



LAXMI COTSPIN LIMITED

(CIN: - L17120MH2005PLC156866)

ANNUAL REPORT 2024-25

20th ANNUAL GENERAL MEETING

On Friday, the 19th day of September 2025 at 12:30P.M.

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

Registered Office:

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

Contact No: - 09765999633

Website: www.laxmicotspin.com

E-Mail Id: - complianceofficer@laxmicotspin.com



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COMPANY INFORMATION

BOARD OF DIRECTORS

Chairman & Managing Director	: Mr. Sanjay Kachrulal Rathi
Whole Time Women Director	: Mrs. Prafullata Sanjaykumar Rathi
Executive Director	: Mr. Shivratan Shrigopal Mundada
Executive Director	: Mr. Ramesh GopikishanMundada
Non-Executive Independent Director	: Mr. Gopal Satyanarayan Mundada
Non-Executive Independent Director	: Mr. Kailash Shrikisan Biyani
Non-Executive Independent Director (Appointed w.e.f 07 th August, 2025)	: Mr. Gaurav Ramnivas Karwa
Non-Executive Independent Director (Appointed w.e.f 07 th August, 2025)	: Mr. Vivek Mohanlal Maniyar

CHIEF FINANCIAL OFFICER

Mr. Anupkumar Ashokrao Gindodiya
E-mail: cfo@laxmicotspin.com

COMPANY SECRETARY & COMPLIANCE OFFICER

CS Soni Shailesh Karwa
complianceofficer@laxmicotspin.com

STATUTORY AUDITOR

M/s DMKH & Co.

Chartered Accountants,
803-804, Ashok Heights, NICCO Circle
Bhuta school, Old Nagardas Lane, Guhadavali,
Andheri (East), Mumbai-400069,
Email: dmkhco@gmail.com

SECRETARIAL AUDITORS

D. SAGAR & ASSOCIATES

No.10, 2nd Floor, Malan Plaza,
Besides Durga Mata Temple,
Javahar colony road, Vishnu Nagar,
Aurangabad-431001, MH IN
Email: deo.sagar@rediffmail.com

COST AUDITOR

Cheena & Associates

WZ-H-28, Street No.9, New Mahavir Nagar
Near Janakpuri East Metro Station
New Delhi – 110018
Email: cheenaassociates20@gmail.com

INTERNAL AUDITORS

Mohini Malpani & Associates

Chartered Accountant
10 A, Shiv Shakti Colony, Jalna Road
Opp SFS School, Aurangabad – 431005 MH IN
Email: malpanimohini1@gmail.com

REGISTERED OFFICE

Gut No.399, Samangaon-Kajla Road
In Front of Meenatai Thakare
Vridhashram, Samangaon,
Jalna-431203, MH, IN

REGISTRAR & SHARE TRANSFER AGENTS

MUFG Intime India Private Limited

(Formerly known as Link Intime India Pvt Ltd)
C101,247 Park, LBS Marg,
Vikhroli (West)Mumbai-40083

NAME OF THE STOCK EXCHANGE

National Stock Exchange on India Limited

BANKERS

HDFC Bank Limited, Axis Bank & SVC Co Bank



BOARD COMMITTEES

- **Audit Committee**

Mr. Gopal Mundada (ID)	: Chairman
Mr. Sanjay Kachrual Rath	: Member
Mr. Kailash Biyani (ID)	: Member

- **Nomination and Remuneration Committee**

Mr. Vivek Mohanlal Maniyar	: Chairman (Appointed w.e.f 7 th August, 2025)
Mr. Prafullata Rath	: Member
Mr. Gopal Mundada(ID)	: Member

- **Stakeholders Relationship Committee**

Mr. Kailash Biyani (ID)	: Chairman
Mr. Shivratan Mundada	: Member
Mr. Ramesh Mundada	: Member

- **Corporate Social Responsibility Committee**

Mr. Kailash Biyani (ID)	: Chairperson
Mr. Gopal Mundada (ID)	: Member
Mr. Sanjay Rath	: Member







LETTER TO SHAREHOLDERS



Dear Shareholders,

On behalf of the board of director of our company, it is great pleasure for me to extend a very warm welcome to each one of you at the 20th Annual General Meeting of our company.

We take immense pleasure by sharing with you about the performance of our company and present the Annual Report for the financial year 2024-2025.

Our Company engaged in the manufacturing of cotton yarn, cotton bales, oil cake and oil seeds. As you know the textile sector is going in transforming phase and technology is upgraded massively in last 5 years in spinning industry. So, we are thinking to replace the existing setup into advanced one. We are having sufficient marketing expertise and wide marketing network in domestic and export market so we can easily sale the cotton yarn with enhanced capacity,

We would like to assure that we will continuously seek opportunities and make our best efforts to contribute towards the growth and success of the organization.

As in the last AGM we have said that we are diversifying our business to healthcare sector we have done major work in the FY 2024-25 and commercial production will be start in the FY 2025-26.

Medical textile sector is in great demand and also have good margins, so we will expand in this sector in coming years.

After surgical division setup we are thinking for setting up garment unit in the existing building.

I thank all valued shareholders of the Company for their confidence and trust and we assure that all efforts shall be put forth for achieving greater heights in future and shareholders can look forward for robust growth of our Company in the years to come.

