Director shall be entitled to such Directors and Officers (D&O) insurance, if any, as may be maintained by the Company in accordance with its policy and applicable law.

9. The appointment may be terminated or vacated in accordance with the provisions of the Companies Act, 2013, SEBI LODR Regulations and other applicable laws.

The terms and conditions of appointment of the Independent Director shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be available for inspection at the AGM in accordance with applicable law.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Smitaben Suthar as Independent Director is now being placed before the Members for their approval.

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

The Board recommends the Resolution set out in Item No. 7 of the Notice for approval by the shareholders as a Special Resolution.

Item No. 8: To consider and approve the change in designation of Mr. Rutvikbhai Mukeshbhai Beladiya (DIN: 10726964) from Non-Executive Non-Independent Director to Joint Managing Director of the Company.

Mr. Rutvikbhai Mukeshbhai Beladiya (DIN: 10726964) was appointed as a Non-Executive Non-Independent Director of the Company with effect from July 07, 2026, and is presently serving in such capacity.

Based on the recommendation of the Nomination and Remuneration Committee and considering his experience, leadership capabilities and familiarity with the Company's operations and governance framework, the Board of Directors has approved the change in designation of Mr. Rutvikbhai Mukeshbhai Beladiya from Non-Executive Non-Independent Director to Executive Director and his appointment as Joint Managing Director of the Company, liable to retire by rotation, for a period of Five (5) years with effect from September 30, 2026, subject to the approval of the shareholders of the Company and such other approvals as may be required.

In his capacity as Joint Managing Director, Mr. Rutvikbhai Mukeshbhai Beladiya will be responsible for Roles & Responsibilities as set out in Appointment letter dated September 30, 2026 and will contribute towards the Company's business growth, strategic initiatives, operational efficiency and overall management of the Company.

Term:

Five (5) years with effect from September 30, 2026, liable to retire by rotation.

Remuneration:

Mr. Rutvikbhai Mukeshbhai Beladiya satisfies the conditions specified under Section 196(3) of the Companies Act, 2013 read with Part I of Schedule V to the Companies Act, 2013 for appointment as Joint Managing Director. The Company has received necessary disclosures, declarations and confirmations from him, including confirmation that he is not disqualified from being appointed as a Director under the provisions of the Companies Act, 2013 and is not debarred from holding the office of Director by SEBI or any other statutory authority.

In terms of the provisions of Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013 read with applicable rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members is sought for the change in designation of Mr. Rutvikbhai Mukeshbhai Beladiya from Non-Executive Non-Independent Director to Executive Director and his appointment as Joint Managing Director of the Company.

Accordingly, the Board recommends the Special Resolution set out at Item No. 8 of the accompanying Notice for approval of the Members.

Except Mr. Rutvikbhai Mukeshbhai Beladiya and his relatives, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the Notice.

Registered Office:
D. No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V. Rangareddy, SeriLingampally, Telangana, India, 500032

For and on behalf of Board of Directors
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158

Date: September 08, 2026
Place: Hyderabad

Sd/-
Prabhat Sethia
Managing Director & CFO
DIN: 00699415

Sd/-
Smitaben Suthar
Additional Director
DIN: 10721816

Sd/-
Pratik Bharatbhai Panchal
Additional Director
DIN: 10721812

Annexure I
Details of the Directors seeking appointment / re-appointment at the Annual General Meeting

Pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India

Particulars	**Mr. Prabhat Sethia**	**Mr. Vallam Setty Raghuram**	**Mr. Pratik Bharatbhai Panchal**	**Mr. Rutvikbhai Mukeshbhai Beladiya**	**Ms. Smitaben Suthar**
Director Identification No. (DIN)	00699415	08037371	10721812	10726964	10721816
Age	64 years	63 years	32 years	23 years	39 years
Date of first Appointment	March 08, 1994	December 28, 2017	July 07, 2026	July 07, 2026	July 17, 2026
Number of shares held in the Company	16,61,65,271	Nil	Nil	Nil	Nil
Qualifications	Commerce Graduate	B. Com graduate	Information Technology graduate	MBA graduate specializing in Finance and Marketing	Bachelor of Education (B.Ed.) and Bachelor of Arts (B.A.) from Hemchandracharya North Gujarat University, Patan, Gujarat
Expertise in specific functional area	Business strategy, business management and technical aspects of the business. He has successfully	He is having rich experience in the field of Marketing.	Software testing, technical support and operations management; knowledge of Software	Finance and marketing; business analysis, market research and strategic planning;	Strong communication, interpersonal and organizational skills; ability to contribute effectively to Board

	guided the Company's growth strategy and enriched the technical aspects of the business.		Testing Life Cycle (STLC), including test case preparation, defect reporting, functional testing, regression testing and user acceptance testing; experience across sales, web research, cinema operations and technical support; problem-solving, customer service and communication skills in technology-driven business operations	sales analysis, customer behaviour assessment, market research and cross-functional coordination; financial and statistical analysis, data interpretation and decision-making	deliberations and corporate governance practices
In case of Independent Directors, the skills and capabilities required for the role and the	Not Applicable	Not Applicable	Technology, analytical, problem-solving, communication and operational skills. Mr.	Not Applicable	Communication, interpersonal, organizational and corporate governance skills. Ms. Smitaben Suthar, being a

manner in which the proposed person meets such requirements			Pratik Bharatbhai Panchal, being an Information Technology graduate with hands-on experience in software testing, technical support and operations management, possesses the requisite skills and capabilities to contribute effectively to the Board.		Bachelor of Education (B.Ed.) and Bachelor of Arts (B.A.) and possessing strong communication, interpersonal and organizational skills, is capable of contributing effectively to Board deliberations and corporate governance practices.
Relationship with other Directors and Key Managerial Personnel	None	None	None	None	None
Directorships held in other body corporate as on March 31, 2026 (listed and unlisted Indian)	**Unlisted Companies** • Illuminnati Constructions Limited • RDB-Cybercity Developers	None	None	**Unlisted Companies** • Skoofy Beverages Private Limited	None

	Private Limited • Omnitech Illuminnati Realtors Private Limited • Shri Anandpur Sahib Eco Resort Limited • Filatex Mines and Minerals Private Limited				
Membership / Chairmanships of committees of other companies as on March 31, 2026	None	None	None	None	None
Listed entities from which the person has resigned in the past three years	None	None	Ortin Global Limited	Ortin Global Limited	Ortin Global Limited

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D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
Telangana, India - 500032 Phone: +91 40-49502180
www.filatexfashions.co.in, Email: unisox@yahoo.com
CIN No: L51491TG1994PLCO17158

COMPANY INFORMATION

Board of Directors:

- Mr. Sethia Prabhat (Chairperson, Managing Director & Chief Financial Officer)
  (W.e.f. March 08, 1994)
- Mr. Vallam Setty Raghuram (Non-Executive Non-Independent Director)
  (W.e.f. December 28, 2017)
- Mr. Pratik Bharatbhai Panchal (Additional Director, Non-Executive Independent Director)
  (W.e.f. July 07, 2026)
- Mr. Rutvikbhai Mukeshbhai Beladiya (Additional Director, Non-Executive Director)
  (W.e.f. July 07, 2026)
- Ms. Suthar Smitaben Bhaveshbhai (Additional Director, Non-Executive Independent Director)
  (W.e.f. July 17, 2026)
- Mrs. Sethia Sangeeta (Non-Executive Non-Independent Director)
  (W.e.f. March 31, 2015; ceased w.e.f. December 03, 2025)
- Mr. Nageshwara Rao Chitirala (Non-Executive Independent Director)
  (W.e.f. May 05, 2023; ceased w.e.f. July 17, 2026)
- Mr. Swapnil Prakash Raka (Non-Executive Independent Director)
  (W.e.f. September 08, 2023; ceased w.e.f. December 03, 2025)
- Ms. Hemalatha Ayepu (Non-Executive Independent Director)
  (W.e.f. May 30, 2024; ceased w.e.f. August 05, 2026)
- Mr. Mohammed Riyaz Kamaruddin Khan (Non-Executive Independent Director)
  (W.e.f. September 23, 2024; ceased w.e.f. May 06, 2025)
- Mr. Mukesh Arora (Non-Executive Independent Director)
  (W.e.f. September 23, 2024; ceased w.e.f. May 06, 2025)
- Mr. Rakesh Sharma (Non-Executive Independent Director)
  (W.e.f. September 23, 2024; ceased w.e.f. May 06, 2025)
- Mr. Ram Phool Meena (Non-Executive Non-Independent Director)
  (W.e.f. October 14, 2024; ceased w.e.f. September 26, 2025)
- Mr. Dhruv Rameshbhai Chauhan (Non-Executive Independent Director)
  (W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)
- Mrs. Sonali Sandeep Joshi (Non-Executive Independent Director)
  (W.e.f. December 03, 2025; ceased w.e.f. July 17, 2026)
- Ms. Sanju (Whole-Time Director)
  (W.e.f. December 03, 2025; ceased w.e.f. July 17, 2026)

Key Managerial Personnel

Chief Financial Officer

- Mr. Sethia Prabhat (Chief Financial Officer)
  (W.e.f. November 11, 2025)
- Mr. Yash Sethia (Chief Financial Officer)
  (W.e.f. March 30, 2024; ceased w.e.f. August 29, 2025)

Company Secretary

- Mr. Harimohan Namdev (*W.e.f. July 17, 2026)*
- Mrs. Divya Agarwal *(W.e.f. February 26, 2026; ceased w.e.f. May 08, 2026)*
- Mr. Chintala Srinivasa Rao *(W.e.f. April 01, 2024; ceased w.e.f. October 10, 2026)*

Committees of Board of Directors:

Audit Committee

- Ms. Suthar Smitaben Bhaveshbhai – Chairperson *(W.e.f. July 17, 2026)*
- Ms. Hemalatha Ayepu – Member *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Mr. Pratik Bharatbhai Panchal – Member *(W.e.f. July 07, 2026)*
- Mr. Dhruv Rameshbhai Chauhan – Chairperson
  (W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)
- Mr. Nageshwara Rao Chitral – Member *(W.e.f. May 05, 2023; ceased w.e.f. July 17, 2026)*
- Mr. Vallam Setty Raghuram – Member *(W.e.f. September 08, 2023; ceased w.e.f. December 03, 2025)*
- Mr. Swapnil Prakash Raka – Chairperson *(W.e.f. October 14, 2024; ceased w.e.f. December 03, 2025)*

Nomination and Remuneration Committee

- Mr. Pratik Bharatbhai Panchal – Chairperson *(W.e.f. July 07, 2026)*
- Ms. Hemalatha Ayepu – Member *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Ms. Suthar Smitaben Bhaveshbhai – Member *(W.e.f. July 17, 2026)*
- Mr. Nageshwara Rao Chitral – Chairperson *(W.e.f. May 06, 2025; ceased w.e.f. July 17, 2026)*
- Mr. Vallam Setty Raghuram – Member *(W.e.f. March 02, 2023; ceased w.e.f. December 03, 2025)*
- Mr. Swapnil Prakash Raka – Member *(W.e.f. May 06, 2025; ceased w.e.f. December 03, 2025)*

- Mr. Rakesh Sharma – Member *(W.e.f. October 14, 2024; ceased w.e.f. May 06, 2025)*
- Mr. Dhruv Rameshbhai Chauhan – Member *(W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)*

Stakeholders' Relationship Committee

- Mr. Pratik Bharatbhai Panchal – Chairperson *(W.e.f. July 07, 2026)*
- Ms. Hemalatha Ayepu – Member *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Ms. Suthar Smitaben Bhaveshbhai – Member *(W.e.f. July 17, 2026)*
- Mr. Nageshwara Rao Chitirala – Chairperson *(W.e.f. December 03, 2025; ceased w.e.f. July 17, 2026)*
- Mr. Vallam Setty Raghuram – Member *(W.e.f. February 07, 2023; ceased w.e.f. December 03, 2025)*
- Mr. Swapnil Prakash Raka – Chairperson *(W.e.f. October 14, 2024; ceased w.e.f. December 03, 2025)*
- Mr. Dhruv Rameshbhai Chauhan – Member *(W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)*

Risk Management Committee

- Mr. Sethia Prabhat – Chairperson *(W.e.f. September 08, 2025)*
- Ms. Hemalatha Ayepu – Member *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Mr. Nageshwara Rao Chitral – Member *(W.e.f. May 05, 2023)*
- Mrs. Sethia Sangeeta – Member *(W.e.f. September 08, 2025; ceased w.e.f. December 03, 2025)*

Corporate Social Responsibility Committee

- Mr. Pratik Bharatbhai Panchal – Chairperson *(W.e.f. July 07, 2026)*
- Ms. Hemalatha Ayepu – Member *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Ms. Suthar Smitaben Bhaveshbhai – Member *(W.e.f. July 17, 2026)*
- Mr. Nageshwara Rao Chitirala – Chairperson *(W.e.f. December 03, 2025; ceased w.e.f. July 17, 2026)*
- Mr. Vallam Setty Raghuram – Member *(W.e.f. September 08, 2023)*
- Mr. Swapnil Prakash Raka – Chairperson *(W.e.f. October 14, 2024; ceased w.e.f. December 03, 2025)*
- Mr. Dhruv Rameshbhai Chauhan – Member *(W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)*

Other Committee – Independent Directors

- Ms. Hemalatha Ayepu – Chairperson *(W.e.f. December 03, 2025, ceased w.e.f. August 05, 2026)*
- Mr. Pratik Bharatbhai Panchal – Member *(W.e.f. July 07, 2026)*
- Ms. Suthar Smitaben Bhaveshbhai – Member *(W.e.f. July 17, 2026)*

- Mr. Nageshwara Rao Chitral – Member *(W.e.f. May 05, 2023; ceased w.e.f. July 17, 2026)*
- Mr. Dhruv Rameshbhai Chauhan – Member *(W.e.f. December 03, 2025; ceased w.e.f. May 23, 2026)*
- Mrs. Sonali Sandeep Joshi – Member *(W.e.f. December 03, 2025; ceased w.e.f. July 17, 2026)*
- Mr. Swapnil Prakash Raka – Chairperson *(W.e.f. October 14, 2024; ceased w.e.f. December 03, 2025)*

Auditors:

Statutory Auditors

- KPSJ & Associates LLP
  Chartered Accountants
  B/1002/A, Mondeal Square, Circle P, Anand Nagar Road,
  Prahladnagar, S A C, Ahmedabad, Gujarat India – 380015
  (W.e.f January 16, 2026*)*

- Pundarikashyam & Associates
  Chartered Accountants
  9-1-41/11, Plot No. 11, Syndicate Officers Colony Bowenpally,
  Tirumalagiri, Picket, Secunderabad, Hyderabad, Telangana India – 500009
  (W.e.f. September 30, 2022; ceased w.e.f. November 13, 2025)

Secretarial Auditor

- M/s. Sachin Singh & Associates
  4/10, Rocky Parera Chawl S. V Road Near King Church,
  Jogeshwari W Kranti Nagar, Suburban, Mumbai, Maharashtra, 400102
  (W.e.f. December 03, 2025)

- M/s. Akhilesh Singh & Associates
  Practicing Company Secretaries
  113/131, B-1, Swaroop Nagar Uttar Pradesh,
  Kanpur Nagar, Kanpur, 208002
  (W.e.f. September 08, 2025; ceased w.e.f. November 13, 2025)

Internal Auditor

- M/s. Kandula & Associates
  Chartered Accountants
  6-3-667/4, Flat No. 202, Sirimalle Towers,
  Punjagutta, Hyderabad, Telangana, India, 500082
  (W.e.f. September 08, 2025)

Registered Office:

D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,
K.V. Rangareddy, Seri Lingampally, Telangana, India, 500032
CIN: L51491TG1994PLC017158

Registrar & Transfer Agent:

MUFG Intime India Private. Limited,
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai-400083, Maharashtra
Phone No.: +91 2249186000
E-mail: rnt.helpdesk@in.mpms.mufg.com

BOARD'S REPORT

Dear Shareholders,

Your directors are pleased to present the 32nd Annual Report along with the Audited Consolidated and Standalone Financial Statement for Financial Statements of your Company for the financial year ended March 31, 2026 (FY 2025-26).

FINANCIAL PERFORMANCE:

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

The summarized financial highlights are depicted below:

(Rs. in Lakhs.)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	2025-26	2024-25
Revenue from operations	11,219.33	17,848.18	11,544.23	18,580.78
Other Income	63.58	569.44	63.58	584.44
Total Income	**11,282.91**	**18,417.61**	**11,607.81**	**19,165.21**
Total Expenditure	10,910.07	17,146.99	11,231.29	17,888.35
Profit before tax	372.85	1,270.63	376.52	1,276.86
Less: Tax expense	92.36	333.30	93.31	334.91
Profit for the year (PAT)	**280.49**	**937.33**	**283.21**	**941.95**

Financial Highlights/ State of Company's Affairs:

The total income of the Company for the year ended March 31, 2026, was Rs. 11,282.91/- Lakhs as against the total income of Rs. 18,417.61/- Lakhs for the previous year ended March 31, 2025.

The total Consolidated income of the Company for the year ended March 31, 2026, was Rs. 11,607.81/- Lakhs as against total income of Rs. 19,165.21/- Lakhs for the previous year ended March 31, 2025.

The Company has earned a Net Profit after Tax of Rs. 280.49/- Lakhs for the year under review as compared to Net Profit of Rs. 937.33/- Lakhs in the previous year.

The Company has reported a consolidated Net Profit after tax of Rs. 283.21/- Lakhs for the year under review as compared to Net Profit after tax of Rs. 941.95/- Lakhs in the previous year.

Dividend:

During the year under review, your Board has not recommended any dividend. The Dividend Distribution Policy is available on the website of the Company at www.filatexfashions.co.in This policy sets out the parameters and circumstances that will be taken into account by the Board of Directors of the Company in regard to distribution of dividend to its shareholders and/or retention of profits and also to provide clarity to the stakeholders on the dividend distribution strategies of the Company.

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

No amount is required to be transferred to Investor Education and Protection Fund pursuant to Section 124(5) of the Act.

Credit Rating:

As the company has not issued any debt instruments, there is no requirement to obtain a credit rating for the financial year 2025-26.

Amount transferred to Reserve:

During the year, the Company has Transferred Rs. 280.49/- Lakhs in reserve. The profit earned during the year has been carried to the balance sheet of the Company.

For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2026, please refer to the Statement of Changes in Equity included in the Standalone and Consolidated financial statements.

COMPANY AFFAIRS

1) **Business Segments:** The Company operates in a single business segment.

2) **Change in status of the Company:** Status of the Company is Public Limited. There is no change during the period under review.

3) **Key Business Developments:** There is no key Business development in the company during Financial Year 2025-26.

4) **Change in FY:** There is no change in Financial Year.

5) **Capex Programmes:** During the period under review the company has made following expenses in capex:

(₹ in Lakhs)

Sr. No.	Particulars	Additions during FY 2025–26
1	Land	—
2	Building	53.25
3	Plant and Machinery	135.00
4	Electrical Installations and Equipment	—
5	Computers	0.92
6	Furniture & Fixtures	—
7	Vehicles	—
8	Office Equipment	—
Total	**Total PPE Additions**	**189.17**

CHANGE IN NATURE OF BUSINESS:

There has been no change in the objects of the Company. Business is being conducted as per the objectives described in the Memorandum of Association of the Company. There has been no material change in the line or nature of business that the Company is operating in.

SHARE CAPITAL:

Authorized Capital

The authorized share capital of the Company as at the end of the financial year i.e. March 31, 2026, stood at Rs. 8,50,00,00,000/-, divided into 8,50,00,00,000 equity shares of Rs. 1/- each

As on the date of Board's Report, the authorized share capital of the Company stands at Rs. 10,00,00,00,000/- divided into 10,00,00,00,000 equity shares of Rs. 1/- each ***(pursuant to the resolution passed at the Extra-ordinary General Meeting held on May 21, 2026, whereby the authorized share capital of the Company was increased from Rs. 8,50,00,00,000/- to Rs. 10,00,00,00,000/-).***

Issued, Subscribed & Paid-up Capital

The issued, subscribed and paid-up share capital of the Company as at March 31, 2026, & as on the date of Board's Report stood at Rs. 8,33,40,72,725/-, divided into 8,33,40,72,725 equity shares of Rs. 1/- each.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Constitution of Board:

The Constitution of the Board of Directors and other disclosure related to the Board of Directors are given in the Report on Corporate Governance.

Disclosure by Directors

The Directors on the Board have submitted notice of interest under Section 184 (1) i.e. in Form MBP 1, intimation under Section 164 (2) i.e. in Form DIR 8 and declaration as to compliance with the Code of Conduct of the Company. None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

Board Meeting

Regular meetings of the Board are held at least once in 120 days, inter-alia, to review the quarterly results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are generally held at the registered office of the Company.

During the year under review, Board of Directors of the company have met 08 (Eight) times, viz May 06, 2025, May 30, 2025, August 12, 2025, September 08, 2025, November 11, 2025, November 14, 2025, December 03, 2025, February 14, 2026, February 26, 2026. The details of attendance of each Director at the Board Meetings and Annual General Meeting are given in the Report on Corporate Governance.

Independent Directors

In terms of Section 149 of the Companies Act, 2013 and the rules made thereunder, read with the applicable provisions of the Listing Regulations, the Company had four Non-Executive Independent Directors as on March 31, 2026. In the opinion of the Board of Directors, all the four Independent Directors of the Company met the criteria of independence as prescribed under Section 149 of the Companies Act, 2013 and the rules made thereunder and the Listing Regulations and were independent of the Management. As on the date of this Board's Report, the Company has two Non-Executive Independent Directors. In the opinion of the Board, both the Independent Directors meet the criteria of independence prescribed under Section 149 of the Companies Act, 2013 and the rules made thereunder and the Listing Regulations and are independent of the Management.

A separate meeting of Independent Directors was held on March 11, 2026, to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board that is necessary for the board of directors to effectively and reasonably perform their duties.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at https://www.filatexfashions.co.in.

The Company has received a declaration from the Independent Directors of the Company under Section 149 (7) of Companies Act, 2013 and 16 (1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2025-26. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Directors and are independent of the Management.

D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
Telangana, India - 500032 Phone: +91 40-49502180
www.filatexfashions.co.in, Email: unisox@yahoo.com
CIN No: L51491TG1994PLCO17158

Following Independent Directors have resigned during F.Y 2025-26:

Sr. No.	Name	Designation	Date of Resignation
1.	Mr. Mohammed Riyaz Kamaruddin Khan	Non-Executive Independent Director	May 06, 2025
2.	Mr. Mukesh Arora	Non-Executive Independent Director	May 06, 2025
3.	Mr. Rakesh Sharma	Non-Executive Independent Director	May 06, 2025
4.	Mr. Swapnil Prakash Raka	Non-Executive Independent Director	December 03, 2025

Subsequent to the closure of the financial year, the following Independent Directors resigned from the Board of Directors of the Company:

Sr. No.	Name	Designation	Date of Resignation
1.	Mr. Dhruv Rameshbhai Chauhan	Non-Executive Independent Director	May 23, 2026
2.	Mr. Nageshwara Rao Chitral	Non-Executive Independent Director	July 17, 2026
3.	Mrs. Sonali Sandeep Joshi	Non-Executive Independent Director	July 17, 2026

4.	Ms. Hemalatha Ayepu	Non-Executive Independent Director	August 05, 2026

Key Managerial Personnel

In compliance with the provisions of Sections 2(51) and 203 of the Companies Act, 2013, the Company had Mr. Sethia Prabhat as the Managing Director with effect from September 08, 2023, and as the Chief Financial Officer with effect from November 11, 2025. Further, Mr. Yash Sethia was appointed as the Chief Financial Officer of the Company with effect from March 30, 2024. However, Mr. Yash Sethia tendered his resignation from the position of Chief Financial Officer, which was accepted by the Board of Directors of the Company, with effect from August 29, 2025.

Pursuant to the provisions of Sections 2(51) and 203 of the Companies Act, 2013, the Company had appointed Mr. Chintala Srinivasa Rao as Company Secretary and Compliance Officer of the Company with effect from April 01, 2024. However, Mr. Chintala Srinivasa Rao has ceased to hold the said position with effect from October 10, 2026.

Further, the Company had appointed Mrs. Divya Agarwal as Company Secretary and Compliance Officer of the Company with effect from February 26, 2026. However, Mrs. Divya Agarwal has tendered her resignation from the said position, which has been accepted by the Board, effective May 08, 2026.

Subsequently, the Board of Directors has appointed Mr. Harimohan Namdev as Company Secretary and Compliance Officer of the Company with effect from July 17, 2026.

Performance Evaluation

In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year under review, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its committees. The exercise was led by the Chairman of the NRC along with the Chairman of Board.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Evaluation of Board, Individual Directors and Committees is included in Report on Corporate Governance which is the part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to section 134 (5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

a) In preparation of annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed and that no material departures have been made from the same;

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

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

d) The Directors had prepared the annual accounts for the year ended March 31, 2026, on-going concern basis.

e) The Directors had laid down the 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.

COMMITTEES OF BOARD:

There are currently six Committees of the Board, as follows:

1. Audit Committee
2. Nomination and Remuneration Committee

3. Stakeholder's Relationship Committee
4. Corporate Social Responsibility Committee
5. Risk Management Committee
6. Independent Directors' Committee

Details of all the Committees along with their composition and meetings held during the year are provided in the "Report on Corporate Governance", a part of this Annual Report.

Vigil Mechanism

The Company has established a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate safeguards against victimization of director(s)/Employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of such mechanism have been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism is available on the website of the Company at https://www.filatexfashions.co.in.

Policy on Director's Appointment and Remuneration

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed the policy for selection and appointment of Directors including determining qualifications and independence of a Director, Key Managerial Personnel, Senior Management Personnel and their remuneration as part of its charter and other matters provided under Section 178(3) of the Companies Act, 2013.

Pursuant to Section 134(3) of the Companies Act, 2013, the Nomination and Remuneration policy of the Company which lays down the criteria for determining qualifications, competencies, positive attributes and independence for appointment of Directors and policies of the Company relating to remuneration of Directors, KMP and other employees is available on the Company's website at https://www.filatexfashions.co.in. There has been no change in the policy during the year.

We affirm that the remuneration paid to Directors, KMP, Senior Management Personnel and other employees is in accordance with the remuneration policy of the Company.

ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEE AND INDIVIDUAL DIRECTORS:

During the year under review, the Company conducted Board Evaluation as part of its efforts to evaluate, identify, improve and thereby enhancing the effectiveness of the Board of Directors, its committees and individual directors. This was in line with the requirements mentioned in the Act and the SEBI Listing Regulations.

The Company has also devised a policy for performance evaluation of the Board, Committees and other individual directors (including Independent Directors) which includes criteria such as the composition of committees, effectiveness of committee meetings, attendance of directors, active participation at various meetings, compliances of various laws/codes and policies, etc.

The Board of Directors of the Company has carried out an annual evaluation of its own performance, board committees and individual directors. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition, its structure, effectiveness of board processes, information flow and functioning etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of Independent Directors held on March 11, 2026, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

The results of evaluation can be concluded that there was a high level of board effectiveness with no areas of major concerns and the Board committees and the Directors were performing their duties adequately. Policy of Evaluation of the Board is available on the website of the Company viz. www.filatexfashions.co.in

ACQUISITIONS, DIVESTMENTS, INVESTMENTS AND MERGERS:

During the financial year under review, the Company did not undertake or enter into any acquisitions, divestments, strategic investments, or mergers. Accordingly, there were no material transactions or developments under this heading to be reported.

INFORMATION ON SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES:

Your Company has One (1) Subsidiary Company viz. Filatex Mines and Minerals Private Limited as on March 31, 2026.

The Company has no associate companies and joint ventures.

During the year, the Board of Directors have reviewed the affairs of the subsidiary. Pursuant to Section 129(3) of the Act read with Rule 5 of Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statement of the subsidiary company is attached to the financial statement in Form AOC-1 as **'Annexure I'**. The statement also provides details of performance and financial position of subsidiary and its contribution to the overall performance of the Company.

In compliance with Regulation 16(1)(c) of SEBI LODR Regulations, the Company has formulated a policy for determining material subsidiaries. The said policy is available on the website of the Company at www.filatexfashions.co.in

In accordance with Section 136 of the Act, the audited financial statements, including consolidated financial statements and related information of your Company and audited accounts of its subsidiary, are available on website of your Company at https://www.filatexfashions.co.in.

PARTICULARS OF EMPLOYEES:

The statement containing particulars of employees as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report as **Annexure - II.**

The statement containing employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to members excluding this annexure. In terms of Section 136 of the Act, the said annexure will be for inspection. Any shareholder interested in obtaining a copy of the same may write to Company Secretary.

PUBLIC DEPOSITS:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2026.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement for the year ended on March 31, 2026.

ANNUAL RETURN:

The Extract of Annual Return of the company as on March 31, 2026, is available on the company's website and can be accessed at https://www.filatexfashions.co.in.

TRANSACTIONS WITH RELATED PARTIES:

All Related Party Transactions are placed before the Audit Committee for review and approval. Prior approval is obtained for Related Party Transactions on a quarterly basis for transactions which are of repetitive nature and/or entered in the Ordinary Course of Business and are at Arm's Length. All Related Party Transactions are subjected to independent review by a reputed accounting firm to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013, and Listing Regulations. There were no contracts, arrangements or transactions which was executed not in ordinary course of business and/or at arm's length basis. Further, there were no related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company.

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There were not any materially significant related party transactions i.e. transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statement made by the Company which may have a potential conflict with the interest of the Company at large. The Board has formulated Policy on Related Party Transactions.

Members may refer to the notes to the accounts for details of related party transactions entered as per Indian Accounting Standard – 24. The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules there under and the SEBI LODR Regulations.

In line with the requirements of the Companies Act, 2013 and the Listing Regulations, your Company has formulated a Policy on Related Party Transactions. The Policy on Materiality of and dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website https://www.filatexfashions.co.in. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

The details of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, in **Form AOC-2**, are annexed herewith as **"Annexure-III".**

INTERNAL FINANCIAL CONTROL (IFC) SYSTEMS AND THEIR ADEQUACY:

Internal Financial Control Systems and Procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 - RULE 9 OF THE COMPANIES ACT 2013

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations.

The company had appointed Mr. Prabhat Sethia (DIN: 00699415), Managing Director as a Designated person in the Board meeting held on September 08, 2026, and the same will be reported in Annual Return of the company.