I would like to thank our employees for their persistent efforts, Board for their guidance and support and all our stakeholders for their consistent support and encouragement in all our endeavours. We continue to look forward to your guidance and support, motivating us to reach newer heights.

**With warm regards
Yours Sincerely**

Sd/
**Sanjay Rathi
Chairman**



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(CIN: - L17120MH2005PLC156866)

Reg Office - Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram,
Samangaon Jalna MH 431203

Contact No: 9765999633 **E-Mail Id:** complianceofficer@laxmicotspin.com **Website:** www.laxmicotspin.com

NOTICE OF THE 20th ANNUAL GENERAL MEETING

Dear Members,

Notice is hereby given that the **20th Annual General Meeting** of **Laxmi Cotspin Limited** will be held on Friday, 19th September, 2025 at 12.30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business.

A. ORDINARY BUSINESS

1. To receive, consider and adopt Standalone and Consolidated Audited Financial statements including Profit and Loss Account Balance Sheet, for the year ended on 31st March, 2025 along with Directors Report and Audited Report of the Company.

"RESOLVED THAT the Standalone Audited Financial Statements of the Company for the year 2024-25 together with the Reports of the Board of Directors' and Auditors' thereon of the Company for the year 2024-25 as presented to the meeting, be and hereby, adopted."

"RESOLVED THAT the Consolidated Financial Statements of the Company for the year 2024-25 together with the Reports of the Auditors' thereon of the Company for the year 2024-25 as presented to the meeting, be and hereby, approved and adopted."

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

2. To ratify the appointment of M/s. DMKH AND CO, Chartered Accountants, Mumbai, as statutory auditor of the company and to fix their remuneration and in this regard pass with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141 and 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications or amendments or re-enactments thereof for the time being in force), **M/s DMKH AND CO**, having Firm's Registration No. 116886W, Chartered Accountants, as the Statutory Auditors of the Company and to hold office from the conclusion of 17th Annual General



Meeting held in a Financial Year 2021-22 till the conclusion of Annual General Meeting to be held for the financial year 2026-2027, on such remuneration & terms of engagement, as may be mutually agreed between the Board/ Audit Committee and the Auditors of the Company from time to time.”

3. Mrs. Prafullata Rathi (DIN- 03056379) who retire by rotation and being eligible for reappointment, offers herself for re-appointment.

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

“RESOLVED THAT Mrs. Prafullata Rathi (DIN- 03056379) who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a director of the company, liable to retire by rotation.

B. SPECIAL BUSINESS

4. Ratification of Remuneration of Cost Auditors for the Financial Year 2025-26: -

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and based on the recommendation of Audit Committee, the remuneration of Rs. 55,000/- (Rupees Fifty-Five Thousand Only) per annum and approved by the Board of Directors, payable **to M/s. Cheena and Associates., Cost Accountants (Firm Reg. No. 000397), appointed by the Board** of Directors of the Company as Cost Auditors for the financial year 2025-2026 to conduct an audit of cost accounting records, as prescribed under the Companies (Cost Records and Audit) Rules, 2014 and amendments made thereto be and is hereby ratified.”

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

5. To consider and approve the appointment of M/s D Sagar & Associates, Practicing Company Secretary, as Secretarial Auditor of the Company.

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



“RESOLVED THAT pursuant to the provision of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and upon the recommendation of the Board of Directors of the Company, D Sagar & Associates, Practicing Company Secretary, (bearing COP No. 11547 and Peer Review Certificate No.: 1192/2021), be and is hereby appointed as the Secretarial Auditor of the Company, for a term of 5 (five) consecutive years, commencing from April 1, 2025, and to hold office from the conclusion of this 20th Annual General meeting until the conclusion of 25th Annual General Meeting at a remuneration of Rs.75,000/- (Rupees Seventy-five Thousand Only) (plus applicable taxes) and as per details set out in the Explanatory Statement annexed hereto.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution”.

6. Regularisation of Appointment of Mr. Gaurav Ramnivas Karwa (DIN: 07303830) as Non-Executive Independent Director

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 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with Schedule IV to the Companies Act, 2013, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members be and is hereby accorded for the regularisation of the appointment Mr. Gaurav Ramnivas Karwa (DIN: 07303830), who was appointed as an Additional Director (Non-Executive, Independent) of the Company with effect from 07th August, 2025 pursuant to Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013, proposing his candidature for the office of Director, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of [5] years commencing from 19th September, 2025, subject to the provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution including filing of necessary forms with the Registrar of Companies and other regulatory authorities.”



7. Regularisation of Appointment of Mr. Vivek Mohanlal Maniyar (DIN: 11224234) as Non-Executive Independent Director

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 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), read with Schedule IV to the Companies Act, 2013, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members be and is hereby accorded for the regularisation of the appointment Mr. Vivek Mohanlal Maniyar (DIN: 11224234), who was appointed as an Additional Director (Non-Executive, Independent) of the Company with effect from 07th August, 2025 pursuant to Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013, proposing his candidature for the office of Director, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of [5] years commencing from 19th September, 2025, subject to the provisions of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution including filing of necessary forms with the Registrar of Companies and other regulatory authorities.”

8. Approval of Overall Managerial Remuneration

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, 198, 200 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, and subject to such other approvals, consents and permissions as may be necessary, the consent of the members be and is hereby accorded to the payment of overall managerial remuneration by the Company to its Managing Director, Whole-time Director(s) and Managerial Personnel, upto Rs. 1Crore with effect from 1st April, 2025, for a period of 5 years., exceeding 11% (eleven percent) of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Act.”

“RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year, the Company may pay to its Managing Director, Whole-time Director(s) and Managerial Personnel, such remuneration as minimum remuneration.”



“RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, expedient or desirable in connection with the above resolution, including filing of necessary forms with the Registrar of Companies, for the purpose of giving effect to this resolution.”

9. Approval for Fixation of Remuneration to Director Mr. Ramesh Gopikishan Mundada:

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, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such other approvals, permissions and sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded to the payment of remuneration of ₹1,40,000/- (Rupees One Lakh Forty Thousand only) per month to Mr. Ramesh Gopikishan Mundada Director of the Company, with effect from 1st April, 2025, for a period of 5 years, on the terms and conditions as set out in the explanatory statement annexed to the Notice convening this meeting.”

“RESOLVED FURTHER THAT Irrespective of Profit of the company, or company has no profit or its profits are inadequate the above remuneration, shall be paid to Mr. Ramesh Mundada, Director as the minimum remuneration as per the provisions of companies act, 2013.”

“RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution including filing of necessary e-forms with te Registrar of Companies.”

10. Approval for continuation of Remuneration to Managing Director Mr. Sanjay Rathi.

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and such approvals, consents and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the payment of remuneration of ₹6,00,000/- (Rupees Six Lakhs only) per month to Mr. Sanjay Rathi (DIN: 00182739), Managing Director of the Company, for a period of 5 years with effect



from 1st April, 2025, on the terms and conditions as set out in the explanatory statement annexed hereto.”

“RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the remuneration as set out above shall be paid to Mr. Sanjay Rathi, Managing Director, as the minimum remuneration.”

“RESOLVED FURTHER THAT the Board of Directors (including the Nomination and Remuneration Committee) be and is hereby authorised to vary, alter or modify the terms and conditions of remuneration payable to Mr. Sanjay Rathi within the overall limits prescribed under the Act and to take all such steps as may be necessary, expedient or desirable to give effect to this resolution including filing necessary forms with the Registrar of Companies.”

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

**Date: 26/08/2025
Place: Jalna**

**Sd/-
CS Soni Shailesh Karwa
Company Secretary & Compliance Officer**



NOTES:

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

2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the 20th AGM of the Company is being held through VC/OAVM on Friday, 19th September, 2025 at 12:30 p.m. The deemed venue for the 20th AGM will be the Registered Office of the Company.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. Corporate Members/Trusts/Societies, etc., intending to send their authorised representatives to attend and vote at the Meeting through VC/OAVM are requested to send a duly certified copy of the Board/Managing Committee Resolution (PDF/JPG Format), together with the specimen signature(s) of the representative(s) authorised under the said Resolution to attend and vote on their behalf at the Meeting, to the Scrutinizer by e-mail to piyushragrawal@gmail.com with a copy marked to evoting@nsdl.co.in. and complianceofficer@laxmicotspin.com
4. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
5. Pursuant to Section 102 of the Companies Act, 2013, as amended, Secretarial Standard on General Meetings and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended ("Listing Regulations"), an explanatory statement setting out the material facts concerning the special businesses as set out in Notice forms part of this notice. The said Statement also contains the recommendation of the Board of Directors of the Company in terms of Regulation 17(11) of the Listing Regulations.
6. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before complianceofficer@laxmicotspin.com after the scheduled time of the commencement



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

7. In line with the MCA General Circulars and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7 October, 2023 issued by SEBI, this Notice of the AGM and the Annual Report 2024-25 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 20th AGM and the Annual Report 2024-25 have been uploaded on the website of the Company at <https://laxmicotspin.com/> and on the websites of the Stock Exchange, National Stock Exchange of India Limited at www.nseindia.com. The Notice is also available on the website of NSDL at www.evoting.nsdl.com.
8. In case of joint holders attending the AGM, only such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be entitled to vote at the Meeting.
9. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013
10. Since the physical attendance of Members has been dispensed with in terms of Applicable Circulars, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by the Members under Section 105 of the Act is not available for this 20th AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
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), the Secretarial Standard on General Meetings (SS- 2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the



authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.