MATERIAL CHANGES AND COMMITMENT:

Between the end of the financial year to which the financial statements relate and the date of this Report, the Company conducted a Postal Ballot through remote e-voting. The remote e-voting facility was provided for seeking the approval of the Members on the following Ordinary/Special businesses:

I. Appointment of Statutory Auditor to fill the Casual Vacancy
II. Appointment of Secretarial Auditor to fill the Casual Vacancy
III. Appointment of Mr. Dhruv Rameshbhai Chauhan (DIN: 10648602) as an Non-Executive Independent Director of the Company
IV. Appointment of Ms. Sonali Sandeep Joshi (DIN: 10648603) as a Independent Director of the Company
V. Appointment of Ms. Sanju as a Whole Time Director

Except as mentioned above there have been no material changes and commitments, which affect the financial position of the Company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has in place a policy for protection of Women at workplace and prevention of the sexual harassment in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All the employees (whether temporary, contractual, permanent or trainees) of the Company are covered under this policy.

The information regarding complaints of sexual harassment is given below:

Sr. No.	Particulars
1.	Number of complaints of sexual harassment received in the year – **NIL**
2.	Number of complaints disposed off during the year – **NIL**
3.	Number of cases pending for more than ninety days - **Not Applicable**

MATERNITY BENEFITS

The Company has complied with all applicable provisions of the Maternity Benefit Act, 1961, during the financial year 2025-26. The Company is committed to providing a supportive and inclusive workplace and ensures that all eligible women employees are granted maternity benefits as prescribed under the Act. The necessary facilities and leave entitlements have been extended in accordance with statutory requirements, reaffirming our commitment to the health, well-being, and rights of our women employees.

CORPORATE SOCIAL RESPONSIBILITY:

The Company is covered under the purview of the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Accordingly, the Company has undertaken activities towards the development and implementation of its Corporate Social Responsibility initiatives during the financial year. The details of the CSR activities undertaken by the Company, as required under the applicable provisions of the Companies Act, 2013 and the rules made thereunder, are provided in **Annexure IV** forming part of this Board's Report.

RISK MANAGEMENT:

The Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board annually to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

The Management considers the following before concluding any material decision:

a) various elements of risk which, in the opinion of the Board, may threaten the existence of the company and
b) strategy to mitigate such risks.

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

A. Conservation of energy –

i.) The steps taken or impact on conservation of energy: Company ensures that the operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

ii.) The steps taken by the Company for utilizing alternate sources of energy: No alternate source has been adopted.

iii.) The capital investment on energy conservation equipment: No specific investment has been made in reduction in energy consumption.

B. Technology absorption –

i.) The effort made towards technology absorption: Not Applicable.

ii.) The benefit derived like product improvement, cost reduction, product development or import substitution: Not Applicable

iii.) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –

a. **The details of technology imported:** Nil.
b. **The year of import:** Not Applicable.
c. **Whether the technology has been fully absorbed:** Not Applicable.
d. **If not fully absorbed, areas where absorption has not taken place, and the reasons thereof:** Not Applicable.

iv.) The expenditure incurred on Research and Development: Nil

C. Foreign Exchange Earnings & Expenditure:

i.) Details of Foreign Exchange Earnings: Nil
ii.) Details of Foreign Exchange Expenditure: Nil

CORPORATE GOVERNANCE:

Your Company strives to incorporate the appropriate standards for corporate governance. As stipulated in Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Report on Corporate Governance and Certificate of the Practicing Company Secretary with regards to compliance with the conditions of Corporate Governance is annexed to the Board's Report as **Annexure – V & Annexure – VI**.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management Discussion and Analysis Report for the year under review, as stipulated under **Schedule VII** of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section forming part of this Annual Report.

SECRETARIAL AUDITOR AND THEIR REPORT:

Pursuant to the provisions of Section 204 of the Act and Regulation 24A of SEBI Listing Regulations, the Company has appointed M/s. Sachin Singh & Associates, Practicing Company Secretary, to conduct the secretarial audit of the Company for the financial year 2025-26, as required under Section 204 of the

Companies Act, 2013 and Rules there under. The Secretarial Audit Report for the financial year 2025- 26 is annexed to this report as an **Annexure – VIII**.

The Company has received certificate dated September 7, 2026, from M/s. Sachin Singh & Associates, Practicing Company Secretary, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/Ministry of Corporate of Affairs or any such authority and Annual Secretarial Compliance Report dated May 29, 2026, for the FY 2025-26. Both Certificates are annexed to this report as an **Annexure – IX & Annexure – X.**

During the audit, certain instances of non-compliance/observations were noted with respect to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI (Depositories and Participants) Regulations, 2018. The details of the observations raised by the Auditor and the corresponding responses of the Management are set out below:

Auditor's Comments and Management's Response

Sr. No.	Auditor's Comment / Observation	Management's Response
1	**Regulation 47 of SEBI (LODR) Regulations, 2015:** The newspaper advertisement relating to the financial results for the quarter ended September 2025 was not published within 48 hours from the conclusion of the Board Meeting.	The Company acknowledges the observation regarding the delay in publication of the newspaper advertisement relating to the financial results for the quarter ended September 2025. The Company has taken note of the requirement and has strengthened its internal compliance mechanism to ensure that such advertisements are published within the prescribed timeline going forward.
2	**Regulation 31 of SEBI (LODR) Regulations, 2015:** The Shareholding Pattern for the quarter ended June 2025 was not submitted within the prescribed timeline, for which penalties of ₹99,120 each were levied by BSE and NSE. Further, BSE levied a penalty of ₹28,320 for delayed submission of the Shareholding Pattern.	The Company acknowledges the delay in submission of the Shareholding Pattern for the quarter ended June 2025 and the penalties levied by BSE and NSE. The Company has reviewed its reporting and compliance processes and has implemented appropriate measures to ensure timely preparation, verification and submission of the Shareholding Pattern within the prescribed timelines in future.
3	**Regulation 21(2) of SEBI (LODR) Regulations, 2015:** The Risk Management	The Company acknowledges the observation regarding the delayed constitution of the Risk Management

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	Committee was not constituted within the prescribed timeline, for which penalties of ₹2,14,760 each, ₹1,62,840 each and ₹25,960 each were levied by BSE and NSE for different periods of non-compliance.	Committee and the penalties levied by BSE and NSE for the respective periods of non-compliance. The Company has taken note of the applicable requirements and has strengthened its corporate governance and compliance monitoring mechanism to ensure timely constitution and maintenance of the Committee in accordance with the applicable provisions.
4	**Regulation 34 of SEBI (LODR) Regulations, 2015:** The Annual Report relating to March 2019 was not submitted within the prescribed timeline, for which BSE levied a penalty of ₹1,21,785.	The Company acknowledges the observation regarding the delayed submission of the Annual Report for the financial year ended March 2019 and the penalty levied by BSE. The Company has taken note of the matter and has strengthened its systems for monitoring statutory and stock exchange filing timelines to avoid recurrence of such delays.
5	**Regulation 18(1) of SEBI (LODR) Regulations, 2015:** The Audit Committee was not constituted in accordance with the prescribed requirements, for which BSE levied a penalty of ₹1,62,840.	The Company acknowledges the observation regarding the composition of the Audit Committee and the penalty levied by BSE. The Company has taken necessary steps to ensure that the composition of the Audit Committee is maintained in accordance with the applicable statutory and regulatory requirements.
6	**Regulation 23(9) of SEBI (LODR) Regulations, 2015:** The disclosure of Related Party Transactions was not submitted within the prescribed timeline, for which penalties of ₹5,900 each were levied by BSE and NSE.	The Company acknowledges the delay in submission of the disclosure of Related Party Transactions and the penalties levied by BSE and NSE. The Company has strengthened its internal process for identification, compilation, review and timely submission of related party transaction disclosures to ensure compliance with the prescribed timelines.
7	**Regulation 6(1) of SEBI (LODR) Regulations, 2015:** The vacancy in the office of the Company Secretary was not filled within the prescribed timeline, for which penalties of ₹40,120 each were levied by BSE and NSE.	The Company acknowledges the delay in filling the vacancy in the office of the Company Secretary and the penalties levied by BSE and NSE. The Company has taken appropriate measures to ensure that any vacancy in the office of the Company Secretary is filled within the prescribed timeline and in accordance with the applicable regulatory requirements.
8	**Regulation 31A of SEBI (LODR) Regulations, 2015:** The disclosure relating	The Company acknowledges the delay in making the disclosure relating to reclassification of promoters and

	to promoter reclassification was not made within the prescribed timeline, for which penalties of ₹3,77,600 each were levied by BSE and NSE.	the penalties levied by BSE and NSE. The Company has reviewed the relevant compliance process and has strengthened its monitoring mechanism to ensure timely compliance with the requirements relating to promoter reclassification.
9	**Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015:** The resignation of Director, Mr. Ramphool Meena, was not intimated to the Stock Exchange within the prescribed timeline. NSE sought clarification and no penalty was levied.	The Company acknowledges the observation regarding the delayed intimation to the Stock Exchanges in respect of the resignation of Director, Mr. Ramphool Meena. The Company has taken note of the clarification sought by NSE and has strengthened its internal reporting and escalation mechanism to ensure that all events requiring disclosure under Regulation 30 are intimated to the Stock Exchanges within the prescribed timelines.
10	**Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018:** The Reconciliation of Share Capital Audit Report for the quarter ended June 2025 was not uploaded within the prescribed timeline. Further, confirmation certificates under Regulation 74(5) for the quarters ended June 2025, September 2025 and December 2025 were not uploaded within the prescribed timeline.	The Company acknowledges the observations regarding the delayed submission/uploading of the Reconciliation of Share Capital Audit Report and the confirmation certificates under Regulation 74(5). The Company has reviewed its compliance and coordination process with the concerned intermediaries and has strengthened its monitoring mechanism to ensure timely submission/uploading of the requisite reports and certificates within the prescribed timelines going forward.

STATUTORY AUDITOR AND THEIR REPORT:

M/s KPSJ & Associates LLP., Chartered Accountants, Ahmedabad (Firm Registration No. 124845W/W100209), were appointed as the Statutory Auditor of the Company and have audited the financial statements for the Financial Year 2025-26. The Auditor's Report on the Financial Statements forms an integral part of this Annual Report.

During the course of the Statutory Audit, certain observations were reported by the Statutory Auditor in relation to delays/defaults in repayment of principal and interest in respect of certain borrowings. The details of the observations and the corresponding responses of the Management are set out below:

Sr. No.	Statutory Auditor's Comment / Observation	Management's Response
1.	Vehicle Loan – Mercedes-Benz Financial Services India Pvt. Ltd.: The Company had an outstanding amount of ₹148.99 lakhs towards principal and interest and was making irregular payments. The Company was reported to be in default in repayment.	The Management acknowledges the observation of the Statutory Auditor regarding the irregularity in repayment of the vehicle loan. The delay in payments was temporary in nature and was not due to any intention on the part of the Company to default on its loan obligations. The Company has taken note of the matter and is committed to ensuring timely servicing of its repayment obligations going forward.
2.	Mortgage Loan – Godavari Urban Multistate Credit Co-Operative Society Ltd.: The Company had an outstanding amount of ₹367.18 lakhs towards principal and interest and was making irregular payments. The Company was reported to be in default in repayment and had applied for One-Time Settlement (OTS), with NOC pending.	With regard to the observation reported by the Statutory Auditor concerning the default in repayment of principal and interest to Godavari Urban Credit Cooperative Society Limited, Nanded, in respect of the mortgage loan amounting to ₹326.09 lakhs, the Management clarifies that the Company had entered into a One-Time Settlement (OTS) with Godavari Urban Credit Cooperative Society Limited, Nanded, and has paid all the dues payable under the said settlement. Accordingly, the matter has been settled in full.

CORPORATE SOCIAL RESPONSIBILITY

The provisions relating to Corporate Social Responsibility (CSR) under Section 135 of the Companies Act, 2013 became applicable to the Company during the audit period.

The Company is in the process of completing the necessary compliances, identification of eligible CSR activities, and other applicable requirements under Section 135 of the Companies Act, 2013 and the rules made thereunder.

The Management is committed to ensuring timely compliance with the applicable CSR provisions and shall complete the pending requirements at the earliest.

INTERNAL AUDIT & CONTROL:

The Company has appointed M/s. Kandula & Associates, Chartered Accountants (FRN No.: 011617S), as its Internal Auditors for the Financial Year 2025-26. They will be responsible for evaluating and improving the Company's internal audit, controls, systems, and processes. The Company has implemented adequate internal financial controls commensurate with its size, scale, and complexity of operations, ensuring the accuracy and reliability of financial reporting.

REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

DATA PRIVACY, DATA PROTECTION AND CYBER SECURITY

The Company is committed to upholding the highest standards of data privacy and protection. In light of the increasing reliance on digital infrastructure, the Company has implemented comprehensive cyber security and data protection policies, aligned with industry best practices and the evolving regulatory framework, including provisions under the Information Technology Act, 2000, and applicable data protection regulations.

The Company continues to invest in digital infrastructure to ensure robust protection of stakeholder information and business continuity.

MAINTENANCE OF COST RECORD:

As mentioned in the Statutory Auditor’s Report, the requirement for maintenance of cost records is **not applicable to the Company**, as the Company does not fall under the prescribed class of companies. Accordingly, the Company is not required to maintain cost records under Section 148(1) of the Companies Act, 2013.

COST AUDIT

The provisions relating to cost audit are not applicable to the Company, as the Company does not fall under the prescribed class of companies. Accordingly, the Company is not required to appoint a Cost Auditor or conduct a cost audit.

COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD 1 AND SECRETARIAL STANDARD 2:

The applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

GENERAL DISCLOSURE:

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review or they are not applicable to the Company;

(i) The Company did not undertake any buy-back of its securities.
(ii) The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
(iii) Details relating to deposits covered under Chapter V of the Act;
(iv) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
(v) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;
(vi) There is no revision in the Board Report or Financial Statement;
(vii) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;
(viii) There was no failure to implement any Corporate Action during the year.
(ix) The securities of the Company were not suspended from trading anytime during the year.
(x) To the best of our knowledge and belief, there are no proceedings initiated/pending against the Company under the Insolvency and Bankruptcy Code, 2016 which can have a material impact on the business of the Company.
(xi) There have been no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this report.
(xii) There were no instances where your Company required the valuation for one time settlement or while taking the loan from the Banks or Financial institutions.

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CEO/CFO CERTIFICATION:

The Managing Director & Chief Financial Officers of the Company have issued a certificate pursuant to the provisions of Regulation 17(8) of the SEBI Listing Regulations certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs, which has been reviewed by the Audit Committee and taken on record by the Board is enclosed as **Annexure - XI** to this Report.

DECLARATION ON CODE OF CONDUCT:

The Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company, which is available at https://www.filatexfashions.co.in/. All the Board Members and Senior Management Personnel have affirmed compliance with the Code for the Financial Year ended March 31, 2026. A declaration to this effect signed by the Managing Director is enclosed as **Annexure - XII** to this Report.

APPRECIATIONS AND ACKNOWLEDGEMENT:

Your director's wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment during the year under review.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be your Company's Endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

Your directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

Registered Office:
D. No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V. Rangareddy, SeriLingampally, Telangana, India, 500032

For and on behalf of Board of Directors
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158

Date: September 08, 2026
Place: Hyderabad

Sd/-	**Sd/-**	**Sd/-**
Prabhat Sethia	**Smitaben Suthar**	**Pratik Bharatbhai Panchal**
Managing Director & CFO	**Additional Director**	**Additional Director**
DIN: 00699415	**DIN: 10721816**	**DIN: 10721812**

ANNEXURE-I

FORM AOC-1

STATEMENT ON SUBSIDIARIES, ASSOCIATES, AND JOINT VENTURES

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

Part "A": Subsidiaries

Sr. No.	Particulars	Details
1	Name of the subsidiary	Filatex Mines and Minerals Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA
4	Share capital (In amount)	16,00,00,000
5	Reserves & surplus	21,39,340
6	Total assets	27,86,02,000
7	Total Liabilities	10,64,62,660
8	Investments	1,02,00,000
9	Turnover	3,24,89,900
10	Profit before taxation	3,67,520
11	Provision for taxation (Current)	Nil
12	Profit after taxation	2,71,960
13	Proposed Dividend	Nil
14	Extent of shareholding	98.13%

Note:

1. Names of subsidiaries which are yet to commence operations: Nil
2. Names of subsidiaries which have been liquidated or sold during the year: Nil

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Name of Associates or Joint Ventures
NIL	

ANNEXURE- II

PARTICULARS OF EMPLOYEE

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

i. **The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and**

ii. **The percentage Increase in remuneration of each Director, Managing Director, Chief Financial Officer and Company Secretary of the Company in the financial year 2025-26.**

(Rs. In Lakhs, unless otherwise Stated)

Name & Designation	Remuneration of each Director & KMP for Financial 2025–26	Remuneration of each Director & KMP for Financial 2024–25	% increase / decrease in remuneration each Financial Year 2025-26	Ratio of remuneration of each Directors to median remuneration employees
Mr. Prabhat Sethia (MD)	60.00	60.00	NIL	16.04:1
Chintala Srinivasa Rao (CS)	5.10	10.20	(50.00)	--

MD - Managing Director, WTD – Whole-time Director, CFO – Chief Financial Officer; CS – Company Secretary.

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

Particular	Financial year 2025-26	Financial year 2024-25	Increase /(Decrease)
Median remuneration of all employees	3,64,333	3,53,520	NIL

Note: The calculation of % Increase/decrease in the median remuneration has been done based on comparable employees.

iv. **The number of permanent employees on the rolls of Company.**

There were 92 permanent employees on the rolls of Company as on March 31, 2026.

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

Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year: **3.06 %**

Average increase in remuneration of KMPs: **(9.27 %)**

vi. Affirmation that the remuneration is as per the Remuneration Policy of the Company

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

ANNEXURE- III

FORM NO. AOC-2

DISCLOSURE OF RELATED PARTY TRANSACTIONS

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

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

1. Details of contracts or arrangements or transactions not at Arm's length basis

All contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are at arm's length basis.

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

All the transactions were entered by the Company in ordinary course of business and were in arm's length basis:

(Rs. in Lakhs, unless otherwise stated)

Name of Related Party and Nature of relationship	Nature of Contract / agreement / transactions	Amount	Duration of contracts / agreements / transactions	Salient terms of contracts or agreements, or transactions including the value	Date(s) of approval by the Board, if any:	Amount paid as advances
Mr. Prabhat Sethia (Managing Director & CFO)	Remuneration	60.00	April 1, 2025, to March 31, 2026	-	May 6, 2025	-
Mrs. Sangeet Sethia (Wife of Prabhat Sethia)	Advance against Property	(6.07)	April 1, 2025, to March 31, 2026	-	May 6, 2025	-

Mr. Yash Sethia (Former CFO & Son of Prabhat Sethia)	Remuneration	6.00	April 1, 2025, to March 31, 2026	-	May 6, 2025	-
Mr. Srinivasa Rao Chintala (Former Company Secretary)	Remuneration	5.10	April 1, 2025, to March 31, 2026	-	May 6, 2025	-
Filatex Mines and Minerals Private Limited (Subsidiary Company)	Loan Given	41.25	April 1, 2025, to March 31, 2026	-	May 6, 2025	-

The Company has entered into contracts or arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013. However, all such transactions are entered into in the ordinary course of business and in the option of the Board all such transaction are at arm's length. Accordingly, by virtue of third proviso to Section 188(1) of the Act, no approval of the Board or General Meeting as referred to in Section 188(1) and its first proviso is required for such transactions. However, as part of good corporate governance, all related party transactions covered under section 188 of the Act are approved by the Audit committee.

ANNEXURE-IV

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013]

1. Brief Outline of CSR Policy of the Company:

Corporate Social Responsibility (CSR) is a significant part of our overall sustainability policy, encompassing social, economic, and environmental actions. The policy aims to demonstrate care for the community through its focus on education, healthcare, community development projects/programs, etc., and to support local institutions/NGOs in addressing the needs of marginalized and underserved communities to help them become self-reliant. These efforts are preferably undertaken in the local area and around our work centres/project sites, or in other areas if public needs so demand.

The Company approaches CSR strategically to ensure a sustainable future for people and the planet. By focusing our talent, technology, and capital on social welfare, healthcare issues, and educational concerns, we strive to enact positive social change in society.

The Company demonstrate Its commitment to social development by dedicating resources and efforts to meaningful CSR programs.

The projects/programmes/activities undertaken or to be undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013.

2. Composition of CSR Committee:

The CSR Committee is responsible for overseeing the execution of the Company's CSR Policy. Pursuant to the provisions of Section 135(1) of the Act, the Board has set up the CSR Committee.

During the year under review the CSR Committee met only One time on August 12, 2025.

The composition of the Corporate Social Responsibility Committee and meetings held during the financial year 2025-26 are as follows:

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Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Mr. Swapnil Prakash Raka *(Appointed w.e.f, October 14, 2024, Upto December 03, 2025)*	Non-Executive - Independent Director	Chairperson	1	1	1
Mr. Vallam Setty Raghuram *(Appointed w.e.f, February 07, 2023, Upto December 03, 2025)*	Non-Executive Non - Independent Director	Member	1	1	1
Mr. Nageshwara Rao Chitral *(Appointed w.e.f, December 03, 2025, Upto July 17, 2026)*	Executive Director	Member	1	1	1
Mr. Pratik Bharatbhai Panchal *(Appointed w.e.f, July 7, 2026)*	Non-Executive - Independent Director	Chairperson	1	-	-
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 3, 2025, Upto August 05, 2026)*	Non-Executive - Independent Director	Member	1	-	-
Ms. Suthar Smitaben Bhaveshbhai *(Appointed w.e.f July 17, 2026)*	Non-Executive Independent Director	Member	1	-	-
Mr. Dhruv Rameshbhai Chauhan *(Appointed w.e.f, December 03, 2025, Upto July 17, 2026)*	Non-Executive Independent Director	Member	1	-	-

3. **Web-Link for CSR Disclosure:**

The Composition of CSR Committee, CSR Policy, and CSR projects approved by the Board are disclosed on the company's website at: www.filatexfashions.co.in

4. **Impact Assessment of CSR Projects:**

Details of the 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): **Not Applicable**

5. **Details of Amount Available for Set-off: Not Applicable**

6. **Average Net Profit of the Company:**

Average net profit of the company as per Section 135(5): Rs. 13,86,92,000/-

7. **CSR Obligation for the Financial Year:**

Sr. No.	Particulars	Amount
a.	Two percent of average net profit of the company as per Section 135(5)	Rs. 27,74,000/-
b.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
c.	Amount required to be set off for the financial year, if any	Nil
d.	**Total CSR obligation for the financial year (a+b-c)**	**Rs. 27,74,000/-**

8. **CSR Amount Spent:**

(a) CSR Amount Spent or Unspent for the Financial Year:

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

(b) Details of CSR Amount Spent Against Ongoing Projects for the Financial Year: There are no ongoing projects of the company for the financial year.

S No.	Name of the Project	Item from the List of Activities in Schedule VII to the Act	Local Area (Yes/ No)	Location of the Project	Project Duration	Amount Allocated for the Project (in Rs.)	Amount Spent in the Current Financial Year (in Rs.)	Amount Transferred to Unspent CSR Account for the Project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	State	District	Name	CSR Registration Number
N.A.														

(c) Details of CSR Amount Spent Against Other than Ongoing Projects for the Financial Year:

S. No.	Name of the Project	Item from the List of Activities in Schedule VII to the Act	Local Area (Yes/No)	Location of the Project	Amount Spent for the Project (In Rs.)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
							Name	CSR Registration Number
--								

(d) Amount Spent in Administrative Overheads: Nil
(e) Amount Spent on Impact Assessment, if Applicable: Nil
(f) Total Amount Spent for the Financial Year (8b+8c+8d+8e): Nil
(g) Excess Amount for Set-off, if Any: Nil

Sr. No.	Particulars	Amount (In Rs.)
(i)	Two percent of average net profit of the company as per Section 135(5)	Rs. 27,74,000/-
(ii)	Total amount spent for the Financial Year (FY 2025-26)	Nil
(iii)	Excess amount spent for the financial year [(ii) - (i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set-off in succeeding financial years [(iii) - (iv)]	Nil

9. Details of Unspent CSR Amount:

(a) Details of Unspent CSR Amount for the Preceding Three Financial Years: Nil
(b) Details of CSR Amount Spent in the Financial Year for Ongoing Projects of the Preceding Financial Year(s): Nil

10. Creation or Acquisition of Capital Assets:

(a) Date of creation or acquisition of the capital asset(s): Not Applicable

(b) Amount of CSR Spent for Creation or Acquisition of Capital Asset: Nil

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: Not Applicable

(d) Details of the capital asset(s) created or acquired (including complete address and location of the capital asset): Not Applicable

Specify the reason(s), if the company has failed to spend two percent of the average net profit as per Section 135(5): The Company could not spend the entire prescribed CSR obligation during the financial year due to the inability to identify and finalise suitable CSR projects and eligible implementing agencies within the prescribed period. The Company is taking necessary steps to comply with the applicable provisions relating to the unspent CSR amount.

ANNEXURE – V

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance ensures fairness, transparency and integrity of the management. Corporate Governance is a way of life, rather than a mere legal compulsion. It further inspires and strengthens investor's confidence and commitment to the Company. Any good Corporate Governance provides an appropriate framework for the Board, its committees and senior management, to carry out the objectives that are in the interest of the Company and the stakeholders.

The Company maintains the highest levels of transparency, accountability and good management practices through the adoption and monitoring of corporate strategies, goals and procedures to comply with its legal and ethical responsibilities.

We believe that sound Corporate Governance is critical to enhancing and retaining investor trust. Accordingly, we always seek to ensure that we attain our performance goals with integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

In compliance with the disclosure requirements as mentioned in Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details are set out in this report.

BOARD OF DIRECTORS

The "Board", being the trustee of the Company, responsible for the establishment of cultural, ethical and accountable growth of the Company, is constituted with a high level of integrated, knowledgeable and committed professionals. The Board provides strategic guidance and independent views to the Company's senior management while discharging its fiduciary responsibilities.

CONSTITUTION OF BOARD

The Company has a balanced board with optimum combination of Executive and Non-Executive Directors, including independent Directors, which plays a crucial role in Board processes and provides independent judgment on issues of strategy and performance. As on 31st March, 2026, Board comprises of 7 (Seven) Directors out of which 2(Two) Directors is Executive Director, 1 (One) Director is Non-Executive Non-Independent Director and remaining 4 (Four) is Non-Executive Independent Director.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time. The maximum tenure of the Independent Directors is in compliance with the Companies

Act, 2013. All Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time and Section 149 of the Companies Act, 2013. The present strength of the Board reflects judicious mix of professionalism, competence and sound knowledge which enables the Board to provide effective leadership to the Company.

None of the Directors is a director in more than ten Public Limited Companies. Further, none of the Directors on the Company's Board is a member of more than ten Committees and Chairman of more than five Committees (Committees being, Audit Committee and Stakeholders' Relationship Committee) across all the companies in which he/she is a director. All the Directors have made necessary disclosures regarding Committee positions held by them in other companies and do not hold the office of Director in more than ten public companies as on 31st March 2026. None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than three Listed Company and none of the Director of the Company is holding position as Independent Director in more than seven Listed Company. None of the Directors is Independent Director in more than seven listed companies.

The composition of the Board is in conformity with the Regulation 17 of the SEBI Listing Regulations.

As at 31st March, 2026, the Board comprised following Directors;

Name of Director	Category Cum Designation	Date of Appointment in present role	Directorship in other Listed Companies excluding our Company	^Membership of Committee in other company		No. of Shares held as on March 31, 2026	Inter-se Relation between Directors
				in which Director is Members	in which Director is Chairman		
Sethia Prabhat	Managing Director & Chairperson	March 8, 1994	0	0	0	42,23,49,801	No Relation
Vallam Setty Raghuram	Non-Executive - Non Independent Director	December 28, 2017	0	0	0	-	No Relation
Nageshwara Rao Chitirala	Non-Executive -	May 05, 2023	1	2	1	-	No Relation

	Independent Director						
Hemalatha Ayepu	Non-Executive - Independent Director	May 30, 2023	0	0	0	-	No Relation
Dhruv Rameshbhai Chauhan	Non-Executive - Independent Director	December 03, 2025	0	0	0	-	No Relation
Sonali Sandeep Joshi	Non-Executive - Independent Director	December 03, 2025	0	0	0	-	No Relation
Sanju	Executive Director	December 03, 2025	0	0	0	-	No Relation

^ *Committee includes Audit Committee and Stake holders' Grievances Committee across all Public Companies excluding our Company.*
~ *excluding Section 8 Company, Struck off Company, Amalgamated Company and LLPs.*

None of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

BOARD MEETING

Regular meetings of the Board are held to review the quarterly results of the Company. Additional Board meetings are convened, as and when required, to discuss and decide on various business policies, strategies and other businesses. The Board meetings are generally held at registered office of the Company.

During the year under review, Board of Directors of the Company met 9 (Nine) times, viz May 06, 2025, May 30, 2025, August 12, 2025, September 8, 2025, November 11, November 14, 2025, December 3, 2025, February 14, 2026, and February 26, 2026.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below;

Name of Director	Number of Board Meetings held during their tenure in the F.Y. 2025-26	Number of Board Meetings attended during F.Y. 2025-26	Whether attended last AGM held on 30.09.2025
Mr. Prabhat Sethia	9	9	YES
Mrs. Sangeeta Sethia	5	5	YES
Mr. Nageshwara Rao Chitirala	8	8	YES
Mr. Swapnil Prakash Raka	5	5	YES
Mr. Vallam Setty Raghuram	9	9	YES
Ms. Hemalatha Ayepu	9	9	YES
Mr. Mukesh Arora	0	0	NA
Mr. Mohammed Riyaz Kamaruddin Khan	0	0	NA(1)
Mr. Rakesh Sharma	0	0	NA(2)
Mr. Dhruv Rameshbhai Chauhan	2	2	NA(3)
Ms. Sanju	3	3	NA(4)

(1). Mr. Mohammed Riyaz Kamaruddin Khan: Ceased to be a Director w.e.f. May 06, 2025, prior to the AGM for FY 2024-25 held in September 2025. Accordingly, the requirement to attend the said AGM was not applicable.

(2). Mr. Rakesh Sharma: Ceased to be a Director w.e.f. May 06, 2025, prior to the AGM for FY 2024-25 held in September 2025. Accordingly, the requirement to attend the said AGM was not applicable.

(3). Mr. Dhruv Rameshbhai Chauhan: Appointed as a Director w.e.f. December 03, 2025, subsequent to the AGM for FY 2024-25 held in September 2025. Accordingly, the requirement to attend the said AGM was not applicable.

(4). Ms. Sanju: Appointed as a Director w.e.f. December 03, 2025, subsequent to the AGM for FY 2024-25 held in September 2025. Accordingly, the requirement to attend the said AGM was not applicable.

During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee and approved by the Board of Directors. Hence, the Company is in compliance of condition of clause 10(j) of schedule V of the SEBI Listing Regulations.

INDEPENDENT DIRECTORS:

In terms of Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations, the Company has Two Non-Promoter Non-Executive Independent Directors as on report date. In the opinion of the Board of Directors, all Two Independent Directors of the Company meet all the criteria mandated by Section 149 of the Companies Act, 2013 and rules made there under and Listing Regulations and they are Independent of Management.

A separate meeting of Independent Directors was held on March 11, 2026, to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board that is necessary for the board of directors to effectively and reasonably perform their duties.

The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.filatexfashions.co.in

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 and 16(1)(b) of Listing Regulations confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 for financial year 2025-26. The Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfill the conditions for re-appointment as Independent Directors and are independent of the Management.

Following Independent Directors have resigned during the year:

Sr. No.	Name	Designation	Date of Resignation
1	Mohammed Riyaz Kamaruddin Khan	Non-Executive - Independent Director	May 6, 2025
2	Mukesh Arora	Non-Executive - Independent Director	May 6, 2025
3	Rakesh Sharma	Non-Executive - Independent Director	May 6, 2025
4	Swapnil Prakash Raka	Non – Executive - Independent Director	December 3, 2025

Detailed reasons for the resignation of the Independent Directors who resigned before the expiry of his/her tenure:

Mohammed Riyaz Kamaruddin Khan (DIN: 02146810), Mukesh Arora (DIN: 01677668) and Rakesh Sharma (DIN: 10776961), Non-Executive Independent Directors resigned from the Company with effect from May 6, 2025 and Swapnil Prakash Raka (DIN: 01815313), Non-Executive Independent Director resigned from the Company with effect from December 3, 2025 before the expiry of his tenure due to Pre-Occupation and other professional commitments. Due confirmation regarding no other material reasons other than those mentioned was provided in his resignation letter.

Code of conduct for the Board of Directors and senior management personnel:

In terms of Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The compliance of the said code has been affirmed by them annually. The

Code of Conduct also includes the duties of Independent Directors. A copy of the Code has been put up on the Company's website and same may be accessed at www.filatexfashions.co.in

A declaration of the Company for compliance with code of conduct is attached with this report.

Familiarization Programmer for Board Members:

The Company has formulated a policy to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The details of such familiarization programmes are disclosed on the website of the Company and the web link for the same is www.filatexfashions.co.in

Skills/expertise/ competencies of Board of Directors:

The Board of the Company comprises eminent personalities and leaders in their respective fields. These members bring in the required skills, competence and expertise to the Board. These Directors are nominated based on well-defined selection criteria. Nomination and Remuneration Committee ('NRC') considers, inter alia, key skills, qualifications, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board of Directors have, based on the recommendations of the NRC, identified the following core key skills/expertise/competencies of Directors as required in the context of business of the Company for its effective functioning which are currently possessed by the Board Members of the Company and mapped against each of the Directors:

S. No.	Skills / Expertise / Competence of the Board of Directors are required in the context of business of the Company	Names of the Directors who have such skills / expertise / competence
1	Trading	-
2	Technology	-
3	Marketing	Nageshwara Rao Chitirala, Vallam Setty Raghuram
4	Regulatory	Prabhat Sethia
5	Finance & Accounting	Prabhat Sethia
6	Research & Development	Vallam Setty Raghuram
7	Legal and General Management	Prabhat Sethia

PROHIBITION OF INSIDER TRADING

The Company has devised a Code of Conduct of Insider Trading Regulations which is applicable to all the Designated Persons of the company who are expected to have access to have access to the unpublished price sensitive information relating to the company and is available on the website of the company i.e. www.filatexfashions.co.in The said code lays down guidelines which advise them.

COMMITTEES OF BOARD

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has Six (6) committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Risk Management Committee, Corporate Social Responsibility Committee and Independent Directors Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided in detailed hereunder.

There were no instances during the financial year 2025-26, wherein the Board had not accepted recommendations made by any committee of the Board.

A. Audit Committee

The Company has formed audit committee in line with the provisions Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations for the purpose of assisting the Board in fulfilling its overall responsibilities of monitoring financial reporting processes, reviewing the Company’s established systems and processes for internal financial controls, governance and reviewing the Company’s statutory and internal audit activities.

Role of Committee:

1. Oversight of the Company’s financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
   a) Matters required being included in the Director’s Responsibility Statement to be included in the Board’s report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
   b) Changes, if any, in accounting policies and practices and reasons for the same.
   c) Major accounting entries involving estimates based on the exercise of judgment by management.
   d) Significant adjustments made in the financial statements arising out of audit findings.

e) Compliance with listing and other legal requirements relating to financial statements.

f) Disclosure of any related party transactions.

g) Qualifications in the draft audit report.

5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. Establish a vigil mechanism for directors and employees to report genuine concerns in such manner as may be prescribed.
19. Approval of appointment of CFO (i.e., the Whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Reviewing the Management letters/ letters of Internal Control weaknesses issued by Statutory Auditor;
21. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;

22. reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of the provision and
23. The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company.

Review of Information by the Committee:

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses;
5. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee and
6. statement of deviations:
    1. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
    2. Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).
7. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
8. Examination of the financial statement and auditors' report thereon;
9. Approval or any subsequent modification of transactions of the Company with related parties;
10. Scrutiny of inter-corporate loans and investment;
11. Valuation of undertakings or assets of the Company, wherever it is necessary;
12. Evaluation of internal financial controls and risk management systems;
13. Monitoring the end use of funds raised through public offers and related matters;
14. Any other matters as prescribed by law from time to time.

Powers of Committee:

The Committee-

1. May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
2. May discuss any related issues with internal and statutory auditors and management of the Company;

3. To investigate into any matter in relation to above items or referred to it by Board;
4. To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;
5. To seek information from any employee;
6. To secure attendance of outsiders with relevant expertise, if it considers necessary;
7. Any other power as may be delegated to the Committee by way of operation of law.

Composition of Committee, Meeting and Attendance of each Member at Meetings:

Audit Committee meeting is generally held one in quarter for the purpose of recommending the quarterly / half yearly / yearly financial result and the gap between two meetings did not exceed one hundred and twenty days. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of the Committee. During the year under review, Audit Committee met 6 (Six) times on May 30, 2025; August 12, 2025; September 8, 2025; November 11, 2025; December 3, 2025; February 14, 2026;

The composition of the Audit Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Ms. Suthar Smita Bhaveshbhai *(Appointed w.e.f, July 17, 2026)*	Non-Executive - Independent Director	Chairperson	6	-	-
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 03, 2025 to August 05, 2026)*	Non-Executive - Independent Director	Member	6	3	3
Mr. Pratik Bharatbhai Panchal *(Appointed w.e.f, July 07, 2026)*	Non-Executive - Independent Director	Member	6	-	-
Mr. Dhruv Rameshbhai Chauhan *(Appointed w.e.f, December 03, 2025 to May 23, 2026)*	Non-Executive - Independent Director	Chairperson	6	3	3
Mr. Nageshwara Rao Chitral *(Appointed w.e.f, May 05, 2023 to July 17, 2026)*	Non-Executive Independent Director	Member	6	6	6

Mr. Vallam Setty Raghuram *(Appointed w.e.f, September 08, 2023 Upto December 03, 2025)*	Non-Executive - Non-Independent Director	Member	6	3	3
Mr. Swapnil Prakash Raka *(Appointed w.e.f, October 14, 2024 Upto December 03, 2025)*	Non-Executive Independent Director	Chairperson	6	3	3

The Company Secretary of the Company acts as Secretary to the Committee. The Constitution of the Audit Committee is in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (LODR) Regulations, 2015.

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires. Chief Financial Officer of the Company is a regular invitee at the Meeting.

Recommendations of Audit Committee have been accepted by the Board wherever/whenever given.

B. Nomination and Remuneration Committee

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations.

Terms of reference:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of board of directors;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
5. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
6. Recommend to the board, all remuneration, in whatever form, payable to senior management.
   Explanation: Senior Management means personnel who are members of the core management team excluding BOD comprising all members of management one level below the executive directors, including functional heads.
7. Recommend to the board, all remuneration, in whatever form, payable to senior management.

8. Other terms of reference as prescribed under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Composition of Committee, Meeting and Attendance of each Member at Meetings:

Nomination and Remuneration Committee meeting is generally held at least once in a year. Additional meetings are held for the purpose of recommending appointment/re-appointment of Directors and Key Managerial Personnel and their remuneration. During the year under review, Nomination and Remuneration Committee met 5 (Five) time viz, May 6, 2025, September 8, 2025, November 11, 2025, December 3, 2025, and February 26, 2026.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Mr. Pratik Bharatbhai Panchal *(Appointed w.e.f, July 07, 2026)*	Non-Executive - Independent Director	Chairperson	5	-	-
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 03, 2025 to August 05, 2026)*	Non-Executive - Independent Director	Member	5	2	2
Ms. Suthar Smita Bhaveshbhai *(Appointed w.e.f, July 17, 2026)*	Non-Executive - Independent Director	Member	5	-	-
Mr. Nageshwara Rao Chitral *(Appointed w.e.f, May 05, 2023 to July 17, 2026)*	Non-Executive Independent Director	Chairperson	5	5	5
Mr. Vallam Setty Raghuram *(Appointed w.e.f, September 08, 2023 Upto December 03, 2025)*	Non-Executive - Non-Independent Director	Member	5	3	3
Mr. Swapnil Prakash Raka *(Appointed w.e.f, October 14, 2024 Upto December 03, 2025)*	Non-Executive Independent Director	Member	5	3	3

Mr. Rakesh Sharma *(W.e.f. October 14, 2024; ceased w.e.f. May 06, 2025)*	Non-Executive Independent Director	Member	5	-	-
Mr. Dhruv Rameshbhai Chauhan *(Appointed w.e.f, December 03, 2025 to May 23, 2026)*	Non-Executive Independent Director	Member	5	2	2

Board and Director Evaluation and criteria for evaluation

In terms of the requirement of the Act and the Listing Regulations, an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with the aim to improve the effectiveness of the Board and the Committees. During the year under review, the Board has carried out an annual evaluation of its own performance, performance of the Directors, as well as the evaluation of the working of its Committees. The exercise was led by the Chairman of the NRC along with the Chairman of Board.

The NRC has defined the evaluation criteria, procedure and time schedule for the Performance Evaluation process for the Board, its Committees and Directors. The criteria for Evaluation of Board, Individual Directors and Committees include, inter alia, the following:

Board Evaluation	Evaluation of Individual Directors	Committee Evaluation
• Board Structure - qualifications, experience and competencies • Board Diversity • Meetings – regularity, frequency, agenda, discussion and recording of minutes • Functions – strategy, governance, compliances, evaluation of risks, stakeholder value and responsibility, conflict of interest • Independence of management from the Board, access of Board and management to each other	• Professional qualifications and experience • Knowledge, skills and competencies • Fulfillment of functions, ability to function as a team • Attendance • Commitment, contribution, integrity and independence • In addition to the above, the Chairman of the Board Meetings is also evaluated on key aspects of his role, including effectiveness of leadership and ability to steer Meetings, impartiality and ability to keep shareholders' interests in mind	• Mandate and composition • Effectiveness of the Committee • Structure of the Committee • Meetings – regularity, frequency, agenda, discussion and dissent, recording of minutes • Independence of the Committee from the Board and contribution to decisions of the Board

Remuneration of Directors:

The Company has not entered into any pecuniary relationship or transactions with Non-Executive Directors of the Company.

Further, criteria for making payment, if any, to non-executive directors are provided under the Nomination and Remuneration Policy of the Company which is hosted on the website of the Company viz; www.filatexfashions.co.in.

The remuneration of the Directors is decided by the Nomination and Remuneration Committee based on the performance of the Company in accordance with the Nomination and Remuneration Policy within the limit approved by the Board or Members.

Apart from sitting fees, Non-Executive Directors do not receive any other consideration except in their professional capacity. Sitting Fees paid to Directors do not require the approval of Shareholders and Central Government.

The Company has not entered into / paid any service contracts, notice period, severance fees. Further, the Company has not granted any stock options to its directors.

The evaluation of the Independent Directors was carried out by the entire Board based on below criteria:

a. Director's preparedness prior to the meeting;
b. Director's willingness to devote time and effort to understand the Company and its business and a readiness to participate in events outside the meeting room, such as site visits;
c. Director's ability to remain focused at a governance level in Board/ Committee meetings;
d. Quality of Director's contributions at Board/Committee meetings;
e. Proactive attitude of Directors in development of strategy and risk management of the Company;
f. Director's understanding about governance, regulatory, financial, fiduciary and ethical requirements of the Board /Committee;
g. Director's willingness to refresh his/ her knowledge and skills and up to date with the latest developments in areas such as corporate governance framework, financial reporting and the industry and market conditions;
h. Convincing power of the director in presenting his/her views before board;
i. Maintaining high standard of ethics and integrity.

Further, the evaluation of the Chairman and the Executive Director was carried out by the Independent Directors. The Directors were satisfied with the evaluation results.

C. Stakeholder's Relationship Committee

Terms of Reference:

The Stakeholder's Relationship Committee ("SRC") looks into various aspects of interest of shareholders. The Committee ensures cordial investor relations, oversees the mechanism for redressal of investors' grievances and specifically looks into various aspects of interest of shareholders. The Committee specifically looks into redressing shareholders'/investors' complaints/ grievances pertaining to share transfers/transmission, non-receipts of annual reports, non-receipt of declared dividend and other allied complaints. The Committee oversees performance of the Registrar and Share Transfer Agents of the Company relating to investor services and recommends measures for improvement. The terms of reference of the SRC includes:

(1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
(2) Review of measures taken for effective exercise of voting rights by shareholders.
(3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
(4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Composition of Committee, Meetings and Attendance of each Member at Meetings:

During the year under review, the Stakeholder's Relationship Committee met 2 (Two) times viz on December 3, 2025 and March 30, 2026.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Mr. Pratik Bharatbhai Panchal *(Appointed w.e.f, July 07, 2026)*	Non-Executive - Independent Director	Chairperson	2	-	-
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 03, 2025 to* August *05, 2026)*	Non-Executive - Independent Director	Member	2	1	-
Ms. Suthar Smitaben Bhaveshbhai *(Appointed w.e.f, July 17, 2026)*	Non-Executive Non-Independent Director	Member	2	-	-
Mr. Nageshwara Rao Chitral (Appointed w.e.f, *December 03, 2025* Upto *July 17, 2026*)	Executive Director	Chairperson	2	1	1
Mr. Vallam Setty Raghuram (Appointed w.e.f, *February 07, 2023* Upto *December 03, 2025*)	Non-Executive Non - Independent Director	Member	2	1	1
Mr. Swapnil Prakash Raka (Appointed w.e.f, *October 14, 2024* Upto *December 03, 2025*)	Non-Executive - Independent Director	Chairperson	2	1	1
Mr. Dhruv Rameshbhai Chauhan (Appointed w.e.f, *December 03, 2025* Upto *May 23, 2026*)	Non-Executive - Independent Director	Member	2	1	1

Name and Designation of Compliance Officer

Mr. Harimohan Namdev, Company Secretary and Compliance Officer of the Company is acting as the Compliance Officer w.e.f July 17, 2026.

Complaints

Number of complaints outstanding as on April 1, 2025	0
Number of complaints received from the Investors from April 1, 2025, to March 31, 2026	4
Number of complaints solved to the satisfaction of the Investors from April 1, 2025, to March 31, 2026	2

Number of complaints pending as on March 31, 2026	2

Corporate Social Responsibility Committee

In compliance with the provisions of Section 135 of the Companies Act, 2013, the Board has constituted the **"Corporate Social Responsibility Committee"**.

The detailed composition of the members of the Corporate Social Responsibility Committee at present is given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Mr. Swapnil Prakash Raka *(Appointed w.e.f, October 14, 2024 Upto December 03, 2025)*	Non-Executive - Independent Director	Chairperson	1	1	1
Mr. Vallam Setty Raghuram *(Appointed w.e.f, February 07, 2023 Upto December 03, 2025)*	Non-Executive Non - Independent Director	Member	1	1	1
Mr. Nageshwara Rao Chitral *(Appointed w.e.f, December 03, 2025 Upto July 17, 2026)*	Executive Director	Member	1	1	1
Mr. Pratik Bharatbhai Panchal *(Appointed w.e.f, July 7, 2026)*	Non-Executive - Independent Director	Chairperson	1	-	-
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 03, 2025 to August 05, 2026)*	Non-Executive - Independent Director	Member	1	-	-
Ms. Suthar Smitaben Bhaveshbhai *(Appointed w.e.f July 17, 2026)*	Non-Executive Independent Director	Member	1	-	-
Mr. Dhruv Rameshbhai Chauhan *(Appointed w.e.f, December 03, 2025 Upto July 17, 2026)*	Non-Executive Independent Director	Member	1	-	-

Risk Management Committee

Terms of Reference:

1. To formulate a detailed risk management policy which shall include:

    a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

    b. Measures for risk mitigation including systems and processes for internal control of identified risks.

    c. Business continuity plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

3. To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

4. To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

5. To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

Composition of Committee, Meetings and Attendance of each Member at Meetings:
During the year under review, the Risk Management Committee met 2 (Two) times viz on September 8, 2025 and January 20, 2026.

The composition of the Committee during the year and the details of meetings attended by its members are given below:

Name of Members	Category	Designation in Committee	Number of meetings during the financial year 2025-26		
			Held	Eligible to attend	Attended
Mr. Sethia Prabhat *(Appointed w.e.f, September 08, 2025)*	Managing Director	Chairperson	2	1	1
Mr. Nageshwara Rao Chitrala *(Appointed w.e.f, May 05, 2023 Upto July 17, 2026)*	Non-Executive - Independent Director	Member	2	2	2
Mrs. Sethia Sangeeta *(Appointed w.e.f, March 31, 2025 Upto December 03, 2025)*	Non-Executive Non-Independent Director	Member	2	1	1
Ms. Hemalatha Ayepu *(Appointed w.e.f, December 03, 2025 Upto August 05, 2026)*	Non-Executive - Independent Director	Member	2	1	1

SENIOR MANAGEMENT:

Particulars of senior management including the changes therein since the close of the previous financial year are as under.

Sr. No.	Particulars	Designation
1.	Mr. Chintala Srinivasa Rao	Company Secretary & Compliance Officer (*W.e.f. July 17, 2026)*
2.	Mrs. Divya Agarwal	Company Secretary & Compliance Officer *(Appointed w.e.f. February 26, 2026; ceased w.e.f. May 08, 2026)*
3.	Mr. Harimohan Namdev	Company Secretary & Compliance Officer *(Appointed w.e.f. July 17, 2026)*
4.	Mr. Yash Sethia	Chief Financial Officer *(Ceased w.e.f. August 29, 2025)*
4.	Mr. Sethia Prabhat	Managing Director and Chief Financial Officer *(Appointed as CFO w.e.f November 14, 2025)*

GENERAL BODY MEETINGS

Annual General Meetings

Financial Year	Date, Day and Time	Location of Meeting	Time	No. of Special Resolutions passed
2024-25	Tuesday, September 30, 2025	Through Video Conferencing/ Other Audio Visual Means (OAVM)	02:00 PM	0
2023-24	Friday, September 27, 2024	Through Video Conferencing/ Other Audio Visual Means (OAVM)	03:00 PM	0
2022-23	Saturday, September 30, 2023	Through Video Conferencing/ Other Audio Visual Means (OAVM)	4:00 PM	4

Passing of Special Resolution through Postal Ballot:

During the financial year under review, the Company conducted a Postal Ballot from December 18, 2025 to January 16, 2026, wherein the Members of the Company approved the following Special Resolutions:

Sr. No.	Special Resolutions
1.	Appointment of Mr. Dhruv Rameshbhai Chauhan (DIN: 10648602) as an Non-executive Independent Director of the company
2.	Appointment of Ms. Sonali Sandeep Joshi (DIN: 10648603) as an Non-executive Independent Director of the company

MEANS OF COMMUNICATION

a. Financial Results

The quarterly, half-yearly and annual results are published in widely circulating national and local dailies such as "The Financial Express" i.e. in English and "Mana Telangana" and "Prajasakti" in Telugu language and are displayed on the website of the Company www.filatexfashions.co.in

b. Website

The Company's website www.filatexfashions.co.in contains a separate dedicated section namely "Investors" where shareholders information is available. The Annual Report of the Company is also available on the website of the Company www.filatexfashions.co.in

During the year under review, the Company has not made any presentations to institutional investors or to the analysts. Further, the result of the Company has not been displayed any official news releases.

General Shareholders Information

Date, Time and Venue of 32nd Annual General Meeting
Day and Date: Wednesday, 30th September 2026
Time: 04.00 P.M.
Venue: D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032 through VC / OAVM.

Financial Year

12 months period starting from April 1 and ends on March 31 of subsequent year. This being financial year 2025-26 was started on April 1, 2025 and ended on March 31, 2026.

Financial Calendar

(Tentative and subject to change for the financial year 2025-26)

Quarter ending	Release of Results
June 30, 2025	August 12, 2025
September 30, 2025	November 11, 2025
December 31, 2025	February 14, 2026
March 31, 2026	May 29, 2026
Annual General Meeting for the year ending March 31, 2026	September 30, 2026

Book closure date
Thursday, September 24, 2026, to Wednesday, September 30, 2026 (both days inclusive).

Listing on Stock Exchanges

Bombay Stock Exchange Limited
P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai, Maharashtra, India – 400 051

Listing fees for the financial year 2025-26 has been paid to Bombay Stock Exchange and National Stock Exchange of India Limited.

Stock Code/Symbol
Bombay Stock Exchange (Scrip Code – 532022)
National Stock Exchange of India Limited (Scrip Code – FILATFASH)

Market Price Data
The Monthly high/low of the Company's shares traded on stock exchanges are as follows:

Month	BSE Share Price (Price in Rs.)		NSE Share Price (Price in Rs.)	
	High Price	Low Price	High Price	Low Price
April, 2025	0.55	0.48	0.55	0.48
May, 2025	0.53	0.43	0.53	0.42
June, 2025	0.62	0.48	0.61	0.48
July, 2025	0.74	0.59	0.74	0.59
August, 2025	0.65	0.52	0.65	0.52
September, 2025	0.67	0.52	0.68	0.52
October, 2025	0.58	0.46	0.58	0.46
November, 2025	0.51	0.38	0.51	0.38
December, 2025	0.46	0.25	0.47	0.25
January, 2026	0.35	0.27	0.36	0.27
February, 2026	0.35	0.21	0.35	0.21
March, 2026	0.23	0.14	0.23	0.14

Registrar and Transfer Agents
MUFG Intime India Private. Limited,
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai-400083, Maharashtra
Phone No.; +91 2249186000 **Email:** rnt.helpdesk@in.mpms.mufg.com

Share Transfer System

In terms of Regulation 40(1) of SEBI LODR, as amended, securities can be transferred only in dematerialization form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfer of shares in electronic form is effected by the depositories with no involvement of the Company.

Distribution of shareholding (As on March 31, 2026)

On the basis of number of shares held:

No. of Shares		Shareholders		No. of Shares held	
		Number	% of Total	Amount	% of Total
1	5000	342,851	78.61	₹317,254,360	3.81
5001	10000	32,415	7.43	₹254,233,555	3.05
10001	20000	22,656	5.19	₹333,989,540	4.01
20001	30000	10,123	2.32	₹254,724,001	3.06
30001	40000	5,017	1.15	₹177,587,408	2.13
40001	50000	4,485	1.03	₹211,464,272	2.54
50001	100000	8,851	2.03	₹667,125,339	8.00
100001	Above	9,758	2.24	₹6,117,694,250	73.41
Total		**436,156**	**100.00**	**₹8,334,072,725**	**100.00**

On the basis of Category of Shareholders:

No. of Shares	Number of Shares held	
	Number	% of Total
Promoter and Promoter Group	42,55,77,338	5.11
Foreign Portfolio Investors Category I	78	--
Foreign Portfolio Investors Category II	6,58,83,722	0.79
Resident Individuals holding nominal share capital up to Rs. 2 lakhs	2,82,46,34,183	33.89
Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	4,34,25,71,989	52.11
Bodies Corporates – Limited Liability Partnership	79,24,201	0.10
Bodies Corporates	12,99,93,919	1.55
HUF	41,29,96,296	4.95

Non-Resident Indians	11,30,25,195	1.36
Other Bodies Corporate	50,000	--
Clearing Members	1,14,15,804	0.14
Total	**8,33,40,72,725**	**100.00**

Dematerialization of Shares and Liquidity (as on March 31, 2026)

Mode	No. of Shares	Percentage
NSDL	2,30,39,27,129	27.64
CDSL	6,02,86,21,691	72.34
Physical	15,23,905	0.02
Total	**8,33,40,72,725**	**100.00**

The shares are traded on Bombay Stock Exchange of India Limited and National Stock Exchange of India Limited.

Outstanding GDRs/ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity

The Company has not issued any GDRs/ADRs/Warrants or any Convertible instruments till date. Hence, there are no outstanding GDRs/ADRs/Warrants or any Convertible instruments.

Disclosures with respect to Demat Suspense Account / Unclaimed Suspense Account:

Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year	NIL
Number of shareholders who approached the Company for transfer of shares from suspense account during the year	NIL
Number of shareholders to whom shares were transferred from the suspense account during the year	NIL
Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	NIL

Disclosure of certain types of agreements binding listed entities:

No agreements are executed which are covered under clause 5A of paragraph A of Part A of Schedule III of Listing Regulations and hence disclosure is not required.

Address of Correspondence

Filatex Fashions Limited
Prabhat Sethia
Managing Director & CFO
Address: D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032
E-**Mail:** unisox@yahoo.com

For transfer/dematerialization of shares, change of address of members and other queries:

MUFG Intime India Private Limited,
C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,
Vikhroli (West), Mumbai-400083, Maharashtra

CREDIT RATINGS AND ANY REVISION THERETO:

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended March 31, 2026. The Company has not obtained any credit rating during the year.

DISCLOSURE:

Subsidiary Companies

Following are the Details of Subsidiary/ Joint Venture/Associate Companies.

Name of the Company	Corporate Identification Number	Registered Office	Relation with the Company (Subsidiary/ Joint Venture/Associate)	% of Equity Shareholding
Filatex Mines and Minerals Private Limited	U14290TG2022PTC164868	P.No. 111, F.No.503, 8-3-1100/1&1100/5 Jyothi Splendour Appts, Sri Nagar Colony, Hyderabad, Telangana, India, 500073	Subsidiary Company	98.13%

Material Related Party Transaction

During the year 2025-26, there was no transaction which materially significant related party transactions which does not have any potential conflict with the interests of the Company at large for which necessary approval of the Members has been obtained. Further, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large. Attention of members is drawn to the disclosure of transactions with the related parties set out in Notes to Accounts, forming part of the Annual Report.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The policy is uploaded on the website of the Company at www.filatexfashions.co.in

MD/ CFO Certification

In terms of Regulation 17(8) read with part B of Schedule II of SEBI LODR Regulations, the Certification by MD and CFO has been obtained and the said certification has been placed before the Board Members of the Company for perusal.

Risk Management

Business risk evaluation and management is an ongoing process within the Company. During the year under review, the Management reviewed the risk management and minimization procedure adopted by the Company covering the business operations of the Company.

Proceeds from public issues, rights issues, preferential issues etc.

During the year under review, the Company has not raised any proceeds from public issue, right issue, preferential issues, etc.

Compliances

Except in respect of matters specified in **Annexure VIII**, there were neither any instances of non-compliance by the Company nor there were any penalties or strictures imposed on the Company by the Stock Exchange/(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years.

Accounting treatment

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

Whistle Blower

The Company has established a vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate safeguards against victimization of director(s)/Employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of such a mechanism has been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism is available on the website of the Company at www.filatexfashions.co.in

Details of Compliance with mandatory requirements and adoption of non-mandatory requirements.

The Company has complied with the applicable mandatory requirements as specified under Regulation 15 of SEBI LODR. The Company has adopted following non-mandatory requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI LODR.

Shareholders Rights: The quarterly financial results are published in widely circulated dailies and also displayed on Company's website viz www.filatexfashions.co.in Hence, these are not individually sent to the Shareholders.

Modified Opinion(s) in audit report: There is no modified opinion given in the Auditors' Report on Financial Statements.

Total fees paid to Statutory Auditors of the Company

Total fees of Rs. 9,00,000/- (Rupees Nine Lakhs only) for financial year 2025-26, for all services, was paid by the Company to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2025-26 are prescribed under Board's Report forming part of this Annual Report.

Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial

Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

Accordingly, the Company has engaged the services of M/s Sachin Sigh & Associates (CP No. 28269), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification. The said compliance report has been submitted by the Company to Exchange.

Compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of directorship	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of nomination & remuneration committee	19(3A)	Yes

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
21	Role of Nomination and Remuneration Committee	19(4)	Yes
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
23	Meeting of stakeholder relationship committee	20(3A)	Yes
24	Role of Stakeholders Relationship Committee	20(4)	Yes
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
26	Meeting of Risk Management Committee	21(3A)	Yes
27	Quorum of Risk Management Committee meeting	21(3B)	Yes
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes
29	Vigil Mechanism	22	Yes
30	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
32	Approval for material related party transactions	23(4)	NA
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	No
36	Alternate Director to Independent Director	25(1)	Yes
37	Maximum Tenure	25(2)	Yes
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39	Meeting of independent directors	25(3) & (4)	Yes
40	Familiarization of independent directors	25(7)	Yes
41	Declaration from Independent Director	25(8) & (9)	Yes
42	D & O Insurance for Independent Directors	25(10)	NA
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
44	Memberships in Committees	26(1)	Yes

Sr. No.	Particulars	Regulation Number	Compliance status (Yes/No/NA)
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes

Registered Office:
D. No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V. Rangareddy, SeriLingampally, Telangana, India, 500032

For and on behalf of Board of Directors
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158

Date: September 08, 2026
Place: Hyderabad

Sd/-	Sd/-	Sd/-
Prabhat Sethia	**Smitaben Suthar**	**Pratik Bharatbhai Panchal**
Managing Director & CFO	**Additional Director**	**Additional Director**
DIN: 00699415	**DIN: 10721816**	**DIN: 10721812**

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

(Pursuant to Regulations 34(3) and Schedule V Para E of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

To the Members of
FILATEX FASHIONS LIMITED.
D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,
K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032

We have examined the compliance of the conditions of Corporate Governance by Filatex Fashions Limited (the 'Company') for the year ended on March 31, 2026, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2026 except the following:

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

- Under Regulation 47, the newspaper advertisement relating to the financial results for the quarter ended September 2025 was not published within 48 hours from the conclusion of the Board Meeting.
- Under Regulation 31, the Shareholding Pattern for the quarter ended June 2025 was not submitted within the prescribed timeline, for which penalties of ₹99,120 each were levied by BSE and NSE. Further, BSE also levied a penalty of ₹28,320 for delayed submission of the Shareholding Pattern.
- Under Regulation 21(2), the Risk Management Committee was not constituted within the prescribed timeline, for which penalties of ₹2,14,760 each, ₹1,62,840 each and ₹25,960 each were levied by BSE and NSE for different periods of non-compliance.
- Under Regulation 34, the Annual Report relating to March 2019 was not submitted within the prescribed timeline, for which BSE levied a penalty of ₹1,21,785.
- Under Regulation 18(1), the Audit Committee was not constituted in accordance with the prescribed requirements, for which BSE levied a penalty of ₹1,62,840.
- Under Regulation 23(9), the disclosure of Related Party Transactions was not submitted within the prescribed timeline, for which penalties of ₹5,900 each were levied by BSE and NSE.
- Under Regulation 6(1), the vacancy in the office of the Company Secretary was not filled within the prescribed timeline, for which penalties of ₹40,120 each were levied by BSE and NSE.
- Under Regulation 31A, the disclosure relating to promoter reclassification was not made within the prescribed timeline, for which penalties of ₹3,77,600 each were levied by BSE and NSE.
- Under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015, the resignation of Director, Mr. Ramphool Meena, was not intimated to the Stock Exchange within the prescribed timeline; NSE sought clarification and no penalty was levied.