12. Non-Resident Indian members are requested to inform RTA immediately about:
 - A. the change in the residential status on return to India for permanent settlement; and
 - B. the particulars of the bank account(s) maintained in India with complete name, branch, and account type, account number and address of the bank, if not furnished earlier.
13. Members are requested to,
 - A. Quote their Identification number/ folio number in all correspondence with the Company/ Registrar & Share Transfer Agent (RTA).
 - B. Notify immediately and change in their address and their mandate, at the Registered Office of the Company / Registrar & Share Transfer Agent (RTA).
14. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 13th September, 2025 to Friday, 19th September, 2025 (both days inclusive) for the purpose of AGM.
15. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021 and General Circular no. 09/2023 dated 25.09.2023.
16. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / re-appointment at the AGM is provided under a separate heading, which forms part of this Notice.
17. The company has set Friday, 12th September, 2025 as the Cut-off date for taking record of the shareholders of the company who will be eligible for casting their vote on the resolution to be passed in the ensuring AGM for both E-Voting.
18. Pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), (including any statutory modification(s)/ re-enactment(s)/ amendment(s) thereof, for the time being in force), the dividend which



remains unpaid/ unclaimed for a period of seven years from the date of transfer to the unpaid/ unclaimed dividend account of the Company is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. As per the IEPF Rules, the corresponding shares in respect of which dividend has not been paid or claimed by the Members for seven (7) consecutive years or more shall also be transferred to the dematerialized account created by the IEPF authority. There is unpaid dividend amount of Rs. 33,000/- which will be transferred to IEPF.

19. Members holding shares in electronic form are requested to intimate all changes pertaining to their bank mandates, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), nominations, power of attorney, contact numbers, change in address and e-mail addresses to their respective Depository Participants with whom they are maintaining their demat accounts. Changes intimated to the Depository Participants will be automatically reflected in the Company's record which will help the Company and RTA to provide efficient and better services.
20. In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company. Further, SEBI had fixed March 31, 2021, as the cut-off date for the re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in dematerialized mode. The requests for effecting transmission/transposition of securities shall be processed in the dematerialized form. In order to eliminate all risks associated with physical shares and avail various benefits of dematerialization. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Transfer Agent.
21. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
22. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote voting.
23. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors seeking appointment / re-appointment at the AGM is provided under a separate heading, which forms part of this Notice.



- A. The company has set Friday, 12th September, 2025 as the Cutoff date for taking record of the shareholders of the company who will be eligible for casting their vote on the resolution to be passed in the ensuing AGM for both E-Voting and Physical mode through Polling Paper.
- B. The remote e-voting period will commence on Tuesday, 16th September, 2025 at 9:00 A.M. and ends on Thursday, 18th September, 2025 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, 12th September, 2025, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- C. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 12th September, 2025.
- D. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.
- E. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote evoting.
- F. The Board of Directors has appointed CA Piyush Agrawal, Practicing Chartered Accountant as scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair transparent manner.
- G. The Scrutinizer shall, immediately after the conclusion of e-voting at Annual General Meeting, download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within two working days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.
- H. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and also be immediately forwarded to NSE, Mumbai.
- I. All the Statutory Registers and Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, between 3.00 P.M. to 5.00 P.M. up to the date of the Meeting.



- J. Members desiring any information relating to the Accounts are requested to write to the Company well in advance so as to enable management to keep the information ready.
- K. The Ministry of Corporate Affairs (MCA), Government of India has introduced 'Green Initiative in Corporate Governance' by allowing paperless compliance by the Companies for service of documents to their Members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed there under.
- L. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.
- M. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011, and April 29, 2011, respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with their shareholders through electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.
- N. Members holding shares in Physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime India Private Limited (RTA), the details of such folio together with the share certificates for consolidating their shareholding in one folio. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
- O. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have de-mat accounts.
- P. Members are requested to bring their copy of Annual report of the meeting as the same shall not be circulated thereat.
- Q. Members are requested to intimate their email id at complianceofficer@laxmicotspin.com in order to meet the requirement of green initiatives.
- R. Electronic copy of Notice of the AGM along with Annual Report 2024-25 including remote E Voting Instruction, is being sent by electronic mode to those members who is registered as a member as on 22nd August, 2025 on their registered E mail ID. For those shareholders whose name stands registered in the register of member as on Friday 22nd



August, 2025 and who want a physical copy of the same kindly request to the company on complianceofficer@laxmicotspin.com.

- S. Shareholders are also informed that voting shall be by E-voting.
- T. Shareholders also informed that if you want to registered as speaker in AGM, you have to mail to the company on or before 10th September, 2025.

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

The remote e-voting period begins on Tuesday, 16th September, 2025 at 09:00 A.M. and ends on Thursday, 18th September, 2025 at 05:00P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 12th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 12th September, 2025.

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

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

Step 1: Access to NSDL e-Voting system**A. Login method for Individual shareholders holding securities in demat mode is given below:**

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





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

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



2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “**Access to e-Voting**” under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “**Register Online for IDeAS Portal**” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.



	<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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

- 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.



7. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

8. Your User ID details are given below :

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

9. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 1. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment



i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

2. If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
3. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
4. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
5. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
6. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
7. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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



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

General Guidelines for shareholders

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



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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email admin@laxmicotspin.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to admin@laxmicotspin.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested



to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at admin@laxmicotspin.com. The same will be replied by the company suitably.