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

- Under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, the Reconciliation of Share Capital Audit Report for the quarter ended June 2025 was not uploaded within the prescribed timeline and Confirmation certificates under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018, for the quarter ended June 2025, September 2025 and December 2025 were not uploaded within the prescribed timeline.

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

- Under Regulation 29 of SEBI (SAST) Regulations, 2011 read with Regulation 7(2) of SEBI (PIT) Regulations, 2015, disclosure relating to sale of shares by the promoter was not made within the prescribed timeline.

iv. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

- Under Regulation 29 of SEBI (SAST) Regulations, 2011 read with Regulation 7(2) of SEBI (PIT) Regulations, 2015, disclosure relating to sale of shares by the promoter was not made within the prescribed timeline.

v. The Companies Act, 2013 ('the Act') and the rules made there under

- Form MGT-7, Form MGT-14 (for appointment of CFO), and Form DIR-12 pertaining to the appointment of CFO, resignation of Company Secretary, resignation of Mr. Ram Phool Meena as Director, and appointment of Mr. Sunil Agarwal as Whole-time Director and CEO were filed with additional fees due to delay in filing, and the newspaper advertisement relating to the pre-dispatch public notice/intimation in connection with the Annual General Meeting ("AGM") conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), as applicable under the relevant MCA requirements, was not published.
- The Company is yet to complete the necessary processes for compliance with the applicable provisions of Section 135 of the Companies Act, 2013 and the rules made thereunder.

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

For: KPSJ & ASSOCIATES LLP
(Chartered Accountants)
FRN: 124845W/W100209

CA Prakashchandra Parakh
(Partner)
Membership No: 039946
UDIN: 26039946EAEWDA3490

KPSJ & ASSOCIATES LLP
FRN: 124845W/W100209
CA INDIA
AHMEDABAD
CHARTERED ACCOUNTANTS

Date: 07 September, 2026
Place: Ahmedabad

ANNEXURE – VII

MANAGEMENT DISCUSSION & ANALYSIS REPORT

(a) Overview

We always want to look ahead and push ourselves to reinvent and re innovate. We took this opportunity to be introspective and realised our core strengths. We do not see these restrictions as a hurdle but an opportunity to explore new markets and new fields. We believe that with over 29 years of combined management experience in the socks markets in India enable us to be competent in this field and its activities in Manufacturing.

(b) Industry Structure and Developments

The Company follows all the rules and regulations of the respective exchange for depository / SEBI.

(c) Opportunities and Threats

The Company being a player in the socks market, the performance of the Company largely depends on the National and Global Markets. Your Company continues to achieve cost effectiveness through the application of technology. We have been fashioning our own responses to these challenges, and we believe that we can turn them into opportunities, which can unlock growth for us in the future.

Opportunities

1. Growing Financial Services industry’s share of wallet for disposable income.
2. Regulatory reforms would aid greater participation by all the class of investors.
3. Leverage technology to enable best practices and process.

Threats

1. Execution Risk
2. Slowdown in global liquidity flows
3. Intense competition from local and global players
4. Unfavourable economic conditions

(d) Segment-wise or Product-wise Performance

The Company carries on 100% socks manufacturing and allied products.

(e) Internal Control & Adequacy

The Company has adequate internal technology upgrading to ensure that all machines are upgraded from time to time.

(f) Risk Management System

The Company manages our business risk through strict compliance and internal control system.

(g) Outlook

Company is focusing on service-based activities. We believe that with over 33 years of combined management experience in the capital markets and corporate space in India enable the company to be competent in this field. The company has decided to venture into different business through investments in subsidiaries company.

(h) Change in Net Worth

Net worth has been increased for the financial year as there is an increase in share capital and profit.

(i) Human Resource

Company has adequately trained and well experienced personnel. Our employees are highly motivated and work in line of the organizational goal.

(j) Cautionary Statement

The statements made in this report describe the Company's objectives and projections that may be forward looking statements within the meaning of applicable laws and regulations. The actual results might differ materially from those expressed or implied depending on the economic conditions, government policies and other incidental factors, which are beyond the control of the Company.

(k) Details of Significant Changes:

Particulars	F.Y. 2025-26	F.Y. 2024-25	% of Changes
Current Ratio	1.74	2.35	-26.00%
Debt Equity Ratio	0.09	0.06	65.00%
Debt Service Coverage Ratio	0.61	1.21	-50.00%
Return on Equity Ratio	0.001	0.004	-70.00%
Inventory Turnover Ratio	3.70	7.84	-53.00%
Trade Receivables Turnover Ratio	0.58	1.23	-53.00%
Trade Payables Turnover Ratio	0.97	2.50	-61.00%
Net Capital Turnover Ratio	0.91	1.57	-42.00%
Net Profit Ratio	0.03	0.05	-52.00%
Return on Capital employed	0.002	0.01	-73.00%

❖ **Remark - Any change in the ratio by more than 25% as compared to the preceding year.**

Sr. No. of Ratio	Reason of Variance
i.	Growth in trade payables exceeding the growth in liquid assets.
ii.	Increase in external borrowings exceeding the increase in shareholder equity.

iii.	Decrease in operating earnings exceeding the decrease in annual debt obligations.
iv.	Decrease in final net profit exceeding the changes in shareholder capital.
v.	Increase in average stock exceeding the decrease in annual purchase volumes.
vi.	Increase in average customer balances exceeding the decrease in sales revenue.
vii.	Increase in average supplier credit exceeding the decrease in annual purchase volumes.
viii.	Increase in working capital exceeding the decrease in sales revenue.
ix.	Decrease in final net profit exceeding the decrease in sales revenue
x.	Decrease in operating earnings exceeding the changes in total capital employed.

D.No. 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V. Rangareddy, Seri Lingampally,
Telangana, India - 500032 Phone: +91 40-49502180
www.filatexfashions.co.in, Email: unisox@yahoo.com
CIN No: L51491TG1994PLCO17158

Annexure VIII

FORM NO: MR 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
D.No 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V.Rangareddy, SeriLingampally,
Telangana, India, 500032.

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

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

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

(i) The Companies Act, 2013 ('the Act') and the rules made there under; during the period under review complied with the Companies Act, 2013 ('the Act') and the rules made there under ***except that Form MGT-7, Form MGT-14 (for appointment of CFO), and Form DIR-12 pertaining to the appointment of CFO, resignation of Company Secretary, resignation of Mr. Ram Phool Meena as Director, and appointment of Mr. Sunil Agarwal as Whole-time Director and CEO were filed with additional fees due to delay in filing, and the newspaper advertisement relating to the pre-dispatch public notice/intimation in connection with the Annual General Meeting ("AGM") conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), as applicable under the relevant MCA requirements, was not published.***

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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; ***except Under Regulation 29 of SEBI (SAST) Regulations, 2011 read with Regulation 7(2) of SEBI (PIT) Regulations, 2015, disclosure relating to sale of shares by the promoter was not made within the prescribed timeline.***

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;***except Under Regulation 29 of SEBI (SAST) Regulations, 2011 read with Regulation 7(2) of SEBI (PIT) Regulations, 2015, disclosure relating to sale of shares by the promoter was not made within the prescribed timeline***

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; ***(Not applicable to the Company during the audit period)***

(d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***(Not applicable to the Company during the audit period)***

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;***(Not applicable to the Company during the audit period)***

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; ***(Not applicable to the Company during the audit period)***

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***(Not applicable to the Company during the audit period)***

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; ***(Not applicable to the Company during the audit period)***

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

- ***Under Regulation 47, the newspaper advertisement relating to the financial results for the quarter ended September 2025 was not published within 48 hours from the conclusion of the Board Meeting.***
- ***Under Regulation 31, the Shareholding Pattern for the quarter ended June 2025 was not submitted within the prescribed timeline, for which penalties of ₹99,120 each were levied by BSE and NSE. Further, BSE also levied a penalty of ₹28,320 for delayed submission of the Shareholding Pattern.***
- ***Under Regulation 21(2), the Risk Management Committee was not constituted within the prescribed timeline, for which penalties of ₹2,14,760 each, ₹1,62,840 each and ₹25,960 each were levied by BSE and NSE for different periods of non-compliance.***
- ***Under Regulation 34, the Annual Report relating to March 2019 was not submitted within the prescribed timeline, for which BSE levied a penalty of ₹1,21,785.***
- ***Under Regulation 18(1), the Audit Committee was not constituted in accordance with the prescribed requirements, for which BSE levied a penalty of ₹1,62,840.***
- ***Under Regulation 23(9), the disclosure of Related Party Transactions was not submitted within the prescribed timeline, for which penalties of ₹5,900 each were levied by BSE and NSE.***
- ***Under Regulation 6(1), the vacancy in the office of the Company Secretary was not filled within the prescribed timeline, for which penalties of ₹40,120 each were levied by BSE and NSE.***
- ***Under Regulation 31A, the disclosure relating to promoter reclassification was not made within the prescribed timeline, for which penalties of ₹3,77,600 each were levied by BSE and NSE.***
- ***Under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015, the resignation of Director, Mr. Ramphool Meena, was not intimated to the Stock Exchange within the prescribed timeline; NSE sought clarification and no penalty was levied.***

(j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; ***except***

Under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, the Reconciliation of Share Capital Audit Report for the quarter ended June 2025 was not uploaded within the prescribed timeline and Confirmation certificates under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018, for the

quarter ended June 2025, September 2025 and December 2025 were not uploaded within the prescribed timeline.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

(ii) The Listing Agreements entered into by the Company with BSE Limited and NSE Limited read with the SEBI (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.

We further report that: -

- The status of the Company during the financial year has been that of a Listed Public Company. The Company has not been a holding company or a subsidiary of any other company. The Company has one subsidiary, Filatex Mines and Minerals Private Limited.

- 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 composition of the Board of Directors that took place during the period under review the details are as under

  - Mr. Rakesh Sharma – Non-Executive Independent Director – resigned w.e.f. 06.05.2025.
  - Mr. Mukesh Arora – Non-Executive Independent Director – resigned w.e.f. 06.05.2025.
  - Mr. Mohammed Riyaz Kamaruddin Khan – Non-Executive Independent Director – resigned w.e.f. 06.05.2025.
  - Mr. Ram Phool Meena – Non-Executive Non-Independent Director – resigned w.e.f. 25.03.2025.
  - Ms. Sangeeta Sethia – Non-Executive Non-Independent Director – appointed w.e.f. 03.12.2025.
  - Mr. Prabhat Sethia – Chief Financial Officer (CFO) – appointed w.e.f. 14.11.2025.
  - Mr. Yash Sethia – Chief Financial Officer (CFO) – resigned w.e.f. 29.08.2025.
  - Mr. Srinivasa Rao Chintala – Company Secretary & Compliance Officer – resigned w.e.f. 23.10.2025.
  - Mr. Dhruv Rameshbhai Chauhan (DIN: 10648602) – Independent Director – appointed w.e.f. 03.12.2025.
  - Ms. Sonali Sandeep Joshi (DIN: 10648603) – Independent Director – appointed w.e.f. 03.12.2025.
  - Ms. Sanju – Whole-Time Director – appointed w.e.f. 03.12.2025.

- Mr. Swapnil Prakash Raka – Independent Director – resigned w.e.f. 03.12.2025.
- Ms. Sanju – Whole-Time Director – resigned w.e.f. 17.07.2026.
- Ms. Sonali Sandeep -Independent Director – Resigned w.e.f. 17.07.2026.
- Mr. Dhruv Rameshbhai Chauhan– Independent Director –resigned w.e.f. 23.05.2026.
- Ms. Hemalatha Ayepu- Independent Director –resigned w.e.f. 05.08.2026.
- Mr. Nageshwara Rao Chitirala- Independent Director –resigned w.e.f. 17.07.2026.

- 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 for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

- As per the minutes, the decisions at the Board Meetings were taken unanimously.

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

We further report that during the audit period the Company no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

We further report that during the audit period

- There were changes in secretarial auditor of the company***; all the regulatory formalities were timely complised with for appointment of secretarial auditor.***
- *There were changes in the company secretary of the company****; all the regulatory formalities were timely complied with for appointment of Company Secretary.***
- *There were changes in the CFO of the company****; all the regulatory formalities were timely complied with for resignation of the CFO.***
- There were changes in statutory auditor of the company***; all the regulatory formalities were timely complied with for appointment of statutory auditor.***
- *There were changes in the Promoter and Promoter Group of the Company. Further, the Company made an application under Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for promoter reclassification and duly complied with **all applicable regulatory requirements in this regard**.*

- ***The provisions relating to Corporate Social Responsibility (CSR) became applicable to the Company during the audit period. The Company is yet to complete the necessary processes for compliance with the applicable provisions of Section 135 of the Companies Act, 2013 and the rules made thereunder.***

Date: September 08, 2026
Place: Mumbai

For Sachin Singh & Associates
Practicing Company Secretary

Sd/-
Sachin Singh
Proprietor
M. No. A67686
C.P.No. 28269
Peer Review Certificate No.: 2728/2025
UDIN No.: A067686H001396343

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

ANNEXURE I

ANNEXURE TO SECRETARIAL AUDIT REPORT ISSUED BY COMPANY SECRETARY IN PRACTICE

To
The Members
M/s. FILATEX FASHIONS LIMITED

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

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

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

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

4. Wherever required, we have obtained the Management representation about the Compliance of Laws, Rules and Regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: September 08, 2026
Place: Mumbai

For Sachin Singh & Associates
Practicing Company Secretary

Sd/-
Sachin Singh
Proprietor
M. No. A67686
C.P.No. 28269
Peer Review Certificate No.: 2728/2025
UDIN No.: A067686H001396343

ANNEXURE – IX

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
Filatex Fashions Limited
D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,
K.V. Rangareddy, Seri Lingampally, Telangana, India, 500032'

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Filatex Fashions Limited having CIN: L51491TG1994PLC017158 and having registered office at D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V. Rangareddy, Seri Lingampally, Telangana, India, 500032 (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 & its officers, I, hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, Mumbai or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment	Date of Cessation
1	Prabhat Sethia	00699415	08/03/1994	-
2	Vallam Setty Raghuram	08037371	28/12/2027	-
3	Pratik Bharatbhai Panchal	10721812	07/07/2026	-
4	Rutvikbhai Mukeshbhai Beladiya	10726964	07/07/2026	-
5	Smitaben Suthar	10721816	17/07/2026	-
6	Sanju	10648601	03/12/2025	17/07/2026
7	Sonali Sandeep Joshi	10648603	03/12/2025	17/07/2026
8	Dhruv Rameshbhai Chauhan	10648602	03/12/2025	23/05/2026
9	Hemalatha Ayepu	10616324	30/05/2024	05/08/2026
10	Nageshwara Rao Chitirala	02197018	05/05/2023	17/07/2026

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

For Sachin Singh & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 7242/2025

Sd/-
Sachin Singh
Company Secretary in Practice
M. No.: A67686
CP No.: 28269
Place: Mumbai
Date: September 08, 2026
UDIN: A067686H001395971

201, 2nd Floor, Corporate Avenue, Sonawala Lane, Near Goregoan Station, Goregoan (East), Mumbai – 400 063, Maharashtra, India.
Ph No. 7021039020; Email ID: Singhsachin7733@gmail.com

Annexure X

ANNUAL SECRETARIAL COMPLIANCE REPORT OF FILATEX FASHIONS LIMITEDFOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members,
FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
D.No 1-80-40-SP-58-65, Shilpa Homes Layout,
Gachibowli, K.V.Rangareddy, SeriLingampally,
Telangana, India, 500032.

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **FILATEX FASHIONS LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at **D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V.Rangareddy, SeriLingampally, Telangana, India, 500032** Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on **March 31, 2026**, complied with the statutory provisions listed hereunder and also that ‘the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I have conducted the review in accordance with the Guidelines issued by the Instituteof Company Secretaries of India ("ICSI"), for the purpose of providing Annual Secretarial Compliance Report (ASCR) of the listed entity as required under regulation24A(2) of the LODR Regulations and circulars issued thereunder and my observations are given below.

2. For the purpose of this review/ certification, I **Sachin Singh, Practicing Company Secretary** have examined:
   (a) All the documents and records made available to us and explanation provided by **FILATEX FASHIONS LIMITED** (“the listed entity”), its officers, agents and authorized representatives,
   (b) The filings/submissions made by the listed entity to the Stock Exchanges,
   (c) Website of the listed entity,
   (d) Any other document/ filing, as considered relevant, which has been relied upon to make this certification for the year ended 31st March, 2026 (“Review Period”) in respect of compliance with the
      a. provisions of:
         I. The Securities and Exchange Board of India Act, 1992(“SEBI Act”) and the Regulations, circulars, guidelines issued there under; and
         II. The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under and the regulations, circulars, guidelines issued there under by the SEBI;
         III. Depositories Act, 1996 (“Depositories Act”), regulations made thereunder, circulars, guidelines issued thereunder by SEBI.

b. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

I. Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 [“LODR Regulations”];***except***

- ***Under Regulation 47, the newspaper advertisement was not published within forty-eight hours from the conclusion of the meeting of board of directors at which the financial results for the quarter ended September 2025 were approved.***
- ***Under Regulation 31 of SEBI (LODR) Regulations, 2015, the Shareholding Pattern for the quarter ended June 2025 was not submitted within the prescribed timeline.***
- ***Under Regulation 21(2) of SEBI (LODR) Regulations, 2015, the Risk Management Committee was not constituted within the prescribed timeline for the applicable period.***
- ***Under Regulation 34 of SEBI (LODR) Regulations, 2015, the Annual Report relating to March 2019 was not submitted within the prescribed timeline.***
- ***Under Regulation 18(1) of SEBI (LODR) Regulations, 2015, the Audit Committee was not constituted in compliance with the prescribed governance requirements.***
- ***Under Regulation 23(9) of SEBI (LODR) Regulations, 2015, disclosure of Related Party Transactions was not submitted within the prescribed timeline.***
- ***Under Regulation 6(1) of SEBI (LODR) Regulations, 2015, the vacancy in the position of Company Secretary was not filled within the prescribed timeline.***
- ***Under Regulation 31A of SEBI (LODR) Regulations, 2015, disclosure relating to promoter reclassification was not made within the prescribed timeline.***
- ***Under Regulation 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015, disclosure of resignation of Director (Mr. Ramphool Meena) was not intimated to the Stock Exchange within the prescribed timeline.***

II. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 [“ICDR Regulations”]; ***Not Applicable during the period under review.***

III. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 [“Takeover Regulations”]; ***except***

- ***Under Regulation 29 of SEBI (SAST) Regulations, 2011 read with Regulation 7(2) of SEBI (PIT) Regulations, 2015, disclosure relating to sale of shares by the promoter was not made within the prescribed timeline.***

IV. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 [“Buyback Regulations”]; ***Not Applicable during the period under review.***

V. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [“SBEBS Regulations”];***Not Applicable during the period under review.***

VI. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [“ILNCS Regulations”]; ***Not Applicable during the period under review.***

VII. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 [“PIT Regulations”];

VIII. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

except

- ***Under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, the Reconciliation of Share Capital Audit Report for the quarter ended June 2025 was not uploaded within the prescribed timeline.***

IX. Other regulations as applicable and circulars/ guidelines issued thereunder;

3. Based on the above examination, I hereby report that, during the Review Period:
   a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations /Remarks Of the Practicing Company Secretary (PCS)	Management Response	Remarks
1.	Submission of Shareholding Pattern within prescribed timeline	Reg. 31, SEBI (LODR) Regulations, 2015	Delay submission of Shareholding Pattern for June 2025	BSE	FINE	Shareholding Pattern for quarter ended June 2025 was not submitted within prescribed time	99,120	Delay observed in statutory filing; management to strengthen compliance monitoring.	Company has taken corrective action and submitted filing	
2.	Submission of Shareholding Pattern within prescribed timeline	Reg. 31, SEBI (LODR) Regulations, 2015	Delay submission of Shareholding Pattern for June 2025	NSE	FINE	Shareholding Pattern for quarter ended June 2025 was not submitted within prescribed time	99,120	Delay observed in statutory filing; management to strengthen compliance monitoring.	Company has taken corrective action and submitted filing	

3.	Constitution of Risk Management Committee	Reg. 21(2), SEBI (LODR) Regulations, 2015	Risk Management Committee not constituted within timeline	BSE	FINE	Non-constitution of RMC for applicable period	2,14,760	Governance framework requires timely constitution of mandatory committees	Committee constituted subsequently and controls strengthened	
4.	Constitution of Risk Management Committee	Reg. 21(2), SEBI (LODR) Regulations, 2015	Risk Management Committee not constituted within timeline	NSE	FINE	Non-constitution of RMC for applicable period	2,14,760	Governance framework requires timely constitution of mandatory committees	Committee constituted subsequently and controls strengthened	
5.	Submission of Shareholding Pattern within prescribed timeline.	Reg. 31, SEBI (LODR) Regulations, 2015	Delay in submission for June 2025	BSE	FINE	Delay in filing for June 2025; outstanding payment subsequently made	28320	Delay regularized and dues discharged	Compliance completed	
6.	Submission of Annual Report	Reg. 34, SEBI (LODR) Regulations, 2015	Non-submission of March 2019-related filing	BSE	FINE	Non-compliance under applicable regulation	1,21,785	Timely submission controls should be reinforced	Compliance completed	
7.	Constitution of audit Committee	Reg. 18(1), SEBI (LODR) Regulations, 2015	Non-compliance – Sep 2023	BSE	FINE	Delay in meeting prescribed governance requirement	1,62,840	Historical non-compliance noted	Compliance regularized	

8.	Constitution of Risk Management Committee	Reg. 21(2), SEBI (LODR) Regulations, 2015	Non-constitution for Sep 2025 period	BSE	FINE	Delay in constitution of mandatory committee	162,840	Recurring governance observation noted	Corrective action taken	
9.	Constitution of Risk Management Committee	Reg. 21(2), SEBI (LODR) Regulations, 2015	Non-constitution for Sep 2025 period	NSE	FINE	Delay in constitution of mandatory committee period	1,62,840	Recurring governance observation noted	Corrective action taken	
10.	Disclosure of Related Party Transactions	Reg. 23(9), SEBI (LODR) Regulations, 2015	Delay in disclosure	BSE	FINE	Delay in submission of related party transaction disclosure	5900	Strengthening disclosure controls recommended	Disclosure completed	
11.	Disclosure of Related Party Transactions	Reg. 23(9), SEBI (LODR) Regulations, 2015	Delay in disclosure	NSE	FINE	Delay in submission of related party transaction disclosure	5900	Strengthening disclosure controls recommended	Disclosure completed	
12.	Risk Management Committee compliance	Reg. 21(2), SEBI (LODR) Regulations, 2015	continued non-compliance	BSE	FINE	Non-compliance relating to RMC requirements	25960	Periodic compliance review recommended	Corrective action implemented	
13.	Risk Management Committee compliance	Reg. 21(2), SEBI (LODR) Regulations, 2015	continued non-compliance	NSE	FINE	Non-compliance relating to RMC requirements	25960	Periodic compliance review recommended	Corrective action implemented	
14.	Appointment of Company Secretary	Reg. 6(1), SEBI (LODR) Regulations, 2015	Delay in CS appointment	BSE	FINE	Delay in filling vacancy of Company Secretary within prescribed timeline.	40120	Non-compliance resulted in levy of penalty. Company should strengthen succession planning and compliance monitoring to avoid recurrence	Company has completed appointment of Company Secretary; however, penalty levied by Stock Exchange is yet to be paid	
15.	Appointment of Company Secretary	Reg. 6(1), SEBI (LODR) Regulations, 2015	Delay in CS appointment	NSE	FINE	Delay in filling vacancy of Company Secretary within prescribed timeline.	40120	Non-compliance resulted in levy of penalty. Company should strengthen succession planning and compliance monitoring to avoid	Company has completed appointment of Company Secretary; however, penalty levied by Stock Exchange is yet to be paid	

								recurrence		
16.	Promoter Reclassification disclosure	Reg. 31A, SEBI (LODR) Regulations, 2015	Delay in disclosure compliance relating to promoter reclassification	BSE	FINE	Delay in making prescribed disclosure under promoter reclassification provisions	377600	Delay in regulatory disclosure resulted in levy of penalty. Timely monitoring of event-based disclosures is recommended	Company has regularized compliance; however, penalty amount levied by Stock Exchange is pending payment	
17.	Promoter Reclassification disclosure	Reg. 31A, SEBI (LODR) Regulations, 2015	Delay in disclosure compliance relating to promoter reclassification	NSE	FINE	Delay in making prescribed disclosure under promoter reclassification provisions	377600	Delay in regulatory disclosure resulted in levy of penalty. Timely monitoring of event-based disclosures is recommended	Company has regularized compliance; however, penalty amount levied by Stock Exchange is pending payment	
18.	Reconciliation of Share Capital Audit Report filing	Reg. 76 of SEBI (Depositories and Participants) Regulations, 2018	Delay in uploading Reconciliation of Share Capital Audit Report – June 2025	No action by Stock Exchanges	No penalty levied	Delay in uploading Reconciliation Report	Nil	Delay observed; however, no enforcement action initiated by stock exchanges	Process strengthened to ensure timely filing	
19.	Disclosure of sale of shares by promoter	Reg. 29 of SEBI (SAST) Regulations, 2011 and Reg. 7(2) of SEBI (PIT) Regulations, 2015	Delay in disclosure of promoter share sale	Not applicable	observation	Delay in disclosure of transaction by promoter under SAST and Insider Trading Regulations	Nil	Company should strengthen controls over promoter transaction reporting and disclosure timelines	Necessary disclosure completed and compliance process reinforced	
20.	Disclosure of resignation of Director	Reg. 30 read with Para A of Part A of Schedule III of SEBI (LODR) Regulations, 2015	Delay in disclosure of resignation of Director (Mr. Ramphool Meena)	NSE	Query raised	Director resigned in March; intimation to stock exchange was delayed; NSE sought clarification	Nil	Though no penalty was levied, timely disclosure of material events should be ensured	Clarification submitted and process strengthened	

b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made In the secretarial compliance report for the year ended 31st March, 2025	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken/ penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	-	Late payment of Annual Listing Fees	Annual listing Fees to the Stock Exchange	Company has paid annual listing fees on 11.06.2024	Company has paid annual listing fees with delay	-

c) The listed entity has complied with the provisions of the SEBI Regulations except in respect of matters specified at Para 3(a) and 3(b) below. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance Status (Yes/ No/ NA)	Observations/ Remarks by PCS
1.	**Secretarial Standards**: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	The Company has duly complied with the SS issued by ICSI.
2.	**Adoption and timely Updation of the Policies**: ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/ circulars/guidelines issued by SEBI.	Yes Yes	The Company has updated all applicable policies under SEBI Regulations and the same are reviewed, updated and are in conformity with SEBI Regulations.
3.	**Maintenance and disclosures on Website**: ● The listed entity is maintaining a functional website. ● Timely dissemination of the documents/ information under a separate section on the website. ● Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/section of the website.	Yes Yes Yes	The Company maintained fully functional website and Documents/ information was not timely dissemination under a separate section on the website.
4.	**Disqualification of Director(s):** None of the director(s) of the listed entity is/ are disqualified	Yes	None of the Director of the Company is

	under Section 164 of Companies Act,2013as confirmed by the listed entity		disqualified under Section 164 of Companies Act, 2013.
5.	**Details related to subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes Yes	The Company has complied with same.
6.	**Preservation of Documents**: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	The Company has complied with the SEBI Regulations for preserving and maintaining records and disposal of documents as per the Archival Policy.
7.	**Performance Evaluation**: The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	The Company has duly conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year.
8.	**Related Party Transactions**: (a) The listed entity has obtained prior approval of audit committee for all related party transactions; (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the audit committee.	Yes	The Company has obtained prior approval of Audit Committee for all Related Party Transactions.
9.	**Disclosure of events or information**: The listed entity has provided all the required disclosure(s) under Regulation30alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	The Company has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.
10.	**Prohibition of Insider Trading**: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	The Company has duly complied with Regulation 3(5) & 3(6) of SEBI (Prohibition of Trading) Insider Regulations, 2015
11.	**Actions taken by SEBI or Stock Exchange(s), if any**: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations	Yes	Stock exchange has issued notice for violation and details of the same are shown in the table above.

	and circulars/guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the Last column.		
12.	**Additional Non-compliances, if any**: No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	NA	No any additional non-compliance observed for all SEBI regulation/circular/ guidance note etc during the review period.

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019

Sr. No	Particulars	Compliance Status (Yes/ No/ NA)	Observations/ Remarks by PCS
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	Yes NA NA	M/S Pundarikashyam and Associates resigned w.e.f 14.11.2025 and issued limited the review report for the quarter ended September 2025.
2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non- cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. b. In case the auditor proposes to resign, all concerns with respect to the proposed	NA	No Changes during the period under review.

	resignation, along with relevant documents have been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/explanation sought and not provided by the management, as applicable c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.		
	ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAINFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA	No Changes during the period under review.
3.	The listed entity/ its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.	NA	No Changes during the period under review.

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations read with SEBI circular for implementation of recommendations of the Expert Committee for facilitating ease of doing business for listed entities dated December 31, 2024, NOT APPLICABLE.

Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

DATE: 29th May 2026
PLACE : MUMBAI

SACHIN SINGH
COMPANY SECRETARY

SACHIN NAGENDRA SINGH

Digitally signed by SACHIN NAGENDRA SINGH
DN: C=IN, S=Maharashtra, Phone=05b6543727624ac160c2f78bd6aa1a8d78cb0ecd9a7dcf938560119b5ccc9c1a, PostalCode=400102, STREET=410 Rocky Parera Chawl SVRoad Near King Church Oshiwara Kranti Nagar RKWadi Jogeshwari West SO, OID.2.5.4.65=5985235e43bb4e2997ac60faab1d6e3f, T=3365, SERIALNUMBER=56e398d5f1c5422e67bb8b2a82d414285c90df8a0bf0aca11d8d76a50bada7c9, O=Personal, CN=SACHIN NAGENDRA SINGH
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PROPRIETOR
M. NO. A67686
C.P.NO. 28269
PEER REVIEW CERTIFICATE NO.: 2728/2025
UDIN NO.: A067686H000533481

ANNEXURE XI

CFO AND MANAGING DIRECTOR CERTIFICATION

To,
The Board of Directors
Filatex Fashions Limited

We hereby certify that:

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

- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- 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) To the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit committee

- significant changes in internal control over financial reporting during the year;
- significant changes in accounting policies, if any, during the year and that the same have been disclosed in the notes to the financial statements; and
- instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Filatex Fashions Limited

Sd/-
Prabhat Sethia
Managing Director & CFO
DIN: 00699415

Date: September 08, 2026
Place: Hyderabad

ANNEXURE – XII

DECLARATION ON CODE OF CONDUCT

I, Prabhat Sethia (DIN: 00699415), Managing Director & CFO of Filatex Fashions Limited, hereby confirm that the members of the Board of Directors and Senior Management personnel have affirmed compliance with the Filatex Fashions Limited - Code of Conduct for Directors and Senior Management for the financial year ended March 31, 2026.

For Filatex Fashions Limited

Sd/-
Prabhat Sethia
Managing Director & CFO
DIN: 00699415

Date: September 08, 2026
Place: Hyderabad

FINANCIAL INFORMATION

INDEPENDENT AUDITOR'S REPORT

To,
The Members
Filatex Fashions Limited
(CIN: L51491TG1994PLC017158)

Report on the Audit of the Standalone Financial Statements

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

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

Expected credit loss allowances Recognition and measurement of impairment of financial assets involve significant management judgement. With the applicability of Ind AS 109, credit loss assessment is now based on expected credit loss (ECL) model. The Company's Impairment allowance is derived from estimates including the historical default and loss ratios. Management exercises judgement in determining the quantum of loss based on a range of factors. The most significant areas are loan staging criteria, calculation of probability of default / loss and consideration of probability weighted scenarios and forward-looking macroeconomic factors. There is a large increase in the data inputs required by the ECL model. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. In some cases, data is unavailable and reasonable alternatives have been applied to allow calculations to be performed. As per management opinion, there is no expected credit loss in several financial assets including the trade receivables and other financial assets of the Company and all are on fair value, based on the assessment and judgement made by the board of the company.	**How the matter was addressed in our Audit** In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance: We evaluated management`s process and tested key controls around the determination of extent of requirement of expected credit loss allowances, including recovery process & controls implemented in the company for trade receivables and other financial assets. It was explained to us by the management that the control exists relating to the recovery of receivables, including those aging for large periods and in the opinion of the board there is no requirement making expected credit loss allowance. We have also reviewed the management response and representation on recovery process initiated for sample receivables, and based on the same we have place reliance on these key controls for the purposes of our audit.
Appropriateness of Current and Non-Current Classification We identified the classification of assets and liabilities as current and non-current as a key audit matter because it requires significant management judgement in the absence of clearly documented contractual terms for certain balances, and because misclassification could materially affect key financial ratios and the presentation of the Company's liquidity position.	For the purpose of current & non-current classification the Company has considered its normal operating cycle as 12 Months and the same is based on services provided, acquisition of assets or inventory, their realization in cash and cash equivalents. The classification is either done on basis of documentary evidence and if not then on the basis of managements best estimate of period in which asset would be realized or liability would be settled.
Revenue Recognition The principal business of the Company is trading/manufacture and sale of garments and fashion products. Revenue from contracts with customers is recognised when control of the goods is transferred to the customer, generally on dispatch or delivery as per the terms of sale, at an amount that reflects the consideration the Company expects to be entitled to in exchange for those goods, net of trade discounts, rebates, and goods and services tax. The Company is the principal in these arrangements, as it typically controls the goods before they are transferred to	In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance: • Assessed the appropriateness of the revenue recognition accounting policies, by comparing with applicable accounting standards. • Evaluated the design of controls and operating effectiveness of the relevant controls with respect to revenue recognition and accounting for services/sales.

the customer. We identified revenue recognition as a key audit matter because of the volume and value of transactions and the judgement involved in determining the timing of transfer of control to customers.	• Performed substantive testing by selecting samples of revenue transactions recorded during the year by verifying the underlying documents. • Carried out analytical procedures on revenue recognized during the year to identify unusual variances. • Performed confirmation procedures on trade receivable balances at the balance sheet date on a sample basis. • Tested, on a sample basis, specific revenue transactions recorded before and after the financial year end date to determine whether the revenue had been recognised in the appropriate financial period.
Carrying value of Investment in Subsidiary As disclosed in Note 4 to the Standalone Financial Statements, the Company carries an investment of ₹2,21,056.00 Lakhs in the equity shares of its subsidiary, Filatex Mines and Minerals Private Limited (FMMPL), representing approximately 87% of the Company's total assets as at the balance sheet date. This investment was acquired in an earlier year pursuant to a share-swap arrangement, based on the fair valuation of FMMPL. The investment is carried at cost in accordance with Ind AS 27, Separate Financial Statements. Given the significant carrying value of this investment relative to the Company's total assets, and the requirement under Ind AS 36 to assess, at each reporting date, whether any indicators of impairment exist, this is an area involving significant management judgement - including judgement over the continued recoverability of the carrying amount, the performance and net worth of FMMPL, and the absence of an active market for FMMPL's shares. We therefore considered this a key audit matter.	Our audit procedures in this area, among others, included the following: • Obtained an understanding of management's process for identifying indicators of impairment in respect of the investment in FMMPL. • Read minutes of board and audit committee meetings for any discussion bearing on the recoverability of this investment. • Assessed the adequacy of disclosures made in Note 4 to the Standalone Financial Statements in accordance with Ind AS 27 and Ind AS 36. Based on the above procedures, we did not identify any indicators requiring an impairment provision against the carrying value of the investment as at the balance sheet date.

Emphasis of Matters

1. We draw attention to Note No. 2.22 to the Standalone Financial Statements regarding non-provision of retirement benefits. The Company has not provided for the liability towards Gratuity and Leave Encashment, which is not in accordance with the requirements of Ind AS

19 on Employee Benefits. In the absence of an actuarial valuation, the resultant impact on the accumulated losses/provisions and expenses for the year is presently not ascertainable.

2. We draw attention to Note 8 to the Standalone financial statements regarding the inventory balances amounting to Rs. 2878.35 Lakhs as of March 31, 2026. Our audit procedures for verifying the existence and valuation of this inventory were limited to alternative testing and reliance on internal management records. Hence, inventories are subject to verification and considered in books of accounts as per the management representation. Our opinion is not modified in respect of this matter.

3. We draw your attention to Note no. 42 of the Standalone financial statements of the company; The Company has long outstanding trade receivables of Rs. 16,437.05 Lakhs in the books of accounts for more than 3 years and the company has not provided any provision for bad / doubtful debts in the books of accounts.

4. We draw your attention to Note No. 47 of the Standalone financial statements of the company; Balances of trade receivables, deposits, loans and advances, advances received from the customers and trade payables are subject to confirmation from the respective parties and consequential reconciliation /adjustment arising there from, if any.

Information other than the 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 Board's Report including Annexures to Board's Report, but does not include the Standalone financial statements and our auditor's 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 Financial Statements

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

In preparing the Standalone financial statements, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

That Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

    c. The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and the 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 accounting standards specified 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 as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

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

    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 Act.

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

       (i) The Company does not have any pending litigations which would impact its financial position;

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

(iii) There were no amounts 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 that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

(v) The Company has not declared or paid dividend during the year, hence compliance with section 123 of the Companies Act, 2013 is not applicable.

(vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the year ended 31st March, 2026. However, the software does not have a feature of recording audit trail (edit log) facility. Accordingly, the Company has not complied with the requirements of Rule 3(1) of the Companies (Accounts) Rules, 2014. Therefore, we are unable to express our opinion regarding audit trail feature being tampered with or not.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-
PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN: 26039946CDYWUW6539
Date: 29th May, 2026
Place: Ahmedabad

ANNEXURE 'A' TO INDEPENDENT AUDITOR'S REPORT

[Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the Members of Filatex Fashions Limited on Standalone Financial Statements for the year ended 31st March 2026]

(i) In respect of the Company's Property, Plant & Equipment and Intangible assets:

(a)

(i) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(ii) There are no intangible assets held by the Company.

(b) The company has a regular programme for physical verification in a phased periodic manner, which, in our opinion, is reasonable having regards to the size of the company and the nature of its assets. No material discrepancies were noticed on such verifications.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in Note no. 3 to the Standalone financial statement are held in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not re-valued its property, plant and equipment (including Right-of-use assets).

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there-under. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

(ii)

(a) Physical verification of inventory has been conducted at reasonable intervals during the year by the management and as informed no material discrepancies were noticed on such physical verification.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned a working capital limit in excess of Rs 5 crore by bank or financial institution based on the security of current assets during the year. Accordingly, reporting under clause 3(ii)(b) of the Order are not applicable.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, company has not provided any guarantee or security to companies, firms, limited liability partnerships or any other parties during the year.

The Company holds an investment of ₹2,21,056.00 Lakhs in the equity shares of its subsidiary, Filatex Mines and Minerals Private Limited (15,70,00,000 equity shares of ₹1/- each), acquired pursuant to a share-swap arrangement as more fully described in Note 4 to the Standalone Financial Statements. No fresh investment was made during the year under audit.

The Company has granted loans to companies, firms, limited liability partnerships or other parties during the year, details of the loan is stated in sub-clause (a) below.

(a)

	Loans (Rs. In Lakhs)
Aggregate amount granted during the period	
- Subsidiaries	41.25
- Others	3.40
Balance outstanding as at Balance Sheet date	
- Subsidiaries	76.12
- Others	95.79

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has given loans repayable on demand which was without specifying any terms or period of repayment.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits or amounts which are deemed to be deposits, within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. No Order has been passed by the Company Law board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal.

(vi) The Central Government under section 148(1) of the Companies Act, 2013 has not specified the maintenance of cost records in respect of the Company's services.

(vii)

(a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with occasional delays during the period with the appropriate authorities by the Company. But undisputed statutory dues in respect of Employees State Insurance, Employee Provident Fund and Tax deducted at source remained outstanding for more than six months from the date it became payable. as follows. However, the company has not made any payments in respect of Professional Tax.

Rs. In Lakhs

Particulars	More than 6 months	Total Liability
Tax deducted at source	13.89	36.68
Employees State Insurance	1.10	1.37
Employee Provident Fund	2.64	4.65

(b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute, except those disclosed below:

Rs. In Lakhs

Name of the statute	Nature of the dues	Amount (Rs In Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax	713.21	A.Y. 2023-24	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	981.95	A.Y. 2022-23	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	4.95	A.Y.2012-13	Order of ITAT in Favour. Effect of same pending.
Income Tax Act, 1961	Income Tax	3.52	A.Y. 2025-26	CPC
Income Tax Act, 1961	Income Tax	598.08	A.Y. 2016-17	Income Tax Appellate Tribunal (Hyderabad)
Income Tax Act, 1961	Income Tax	61.60	A.Y. 2010-11	Jurisdictional Assessing Officer

(viii) According to information and explanation given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) According to information and explanation given to us,

(a) we report that the Company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to the lender(s), as per the details given below:

Nature of borrowing, including debt securities	Name of lender	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any
Vehicle loan	Mercedes-Benz Financial Services India Pvt. Ltd	148.99 Lakhs	Principal and Interest	Irregular Payments	Company is in default in repayment.
Mortgage Loan	Godavari Urban Multistate Credit Co-Operative Society Ltd	367.18 Lakhs	Principal and Interest	Irregular Payments	Company is in default in repayment and applied for OTS. NOC pending.

(b) the Company has been declared willful defaulter by Mercedes-Benz Financial Services India Pvt. Ltd;

(c) the Company has not applied proceeds of term loans for the purpose for which they were obtained;

(d) the Company has not raised funds on short term basis which have been utilized for long term purposes.

(e) the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(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 clause 3(x)(a) of the order is not applicable.

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

(xi)

(a) According to the information available with us, no fraud by the Company and no fraud on the Company has been noticed or reported during the year.

(b) According to the information available with us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the Management, there were no whistle-blower complaints received during the year and hence reporting under clause 3(xi)(c) of the Order is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) The Company has entered into transactions with related parties in compliance with the provisions of section 177 & section 188 of the Act. The details of such related party transactions have been disclosed in the Ind AS financial statements as required under Ind AS 24, Related Party Disclosures specified under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.

(xiv)

(a) Based on the information & explanations provided to us & our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size & nature of its business.

(b) We have considered the internal audit reports of the company issued till date for the period under audit.

(xv) According to the information given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him and hence, the provisions of section 192 of Companies Act are not applicable to the Company.

(xvi) According to the information and explanations as given to us and based on our examination of the records of the company,

(a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India; hence paragraph 3(xvi)(c) is not applicable.

(d) According to the information given to us, there is no Core Investment Company (CIC) within the Group (as defined in the core investment companies (Reserve Bank of India) Directions, 2016) and accordingly reporting under this clause not applicable to the company.

(xvii) According to the information and explanation given to us, the Company has not incurred any cash losses in the current financial year or in the immediately preceding financial year.

(xviii) The previous statutory auditors resigned during the year. We have considered the issues, objections and concerns raised by the outgoing auditors in their resignation letter, as required under clause 3(xviii) of the Order.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however state that our reporting is based on the facts up to the date of 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) According to the information and explanations given to us and based on the verification of the records of the company, we report that

(a) According to the information and explanations given to us, the Company has not transferred the amount remaining unspent under sub-section (5) of Section 135 of the Act, in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Act within a period of six months of the expiry of the financial year, as required by the second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, the Company has not transferred the amount remaining unspent under sub-section (5) of Section 135 of the Act, in respect of ongoing project(s), to a special account in compliance with sub-section (6) of Section 135 of the Act.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-

PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN: 26039946CDYWUW6539
Date: 29th May, 2026
Place: Ahmedabad

ANNEXURE 'B' TO INDEPENDENT AUDITORS' REPORT

[Referred to in Clause (f) of Paragraph 3 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the Members of **Filatex Fashions Limited** on Standalone Financial Statements for the year ended 31st March 2026]

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

We have audited the internal financial controls over financial reporting of **Filatex Fashions Limited** ("**the Company**") as of 31st March, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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, both issued by the Institute of Chartered Accountants of India. 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 were 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 Ind AS 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 Ind AS 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of un-authorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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, further described in the Auditor's Responsibilities section of this report, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-

PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN: 26039946CDYWUW6539
Date: 29th May, 2026
Place: Ahmedabad

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,K.V.Rangareddy, Seri Lingampally, Telangana, India, 500 032.
Standalone Balance sheet as at 31st March, 2026

Amount in lakhs

Particulars	Note No.	March 31, 2026	March 31, 2025
ASSETS			
Non Current Assets			
(a) Property, plant and equipment	3	661.74	545.00
(b) Capital work-in-progress	3	-	148.33
(c) Financial assets			
(i) Investments	4	2,21,056.00	2,21,056.00
(ii) Loans	5	2,124.17	2,475.41
(d) Deferred Tax Assets (net)	6	5.74	9.37
(e) Other Non-current assets	7	426.49	426.49
Total Non Current Assets		**2,24,274.14**	**2,24,660.61**
Current Assets			
(a) Inventories	8	2,878.35	2,560.92
(b) Financial assets			
(i) Trade receivables	9	24,218.66	14,411.14
(ii) Cash and Cash equivalents	10	96.67	55.36
(iii) Bank balances other than (ii) above	11	17.15	17.15
(c) Other current assets	12	1,933.06	2,728.82
Total Current Assets		**29,143.90**	**19,773.39**
Total Assets		**2,53,418.04**	**2,44,434.00**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13	83,340.73	83,340.73
Other equity	14	1,48,106.53	1,47,826.04
Total Equity		**2,31,447.26**	**2,31,166.77**
Liabilities			
Non-current liabilities			
Financial Liabilities			
(a) Borrowings	15	**5,191.44**	**4,848.55**
Total Non-Current Liabilities		**5,191.44**	**4,848.55**
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	16		
i. Total Outstanding dues of Micro Enterprises and Small Enterprises		30.54	70.47
ii. Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises		15,038.65	6,172.21
(ii) Other financial liabilities	17	601.67	801.67
(b) Other Current Liabilities	18	174.25	115.76
(c) Provisions	19	132.91	129.31
(d) Current Tax Liabilities (Net)		801.33	1,129.27
Total Current Liabilities		**16,779.34**	**8,418.68**
Total Equity and liabilities		**2,53,418.04**	**2,44,434.00**
Summary of Significant Accounting Policies	1 & 2		
See accompanying notes to the financial statements.			

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946CDYWUW6539

For and on behalf of the Board of Directors of
Filatex Fashions Limited

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN:10616324)

Place: Ahmedabad
Date: May 29, 2026

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,K.V.Rangareddy, Seri Lingampally, Telangana, India, 500 032.
Standalone Statement of Profit and loss for the year ended 31st March, 2026

Amount in Lakhs

S.No.	Particulars	Note No.	31 March 2026	31 March 2025
	Income			
I	Revenue from operations	20	11,219.33	17,848.18
II	Other income	21	63.58	569.44
III	***Total Income (I+II)***		**11,282.91**	**18,417.61**
IV	**Expenses**			
	Cost of materials consumed	22	10,361.58	16,246.34
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	23	-303.97	-518.80
	Employee benefits expense	24	344.18	336.39
	Finance costs	25	30.85	220.39
	Depreciation and amortization expense	3	72.43	74.95
	Other expenses	26	405.00	787.71
	Total expenses		**10,910.07**	**17,146.99**
V	**Profit/(loss) before exceptional and tax (III-IV)**		372.85	1,270.63
VI	Exceptional items		-	-
VII	**Profit before tax (V-VI)**		**372.85**	**1,270.63**
VIII	Tax expense:			
	Current tax		88.72	328.44
	Deferred tax		3.63	4.85
IX	**Profit/(loss) for the period (VII-VIII)**		**280.49**	**937.33**
X	Other comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XI	**Total comprehensive income for the period (IX+X)**		280.49	937.33
XII	Earnings per equity share (for continuing operation)			
	(1) Basic		0.0034	0.011
	(2) Diluted		0.0034	0.012

See accompanying notes to the financial statements.

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946CDYWUW6539

Place: Ahmedabad
Date: May 29, 2026

For and on behalf of the Board of Directors of
Filatex Fashions Limited

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN:10616324)

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,K.V.Rangareddy, Seri Lingampally, Telangana, India, 500 032.
Standalone Cash Flow Statement for the year ended on 31st March, 2026

Amount in Lakhs

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A	**Cash flow from Operating activities**		
	Profit before tax	372.85	1,270.63
	Adjustments for:		
	Depreciation and Amortisation	72.43	74.95
	Interest expense	30.85	220.39
	Interest Income	-63.58	-269.48
	Total Adjustments to Profit before tax	**39.70**	**25.86**
	Operating Profit Before Working Capital Changes	**412.55**	**1,296.49**
	Change in Trade Receivables	-9,807.53	297.31
	Change in Deposits, loans and advances	351.24	410.46
	Change in Inventories	-317.43	-1,110.35
	Change in Other Non current Assets	-	-
	Change in Other Current Assets	795.75	-149.59
	Change in Trade Payables	8,826.51	-962.29
	Change in Other Financial Liabilities	-200.00	476.12
	Change in Provisions	3.60	-
	Change in Other Current liabilities	58.50	-15.97
		-289.36	**-1,054.31**
	Cash Generated from Operating activities	123.19	242.18
	less: Taxes Paid	416.66	5.96
	Net Cash Generated from Operating activities	**-293.47**	**236.22**
B	**Cash flow from Investment activities**		
	Capital Expenditure on Fixed Assets including CWIP	-40.84	-96.60
	Cash Paid for Purchase of Investments	-	-
	Interest received On Fixed Deposits	63.58	269.48
	Net Cash flows from Investing Activities	**22.74**	**172.88**
C	**Cash flow from Financing activities**		
	Repayment of Long term & Short term Borrowings	342.89	-172.08
	Interest paid on borrowings	-30.85	-220.39
	Net Cash flow from Financing activities	**312.03**	**-392.48**
	Net Cash Increase in Cash and Cash Equivalents (A+B+C)	**41.30**	**16.62**
	Cash and Cash equivalents at the beginning of the Year	**72.52**	**55.90**
	Cash and Cash equivalents at the end of the Year	**113.82**	**72.52**

See accompanying notes to the financial statements.

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946CDYWUW6539

Place: Ahmedabad
Date: May 29, 2026

For and on behalf of the Board of Directors of
Filatex Fashions Limited

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN:10616324)

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Standalone Statement of Changes in equity for the year ended on 31st March, 2026

(a) **Equity share capital** **Amount in Lakhs**

Particulars	No. of shares	Amount
Balance as at 1st April 2024	16,668.15	83,340.73
Changes in equity share capital	66,672.58	-
Balance as at 31st March 2025	**83,340.73**	**83,340.73**
Changes in equity share capital	-	-
Balance as at 31st March 2026	**83,340.73**	**83,340.73**

(b) **Other equity**

Particulars	Reserves and surplus					Total
	Securities premium	General Reserve	Retained earnings	Revaluation Surplus	Share warrants issued	
Balance as at 1st April 2024	1,43,318.50	513.67	3,056.54	-	-	1,46,888.71
Movement during the year	-	-	937.33	-	-	937.33
Balance as at 31st March 2025	**1,43,318.50**	**513.67**	**3,993.87**	**-**	**-**	**1,47,826.04**
Movement during the year	-	-	280.49	-	-	280.49
Balance as at 31st March 2026	**1,43,318.50**	**513.67**	**4,274.36**	**-**	**-**	**1,48,106.53**

See accompanying notes to the financial statements.

For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946CDYWUW6539

For and on behalf of the Board of Directors of
Filatex Fashions Limited

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN:10616324)

Place: Ahmedabad
Date: May 29, 2026

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

1. Corporate Information:

FILATEX FASHIONS LIMITED ("the Company") is a Public Company which was incorporated on 08-03-1994. The principal activity of the company is to manufacture Socks. The Company's Factory is situated at Plot No. 1, SY No.42, Chetlapotharam village, Jinnaram mandal, Medak District, Hyderabad - 500043, Telangana, India. The company has its registered office at D.No.1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, Seri Lingampally, Telangana, 500 032. The Company is listed on two stock exchanges i.e., at Bombay Stock Exchange and National Stock exchange (06-05-2024).

2. Material Accounting Policies:

2.1. Statement of Compliance:

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

2.2. Basis of preparation

These financial statements have been prepared under the historical cost basis and on the accrual basis except for certain financial instruments that are measured at fair value in accordance with Ind AS and certain items of property plant and equipment that were revalued in earlier years in accordance with the previous GAAP principles and the provisions of the Companies Act, 2013 ('Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.3. Presentation of financial statements

The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The statement of cash flows has been prepared and presented as per the requirements of Ind AS 7 "Statement of Cash flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Indian Accounting Standards.

2.4. Current & Non-Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

I. The asset/liability is expected to be realized/settled in the Company's normal operating cycle;
II. The asset is intended for sale or consumption;
III. The asset/liability is held primarily for the purpose of trading;
IV. The asset/liability is expected to be realized/settled within twelve months after the reporting period;
V. The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
VI. In the case of a liability, the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months.

2.5. Cash flow statement:

Cash flow statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method under the indirect method, the net profit/(loss) is adjusted for the effects of:

2.5.1. Changes during the period in inventories and operating receivables and payables and transactions of a non-Cash nature.
2.5.2. Non-cash items such as depreciation, provisions, unrealized foreign currency gains and losses, and undistributed profits of associates; and
2.5.3. All other items for which the cash effects are investing or financing cash flows.
2.5.4. The cash flows from operating, investing and financing activities of the Company is segregated based on the available information. Cash and cash equivalents (including bank balances) are reflected as such in the Cash Flow Statement.

2.6. Use of Accounting Estimates:

The preparation of the financial statements requires that the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognized in the period in which they are determined.

2.7. Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost of acquisition including applicable duties and taxes, any directly attributable expenditure on making the asset ready for its intended use, attributable interest and finance costs, if any, till the date of acquisition/ installation of the assets less accumulated depreciation and impairment losses, if any. Subsequent expenditure relating to Property, Plant and Equipment is capitalized only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset.

The useful lives for various property, plant and equipment are given below:

Type of Assets	Period
Buildings	30 Years
Plant and Equipment	15 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Office equipment	5 Years
Computers	4 Years

Intangible Assets:

Identifiable intangible assets are recognized when the Company controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured. Intangible assets are stated at cost, less accumulated amortization and accumulated impairment losses, if any. The estimated useful life and amortization method reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

2.8. Depreciation/ Amortization:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost less its estimated residual value. Depreciation on Property, Plant and equipment has been provided on written down value method in accordance with the Schedule II of the Companies Act, 2013, based on the useful life estimated on the technical assessment as in force and proportionate depreciation are charged for additions/deletions during the year. In respect of additions / deletions to the fixed assets / leasehold improvements, depreciation is charged from the date the asset is ready to use / up to the date of deletion. The asset's useful lives are reviewed and adjusted, if appropriate, at the end of each reporting period.

2.9. Investment in Subsidiary, Jointly Controlled Entities, Associates and Unincorporated Entities:

Investment in Subsidiary, Joint Controlled Entities and Associates are measured at cost less impairment in accordance with Ind AS 27 "Separate Financial Statements".

In case of unincorporated entities in the nature of a Joint Operation, the Company recognizes its direct right and its share of jointly held or incurred assets, liabilities, contingent liabilities, revenues and expenses of joint operations. These have been incorporated in these financial statements under the appropriate headings.

2.10. Financial instruments:

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (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.

2.10.1. Financial Assets

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss is initially recognized at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in following categories.

2.10.1.1. Financial Assets at Amortized Cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms 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.

2.10.1.2. Financial Assets Measured at Fair Value

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms 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. Further, in case where the company has made an irrevocable selection based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income. In any other case, financial asset is fair valued through profit and loss.

2.10.1.3. Impairment of Financial Assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit or loss.

2.10.1.4. De-recognition of Financial Assets

The Company de-recognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.10.2. Equity Instruments and Financial Liabilities

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

2.10.2.1. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

2.10.2.2. Financial Liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

2.10.2.3. Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

2.10.2.4. De-recognition of Financial Liabilities

Financial liabilities are de-recognized when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

2.11. Investment property:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the Ind AS 16's requirement for cost model.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no further economic benefits expected from disposal. Any gain or loss arising on de-recognition of the property is included in profit or loss in the period in which the property is derecognized.

The company does not have any Investment properties.

2.12. Inventories:

2.12.1. Raw Materials:

Raw Materials and stores & spares are valued at weighted average cost or under. Cost includes all charges in bringing the materials to the place of usage, excluding refundable duties and taxes.

2.12.2. Work in Progress:

Work-in-Progress is valued at the contracted rates less profit margin/ estimates.

2.12.3. Stock in Trade:

Stock in trade is valued at Cost or NRV whichever is Lower.

2.13. Cash and cash equivalent:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

2.14. Provisions, Contingent Liabilities and Contingent Assets:

The Group recognizes provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources and reliable estimate can be made of the amount of the obligation. A disclosure for Contingent liabilities are made in the notes on accounts when there is a possible obligation or present obligations that may, but probably will not, require an outflow of resources.

2.15. Government Grants:

Grants from the governments are recognized when there is a reasonable certainty that the company will comply with the conditions attached to them and the grant will be received. Government grants related to revenue are recognized on a systematic basis in the statement of profit or loss over the periods necessary to match them with the related costs which they are intended to compensate. Where the grant relates to the acquisition of fixed assets, the same is reduced from the cost of the fixed asset.

2.16. Revenue Recognition:

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services. the Company is generally the principal as it typically controls the goods or services before transferring them to the customer.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

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

Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional.

Revenue from construction/project related activity and contracts for supply/commissioning of complex plant and equipment is recognized as follows:

2.16.1. Cost plus contracts: Revenue from cost plus contracts is determined with reference to the recoverable costs incurred during the period and the margin as agreed with the customer.

2.16.2. Fixed price contracts: Contract revenue is recognized only to the extent of cost incurred till such time the outcome of the job cannot be ascertained reliably subject to condition that it is probable that such cost will be recoverable. When the outcome of the contract is ascertained reliably, contract revenue is recognized at cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completions the proportion of cost of work performed to-date, to the total estimated contract costs.

The estimated outcome of a contract is considered reliable when all the following conditions are satisfied:

I. The amount of revenue can be measured reliably.
II. It is probable that the economic benefits associated with the contract will flow to the company.
III. The stage of completion of the contract at the end of the reporting period can be measured reliably; and
IV. The costs incurred or to be incurred in respect of the contract can be measured reliably.

Expected loss, if any, on a contract is recognized as expense in the period in which it is foreseen, irrespective of the stage of completion of the contract. For contract where progress billing exceeds the aggregate of contract costs incurred to-date and recognized profits (or recognized losses, as the case may be), the surplus is shown as the amount due to customers. Amounts received before the related work is performed are disclosed in the Balance Sheet as a liability towards advance received. Amounts billed for work performed but yet to be paid by the customer are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers is disclosed as part of other current assets and is reclassified as trade receivables when it becomes due for payment.

2.17. Other income:

2.17.1. Dividend Income: Dividend income from Investments is recognized when the shareholder's right to receive payment has been established.

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

2.17.3. Other Income: During the current year, the Company has not recognized any income in respect of the Deen Dayal Upadhya - Grameen

Kaushalya Yojana (DDU-GKY) project. However, certain project-related expenses have been incurred during the year, which have been accounted for under the respective heads of expenditure in the financial statements. All the relevant Assets and Liabilities were shown separately in the respective schedules.

2.18. Insurance claims:

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.19. Claims:

Claims against the Group not acknowledged as debts are disclosed under contingent liabilities. Claims made by the Group are recognized as and when the same is approved by the respective authorities with whom the claim is lodged.

2.20. Commitments

Commitments are future liabilities for contractual expenditure. Commitments are classified and disclosed as follows:

a) Estimated amount of contracts remaining to be executed on capital account and not provided for
b) Uncalled liability on shares and other investments partly paid
c) Funding related commitment to subsidiary, associate and joint venture companies and Other non-cancellable commitments, if any, to the extent they are considered material
d) and relevant in the opinion of management
e) Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

2.21. Foreign exchange translation and foreign currency transactions:

The functional currency and presentation currency of the Company is the Indian rupee.

Foreign currency transactions are transacted into the functional currency, for initial recognition, using the exchange rate at the dates of the transactions.

All foreign currency denominated monetary assets and liabilities are transacted at the exchange rates on the reporting date. Exchange differences arising on settlement or translated of monetary items are recognized in Statement of Profit and Loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2.22. Employee Benefits:

Short term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Accumulated compensated absences which are expected to be settled wholly within twelve months after the end of the period in which the employees render the related service are treated as short-term benefits. 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.

Defined contribution plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided. The company has following defined contribution plans:

(1) Provident Fund

Provident fund is defined Contribution scheme and contributions are charged to profit and loss account of the year when the contributions to the respective funds are due.

Defined benefit plans

The company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The company has following defined benefit plans:

Gratuity

The company provides for its gratuity liability based on actuarial valuation of the gratuity liability as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary and contributes to the Gratuity Trust fund formed by the Company. The contributions made are recognized as plan assets. The defined benefit obligation as reduced by fair value of plan assets is recognized in the Balance Sheet. Remeasurements are recognized in the Other Comprehensive Income, net of tax in the year in which they arise.

Other long-term employee benefits

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurements are recognised in profit or loss in the period in which they arise.

The company has following long term employment benefit plans:

Leave Encashment

Leave encashment is payable to eligible employees at the time of retirement. The liability for leave encashment, which is a defined benefit scheme, is provided based on actuarial valuation as at the Balance Sheet date, based on Projected Unit Credit Method, carried out by an independent actuary.

2.23. Borrowing Costs:

Borrowing costs include interest expense calculated using the effective interest method and finance charges in respect of assets acquired on finance lease.

Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are included in the cost of the assets. Capitalization 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. All other borrowing costs are recognized in profit and loss in the period in which they are incurred.

2.24. Taxation:

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

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

2.24.2. Deferred tax: Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Company's financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary differences arise from the initial recognition 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 assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

2.25. Leases:

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership over the leased term, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where the lease payments arc structured to increase in line with expected general inflation. Assets acquired on finance lease are capitalized at fair value or present value of minimum lease payment at the inception of the lease, whichever is lower.

Short-term leases and leases of low-value assets

The company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The company recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease term.

2.26. Fair value measurement:

The Company measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received on sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a. In the principal market for the asset or liability, or
b. In the absence of principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

2.27. Earnings per Share:

Basic earnings per equity share are computed by dividing the net profit for the year attributable to the Equity Shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year, reduced for the effects of dilutive potential equity shares, attributable to the Equity Shareholders by the weighted average number of the equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Notes to the Standalone Financial statements as at 31st March, 2026

Note 3: Property, Plant and equipment

Amount in Lakhs

Particulars	Land	Building	Plant and Machinery	Electrical Installations and equipment	Computers	Furniture & Fixtures	Vehicles	Office Equipment	Total PPE	Capital WIP
Net Carrying amount as at 1st April, 2025	13.79	19.22	90.27	9.94	5.66	5.91	389.94	1.96	536.68	135.00
Addition during the year	-	-	83.00	-	-	0.27	-	-	83.27	13.33
Deduction during the year	-	-	-	-	-	-	-	-	-	-
Depreciation For the year	-	2.34	22.42	-	2.38	0.56	46.87	0.37	74.95	-
Net Carrying amount as at March 31, 2025	**13.79**	**16.87**	**150.84**	**9.94**	**3.28**	**5.62**	**343.07**	**1.59**	**545.00**	**148.33**
Addition during the year	-	53.25	135.00	-	0.92	-	-	-	189.17	
Deduction during the year	-	-	-	-	-	-	-	-	-	
Depreciation For the year	-	2.94	25.64	-	1.73	0.52	41.30	0.30	72.43	
Net Carrying amount as at March 31, 2026	**13.79**	**66.11**	**248.58**	**9.94**	**1.65**	**4.84**	**280.95**	**1.14**	**661.74**	

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Note	Particulars	As at 31st March, 2026	As at 31st March, 2025
4	**Investments**		
	Investment in Subsidiary company :		
	15.70 crores Equity shares of Rs.1 each @ 140.80 per share (*)	2,21,056.00	2,21,056.00
		2,21,056.00	**2,21,056.00**

(*) 15,70,00,000 Shares (15.70 crores) of Rs.1 each fully paid up (out of total 16 crores shares) of M/s. Filatex Mines and Minerals Private Limited were acquired by M/s. Filatex Fashions Limited by issue of 157,00,00,000 (157 crores) of Rs.5/- each fully paid (i.e. for every one share of Filatex Mines and Minerals Pvt Ltd, 10 shares of M/s. Filatex Fashions Limited have been allotted as per the valuation Reports from Registered Valuer).
Swap Ratio under Swap arrangement is - Allotment of 10 shares of Rs 5/- each in the FILATEX FASHIONS LIMITED to Filatex Mines and Mineral Private Limited shareholders for every 1 Equity Share of Rs.1/- each.
The total Value of FILATEX MINES AND MINERALS PRIVATE LIMITED (FMMPL) is Rs. 2,25,272.15 Lakhs having 16,00,00,000 numbers of equivalent equity shares at the face value of Rs. 1/- each. Fair Value of one Equity Share having face value of Rs. 1/- each is Rs.140.80/- (Rupees One Hundred Forty and Eighty Paise only) And Fair Value of one Equity Share Filatex Fashions Limited having face value of Rs. 5/- each is Rs. 14.08/- (Rupees Fourteen and Eight Paise only).I.e., the value of investment of FFL in FMMPL is of Rs.2210.56 crores (15.70 crore shares @140.80 per share).

Note	Particulars	As at 31st March, 2026	As at 31st March, 2025
5	**Deposits, loans and advances**		
	(i) Security Deposits		
	Secured, considered good		
	Unsecured, considered good	7.97	7.97
	Unsecured, considered good - DDUGKY	-	14.00
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		7.97	**21.97**
	(ii) Rental advances		
	Secured, considered good		
	Unsecured, considered good	20.15	20.15
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		20.15	**20.15**
	(iii) Advances		
	Secured, considered good		
	Unsecured, considered good	2,096.05	2,433.29
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		2,096.05	**2,433.29**
	Total of Deposits, loans and advances	**2,124.17**	**2,475.41**
6	**Deferred Tax Assets (net)**		
	Opening balance of Deferred Tax Asset/(liability)	9.37	14.22
	Add: Deferred Tax Asset/(liability)	-3.63	-4.85
	Closing balance of Deferred Tax Asset/(liability)	**5.74**	**9.37**

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7	**Other non-current assets**		
	Capital advances	207.44	207.44
	Interest to be capitalised	219.05	219.05
		426.49	**426.49**
8	**Inventories**		
	Raw material / Trading Stock	1,405.95	1,392.50
	Stock in progress	175.96	146.63
	Finished Goods	1,296.44	1,021.80
		2,878.35	**2,560.92**
9	**Trade receivables**		
	Secured, considered good		
	Unsecured, considered good	24,218.66	14,411.14
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		24,218.66	**14,411.14**
10	**Cash and cash equivalents**		
	Balances with banks	14.75	29.95
	Balances with banks - DDU GKY	0.07	1.03
	Cash in hand	81.85	24.38
		96.67	**55.36**
11	**Bank Balances other than above**		
	(Includes fixed deposits placed as security margin against borrowings Obtained)	17.15	17.15
		17.15	**17.15**
12	**Other Current Assets**		
	Other loans - Advance to suppliers		
	Secured, considered good		
	Unsecured, considered good	-	922.29
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		-	**922.29**
	Advance for Investment	1,173.00	1,173.00
	TDS / TCS receivable	6.77	52.83
	TDS / TCS receivable - DDU GKY#	2.34	2.34
	GST Input*	171.05	130.28
	Other Current Assets	579.90	448.07
		1,933.06	**2,728.82**

*GST input Tax Credit as at 31.03.2026 is subject to reconciliation with Electronic Credit Ledger.
Refer Note No. 2.18.3

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Note	Particulars	31st March 2026	31 March 2025
13	**Equity share capital**		
	Authorised Capital		
	850,00,00,000 equity shares of Rs. 1/- each	85,000.00	85,000.00
	Issued, subscribed and fully Paid-up		
	8,33,40,72,725 equity Shares of Rs. 1/- each	83,340.73	83,340.73

Notes:

(i) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 1/- per share. Each holder of equity share is entitiles to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the No. of Equity Shares held by the shareholders.

(ii) Reconciliation of number of shares and amount outstanding at the beginning and at the end of the year :

Equity shares	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares	Amount	Number of shares	Amount
Shares outstanding at the beginning of the year	83,340.73	83,340.73	16,668.15	83,340.73
Sub-division of 1 share of face value Rs.5/- each into 5 share of face value Rs.1/- each effective 9 August 2024, (Increase in shares on account of sub-division)	-	-	66,672.58	-
Issue of shares during the year	-	-	-	-
Shares outstanding at the end of the year	**83,340.73**	**83,340.73**	**83,340.73**	**83,340.73**

(iii) Details of shares held by each share holder more than 5% of equity shares :

Name of Shareholder	Number of shares	% of Holding	Number of shares	% of Holding
Prabhat Sethia	4,223.50	5.07%	20,655.18	24.78%

(iv) Promoter's Share Holding
Shares held by promoters at the end of the year 31st March 2026

Promoter Name	No of shares	% of the Total shares	% Change During the year
Prabhat Sethia	4,223.50	5.07%	79.55%

Shares held by promoters at the end of the year 31st March 2025

Promoter Name	No of shares	% of the Total shares	% Change During the year
Prabhat Sethia	20,655.18	24.78%	0.00%

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Standalone Statement of Changes in equity for the year ended on 31st March, 2026

14	Other equity	As at 31st March, 2026	As at 31st March, 2025
	(i) Reserves and surplus		
	Securities premium account		
	Balance at the beginning of the year	1,43,318.51	1,43,318.51
	Movement during the year	-	-
		1,43,318.51	**1,43,318.51**
	General Reserve		
	Balance at the beginning of the year	513.67	513.67
	Movement during the year	-	-
		513.67	**513.67**
	Retained Earnings		
	Balance at the beginning of the year	3,993.86	3,056.53
	Add: (loss)/profit for the year	280.49	937.33
		4,274.35	**3,993.86**
		1,48,106.53	**1,47,826.04**

15	Borrowings	As at 31st March, 2026	As at 31st March,2025
	Loans from Banks		
	Secured*	564.79	1,248.06
	Unsecured - Loans from Directors	5128.32	4102.16
		5,693.11	**5,350.22**
	Total loans	5,693.11	5,350.22
	less: **Current maturities of long term debt**	501.67	501.67
		5,191.44	**4,848.55**

***Note**: Secured loans consist of borrowings from **Godavari Urban Multistate Credit Co-Operative Society Ltd., Mercedes-Benz Financial Services India Pvt. Ltd., Equitas Small Finance Bank, and Karur Vysya Bank (KVB)**.

An amount of **Rs. 7.50 Crores** was availed as a mortgage loan from **Godavari Urban Multistate Credit Co-Operative Society Ltd.**, secured by mortgage of House Nos. 1/14/246 to 1/14/252 situated at Rasoolpura, Balamrai, Secunderabad, Telangana. The loan was repayable in 120 equated monthly instalments and carried an interest rate of 16% per annum.

An amount of Rs. **1.70 Crores** was availed as a vehicle loan from **Mercedes-Benz Financial Services India Pvt. Ltd.**, secured by hypothecation of the Mercedes-Benz vehicle. The loan was repayable in 60 equated monthly instalments and carried an interest rate of 8.20% per annum.

The mortgage loan obtained from **Godavari Urban Multistate Credit Co-Operative Society Ltd**. has been settled and repaid during the year under a **One Time Settlement (OTS)** arrangement entered into with the lender. However, a balance of **Rs. 3,67,18,436** continues to be reflected in the books of account as at **31 March 2026**. The Company is awaiting the issuance of the **No Due Certificate (NDC)** and other closure confirmations from the lender. Accordingly, the said balance has not yet been written off in the books of account pending receipt of the final settlement documentation.

The vehicle loan obtained from **Mercedes-Benz Financial Services India Pvt. Ltd**. was classified as a **Non-Performing Asset (NPA)** by the lender due to repayment defaults. The outstanding balance of **Rs. 1,48,99,990.56** as at **31 March 2026** continues to be reflected in the books of account. Since no formal waiver or loan closure confirmation has been received, the liability has not been written off in the books of account.

16	Trade payables	As at 31st March, 2026	As at 31st March,2025
	Payable to Micro,Small and Medium enterprises	30.54	70.47
	Payable to other than Micro,Small and Medium enterprises	14,964.76	6,076.58
	Payable to other than Micro,Small and Medium enterprises -DDU GKY	73.89	95.63
		15,069.18	**6,242.68**

Disclosures as required under Sec 22 of MSMED Act, 2006 under the Chapter on Delayed Payments to Micro, Small and Medium

Particulars	As at 31st March, 2026	As at 31st March,2025

supplier as at the end of each accounting year.		
Principal Amount	30.54	70.47
Interest Amount	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;		
Principal Amount	-	-
Interest Amount	-	-
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 the Micro, Small and Medium Enterprises Development Act, 2006.		
Principal Amount	-	-
Interest Amount	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year		
Principal Amount	-	-
Interest Amount	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the Purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006		
Principal Amount	-	-
Interest Amount	-	-

The above information has been determined based on vendors identified by the Company and confirmed by the vendors, Whenever it is not confirmed, it is presented as other than Micro, or small.

17 Other financial liabilities		
Current maturities of Long term debt	501.67	501.67
Antaral Finance	100.00	300.00
	601.67	**801.67**
18 Other current liabilities		
Audit Fee payable	-	9.00
Other Current liabilities	136.25	43.15
Other Current liabilities -DDU GKY	1.32	1.54
	174.25	**115.76**
19 Provisions		
Provision for Income Tax	801.33	1,129.27
Other Provisions	132.91	129.31
	132.91	**129.31**

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Notes to the Standalone Financial statements as at 31st March, 2026

Note	Particulars	31 March 2026	31 March 2025
20	**Revenue from operations**		
	Sale of Products	11,219.33	17,848.18
	Sale of Services	-	-
		11,219.33	**17,848.18**
21	**Other income**		
	Interest Income	63.33	269.48
	Other income	0.25	0.15
	Other Income(DDU-GKY)	-	299.81
		63.58	**569.44**
22	**Cost of materials consumed**		
	Opening Stock of Raw material	1,392.50	800.95
	Purchases	10,375.04	16,837.89
	less: Closing stock of Raw material	*1,405.95*	*1,392.50*
	Total cost of Raw material consumed	**10,361.58**	**16,246.34**
23	**Changes in inventories of finished goods, stock-in-trade and work-in-progress**		
	Opening stock		
	Finished goods	1,021.80	429.75
	Work in progress	146.63	219.88
	Less: Closing stock		
	Finished goods	1,296.44	1,021.80
	Work in progress	175.96	146.63
	Change in Inventories	**-303.97**	**-518.80**
24	**Employee benefits expense**		
	Salaries, Wages and other allowances	284.18	276.39
	Directors Remuneration	60.00	60.00
		344.18	**336.39**
25	**Finance Cost**		
	Interest expense	30.43	220.03
	Other borrowing costs (Bank Charges)	0.43	0.36
		30.85	**220.39**
26	**Other expenses**		
	Electricity Charges	78.61	73.65
	Audit Fee	9.00	5.00
	Audit Fee - Limited Review Fee	-	4.00
	Rent	62.49	68.61
	Traveling Expenses	10.84	35.26
	Legal & Professional	84.48	66.11
	Office Expenses	15.11	5.65
	Vehicle Maintenance	1.77	2.51
	Transportation charges	10.66	12.18
	Telephone Charges	0.21	0.18
	Repairs and maintainance	21.50	20.78
	Insurance	2.39	3.96
	Advertisement	1.00	1.41
	Training cost (DDU-GKY)	40.95	381.65
	Expenses other than above	66.00	106.76
		405.00	**787.71**

FILATEX FASHIONS LIMITED
Notes to the Standalone Financial statements as at 31st March, 2026

27 **Contingent liability, to the extent not provided for**

Particulars	As at 31 March 2026	As at 31 March 2025
Income Tax Demand	2,363.31	2,101.90

Note:
a) There are no other contingent liabilities as at the balance sheet date.
Loans (including interest-bearing and non-interest-bearing loans)

28 **Segmental Information**

The Company operates in a single reportable segment i.e. garments/fashion manufacturing, which has similar risks and returns for the purpose of IND-AS - 108 on 'Segment Reporting'. The Company operates in single geographical segment, i.e. domestic.

29 **Financial Instruments**
Financial instrument by category
The carrying value and fair value of financial instrument by categories as of 31 March, 2026 were as follows

Particulars	At amortised cost	At fair value through P&L	At fair value through OCI	Total Carrying value	Total fair value
Assets:					
Cash and cash equivalents	96.67	-	-	96.67	96.67
Other bank balance	17.15	-	-	17.15	17.15
Trade receivables	24,218.66	-	-	24,218.66	24,218.66
Loans	2,124.17	-	-	2,124.17	2,124.17
Investments	2,21,056.00	-	-	2,21,056.00	2,21,056.00
Total	**2,47,512.66**	**-**	**-**	**2,47,512.66**	**2,47,512.66**
Liabilities:					
Borrowings	5,191.44	-	-	5,191.44	5,191.44
Short term borrowing	136.25	-	-	136.25	136.25
Trade and other payables	15,069.18	-	-	15,069.18	15,069.18
Other financial liabilities	601.67	-	-	601.67	601.67
Total	**20,998.55**	**-**	**-**	**20,998.55**	**20,998.55**

The carrying value and fair value of financial instrument by categories as of March 31, 2025 were as follows

Particulars	At amortised cost	At fair value through P&L	At fair value through OCI	Total Carrying value	Total fair value
Assets:					
Cash and cash equivalents	55.36	-	-	30.61	30.61
Other bank balance	17.15	-	-	-	-
Trade receivables	14,411.14	-	-	39.47	39.47
Loans	2,475.41	-	-	-	-
Investments	2,21,056.00	-	-	-	-
Total	**2,38,015.06**	**-**	**-**	**70.08**	**70.08**
Liabilities:					
Borrowings	4,848.55	-	-	4,848.55	4,848.55
Short term borrowing	43.15	-	-	43.15	43.15
Trade and other payables	6,242.68	-	-	6,242.68	6,242.68
Other financial liabilities	801.67	-	-	801.67	801.67
Total	**11,936.05**	**-**	**-**	**11,936.05**	**7,087.50**

(1) Assets that are not financial assets, in the opinion of the management are not included.
(2) Other liabilities that are not financial liabilities, in the opinion of the management are not included.
(3) In the opinion of the management, based on the details available with the company, all the financial assets and liabilities are tested for valuation, to identify their fair value, as prescribed in Indian Accounting Standards, and are measured at fair value, to the extent possible. The assets/ liabilities, which are not possible to be measured at fair value, in the opinion of the management, are presented in the financial statements at their book value, without any adjustment towards fair valuation.

Fair value hierarchy
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2026:

Particulars	As at 31 March 2026	Fair value measurement at end of the reporting year Level I	Level 2	Level 3
Assets /Liabilities measured at fair value				
Financial Assets:				
Non current investments	-	-	-	-
Forward contract receivable	-	-	-	-
Financial Liabilities:				
Forward contract payable	-	-	-	-
Security deposits	-	-	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2025:

Particulars	As at 31 March 2025	Fair value measurement at end of the reporting year Level I	Level 2	Level 3
Assets /Liabilities measured at fair value				
Financial Assets:				
Non current investments	-	-	-	-
Forward contract receivable	-	-	-	-
Financial Liabilities:				
Forward contract payable	-	-	-	-
Security deposits	-	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the period.
The management assessed that cash and cash equivalents, Trade receivable and other financial asset, trade payables and other financial liabilities approximate their carrying amount largely due to short term maturity of these instruments.

30 Financial risk management objectives and policies

The risk management policies of the Company are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Management has overall responsibility for the establishment and oversight of the Company's risk management framework.

In performing its operating, investing and financing activities, the Company is exposed to the Credit risk, Liquidity risk and Market risk.

31 Credit risk on financial assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counterparties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings.

Cash and cash equivalents balances generally represent short term deposits with a less than 180-day maturity.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 90-360 days. But some customers take a longer period to settle the amounts.

32 Exposure to credit risk

Financial asset for which loss allowance is measured using expected credit loss model :

Particulars	As at 31 March 26	As at 31 March 25
Financial assets -		
Cash and cash equivalent	96.67	55.36
Bank balances other than above	17.15	17.15
Trade receivables	24,218.66	14,411.14
Loans	2,124.17	2,475.41
Investments	2,21,056.00	2,21,056.00
At end of the year	**2,47,512.66**	**2,38,015.06**

With the applicability of Ind AS 109, the recognition and measurement of impairment of financial assets is based on credit loss assessment by The board acknowledges and understands that these factors, since there is a large increase in the data inputs required by the ECL model,
In the opinion of management, trade receivable, Financial assets, Cash and cash equivalent, Balance with Bank, Loans and other financial assets have a value on realisation in the ordinary course of business at lease equal to the amount at which they are stated in the balance sheet.

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Notes to the Standalone Financial statements as at 31st March, 2026

33 Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing finacial instruments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing financial instruments will fluctuate because of fluctuations in the interest rates.

Company has interest rate risk exposure mainly from changes in rate of interest on borrowing & on deposit with bank. The interest rate are disclosed in the respective notes to the financial statements of the Company.

The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:

Particulars	As at 31 March 26	As at 31 March 25
Financial assets		
Loans (including interest-bearing and non-interest-bearing loans)	2,124.17	2,475.41
Other (Interest bearing - Floating interest rate)	-	-
Financial Liabilities		
Other financial liabilities (including interest-bearing and non-interest-bearing loans)	601.67	801.67
Other (Interest bearing - Floating interest rate)	-	-

34 Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

35 Cash flow sensitivity analysis for variable-rate instruments -

The company does not have any financial assets or financial liabilities bearing floating interest rates. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

36 Liquidity risk -

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Company maximum exposure to credit risk for the components of the balance sheet at 31 March 2026 and 31 March 2025 is the carrying amounts. The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On Demand	12 months or less	1 to 5 years	> 5 years	Total
Year ended 31 March 2026					
Borrowings	-	-	5,191.44	-	5,191.44
Other financial liabilities	-	601.67	-	-	601.67
Trade and other payables	-	15,069.18	-	-	15,069.18
Total	**-**	**15,670.85**	**5,191.44**	**-**	**20,862.29**
Year ended 31 March 2025					
Borrowings	-	-	4,848.55	-	4,848.55
Other financial liabilities	-	801.67	-	-	801.67
Trade and other payables	-	6,242.68	-	-	6,242.68
Total	**-**	**7,044.35**	**4,848.55**	**-**	**11,892.90**

At present, the Company does expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

37 Capital management -

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep optimum gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars		As at 31 March 26	As at 31 March 25
Borrowings			
Trade & Other payables		15,069.18	6,242.68
Other financial liabilities		601.67	801.67
Less: cash and cash equivalents		96.67	55.36
Net debt	**(a)**	**15,574.19**	**6,988.98**
Total equity			
Total member's capital	**(b)**	2,31,447.26	2,31,166.77
Gearing ratio (%)	**(a/b)**	**6.73%**	**-2.06%**

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2026 and 31 March 2025.

38 Ind AS 116 quantitative disclosure (para 60)

Amount recognised in Profit and Loss during the Year -

Particulars	As at 31 March 2026	As at 31 March 2025
Short-term lease expense (included in Other Expenses - Rent Expense, Note 26)	62.49	68.61

39 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at 31 March 2026	As at 31 March 2025
Profit attributable to equity holders of the parent for basic earnings (Rs.)	280.49	937.33
Weighted average number of equity shares for basic and diluted earning per share	83,341	83,341
Face value per share	1	1
Basic earning per share	0.0034	0.0112
Diluted earning per share	0.0034	0.0112

40 The Company has not entered into any transactions which are termed "Specified Domestic Transaction" as per Section 92BA of the Income Tax-Act, 1961. Accordingly, it is not required to comply with certain transfer pricing regulations under Section 92 to Section 92F of the Act.

FILATEX FASHIONS LIMITED
Notes to the Standalone Financial statements as at 31st March, 2026

41 : Trade Receivables Ageing

Trade Receivables ageing schedule as at 31st March, 2026

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	3,513.96	2,752.51	1,485.73	29.41	16,437.05	24,218.66
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**3,513.96**	**2,752.51**	**1,485.73**	**29.41**	**16,437.05**	**24,218.66**

Trade Receivables ageing schedule as at 31st March, 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	1,177.00	1,679.27	1,655.58	-	9,899.28	14,411.13
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**1,177.00**	**1,679.27**	**1,655.58**	**-**	**9,899.28**	**14,411.13**

42 : Trade Payables Ageing

Trade Payables ageing schedule: as at 31st March, 2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	31	-	-	-	30.54
(ii) Others	8,870.94	591.20	1.54	5,574.97	15,038.64
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8,901.48**	**591.20**	**1.54**	**5,574.97**	**15,069.18**

Trade Payables ageing schedule: As at 31st March, 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	70.47	-	-	-	70.47
(ii) Others	95.63	35.71	-	6,040.37	6,171.71
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**166.10**	**35.71**	**-**	**6,040.37**	**6,242.18**

FILATEX FASHIONS LIMITED
Notes to the Standalone Financial statements as at 31st March, 2026

43 : Ratio Analysis and its Elements
Relevant para of the CARO 2020-3(xix)

S.No	Ratio Analysis	Numerator	Denominator	31-03-2026	31-03-2025	% Change	Reasons for Variance
1	**Current Ratio**	**Current Assets** Inventories Sundry Debtors Cash and Bank balances Loans and Advances Any other current assets	**Current Liabilities** Creditors Short term loans Short term Borrowings Short Term Provisions Any other current liabilities	1.74	2.35	-26%	Growth in trade payables exceeding the growth in liquid assets.
2	**Debt Equity Ratio**	**Total Liabilities** Total Outside Liabilities	**Sharholder's Equity** Total Shareholders Equity	0.09	0.06	65%	Increase in external borrowings exceeding the increase in shareholder equity.
3	**Debt Service Coverage Ratio**	**Net Operating Income** Net Profit after tax + non-cash operating expenses like depreciation and other amortizations + Interest+other adjustments like loss on sale of fixed assets,etc.	**Debt Service** Current Debt (Interst + Installments)	0.61	1.21	-50%	Decrease in operating earnings exceeding the decrease in annual debt obligations.
4	**Return on Equity Ratio**	**Profit for the period** Net Profit after taxes - preference dividend (if any)	**Avg. Shareholders Equity** (Beginning shareholders' equity + Ending shareholders' equity) ÷ 2	0.001	0.004	-70%	Decrease in final net profit exceeding the changes in shareholder capital.
5	**Inventory Turnover Ratio**	**Cost of Goods sold** (Opening Stock + Purchases) – Closing Stock	**Average Inventory** (Opening Stock + Closing Stock)/2	3.70	7.84	-53%	Increase in average stock exceeding the decrease in annual
6	**Trade Receivables Turnover Ratio**	**Net Credit Sales** Credit Sales	**Average Trade Receivables** (Beginning Trade Receivables + Ending Trade Receivables) / 2	0.58	1.23	-53%	Increase in average customer balances exceeding the decrease in sales revenue.
7	**Trade Payables Turnover Ratio**	**Total Purchases** Annual Net Credit Purchases	**Average Trade Payables** (Beginning Trade Payables + Ending Trade Payables) / 2	0.97	2.50	-61%	Increase in average supplier credit exceeding the decrease in annual purchase volumes.
8	**Net Capital Turnover Ratio**	**Net Sales** Total Sales - Sales Return	**Average Working Capital** Current Assets - Current Liabilities	0.91	1.57	-42%	Increase in working capital exceeding the decrease in sales revenue.
9	**Net Profit Ratio**	**Net Profit** Profit After Tax	**Net Sales** Sales	0.03	0.05	-52%	Decrease in final net profit exceeding the
10	**Return on Capital employed**	**EBIT** Profit before Interest and Taxes	**Capital Employed** Total Assets - Current Liabilities	0.002	0.01	-73%	Decrease in operating earnings exceeding the changes in total capital

Note : Explanation for the movement is given where movement is more than 25% when compared to the previous year as required by law.

Note No. 44.

i. Directors' Remuneration:

Particulars	2025-26	2024-25
Salary and allowances	60.00	60.00

ii. Audit Fee:

Particulars	2025-26	2024-25
Audit fee	6.00	6.00
Limited Review Fee	3.00	3.00

Note No. 45. Segment Reporting:

The Company has only Cotton Product activity hence segment report has not been given.

Note No. 46. Related Party Disclosures:

As per Indian Accounting Standard (IND AS) 24, the disclosures of transaction with the related parties as identified are given below:

i. List of related parties with whom transactions have taken place and relationships:

- **Key Managerial personnel**
  1. Yash Sethia -Chief Financial Officer
  2. Sethia Prabhat -Managing Director
  3. Sanju -Executive Director
  4. Vallam Setty Raghuram-Director
  5. Yash Sethia-Director in subsidiary
- **Independent Directors**
  1. Hemalatha Ayepu
  2. Nageshwara Rao Chitirala
  3. Dhruv Rameshbhai Chauhan
  4. Sonali Sandeep Joshi
- **Subsidiaries**
  1. Filatex Mines & Minerals

ii. Transactions during the year with related parties:

Sr. No.	Nature of Transaction	Name of the Related Party	2025-26	2024-25	Relation
1	Remuneration	Prabhat Sethia	60.00	60.00	Managing Director
2	Advance against property	Sangeeta Sethia	(6.07)	85.01	Wife of Prabhat Sethia (MD)
3	Remuneration	Yash Sethia	6.00	12.00	CFO & Son of MD
4	Remuneration	Srinivasa Rao Chintala	5.10	10.20	Company Secretary
5	Loan Given	Filatex Mines & Minerals	41.25	41.84	Subsidiary

iii. Outstanding Balances with related parties:

S. No.	Nature of Transaction	Name of the Related Party	As at 31.03.2026	As at 31.03.2025	Relation
1	Remuneration Payable	Prabhat Sethia	57.59	39.82	Managing Director
3	Advance Against property	Sangeeta Sethia	235.85	235.85	Wife of Prabhat Sethia (MD)
4	Rent Payable	Sangeeta Sethia	25.27	25.27	Wife of Prabhat Sethia (MD)
5	Remuneration	Yash Sethia	16.62	0.87	CFO & Son of MD
6	Loan Given	Filatex Mines & Minerals	76.12	34.87	Subsidiary

Note No. 47.

The company has long outstanding trade receivables in the books of accounts and the management believes that these trade receivables are realizable and hence provision for doubtful debts not required to be provided.

Note No. 48.

Balances of the trade receivables, deposits, loans and advances, advances received from the customers and trade payables are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. However, the management believes that there will not be any material changes to the balances as reflected in the books of accounts as on March 31, 2026.

Note No. 49.

The inventory has been physically verified during the year by the management at regular intervals and the management believe that there will not be any material differences to the balances as reflected in the books of accounts as on March 31, 2026.

Note No. 50.

Previous year figures have been regrouped/ rearranged where necessary to confirm to current year's classification.