Explanatory Statement

Annexure to the Item No.- 3 of the Notice

The following Explanatory Statement, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 3 the accompanying Notice dated 26/08/2025

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

Name of the Director	Mr. Prafullata Rathi (Whole Time Woman Director)
Director Identification No	03056379
Category	(Non-Executive Director)
Date of Birth	25/02/1969
Age	56 Years
Date of First Appointment on the Board	27/10/2020
Relationship with Directors and KMPs	She is Spouse of Mr. Sanjay Rathi, Managing Director of the company.
Qualifications	B.com
Expertise in specific functional area.	She has experience of more than 18 years in various fields.
Remuneration last drawn	NA
No. of Meetings of the Board attended during the year	12
Director in other companies	1
Chairman/Member of the Committee of the Board of Directors as on 31 st March, 2025	Member in Nomination and Remuneration Committee.
Number of shares held in the Company as on 31 st March, 2025	23,438



Annexure to the Item No.- 4 of the Notice

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. Cheena and Associates., Cost Accountants (Firm Registration No. 000397), as the Cost Auditors of the Company to conduct the audit of cost records maintained under Section 148 of the Companies Act, 2013 for the financial year 2025-26, at a remuneration and terms of engagement as may be mutually agreed between the Board/ Audit Committee and the Cost Auditors of the Company.

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

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

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

Annexure to the Item No.- 5 of the Notice

In terms of 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 and certain other classes of companies are required to annex with their Board's Report a Secretarial Audit Report given by a Practicing Company Secretary.

Accordingly, the Board of Directors, on the recommendation of the Audit Committee (if applicable), has approved the appointment of M/s D Sagar & Associates, Practicing Company Secretaries (bearing COP No. 11547 and Peer Review Certificate No.: 1192/2021), as Secretarial Auditor of the Company for a term of 5 (five) consecutive years, commencing from April 1, 2025, and to hold office from the conclusion of this 20th Annual General meeting until the conclusion of 25th Annual General Meeting.

M/s D Sagar & Associates is a reputed firm of Practicing Company Secretaries with relevant experience in secretarial audits and corporate governance matters. Mr. Sagar Deo is a practicing company and fellow member of ICSI. He pursued qualification like BSL, LLB, FCS. He is having Experience more than 12 years. He is providing various services like Corporate law, Taxation, GST, IPR, Business management, Foreign Collaboration & JV, Foreign Direct Investments, corporate law consulting etc. He is also Leading "Trade Mark Agent" in Marathwada and providing services related to intellectual Property rights like Copy Right, Trade Mark, Patent etc. Mr. Sagar is also faculty at various Institutions & Colleges since 2012. Presently acting as guest lecturer at M. P. Law collage, Aurangabad and MGM University at Aurangabad. He is regular faculty for Aurangabad chapter of WIRC of ICSI and Aurangabad chapter of WIRC of the Institute of Cost Accountants of India.



He has held various positions of Aurangabad chapter as secretary in 2015, vice chairman-2019 and act as a Chairman in 2020. Mr. Sagar Deo is volunteer of Aurangabad chapter since last 15 years. The Board proposes to appoint them at a remuneration of Rs. 75,000/- (Rupees Seventy-five Thousand Only), along with applicable taxes and out-of-pocket expenses.

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

The Board recommends the resolution for your approval.

Annexure to the Item No.- 6 of the Notice

Mr. Gaurav Ramnivas Karwa (DIN: 07303830) was appointed by the Board of Directors as an Additional Director (Non-Executive, Independent) of the Company with effect from 07th August, 2025, in accordance with Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, he holds office only up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director.

In the opinion of the Board, Mr. Gaurav Ramnivas Karwa fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is independent of the management.

Accordingly, it is proposed to regularize his appointment as a Non-Executive Independent Director for a term of [5] years, not liable to retire by rotation.

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

The Board recommends the resolution for the approval of the members.

Annexure to the Item No.- 7 of the Notice

Mr. Vivek Mohanlal Maniyar (DIN: 11224234) was appointed by the Board of Directors as an Additional Director (Non-Executive, Independent) of the Company with effect from 07th August, 2025, in accordance with Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company.

Pursuant to the provisions of Section 161 of the Companies Act, 2013, he holds office only up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director.



In the opinion of the Board, Mr. Vivek Mohanlal Maniyar fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is independent of the management.

Accordingly, it is proposed to regularize his appointment as a Non-Executive Independent Director for a term of [5] years, not liable to retire by rotation.

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

The Board recommends the resolution for the approval of the members.

Annexure to the Item No.- 8 of the Notice

The provisions of Section 197 of the Companies Act, 2013 ("the Act") read with Schedule V stipulate that the total managerial remuneration payable by a public company to its directors, including managing director and whole-time directors, and its manager in respect of any financial year shall not exceed 11% of the net profits of the company calculated in the manner laid down in Section 198 of the Act, except with the approval of the shareholders by way of a special resolution. Further, where in any financial year, in the event of absence or inadequacy of profits the Company may pay to its Managing Director, Whole-time Director(s) and Managerial Personnel, such remuneration as minimum remuneration. Considering the present and future business requirements of the Company, the responsibilities shouldered by the managerial personnel, and the importance of attracting and retaining qualified managerial talent, the Board of Directors of the Company is of the view that it is necessary to obtain shareholders' approval to authorize payment of overall managerial remuneration in excess of 11% of net profits.

The Board, therefore, recommends the resolution set out in the accompanying Notice as a Special Resolution for approval of the members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of remuneration that may be payable to them in accordance with the resolution.

Annexure to the Item No.- 9 of the Notice

The Board of Directors at its meeting held on 26th August, 2025, on the recommendation of the Nomination and Remuneration Committee, approved the remuneration of ₹1,40,000/- per month payable to Mr. Ramesh Gopikishan Mundada, Director of the Company, with effect from 01st April, 2025 subject to the approval of the shareholders.