Note No. 51.

All the Financial figures have been stated in Lakhs except EPS and unless otherwise stated.

Note No. 52. Other Statutory Information:

i. The Company does not have any Benami Property, where any proceeding has been initiated or pending against the company for holding Benami Property.

ii. The Company does not have any transactions with Companies struck off.

iii. The Company does not create a charge for a vehicle loan availed from Mercedes-Benz Financial Services India Pvt Ltd that remains unregistered with ROC beyond the statutory period.

iv. The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

v. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the intermediary shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate beneficiaries) or

b. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vi. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) that the company shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.

vii. The Company have no such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income tax Act, 1961. (Such as search survey or any other relevant provisions of the Income tax Act 1961.)

viii. The company is a declared wilful defaulter by any bank or financial Institution or other lender

ix. The company is having Loans and Advances in the nature of loan repayable on demand or without specifying the terms or period of repayment:

For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946CDYWUW6539

For and on behalf of the Board of Directors of
FILATEX FASHIONS LIMITED

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN:10616324)

Place: Ahmedabad
Date: May 29, 2026

INDEPENDENT AUDITOR'S REPORT

To,
The Members
Filatex Fashions Limited
(CIN: L51491TG1994PLC017158)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **Filatex Fashions Limited** ("the Parent"), which includes its subsidiary, **Filatex Mines And Minerals Private Limited** (the Parent and its subsidiary together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31st March, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and Notes to the Consolidated Financial Statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditor on separate financial statements of the subsidiary referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2026, and their consolidated profit and their consolidated other comprehensive loss, their consolidated changes in equity and their consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Expected credit loss allowances	**How the matter was addressed in our Audit**
Recognition and measurement of impairment of financial assets involve significant management judgement. With the applicability of Ind AS 109, credit loss assessment is now based on expected credit loss (ECL) model. The Group's Impairment allowance is derived from estimates including the historical default and loss ratios. Management exercises judgement in determining the quantum of loss based on a range of factors. The most significant areas are loan staging criteria, calculation of probability of default / loss and consideration of probability weighted scenarios and forward-looking macroeconomic factors. There is a large increase in the data inputs required by the ECL model. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model. In some cases, data is unavailable and reasonable alternatives have been applied to allow calculations to be performed. As per management opinion, there is no expected credit loss in several financial assets including the trade receivables and other financial assets of the Group and all are on fair value, based on the assessment and judgement made by the board of the Group.	In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance: We evaluated management`s process and tested key controls around the determination of extent of requirement of expected credit loss allowances, including recovery process & controls implemented in the Group for trade receivables and other financial assets. It was explained to us by the management that the control exists relating to the recovery of receivables, including those aging for large periods and in the opinion of the board there is no requirement making expected credit loss allowance. We have also reviewed the management response and representation on recovery process initiated for sample receivables, and based on the same we have place reliance on these key controls for the purposes of our audit.
Appropriateness of Current and Non-Current Classification We identified the classification of assets and liabilities as current and non-current as a key audit matter because it requires significant management judgement in the absence of clearly documented contractual terms for certain balances, and because misclassification could materially affect key financial ratios and the presentation of the Company's liquidity position.	For the purpose of current & non-current classification the Group has considered its normal operating cycle as 12 Months and the same is based on services provided, acquisition of assets or inventory, their realization in cash and cash equivalents. The classification is either done on basis of documentary evidence and if not then on the basis of managements best estimate of period in which asset would be realized or liability would be settled.

Revenue Recognition The principal business of the Group is trading/manufacture and sale of garments and fashion products. Revenue from contracts with customers is recognised when control of the goods is transferred to the customer, generally on dispatch or delivery as per the terms of sale, at an amount that reflects the consideration the Group expects to be entitled to in exchange for those goods, net of trade discounts, rebates, and goods and services tax. The Group is the principal in these arrangements, as it typically controls the goods before they are transferred to the customer. We identified revenue recognition as a key audit matter because of the volume and value of transactions and the judgement involved in determining the timing of transfer of control to customers.	In view of the significance of the matter we applied the following audit procedures, on test check basis, in this area, among others to obtain reasonable audit assurance: • Assessed the appropriateness of the revenue recognition accounting policies, by comparing with applicable accounting standards. • Evaluated the design of controls and operating effectiveness of the relevant controls with respect to revenue recognition and accounting for services/sales. • Performed substantive testing by selecting samples of revenue transactions recorded during the year by verifying the underlying documents. • Carried out analytical procedures on revenue recognized during the year to identify unusual variances. • Performed confirmation procedures on trade receivable balances at the balance sheet date on a sample basis. • Tested, on a sample basis, specific revenue transactions recorded before and after the financial year end date to determine whether the revenue had been recognised in the appropriate financial period.

Emphasis of Matters

1. We draw attention to Note No. 2.22 to the Consolidated Financial Statements regarding non-provision of retirement benefits. The Group has not provided for the liability towards Gratuity and Leave Encashment, which is not in accordance with the requirements of Ind AS 19 on Employee Benefits. In the absence of an actuarial valuation, the resultant impact on the accumulated losses/provisions and expenses for the year is presently not ascertainable.

2. We draw attention to Note 8 to the Consolidated financial statements regarding the inventory balances amounting to Rs. 2878.35 Lakhs as of March 31, 2026. Our audit procedures for verifying the existence and valuation of this inventory were limited to alternative testing and reliance on internal management records. Hence, inventories are subject to verification and considered in books of accounts as per the management representation. Our opinion is not modified in respect of this matter.

3. We draw your attention to Note no. 42 of the Consolidated financial statements of the company; The Company has long outstanding trade receivables of Rs. 16,437.05 Lakhs in the books of accounts for more than 3 years and the company has not provided any provision for bad / doubtful debts in the books of accounts.

4. We draw your attention to Note No. 47 of the Consolidated financial statements of the company; Balances of trade receivables, deposits, loans and advances, advances received from the customers and trade payables are subject to confirmation from the respective parties and consequential reconciliation /adjustment arising there from, if any.

Other Matter

We did not audit the financial statements of Filatex Mines and Minerals Private Limited whose financial statements reflect total assets of ₹2,786.02 lakhs as at 31st March, 2026, total revenue of ₹324.90 lakhs and net cash inflows amounting to ₹141.98 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of ₹2.67 lakhs for the year ended 31st March, 2026, in respect of the aforesaid subsidiary, whose financial statements have not been audited by us. These financial statements have been audited by other auditor(s) whose report(s) have been furnished to us by the Management, and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report(s) of the other auditor(s).

Information other than the Consolidated Financial Statements and Auditor's Report thereon

The Parent's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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 Financial Statements

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the

Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

That Board of Directors are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Group 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 Group'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 Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

   d. In our opinion, the aforesaid Consolidated financial statements comply with the accounting standards specified 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 as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

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

   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 Group to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

(i) The Group does not have any pending litigations which would impact its financial position;

(ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts required to be transferred to the Investor Education and Protection Fund by the Group.

(iv) a) The Management has represented that, to the best of its knowledge and belief that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("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 that, no funds have been received by the Group from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

(v) The Group has not declared or paid dividend during the year, hence compliance with section 123 of the Companies Act, 2013 is not applicable.

(vi) Based on our examination, which included test checks, the Group has used accounting software for maintaining its books of account for the year ended 31st March, 2026. However, the software does not have a feature of recording audit trail (edit log) facility. Therefore, we are unable to express our opinion regarding audit trail feature being tampered with or not.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-
PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN: 26039946CDYWUW6539
Date: 29th May, 2026
Place: Ahmedabad

ANNEXURE 'A' TO INDEPENDENT AUDITOR'S REPORT

[Referred to in Paragraph under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the Members of Filatex Fashions Limited on Consolidated Financial Statements for the year ended 31st March 2026]

Based on the audit procedures performed for the purpose of reporting a true and fair view on the Consolidated financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

(xxi)	**In Respect of qualifications and adverse remarks:** Based on our examination of the Companies (Auditor's Report) Order CARO reports of the holding / subsidiary companies, there are no qualifications or adverse remarks by the respective auditors in those reports.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-

PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN: 26039946CDYWUW6539
Date: 29th May, 2026
Place: Ahmedabad

ANNEXURE 'B' TO INDEPENDENT AUDITORS' REPORT

[Referred to in Clause (f) of Paragraph 3 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the Members of OVL Overseas IFSC Limited on Ind AS Financial Statements for the year ended 31st March 2026]

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

We have audited the internal financial controls over financial reporting of **Filatex Fashions Limited** ("**the Company**") as of 31st March, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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, both issued by the Institute of Chartered Accountants of India. 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 were 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 Ind AS 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 Ind AS 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 Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and

(3) provide reasonable assurance regarding prevention or timely detection of un-authorised acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS 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, further described in the Auditor's Responsibilities section of this report, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

FOR: KPSJ & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 124845W/W100209

Sd/-

PRAKASH PARAKH
(PARTNER)
M.NO. 039946
UDIN:
Date:
Place: Ahmedabad

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032
Consolidated Balance sheet as at 31st March, 2026

Amount in Lakhs

Particulars	Note No.	31 March 2026	31 March 2025
ASSETS			
Non Current Assets			
(a) Property, plant and equipment	3	661.74	545.00
(b) Capital work-in-progress	3	-	148.33
(c) Goodwill	4	2,19,472.20	2,19,472.20
(d) Financial assets			
(i) Investments	5	102.00	102.00
(ii) Loans	6	2,433.51	2,829.64
(iii) Other Financial Assets			
(e) Deferred Tax Assets (net)	7	5.74	9.37
(f) Other Non-current assets	8	437.49	426.49
Total Non Current Assets		**2,23,112.68**	**2,23,533.03**
Current Assets			
(a) Inventories	9	2,954.77	2,598.22
(b) Financial assets			
(i) Trade receivables	10	25,782.65	15,681.98
(ii) Cash and Cash equivalents	11	258.08	74.78
(iii) Bank balances other than (b) above	12	17.15	17.15
(c) Other current assets	13	2,494.96	3,413.14
Total Current Assets		**31,507.61**	**21,785.27**
Total Assets		**2,54,620.29**	**2,45,318.30**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	14	83,340.73	83,340.73
(b) Other equity	15	1,48,113.74	1,47,830.58
(c) Non Controlling Interest		30.40	30.35
Total Equity		**2,31,484.87**	**2,31,201.65**

Liabilities			
Non-current liabilities			
Financial Liabilities			
(a) Borrowings	16	**5,291.44**	**4,955.55**
Total Non-Current Liabilities		**5,291.44**	**4,955.55**
Current liabilities			
(a) Financial liabilities			
(i) Trade payables	17		
i. Total Outstanding dues of Micro Enterprises and Small Enterprises		30.54	70.47
ii. Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises		16,033.52	6,877.50
(ii) Other financial liabilities	18	601.67	801.67
(b) Other Current Liabilities	19	243.06	151.25
(c) Provisions	20	132.91	129.31
(d) Current Tax Liabilities (Net)		802.29	1,130.89
Total Current Liabilities		**17,843.98**	**9,161.09**
Total Equity and liabilities		**2,54,620.29**	**2,45,318.30**
Summary of Significant Accounting Policies See acGrouping notes to the financial statements.	1 & 2		

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN: 10616324)

Place: Ahmedabad
Date: May 29, 2026

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158
Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli,K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032
Consolidated Statement of Profit and loss for the year ended on 31st March, 2026

Amount in Lakhs

S No.	Particulars	Note No.	31 March 2026	31 March 2025
	Income			
I	Revenue from operations	21	11,544.23	18,580.78
II	Other income	22	63.58	584.44
III	***Total Income (I+II)***		**11,607.81**	**19,165.21**
IV	**Expenses**			
	Cost of materials consumed	23	10,649.27	16,965.01
	Changes in inventories of finished goods, stock-in-trade and work-in-progress	24	-303.97	-525.35
	Employee benefits expense	25	367.58	351.64
	Finance costs	26	30.94	220.44
	Depreciation and amortization expense	3	72.43	74.95
	Other expenses	27	415.04	801.66
	Total expenses		**11,231.29**	**17,888.35**
V	**Profit/(loss) before exceptional and tax (III-IV)**		376.52	1,276.86
VI	Exceptional items		-	-
VII	**Profit before tax (V-VI)**		**376.52**	**1,276.86**
VIII	Tax expense:			
	Current tax		89.68	330.06
	Deferred tax		3.63	4.85
IX	**Profit/(loss) for the period (VII-VIII)**		**283.21**	**941.95**
X	Other comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XI	**Total comprehensive income for the period (IX+X)**		**283.21**	**941.95**
XII	Earnings per equity share (for continuing operation)			
	(1) Basic		0.003	0.011
	(2) Diluted		0.003	0.012

See acGrouping notes to the financial statements.

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN: 10616324)

Place: Ahmedabad
Date: May 29, 2026

FILATEX FASHIONS LIMITED
CIN: L51491TG1994PLC017158

Regd Office : D.No 1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, K.V.Rangareddy, Seri Lingampally, Telangana, India, 500032

Consolidated Cash Flow Statement for the year ended 31st March, 2026

Amount in Lakhs

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A	**Cash flow from Operating activities**		
	Profit before tax	376.52	1,276.86
	Adjustments for:		
	Depreciation and Amortisation	72.43	74.95
	Share in Profit/ loss of Holding Group	-	-4.52
	Interest expense	30.94	220.44
	Interest Income	-63.33	-284.48
	Total Adjustments to Profit before tax	**40.04**	**6.39**
	Operating Profit Before Working Capital Changes	**416.56**	**1,283.25**
	Change in Trade Receivables	-10,100.66	-390.26
	Change in Deposits, loans and advances	396.13	364.66
	Change in Inventories	-356.56	-1,116.90
	Change in Other Non current Assets	-11.00	-
	Change in Other Current Assets	918.18	-55.63
	Change in Trade Payables	9,116.08	-314.82
	Change in Other Financial Liabilities	-200.00	476.12
	Change in Provisions	3.60	0.00
	Change in Other Current liabilities	91.81	-1.48
	Total Changes in Working Capital	**-142.42**	**-1,038.30**
	Cash Generated from Operating activities	274.14	244.94
	less: Taxes Paid	418.27	9.37
	Net Cash flows from Operating activities	**-144.13**	**235.57**
B	**Cash flow from Investment activities**		
	Capital Expenditure on Fixed Assets including CWIP	-40.84	-96.602
	Interest received On Fixed Deposits	63.33	284.48
	Net Cash flows from Investing Activities	**22.49**	**187.88**
C	**Cash flow from Financing activities**		
	Repayment of Long term & Short term Borrowings	335.89	-172.08
	Interest paid on borrowings	-30.94	-220.44
	Net Cash flow from Financing activities	**304.95**	**-392.51**

	Net Cash Increase in Cash and Cash Equivalents (A+B+C)	**183.31**	**30.94**
	Cash and Cash equivalents at the beginning of the Year	**91.93**	**61.00**
	Cash and Cash equivalents at the end of the Year	**275.24**	**91.93**

See acGrouping notes to the financial statements.

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

Place: Ahmedabad
Date: May 29, 2026

For and on behalf of the Board of Directors of
Filatex Fashions Limited

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN: 10616324)

FILATEX FASHIONS LTD
CIN: L51491TG1994PLC017158
Consolidated Statement of Changes in equity for the year ended on 31st March, 2026

(a) Equity share capital

Amount in Lakhs

Particulars	No. of shares	Amount
Balance as at 1st April 2024	16,668.15	83,340.73
Changes in equity share capital	66,672.58	-
Balance as at 31st March 2025	**83,340.73**	**83,340.73**
Changes in equity share capital	-	-
Balance as at 31st March 2026	**83,340.73**	**83,340.73**

(b) Other equity

Amount in Lakhs

Particulars	Reserves and surplus					Total
	Securities premium	General Reserve	Retained earnings	Revaluation Surplus	Share warrants issued	
Balance as at 1st April 2024	1,43,318.50	513.67	3,056.54	-	-	1,46,888.71
Movement during the year	-	-	941.87	-	-	941.87
Balance as at 31st March 2025	**1,43,318.50**	**513.67**	**3,998.41**	**-**	**-**	**1,47,830.58**
Movement during the year	-	-	283.16	-	-	283.16
Balance as at 31st March 2026	**1,43,318.50**	**513.67**	**4,281.57**	**-**	**-**	**1,48,113.74**

See acGrouping notes to the financial statements.

As per our report of even date
For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-
Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN: 10616324)

Place: Ahmedabad
Date: May 29, 2026

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2026

1. Corporate Information:

Filatex Fashions Limited ("the Company") and its subsidiary Filatex Mines and Minerals Private Limited are collectively referred to as the "Group"

Filatex Fashions Limited ("the Company") is a Public Company which was incorporated on 08-03-1994. The principal activity of the company is to manufacture Socks. The Company's Factory is situated at Plot No.1, SY No.42, Cliedapotharam village, Jinnaram mandal, Medak District, Hyderabad - 500043, Telangana, India. The company has its registered office at D.No.1-80-40-SP-58-65, Shilpa Homes Layout, Gachibowli, Seri Lingampally, Telangana, 500 032, Telangana, India. The Company is listed on both the stock exchanges i.e., at Bombay Stock Exchange and National Stock Exchange.

2. Material Accounting Policies:

2.1. Statement of Compliance

These Consolidated financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

2.2. Basis of preparation

Consolidation procedure:

1. Combined like items of assets, liabilities, equity, income, expenses and cash flows of the Holding Company with those of its subsidiary.
2. Eliminated the carrying amount of the Holding Company's investment in subsidiary and the Holding Company's portion of equity of subsidiary till date of incorporation of subsidiary.
3. Eliminated in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognized in assets, such as inventory and property, plant and equipment, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.
4. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Holding Company of the Group and to the non-controlling interests. When necessary, adjustments are made to the financial statements of subsidiary to bring their accounting.

2.3. Presentation of Consolidated financial statements

The Consolidated Balance Sheet and the Consolidated Statement of Profit and Loss are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The statement of cash flows has been prepared and presented as per the requirements of Ind AS 7 "Consolidated Statement of Cash flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Indian Accounting Standards

2.4. Current & Non-Current Classification:

Any asset or liability is classified as current if it satisfies any of the following conditions:

I. The asset/liability is expected to be realized/settled in the Group's normal operating cycle;
II. The asset is intended for sale or consumption;
III. The asset/liability is held primarily for the purpose of trading;
IV. The asset/liability is expected to be realized/settled within twelve months after the reporting period;
V. The asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
VI. In the case of a liability, the Group does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

For the purpose of current/non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months.

2.5. Cash flow statement:

Cash flow statement is prepared segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using indirect method under the indirect method, the net profit/(loss) is adjusted for the effects of:

2.5.1. Changes during the period in inventories and operating receivables and payables and transactions of a non-Cash nature.

2.5.2. Non-cash items such as depreciation, provisions, unrealized foreign currency gains and losses, and undistributed profits of associates; and

2.5.3. All other items for which the cash effects are investing or financing cash flows.

2.5.4. The cash flows from operating, investing and financing activities of the Group is segregated based on the available information. Cash and cash equivalents (including bank balances) are reflected as such in the Cash Flow Statement.

2.6. Use of Accounting Estimates:

The preparation of the Consolidated financial statements requires that the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of Consolidated financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognized in the period in which they are determined.

2.7. Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost of acquisition including applicable duties and taxes, any directly attributable expenditure on making the asset ready for its intended use, attributable interest and finance costs, if any, till the date of acquisition/ installation of the assets less accumulated depreciation and impairment losses, if any. Subsequent expenditure relating to Property, Plant and Equipment is capitalized only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset.

2.8. Intangible Assets:

Identifiable intangible assets are recognized when the Group controls the asset, it is probable that future economic benefits attributed to the asset will flow to the Group and the cost of the asset can be reliably measured. Intangible assets are stated at cost, less accumulated amortization and accumulated impairment losses, if any. The estimated useful life and amortization method reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

2.9. Depreciation/ Amortization:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost less its estimated residual value. Depreciation on Property, Plant and equipment has been provided on written down value method in accordance with the Schedule II of the Companies Act, 2013, based on the useful life estimated on the technical assessment as in force and proportionate depreciation are charged for additions/deletions during the year. In respect of additions / deletions to the fixed assets / leasehold improvements, depreciation is charged from the date the asset is ready to use / up to the date of deletion. The asset's useful lives are reviewed and adjusted, if appropriate, at the end of each reporting period.

2.10. Financial instruments:

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at transaction values and where such values are different from the fair value, at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (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.

2.10.1. Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual provisions of the instruments. Financial assets other than trade receivables are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss is initially recognized at fair value, and transaction costs are expensed in the Statement of Profit and Loss.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in following categories.

2.10.1.1. Financial Assets at Amortized Cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms 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.

2.10.1.2. Financial Assets Measured at Fair Value

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms 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. Further, in case where the Group has made an irrevocable selection based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income. In any other case, financial asset is fair valued through profit and loss.

2.10.1.3. Impairment of Financial Assets

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in statement of profit or loss.

2.10.1.4. De-recognition of Financial Assets

The Group de-recognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the assets and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.10.2. Equity Instruments and Financial Liabilities

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

2.10.2.1. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

2.10.2.2. Financial Liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings and payables as appropriate. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

2.10.2.3. Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

2.10.2.4. De-recognition of Financial Liabilities

Financial liabilities are de-recognized when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

2.11. Investment property:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with the Ind AS16's requirement for cost model.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no further economic benefits expected from disposal. Any gain or loss arising on de-recognition of the property is included in profit or loss in the period in which the property is derecognized.

The Group does not have any Investment properties.

2.12. Inventories:

2.12.1. Raw Materials:

Raw Materials and stores & spares are valued at weighted average cost or under. Cost includes all charges in bringing the materials to the place of usage, excluding refundable duties and taxes.

2.12.2. Work in Progress:

Work-in-Progress is valued at the contracted rates less profit margin/ estimates.

2.12.3. Stock in Trade:

Stock in trade is valued at Cost or NRV whichever is Lower.

2.13. Cash and cash equivalent:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and demand deposits with an original maturity of three months or less and highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

2.14. Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

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 Group, or where a present obligation exists but it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are not recognized in the financial statements but are disclosed when an inflow of economic benefits is probable.

2.15. Government Grants:

Grants from the governments are recognized when there is a reasonable certainty that the Group will comply with the conditions attached to them and the grant will be received. Government grants related to revenue are recognized on a systematic basis in the statement of profit or loss over the periods necessary to match them with the related costs which they are intended to compensate. Where the grant relates to the acquisition of fixed assets, the same is reduced from the cost of the fixed asset.

2.16. Revenue Recognition:

Revenue from construction/project related activity and contracts for supply/commissioning of complex plant and equipment is recognized as follows:

2.16.1. Cost plus contracts: Revenue from cost plus contracts is determined with reference to the recoverable costs incurred during the period and the margin as agreed with the customer.

2.16.2. Fixed price contracts: Contract revenue is recognized only to the extent of cost incurred till such time the outcome of the job cannot be ascertained reliably subject to condition that it is probable that such cost will be recoverable. When the outcome of the contract is ascertained reliably, contract revenue is recognized at cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completions the proportion of cost of work performed to-date, to the total estimated contract costs.

The estimated outcome of a contract is considered reliable when all the following conditions are satisfied:

I. The amount of revenue can be measured reliably.
II. It is probable that the economic benefits associated with the contract will flow to the Group.
III. The stage of completion of the contract at the end of the reporting period can be measured reliably; and
IV. The costs incurred or to be incurred in respect of the contract can be measured reliably.

Expected loss, if any, on a contract is recognized as expense in the period in which it is foreseen, irrespective of the stage of completion of the contract. For contract where progress billing exceeds the aggregate of contract costs incurred to-date and recognized profits (or recognized losses, as the case may be), the surplus is shown as the amount due to customers. Amounts received before the related work is performed are disclosed in the Balance Sheet as a liability towards advance received. Amounts billed for work performed but yet to be paid by the customer are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers is disclosed as part of other current assets and is reclassified as trade receivables when it becomes due for payment.

2.17. Other income:

2.17.1. Dividend Income: Dividend income from Investments is recognized when the shareholder's right to receive payment has been established.

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

2.17.3. Other Income: During the current year, the Group has not recognized any income in respect of the Deen Dayal Upadhya-Grameen Kaushalya Yojana (DDU-GKY) project. However, certain project-related expenses have been incurred during the year, which have been accounted for under the respective heads of expenditure in the consolidated. All the relevant Assets and Liabilities were shown separately in the respective schedules.

2.18. Insurance claims:

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.19. Claims:

Claims against the Group not acknowledged as debts are disclosed under contingent liabilities. Claims made by the Group are recognized as and when the same is approved by the respective authorities with whom the claim is lodged.

2.20. Commitments

Commitments are future liabilities for contractual expenditure. Commitments are classified and disclosed as follows:

a) Estimated amount of contracts remaining to be executed on capital account and not provided for
b) Uncalled liability on shares and other investments partly paid
c) Funding related commitment to subsidiary, associate and joint venture companies and Other non-cancellable commitments, if any, to the extent they are considered material
d) and relevant in the opinion of management
e) Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

2.21. Foreign exchange translation and foreign currency transactions:

The functional currency and presentation currency of the Group is the Indian rupee.

Foreign currency transactions are transacted into the functional currency, for initial recognition, using the exchange rate at the dates of the transactions.

All foreign currency denominated monetary assets and liabilities are transacted at the exchange rates on the reporting date. Exchange differences arising on settlement or translated of monetary items are recognized in Statement of Profit and Loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2.22. Employee Benefits:

Provident fund is defined Contribution scheme and contributions are charged to profit and loss account of the year when the contributions to the respective funds are due.

2.23. Borrowing Costs:

Borrowing costs include interest expense calculated using the effective interest method and finance charges in respect of assets acquired on finance lease.

Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are included in the cost of the assets. Capitalization 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. All other borrowing costs are recognized in profit and loss in the period in which they are incurred.

2.24. Taxation:

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

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

2.24.2. Deferred tax: Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Group's financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary differences arise from the initial recognition 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 assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

2.25. Leases:

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership over the leased term, are classified as operating leases. Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term except where the lease payments arc structured to increase in line with expected general inflation. Assets acquired on finance lease are capitalized at fair value or present value of minimum lease payment at the inception of the lease, whichever is lower.

2.26. Fair value measurement:

The Group measures certain financial instruments at fair value at each reporting date. Fair value is the price that would be received on sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a. In the principal market for the asset or liability, or
b. In the absence of principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

2.27. Earnings per Share:

Basic earnings per equity share are computed by dividing the net profit for the year attributable to the Equity Shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit for the year, reduced for the effects of dilutive potential equity shares, attributable to the Equity Shareholders by the weighted average number of the equity shares and dilutive potential equity shares outstanding during the year except where the results are anti-dilutive.

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Note 3: Property, Plant and equipment

Amount in Lakhs

Particulars	Land	Building	Plant and Machinery	Electrical Installations and equipment	Computers	Furniture & Fixtures	Vehicles	Office Equipment	Total PPE	Capital WIP
Net Carrying amount as at 1st April, 2024	13.79	19.22	90.27	9.94	5.66	5.91	389.94	1.96	536.68	135.00
Addition during the year	-	-	83.00	-	-	0.27	-	-	83.27	13.33
Deduction during the year	-	-	-	-	-	-	-	-	-	-
Depreciation For the year	-	2.34	22.42	-	2.38	0.56	46.87	0.37	74.95	-
Net Carrying amount as at March 31, 2025	**13.79**	**16.87**	**150.84**	**9.94**	**3.28**	**5.62**	**343.07**	**1.59**	**545.00**	**148.33**
Addition during the year	-	53.25	135.00	-	0.92	-	-	-	189.17	-
Deduction during the year	-	-	-	-	-	-	-	-	-	-
Depreciation For the year	-	2.94	25.64	-	1.73	0.52	41.30	0.30	72.43	-
Net Carrying amount as at March 31, 2026	**13.79**	**66.12**	**248.64**	**9.94**	**1.66**	**4.85**	**281.06**	**1.14**	**661.74**	**-**

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Amount in Lakhs

Note	Particulars	31 March 2026	31 March 2025
4	**Goodwill**		
	Purchase Consideration paid to acquire the shares in Subsidiary Group -M/s. Filatex Mines And Minerals Pvt Ltd	2,21,056.00	2,21,056.00
	Less : Fair Value of identifiable Net assets/ Investment in the subsidiary to the extent of face value and Reserves (Refer Note 37)	1,583.80	1,583.80
		2,19,472.20	**2,19,472.20**
5	**Investments**		
	15.70 crores Equity shares of Rs.1 each @ 140.80 per share (*)	2,21,056.00	2,21,056.00
	Investment of Subsidiary Group in SH Infra And Mining	102.00	102.00
	Less : Investment in the subsidiary to the extent of face value and Reserves	1,583.80	1,583.80
	Less : Goodwill	2,19,472.20	2,19,472.20
		102.00	**102.00**

(*) 15,70,00,000 Shares (15.70 crores) of Rs.1 each fully paid up (out of total 16 crores shares) of M/s. Filatex Mines and Minerals Private Limited were acquired by M/s. Filatex Fashions Limited by issue of 157,00,00,000 (157 crores) of Rs.5/- each fully paid (i.e. for every one share of Filatex Mines and Minerals Pvt Ltd, 10 shares of M/s. Filatex Fashions Limited have been allotted as per the valuation Reports from Registered Valuer).
Swap Ratio under Swap arrangement is - Allotment of 10 shares of Rs 5/- each in the FILATEX FASHIONS LIMITED to Filatex Mines and Mineral Private Limited shareholders for every 1 Equity Share of Rs.1/- each.
The total Value of FILATEX MINES AND MINERALS PRIVATE LIMITED (FMMPL) is Rs. 2,25,272.15 Lakhs having 16,00,00,000 numbers of equivalent equity shares at the face value of Rs. 1/- each. Fair Value of one Equity Share having face value of Rs. 1/- each is Rs.140.80/- (Rupees One Hundred Forty and Eighty Paise only) And Fair Value of one Equity Share Filatex Fashions Limited having face value of Rs. 5/- each is Rs. 14.08/- (Rupees Fourteen and Eight Paise only).I.e., the value of investment of FFL in FMMPL is of Rs.2210.56 crores (15.70 crore shares @140.80 per share)

Note	Particulars	31 March 2026	31 March 2025
6	**Deposits, loans and advances**		
	(i) Security Deposits		
	Secured, considered good		
	Unsecured, considered good	7.97	7.97
	Unsecured, considered good - DDUGKY	-	-
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		7.97	**21.97**
	(ii) Rental advances		
	Secured, considered good	-	-
	Unsecured, considered good	20.15	20.15
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		20.15	**20.15**
	(iii) Advances		
	Secured, considered good	-	-
	Unsecured, considered good	2,405.39	2,787.51
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		2,405.39	**2,787.51**
		2,433.51	**2,829.64**

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Notes to the Consolidated financial statements as at 31st March, 2026

7	**Deferred Tax Assets (net)**		
	Opening balance of Deferred Tax Asset/(liability)	9.37	14.22
	add: Deferred Tax Asset/(liability)	-3.63	-4.85
		5.74	**9.37**
8	**Other non-current assets**		
	Capital advances	207.44	207.44
	Interest to be capitalised	219.05	219.05
	Deposits	11.00	-
		437.49	**426.49**
9	**Inventories**		
	Raw material / Trading Stock	1,405.95	1,392.50
	Stock in progress	175.96	146.63
	Finished Goods	1,372.86	1,059.09
		2,954.77	**2,598.22**
10	**Trade receivables**		
	Secured, considered good	-	-
	Unsecured, considered good	25,782.65	15,681.98
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		25,782.65	**15,681.98**
11	**Cash and cash equivalents**		
	Balances with banks	130.60	31.67
	Balances with banks - DDU GKY	0.07	1.03
	Cash in hand	127.42	42.08
		258.08	**74.78**
12	**Bank Balances other than above** (Includes fixed deposits placed as security margin against borrowings Obtained)	**17.15**	**17.15**
13	**Other Current Assets**		
	Other loans - Advance to suppliers		
	Secured, considered good	-	-
	Unsecured, considered good	541.26	1,628.21
	Doubtful	-	-
	Less: Provision for doubtful advances	-	-
		541.26	**1,628.21**
	Advance for Investment	1,173.00	1,173.00
	TDS / TCS receivable	8.77	54.77
	TDS / TCS receivable - DDU GKY	2.34	2.34
	GST Input	179.68	131.63
	Other Current Assets	589.90	423.20
		2,494.96	**3,413.14**

*GST input Tax Credit as at 31.03.2026 is subject to reconciliation with Electronic Credit Ledger.
Refer Note No. 2.17.3

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Note	Particulars	31st March 2026	31 March 2025
14	**Equity share capital**		
	Authorised Capital 850,00,00,000 equity shares of Rs. 1/- each	85,000.00	85,000.00
	Issued, subscribed and fully Paid-up 8,33,40,72,725 equity Shares of Rs. 1/- each	83,340.73	83,340.73

Notes:
(i) Rights, preferences and restrictions attached to equity shares :

The Group has only one class of equity shares having a par value of Rs. 1/- per share. Each holder of equity share is entitiles to one vote per share. In the event of liquidation of the Group, the holders of equity shares will be entitled to receive the remaining assets of the Group, after distribution of all preferential amounts. The distribution will be in proportion to the No. of Equity Shares held by the shareholders.

(ii) Reconciliation of number of shares and amount outstanding at the beginning and at

Equity shares	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares	Amount	Number of shares	Amount
Shares outstanding at the beginning of the year	83,340.73	83,340.73	16,668.15	83,340.73
Sub-division of 1 share of face value Rs.5/- each into 5 share of face value Rs.1/- each effective 9 August 2024, (Increase in shares on account of sub-division)	-	-	66,672.58	-
Issue of shares during the year	-	-	-	-
Shares outstanding at the end of the year	**83,340.73**	**83,340.73**	**83,340.73**	**83,340.73**

(iii) Details of shares held by each share holder more than 5% of equity shares :

Name of Shareholder	Number of shares	% of Holding	Number of shares	% of Holding
Prabhat Sethia	4223.49801	5.07%	20,655.18	24.78%

(iv) Promoter's Share Holding :
Shares held by promoters at the end of the year 31st March 2026

Promoter Name	No of shares	% of the Total shares	% Change During the year
Prabhat Sethia	4,223.50	5.07%	79.55%

Shares held by promoters at the end of the year 31st March 2025

Promoter Name	No of shares	% of the Total shares	% Change During the year
Prabhat Sethia	20,655.18	24.78%	0.00%

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Notes to the Consolidated financial statements as at 31st March, 2026

Note	Particulars	As at 31st March, 2026	As at 31st March, 2025
15	**Other equity**		
	(i) Reserves and surplus		
	Securities premium account		
	Balance at the beginning of the year	1,43,318.51	1,43,318.51
	Movement during the year	-	-
		1,43,318.51	**1,43,318.51**
	General Reserve		
	Balance at the beginning of the year	513.67	513.67
	Movement during the year		
		513.67	**513.67**
	Retained Earnings		
	Balance at the beginning of the year	3,998.40	3,056.54
	Add: (loss)/profit for the year	283.21	941.95
	Less : Investment in the subsidiary to the extent of Profit	0.05	0.09
		4,281.56	**3,998.40**
		1,48,113.74	**1,47,830.58**
16	**Borrowings**		
	Loans from Banks		
	Secured*	564.79	1,249.06
	Unsecured - Loans from Directors	5,128.32	4,101.16
		5,693.11	**5,350.22**
	Total loans	5,793.11	5,457.22
	***less:* Current maturities of long term debt**	501.67	501.67
		5,291.44	**4,955.55**

Note: Secured loans consist of borrowings from Godavari Urban Multistate Credit Co-Operative Society Ltd., Mercedes-Benz Financial Services India Pvt. Ltd., Equitas Small Finance Bank, and Karur Vysya Bank (KVB).

An amount of Rs. 7.50 Crores was availed as a mortgage loan from Godavari Urban Multistate Credit Co-Operative Society Ltd., secured by mortgage of House Nos. 1/14/246 to 1/14/252 situated at Rasoolpura, Balamrai, Secunderabad, Telangana. The loan was repayable in 120 equated monthly instalments and carried an interest rate of 16% per annum.

An amount of Rs. 1.70 Crores was availed as a vehicle loan from Mercedes-Benz Financial Services India Pvt. Ltd., secured by hypothecation of the Mercedes-Benz vehicle. The loan was repayable in 60 equated monthly instalments and carried an interest rate of 8.20% per annum.

The mortgage loan obtained from Godavari Urban Multistate Credit Co-Operative Society Ltd. has been settled and repaid during the year under a One Time Settlement (OTS) arrangement entered into with the lender. However, a balance of Rs. 3,67,18,436 continues to be reflected in the books of account as at 31 March 2026. The Group is awaiting the issuance of the No Due Certificate (NDC) and other closure confirmations from the lender. Accordingly, the said balance has not yet been written off in the books of account pending receipt of the final settlement documentation.

The vehicle loan obtained from Mercedes-Benz Financial Services India Pvt. Ltd. was classified as a Non-Performing Asset (NPA) by the lender due to repayment defaults. The outstanding balance of Rs. 1,48,99,990.56 as at 31 March 2026 continues to be reflected in the books of account. Since no formal waiver or loan closure confirmation has been received, the liability has not been written off in the books of account.

17	**Trade payables**		
	Payable to Micro,Small and Medium enterprises	30.54	70.47
	Payable to other than Micro,Small and Medium enterprises	15,959.62	6,781.87
	Payable to other than Micro,Small and Medium enterprises -DDU GKY	73.89	95.63
		16,064.05	**6,947.97**
	Disclosures as required under Sec 22 of MSMED Act, 2006 under the Chapter on Delayed Payments to Micro, Small and Medium		
	Particulars	**As at 31st March, 2026**	**As at 31st March,2025**
	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year.		
	Principal Amount	30.54	70.47
	Interest Amount	-	-
	The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year;		
	Principal Amount	-	-
	Interest Amount	-	-
	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 the Micro, Small and Medium Enterprises Development Act, 2006.		
	Principal Amount	-	-
	Interest Amount	-	-
	The amount of interest accrued and remaining unpaid at the end of each accounting year		
	Principal Amount	-	-
	Interest Amount	-	-
	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the Purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006		
	Principal Amount	-	-
	Interest Amount	-	-
18	**Other financial liabilities**		
	Current maturities of Long term debt	501.67	501.67
	Antaral Finance	100.00	300.00
		601.67	**801.67**
19	**Other current liabilities**		
	TDS/TCS Payable	41.30	65.69
	GST Payable	6.10	0.16
	Audit Fee payable	2.86	10.50
	Other Current liabilities	191.47	73.38
	Other Current liabilities -DDU GKY	1.32	1.53
		243.06	**151.25**
20	**Provisions**		
	Other Provisions	132.91	129.31
		132.91	**129.31**

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Notes to the Consolidated financial statements as at 31st March, 2026

Amount in Lakhs

Note	Particulars	31 March 2026	31 March 2025
21	**Revenue from Operations**		
	Sale of Products	11,544.23	18,580.78
	Sale of Services	-	-
		11,544.23	**18,580.78**
22	**Other income**		
	Interest Income	63.33	284.48
	Other income	0.25	0.15
	Other Income(DDU-GKY)	-	299.81
		63.58	**584.44**
23	**Cost of materials consumed**		
	Opening Stock of Raw material	1,429.78	800.95
	Purchases	10,701.86	17,556.56
	less: Closing stock of Raw material	1,482.37	-1,392.50
	Total cost of Raw material consumed	**10,649.27**	**16,965.01**
24	**Changes in inventories of finished goods, stock-in-trade and work-in-progress**		
	Opening stock		
	Finished goods	1,021.80	460.49
	Work in progress	146.63	219.88
	Less: Closing stock		
	Finished goods	1,296.44	1,059.09
	Work in progress	175.96	146.63
	Change in Inventories	**-303.97**	**-525.35**
25	**Employee benefits expense**		
	Salaries, Wages and other allowances	289.58	279.64
	Directors remuneration	78.00	72.00
		367.58	**351.64**

26	**Finance Cost**		
	Interest expense	30.43	220.03
	Other borrowing costs (Bank Charges)	0.52	0.40
		30.94	**220.44**
27	**Other expenses**		
	Electricity Charges	78.61	74.29
	Audit Fee	7.50	*6.50*
	Audit Fee -Limited Audit Review	3.00	*4.00*
	Rent	65.04	71.31
	Traveling Expenses	10.84	35.26
	Legal & Professional	84.48	66.11
	Office Expenses	15.11	5.91
	Mining Expenses	3.02	-
	Professional charges	1.00	-
	Rates and taxes	0.72	-
	Vehicle Maintenance	1.77	2.51
	Transportation charges	10.66	12.18
	Telephone Charges	0.21	0.18
	Repairs and maintainance	21.50	21.98
	Insurance	2.39	3.96
	Advertisement	1.00	1.41
	Training cost (DDU-GKY)	40.95	381.65
	Expenses other than above	67.25	114.40
	Other expenses total	**415.04**	**801.66**

FILATEX FASHIONS LIMITED
Notes to the Consolidated financial statements as at 31st March, 2026

28 Contingent liability, to the extent not provided for

Particulars	As at 31 March 2026	As at 31 March 2025
Income Tax Demand	2,363.31	2,101.90

Note:
a) There are no other contingent liabilities as at the balance sheet date.
b) The Group has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Board does not expect the outcome of these proceedings to have a materially adverse effect on its financial position.
c) Capital commitment for value of contracts yet to be executed Rs. Nil (P.Y. Nil)

29 Segmental Information

The Group operates in a single reportable segment i.e. garments/fashion manufacturing, which has similar risks and returns for the purpose of IND-AS - 108 on 'Segment Reporting'. The Group operates in single geographical segment, i.e. domestic.

30 Financial Instruments

Financial instrument by category

The carrying value and fair value of financial instrument by categories as of 31 March, 2026 were as follows

Particulars	At amortised cost	At fair value through P&L	At fair value through OCI	Total Carrying value	Total fair value
Assets:					
Cash and cash equivalents	258.08	-	-	258.08	258.08
Other bank balance	17.15	-	-	17.15	17.15
Trade receivables	25,782.65	-	-	25,782.65	25,782.65
Loans	2,433.51	-	-	2,433.51	2,433.51
Investments	102.00	-	-	102.00	102.00
Total	**28,593.40**	-	-	**28,593.40**	**28,593.40**
Liabilities:					
Borrowings	5,291.44	-	-	5,291.44	5,291.44
Short term borrowing	191.47	-	-	191.47	191.47
Trade and other payables	16,064.05	-	-	16,064.05	16,064.05
Other financial liabilities	601.67	-	-	601.67	601.67
Total	**22,148.63**	-	-	**22,148.63**	**22,148.63**

The carrying value and fair value of financial instrument by categories as of March 31, 2025 were as follows

Particulars	At amortised cost	At fair value through P&L	At fair value through OCI	Total Carrying value	Total fair value
Assets:					
Cash and cash equivalents	74.78	-	-	74.78	74.78
Other bank balance	17.15	-	-	17.15	17.15
Trade receivables	15,681.98	-	-	15,681.98	15,681.98
Loans	2,829.64	-	-	2,829.64	2,829.64
Investments	102.00	-	-	102.00	102.00
Total	**18,705.55**	-	-	**18,705.55**	**18,705.55**
Liabilities:					
Borrowings	4,955.55	-	-	4,955.55	4,955.55
Short term borrowing	73.38	-	-	73.38	73.38
Trade and other payables	6,947.97	-	-	6,947.97	6,947.97
Other financial liabilities	801.67	-	-	801.67	801.67

Total	12,778.57	-	-	12,778.57	12,778.57

(1) Assets that are not financial assets, in the opinion of the management are not included.
(2) Other liabilities that are not financial liabilities, in the opinion of the management are not included.
(3) In the opinion of the management, based on the details available with the Group, all the financial assets and liabilities are tested for valuation, to identify their fair value, as prescribed in Indian Accounting Standards, and are measured at fair value, to the extent possible. The assets/ liabilities, which are not possible to be measured at fair value, in the opinion of the management, are presented in the financial statements at their book value, without any adjustment towards fair valuation.

Fair value hierarchy
Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities
Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).
The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2026:

Particulars	As at 31 March 2026	Fair value measurement at end of the reporting year		
		Level I	Level 2	Level 3
Assets /Liabilities measured at fair value				
Financial Assets:				
Non current investments	-	-	-	-
Forward contract receivable	-	-	-	-
Financial Liabilities:				
Forward contract payable	-	-	-	-
Security deposits	-	-	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31 March 2025:

Particulars	As at 31 March 2025	Fair value measurement at end of the reporting year		
		Level I	Level 2	Level 3
Assets /Liabilities measured at fair value				
Financial Assets:				
Non current investments	-	-	-	-
Forward contract receivable	-	-	-	-
Financial Liabilities:				
Forward contract payable	-	-	-	-
Security deposits	-	-	-	-

There have been no transfers among Level 1, Level 2 and Level 3 during the period.
The management assessed that cash and cash equivalents, Trade receivable and other financial asset, trade payables and other financial liabilities approximate their carrying amount largely due to short term maturity of these instruments.

31 Financial risk management objectives and policies

The risk management policies of the Group are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

The Management has overall responsibility for the establishment and oversight of the Group's risk management framework.

In performing its operating, investing and financing activities, the Group is exposed to the Credit risk, Liquidity risk and Market risk.

32 Credit risk on financial assets

Financial assets that are potentially subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner consist principally of cash balances with banks, cash equivalents and receivables, and other financial assets. The maximum exposure to credit risk is: the total of the fair value of the financial instruments and the full amount of any loan payable commitment at the end of the reporting year. Credit risk on cash balances with banks is limited because the counterparties are entities with acceptable credit ratings. Credit risk on other financial assets is limited because the other parties are entities with acceptable credit ratings.

Cash and cash equivalents balances generally represent short term deposits with a less than 180-day maturity.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade receivable customers is about 90-360 days. But some customers take a longer period to settle the amounts.

33 Exposure to credit risk

Financial asset for which loss allowance is measured using expected credit loss model :

Particulars	As at 31 March 26	As at 31 March 25
Financial assets -		
Cash and cash equivalent	258.08	74.78
Bank balances other than above	17.15	17.15
Trade receivables	25,782.65	15,681.98
Loans	2,433.51	2,829.64
Investments	102.00	102.00
At end of the year	**28,593.40**	**18,705.55**

With the applicability of Ind AS 109, the recognition and measurement of impairment of financial assets is based on credit loss assessment by expected credit loss (ECL) model. The ECL assessment involve significant management judgement. The Group's impairment allowance is derived from estimates including the historical default and loss ratios. Management exercises judgement in determining the quantum of loss based on a range of factors, like staging criteria, calculation of probability of default / loss and consideration of probability weighted scenarios and forward looking macroeconomic factors.

The board acknowledges and understands that these factors, since there is a large increase in the data inputs required by the ECL model, In the opinion of management, trade receivable, Financial assets, Cash and cash equivalent, Balance with Bank, Loans and other financial assets have a value on realisation in the ordinary course of business at lease equal to the amount at which they are stated in the balance sheet.

FILATEX FASHIONS LIMITED
Notes to the Consolidated financial statements as at 31st March, 2026

34 Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing finacial instruments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing financial instruments will fluctuate because of fluctuations in the interest rates.

Group has interest rate risk exposure mainly from changes in rate of interest on borrowing & on deposit with bank. The interest rate are disclosed in the respective notes to the financial statements of the Group.

The following table analyse the breakdown of the financial assets and liabilities by type of interest rate:

Particulars	As at 31 March 26	As at 31 March 25
Financial assets		
Loans (including interest-bearing and non-interest-bearing loans)	2,433.51	2,829.64
Other (Interest bearing - Floating interest rate)	-	-
Financial Liabilities		
Other financial liabilities (including interest-bearing and non-interest-bearing loans)	601.67	801.67
Other (Interest bearing - Floating interest rate)	-	-

35 Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

36 Cash flow sensitivity analysis for variable-rate instruments -

The Group does not have any financial assets or financial liabilities bearing floating interest rates. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

37 Liquidity risk -

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including debt and overdraft from banks at an optimised cost.

The Group maximum exposure to credit risk for the components of the balance sheet at 31 March 2026 and 31 March 2025 is the carrying amounts. The liquidity risk is managed on the basis of expected maturity dates of the financial liabilities. The average credit period taken to settle trade payables is about 90 days. The other payables are with short-term durations. The carrying amounts are assumed to be a reasonable approximation of fair value. The following table analysis financial liabilities by remaining contractual maturities:

Particulars	On Demand	12 months or less	1 to 5 years	> 5 years	Total
Year ended 31 March 2026					
Borrowings	-	-	5,291.44	-	5,291.44
Other financial liabilities	-	601.67	-	-	601.67
Trade and other payables	-	16,064.05	-	-	16,064.05
Total	**-**	**16,665.72**	**5,291.44**	**-**	**21,957.16**
Year ended 31 March 2025					
Borrowings	-	-	4,955.55	-	4,955.55
Other financial liabilities	-	801.67	-	-	801.67
Trade and other payables	-	6,947.97	-	-	6,947.97
Total	**-**	**7,749.64**	**4,955.55**	**-**	**12,705.19**

At present, the Group does expects to repay all liabilities at their contractual maturity. In order to meet such cash commitments, the operating activity is expected to generate sufficient cash inflows.

38 Capital management -

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep optimum gearing ratio. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations.

Particulars		As at 31 March 26	As at 31 March 25
Borrowings			
Trade & Other payables		16,064.05	6,947.97
Other financial liabilities		601.67	801.67
Less: cash and cash equivalents		258.08	74.78
Net debt	**(a)**	**16,407.64**	**7,674.86**
Total equity			
Total member's capital	(b)	2,31,484.87	2,31,201.65
Gearing ratio (%)	**(a/b)**	**7.09%**	**-2.06%**

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2026 and 31 March 2025.

39 Ind AS 116 quantitative disclosure (para 60)

Amount recognised in Profit and Loss during the Year -

Particulars	As at 31 March 2026	As at 31 March 2025
Short-term lease expense (included in Other Expenses - Rent Expense, Note 27)	65.04	71.31

40 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at 31 March 2026	As at 31 March 2025
Profit attributable to equity holders of the parent for basic earnings (Rs.)	283.21	941.95
Weighted average number of equity shares for basic and diluted earning per share	83,341	83,341
Face value per share	1	1
Basic earning per share	0.0034	0.0112
Diluted earning per share	0.0034	0.0113

41 The Group has not entered into any transactions which are termed “Specified Domestic Transaction” as per Section 92BA of the Income Tax-Act, 1961. Accordingly, it is not required to comply with certain transfer pricing regulations under Section 92 to Section 92F of the Act.

FILATEX FASHIONS LIMITED
Notes to the Consolidated financial statements as at 31st March, 2026

Note No.42 : Trade Receivables Ageing

Trade Receivables ageing schedule as at 31st March, 2026

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	3,738.40	2,821.21	2,756.57	29.41	16,437.05	25,782.65
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**3,738.40**	**2,821.21**	**2,756.57**	**29.41**	**16,437.05**	**25,782.65**

Trade Receivables ageing schedule as at 31st March, 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	1,417.90	2,096.06	2,268.74	-	9,899.28	15,681.98
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**1,417.90**	**2,096.06**	**2,268.74**	**-**	**9,899.28**	**15,681.98**

Note No.43 : Trade Payables Ageing

Trade Payables ageing schedule as at 31st March, 2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	31	-	-	-	30.54
(ii) Others	8,885.71	835.47	648.27	5,664.07	16,033.52
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8,916.25**	**835.47**	**648.27**	**5,664.07**	**16,064.05**

Trade Payables ageing schedule as at 31st March, 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	70.47	-	-	-	70.47
(ii) Others	743.60	87.63	5.89	6,040.37	6,877.50
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	
Total	**814.07**	**87.63**	**5.89**	**6,040.37**	**6,947.97**

For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-
Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited
CIN: L51491TG1994PLC0171

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN: 10616324)

Place: Ahmedabad
Date: May 29, 2026

FILATEX FASHIONS LIMITED
Notes to the Consolidated financial statements as at 31st March, 2026

Note No.42 : Trade Receivables Ageing
Trade Receivables ageing schedule as at 31st March, 2026

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	3,738.40	2,821.21	2,756.57	29.41	16,437.05	25,782.65
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**3,738.40**	**2,821.21**	**2,756.57**	**29.41**	**16,437.05**	**25,782.65**

Trade Receivables ageing schedule as at 31st March, 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	1,417.90	2,096.06	2,268.74	-	9,899.28	15,681.98
(ii) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**1,417.90**	**2,096.06**	**2,268.74**	**-**	**9,899.28**	**15,681.98**

Note No.43 : Trade Payables Ageing
Trade Payables ageing schedule as at 31st March, 2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	31	-	-	-	30.54
(ii) Others	8,885.71	835.47	648.27	5,664.07	16,033.52
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
Total	**8,916.25**	**835.47**	**648.27**	**5,664.07**	**16,064.05**

Trade Payables ageing schedule as at 31st March, 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	70.47	-	-	-	70.47
(ii) Others	743.60	87.63	5.89	6,040.37	6,877.50
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	
Total	**814.07**	**87.63**	**5.89**	**6,040.37**	**6,947.97**

For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-
Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited
CIN: L51491TG1994PLC0171

Prabhat Sethia
Managing Director
(DIN: 00699415)

Hemalatha Ayepu
Director
(DIN: 10616324)

Place: Ahmedabad
Date: May 29, 2026

FILATEX FASHIONS LIMITED

Note No.44 : Ratio Analysis and its Elements

S.No	Ratio Analysis	Numerator	Denominator	31-03-2026	31-03-2025	% Change	Reasons for Variance
1	**Current Ratio**	**Current Assets** Inventories Sundry Debtors Cash and Bank balances Loans and Advances Any other current assets	**Current Liabilities** Creditors Short term loans Short term Borrowings Short Term Provisions Any other current liabilities	1.77	2.38	-26%	Due to a significant increase in current liabilities, mainly short-term creditors, which grew faster than the total current assets.
2	**Debt Equity Ratio**	**Total Liabilities** Total Outside Liabilities	**Sharholder's Equity** Total Shareholders Equity	0.10	0.06	64%	Due to a significant increase in total outside liabilities while shareholder equity funds remained flat and stable.
3	**Debt Service Coverage Ratio**	**Net Operating Income** Net Profit after tax + non-cash operating expenses like depreciation and other amortizations + Interest+other adjustments like loss on sale of fixed assets etc.	**Debt Service** Current Debt (Interst + Installments)	0.61	1.21	-49%	Due to a decrease in net operating income which fell faster than the decrease in overall debt service obligations.
4	**Return on Equity Ratio**	**Profit for the period** Net Profit after taxes - preference dividend (if any)	**Avg. Shareholders Equity** (Beginning shareholders' equity + Ending shareholders' equity) ÷ 2	0.001	0.004	-70%	Due to a severe drop in net profit for the period while average equity balances remained unchanged.
5	**Inventory Turnover Ratio**	**Cost of Goods sold** (Opening Stock + Purchases) – Closing Stock	**Average Inventory** (Opening Stock + Closing Stock)/2	3.73	8.06	-54%	Due to a decrease in cost of goods sold and an increase in average inventory stock levels.
6	**Trade Receivables Turnover Ratio**	**Net Credit Sales** Credit Sales	**Average Trade Receivables** (Beginning Trade Receivables + Ending Trade Receivables) / 2	0.56	1.20	-54%	Due to a decrease in credit sales volume alongside an increase in the average outstanding debtor balances.
7	**Trade Payables Turnover Ratio**	**Total Purchases** Annual Net Credit Purchases	**Average Trade Payables** (Beginning Trade Payables + Ending Trade Payables) / 2	0.93	2.47	-62%	Due to a decrease in annual purchase volumes combined with a large increase in average unpaid supplier balances.
8	**Net Capital Turnover Ratio**	**Net Sales** Total Sales - Sales Return	**Average Working Capital** Current Assets - Current Liabilities	0.84	1.47	-43%	Due to a decrease in net sales revenue paired with a minor increase in the average working capital requirements.
9	**Net Profit Ratio**	**Net Profit** Profit After Tax	**Net Sales** Sales	0.02	0.05	-52%	Due to the net profit amount shrinking at a much faster rate than the drop in total net sales.
10	**Return on Capital employed**	**EBIT** Profit before Interest and Taxes	**Capital Employed** Total Assets - Current Liabilities	0.002	0.006	-69%	Due to a sharp decline in earnings before interest and taxes while the total capital employed baseline remained steady.

Note : Explanation for the movement is given where movement is more than 25% when compared to the previous year as required by law.

Note No.45.

i. **Directors' Remuneration:**

Rs. In Lakhs

Particulars	2025-26	2024-25
Salary and allowances	78.00	60.00

ii. **Audit Fee:**

Rs. In Lakhs

Particulars	2025-26	2024-25
Audit fee	7.50	7.00
Limited Review Fee	3.00	3.00

Note No.46. Segment Reporting:

The Company has only Cotton Product activity hence segment report has not been given.

Note No.47. Related Party Disclosures:

As per Indian Accounting Standard (IND AS) 24, the disclosures of transaction with the related parties as identified are given below:

i. **List of related parties with whom transactions have taken place and relationships:**

- **Key Managerial personnel**
  1. Yash Sethia -Chief Financial Officer
  2. Sethia Prabhat -Managing Director
  3. Sanju -Executive Director
  4. Vallam Setty Raghuram-Director
  5. Yash Sethia-Director in subsidiary
- **Independent Directors**
  1. Hemalatha Ayepu
  2. Nageshwara Rao Chitirala
  3. Dhruv Rameshbhai Chauhan
  4. Sonali Sandeep Joshi

ii. **Transactions during the year with related parties:**

Rs. In Lakhs

Sr. No.	Nature of Transaction	Name of the Related Party	2025-26	2024-25	Relation
1	Remuneration	Prabhat Sethia	60.00	60.00	Managing Director
2	Advance against property	Sangeeta Sethia	(6.07)	85.01	Wife of Prabhat Sethia (MD)
3	Remuneration	Yash Sethia	6.00	12.00	CFO & Son of MD
4	Remuneration	Srinivasa Rao Chintala	5.10	10.20	Company Secretary
5	Remuneration	Yash Sethia	18.00	12.00	Director in Subsidiary

iii. Outstanding Balances with related parties:

Rs. In Lakhs

S. No.	Nature of Transaction	Name of the Related Party	As at 31.03.2026	As at 31.03.2025	Relation
1	Remuneration Payable	Prabhat Sethia	57.59	39.82	Managing Director
2	Advance Against property Rent Payable	Sangeeta Sethia	235.85	235.85	Wife of Prabhat Sethia (MD)
3	Rent Payable	Sangeeta Sethia	25.27	25.27	Wife of Prabhat Sethia (MD)
4	Remuneration	Yash Sethia	16.62	0.87	CFO & Son of MD
5	Remuneration	Yash Sethia	21.70	12.70	Director in Subsidiary

Note No.48.

The Holding company has long outstanding trade receivables in the books of accounts and the management believes that these trade receivables are realizable and hence provision for doubtful debts not required to be provided.

Note No.49.

Balances of the trade receivables, deposits, loans and advances, advances received from the customers and trade payables are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. However, the management believes that there will not be any material changes to the balances as reflected in the books of accounts as on March 31, 2026.

Note No.50.

The inventory has been physically verified during the year by the management at regular intervals and the management believe that there will not be any material differences to the balances as reflected in the books of accounts as on March 31, 2026.

Note No.51.

Filatex Mines and Minerals Private Limited (FMMPL) has become the Subsidiary of Filatex Fashions Limited (FFL) w.e.f. 13.09.2023 pursuant to the allotment of 157,00,000 Equity Shares to the shareholders of Filatex Mines and Minerals Private Limited on swap basis in the ratio of 10:1 i.e., 10 equity shares of Rs.5/- each of Filatex Fashions for every 1 equity share of Rs.1/- each held in Filatex Mines and Minerals Private Limited based on the Valuation Report of both the companies obtained from the Independent Registered Valuer.

Note No.52.

Previous year figures have been regrouped/ rearranged where necessary to confirm to current year's classification.

Note No.53.

All the Financial figures have been stated in Lakhs except EPS and unless otherwise stated.

Note No.54. Other Statutory Information:

i. The Company does not have any Benami Property, where any proceeding has been initiated or pending against the company for holding Benami Property.

ii. The Company does not have any transactions with Companies struck off.

iii. The Company does not create a charge for a vehicle loan availed from Mercedes-Benz Financial Services India Pvt Ltd that remains unregistered with ROC beyond the statutory period.

iv. The Company has not traded or invested in Crypto currency or virtual currency during the financial year.

v. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the intermediary shall:

   a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate beneficiaries) or

b. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vi. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) that the company shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like on behalf of the Ultimate beneficiaries.

vii. The Company have no such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income tax Act, 1961. (Such as search survey or any other relevant provisions of the Income tax Act 1961.)

For KPSJ & Associates LLP
Chartered Accountants
FRN: 124845W/W100209

Sd/-

Prakashchandra Parakh
Partner
Membership No.: 039946
UDIN: 26039946PYIJQI7129

For and on behalf of the Board of Directors of
Filatex Fashions Limited

FILATEX FASHIONS LIMITED HYD-32.

Prabhat Sethia
Managing Director
(DIN: 00699415)

FILATEX FASHIONS LIMITED HYD-32.

Hemalatha Ayepu
Director
(DIN:10616324)

Place: Ahmedabad
Date: May 29, 2026