The terms and conditions of remuneration are in accordance with the applicable provisions of the Companies Act, 2013 and Schedule V thereof. The remuneration is considered to be commensurate with the role, responsibilities and duties entrusted to the Director.



The approval of members is therefore sought by way of a **Special Resolution**.

Details of interest of Directors, KMPs and relatives: Except Mr. Ramesh Mundada, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution set out in the Notice for the approval of the Members as a Special Resolution.

Annexure to the Item No.- 10 of the Notice

The Board of Directors of the Company, at its meeting held on 26th August, 2025, on the recommendation of the Nomination and Remuneration Committee, has approved the remuneration of ₹6,00,000/- per month payable to Mr. Sanjay Rath, Managing Director, with effect from 01st April, 2025, subject to the approval of the Members of the Company by way of Special Resolution.

Mr. Sanjay Rath has been associated with the Company for several years and has played a key role in strategic growth, business expansion and overall management. In view of his rich experience, leadership qualities and valuable contributions to the Company's performance, the Board considers the proposed remuneration to be commensurate with his duties and responsibilities.

The remuneration structure is in compliance with the provisions of the Companies Act, 2013 and Schedule V thereof. In the event of absence or inadequacy of profits in any financial year, the aforesaid remuneration shall be considered as minimum remuneration payable to him.

Details of interest of Directors, KMPs and relatives: Except Mr. Sanjay Rath, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution set out in the Notice for the approval of the Members as a Special Resolution.

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

**Date: 26/08/2025
Place: Jalna**

**Sd/-
CS Soni Karwa
Company Secretary and Compliance Officer**



DIRECTOR'S REPORT

Dear Members,

Your directors are pleased to present the **20th Annual Report** on the business and operation of the Company together with the Audited Financial Accounts for the year ended **31st March, 2025**.

1. Financial Summary (Consolidated)

Rs. In Lacs

Particulars	Financial Statement	
	2024-25	2023-24
Income from Operations	15,041.56	14,402.21
Other Income	329.23	541.27
Total revenue	15,370.79	14,943.48
Operating Costs	15,542.50	14,592.32
Profit before depreciation	(171.71)	351.17
Depreciation	320.59	303.56
Profit before exceptional item and Tax	(492.30)	47.61
Extra-Ordinary Item	526.73	(81.5)
Profit before Tax (PBT)	34.43	(33.89)
Tax expense	(11.81)	(7.02)
Profit for the year (PAT)	46.24	(26.87)
Compressive income	1.36	(4.13)
Total Profit for the year	47.60	(31.00)
Basic EPS	0.27	(0.16)

During the year under review your company has achieved total revenue of Rs. **15,370.79** lakhs as against Rs. **14,943.48** lakhs, achieved in the previous year. In the FY 2024-25, Company has incurred profit of Rs. 47.60 lakhs as against the loss in the previous year amounting to Rs. (31.00) lakhs.

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



There has not been any change in the nature of business of the company during financial year 2024-2025.

- There has been temporary shutdown of the open-end yarn manufacturing division of the company.
- After closure of Financial Year 2024-25 company has introduced new product namely "OJAS COTTON ROLL", in the month of August 2025.

3. Share Capital

The capital structure of the company as on 31.03.2025 is as follows:

The Authorized share capital of the company is Rs. 40,00,00,000 (Rupees Forty Crore) divided into 4,00,00,000 (Four Crore) Equity shares of Rs. 10 Each.

The issued, subscribed and paid-up share capital of the company is Rs 17,14,76,700 (Rupees Seventeen Crore Fourteen Lakhs Seventy-Six Thousand Seven Hundred) divided into 1,71,47,670 (One Crore Seventy-One Lakhs Forty-Seven Thousand Six Hundred Seventy) Equity shares of Rs. 10 Each.

During the year under review the company has not issued any shares. The company has not issued any shares with differential voting rights or sweat equity or granted stock options.

4. Transfer to Reserve

Company has not declared any dividend and transferred profit of Rs. 46.24 lacs to reserve.

5. Change of Name

The Company has not changed its name during financial year 2024-2025.

6. Dividend

In order to plough back the profits for the activities of the company and strategy of growth in the business through enhancing manufacturing capacity, your directors do not recommend any dividend for the financial year.

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

A. Director Retiring by Rotation

Pursuant to Section 152 of the Companies Act, 2013 and in accordance with the Article of Association of the Company, Mrs. Prafullata Rathi, Director of the Company retires by rotation at



the ensuing Annual General Meeting and being eligible offers herself for re-appointment. The Board of Directors recommends her re-appointment.

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

There were changes occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

- Appointment of Mr. Gaurav Ramnivas Karwa (DIN: 07303830) as an Additional Independent Non-Executive director of the company w.e.f 07th August 2025, who will regularise as Independent Director in this AGM.
- Appointment of Mr. Vivek Mohanlal Maniyar (DIN: 11224234) as an Additional Independent Non-Executive director of the company w.e.f 07th August 2025, who will regularise as Independent Director in this AGM.
- Resignation of Mr. Ketan Shankarlal Shah (DIN: 09699742) from Independent Directorship of the company w.e.f 07th August 2025.
- Resignation of Mr. Vijaykumar Jainarayan Zanwer (DIN: 00893718) from Independent Directorship of the company w.e.f 07th August 2025.
- After closure of Financial Year 2024-25 company has introduced new product namely “**OJAS COTTON ROLL**”, in the month of August 2025.

9. Particulate of Employees-

As required, no employee of the company was in receipt of remuneration exceeding the limit prescribe under rule 5 (2) of the companies (Appointment and Remuneration of managerial Personnel) Rules, 2014.

10. Meetings of Board of Director and Shareholders.

Thirteen (13) Board meetings and Two shareholders meeting, were held during the Year 2024-25. Four Audit Committee Meetings and One Nomination and Remuneration Committee Meetings and One Stakeholders' Relationship Committee Meetings and Two Corporate Social Responsibility Committee Meetings were also held during the year. The intervening gap between meetings was within the period prescribed under Secretarial Standards applicable to the company.



Sr. No.	Date
1	02/04/2024
2	11/04/2024
3	17/05/2024
4	13/08/2024
5	28/08/2024
6	04/09/2024
7	26/09/2024
8	13/11/2024
9	10/02/2025
10	01/03/2025
11	01/03/2025
12	18/02/2025
13	18/03/2025

The company was held one EOGM as on 25th March 2025.

11. Board Evaluation

Pursuant to the provision of the companies Act, 2013, Listing regulation along with other rules and regulation applicable, if any, the company has carried out the annual performance evaluation of its own performance, the director individually as well as the evaluation of the working of its committees, A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspect of the board functioning such as adequacy of the composition of the board and its committees, board culture, execution and performance of specific duties, obligation and governance.

A separate exercise was carried out to evaluate the performance of the individual director including the Chairman of the Board, who were evaluated on parameter such as level of engagement and contribution, independence of judgment, Safeguarding interest of the company and its minority shareholders, etc. The performance evolution of Independent Director was carried out by entire board. The performance evolution of the chairman and non-Independent Director was carried out by the Independent Director who also reviewed the performance of the secretarial Department. The Director expresses their satisfaction with the evaluation process.

12. Company Policy on Director's Appointment and remuneration

The policy of the company on Director's appointment and remuneration including criteria for determining qualification, positive attributes, independence of Director and other matters provided under Sub – section (3) 178, is explained in the corporate governance report.

The said policy may be accessed at the web-link: <https://laxmicotspin.com/policies-conduct/>

**13. Details of Remuneration to Directors: -**

The remuneration paid to the Directors is in accordance with the recommendations of Nomination and Remuneration Committee formulated in accordance with Section 178 of the Companies Act, 2013 and any other re-enactment(s) for the time being in force.

The information relating to remuneration of Directors and details of the ratio of the remuneration of each Director to the median employee's remuneration and other details as required pursuant to section 197(12) of the Act read along with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure H**.

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

The Audit Committee consists of the following members

Names	Designation
Mr. Gopal Mundada (ID)	Chairman
Mr. Sanjay Kachrual Rath (MD)	Member
Mr. Kailash Biyani (ID)	Member

The above composition of the Audit Committee consists of independent Directors.

Pursuant to the provisions of Section 177 (9) & (10) of the Companies Act, 2013 read with Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations, 2015, the Company has in place a Whistle Blower Policy, which provides for a vigil mechanism, that encourages and supports its Directors and employees to report instances of illegal activities, unethical behaviour, actual or suspected, fraud or violation of the Company's Code of Conduct or Ethics Policy. It also, provides for adequate safeguards against victimization of persons, who use this mechanism and direct access to the Chairman of the Audit Committee in exceptional cases. The details of the Vigil Mechanism Policy have posted on the website of the Company.

15. Declaration by an Independent director(s)

All the Independent Directors have given their declaration of Independence stating that they meet the criteria of independence as prescribed under section 149(6) of the Companies Act 2013. Further that the Board is of the opinion that all the independent directors fulfil the criteria as laid down under the Companies Act 2013 and the SEBI (LODR) Regulations 2015 during the year 2024-25, same is enclosed herewith as **Annexure F**.



16. Separate Meeting of Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act 2013 a separate meeting of the Independent Directors of the Company was held on 24th October, 2024 to review the performance of Non-Independent Directors (including the Chairman) and the entire Board. The Independent Directors also reviewed the quality content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

17. Board Independence

Our definition of 'Independence' of Directors is derived from Regulation 16 of SEBI (LODR) Regulations 2015 and Section 149(6) of the Companies Act 2013. The Company is having following independent directors:

- (i) Kailash Shrikisan Biyani
- (ii) Gopal Satyanarayan Mundada
- (iii) Vijaykumar Jainarayan Zanwer (Resigned w.e.f. 07th August, 2025)
- (iv) Ketankumar Shankarlal Shah (Resigned w.e.f. 07th August, 2025)
- (v) Gaurav Ramnivas Karwa (Appointed w.e.f. 07th August, 2025)
- (vi) Vivek Mohanlal Maniyar (Appointed w.e.f. 07th August, 2025)

As per provisions of the Companies Act 2013 Independent Directors were appointed for a term of 5 (five) consecutive years and shall not be liable to retire by rotation.

18. Vigil Mechanism for Directors and Employees:

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177 (9) & (10) of the Companies Act, 2013 read with Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (LODR) Regulations, 2015 Employees can raise concerns regarding any discrimination, harassment, victimization, any other unfair practice being adopted against them or any instances of fraud by or against your Company. Any incidents that are reported are investigated and suitable action taken in line with the Whistle Blower Policy. The said policy may be accessed at the web-link:

<https://laxmicotspin.com/wp-content/uploads/2023/06/LCL-Vigil-Mechanism- -Whistle-Blower-Policy.pdf>

19. Extracts of Annual Return in Form MGT-9 U/s 92 (3) of Companies Act, 2013

In accordance with Section 134(3)(a) of the Companies Act, 2013, an Extract of the Annual Return as per Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management



and Administration) Rules, 2014 in the prescribed Format MGT-9 will be made available on the website of the company after conclusion of the AGM.

20. Deposits:

During the year under review, your Company has neither accepted nor renewed any deposits from the public in terms of provisions of Chapter V of the Act, read with the Companies (Acceptance of Deposits) Rules, 2014.

21. Particulars of Loans, Guarantees and Investments:

The particulars of Loans, Guarantees or Investments, covered under the provisions of section 186 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 are given in the Financial Statements of the Company for the financial year ended March 31, 2025. Please refer to Note Nos. 11, 12 and 13 of the Standalone Financial Statements for the financial year ended March 31, 2025, for further details. Please also note that such loans/ guarantees/ investments are provided for general investment/ corporate purposes.

22. Reply to Adverse Remark Made by Statutory Auditor:

There are no adverse remarks made by the auditor of the company.

23. Internal Control Systems and Their Adequacy:

The Company has a proper and adequate system of internal controls, commensurate with the size scale and complexity of its operations. This ensures that, all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use

or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the audit committee of the Board and to the Chairman and Managing Director.

The internal Audit department monitors and evaluates the efficiency and adequacy of the internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit functions, process owner undertakes corrective actions in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the audit committee of the Board.

Adequacy of internal financial controls with reference to the financial statements

The Company has internal Auditors and the Audit Committee constituted are in place to take care of the same. During the year, the Company continued to implement their suggestions and



recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an on-going basis to improve efficiency in operations.

24. Related Party Transactions:

All transactions entered into with the related parties, as defined under the Companies Act, 2013, during the financial year, were in the ordinary course of business and on arm's length pricing basis, as per the management representation certificate provided to auditor of the company and do not attract the provisions of Section 188 of the Companies Act, 2013. There are no materially significant transactions with the related parties during the financial year which were in conflict with the interest of the Company and hence, enclosing of form AOC- 2 is required, Suitable disclosure as required by the Accounting Standards (AS 18) has been made in the notes to the Financial Statements.

A policy on the related party transactions was framed & approved by the Board and posted on the Company's website. The said policy may be accessed at the web-link:

<https://laxmicotspin.com/wp-content/uploads/2024/05/7.-Related-Party-Transaction-Policy.pdf>

25. Investors Education and Protection Fund

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

26. Prevention of Insider Trading

In view of the SEBI (Prohibition of Insider Trading) Regulation 2015 the Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The details of the Insider Trading Policy have posted on the website of the Company.

The Code requires Trading Plan pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. However, there were no such instances in the Company during the year 2024-25. The said policy may be accessed at the web-link:

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



27. Holding, Subsidiary and Associate Relationship:

As on March 31, 2025, your Company has Two wholly Owned subsidiaries. Namely,

1. Laxmi Spintex Private Limited (CIN: U17299MH2021PTC362557)
2. Laxmi Surgical Healthcare Private Limited (CIN: U33100MH2021PTC364930)

None of the subsidiaries is listed on any Stock Exchange. None of the subsidiaries falls within the meaning of “Material Subsidiary” as defined in Regulation 16(1)(c) of the Listing Regulations. The Company has laid down policy on material subsidiary and the same is placed on the website of the Company. The said policy may be accessed at the web-link:

<https://laxmicotspin.com/wp-content/uploads/2025/04/Material-Subsidiary-Policy.pdf>

28. Risk Management policy:

The Company has formulated a Risk Management Policy for dealing with different kinds of risks which it faces in day-to-day operations of the Company. Risk Management Policy of the Company outlines different kinds of risks and risk mitigating measures to be adopted by the Board. The Company has adequate internal control systems and procedures to combat the risk.

The Risk management procedure will be reviewed by the Audit Committee and Board of Directors on time-to-time basis.

29. Policy on Preservation of The Documents:

The Company has formulated a Policy pursuant to Regulation 9 of the Securities Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 (“Regulations”) on Preservation of the Documents to ensure safekeeping of the records and safeguard the Documents from getting manhandled, while at the same time avoiding superfluous inventory of Documents.

The said policy may be accessed at the web-link:

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

30. Policy on Criteria for Determining Materiality of Events

The Policy is framed in accordance with the requirements of the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Regulations).

The objective of the Policy is to determine materiality of events or information of the Company



and to ensure that such information is adequately disseminated in pursuance with the Regulations and to provide an overall governance framework for such determination of materiality.

The said policy may be accessed at the web-link:

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

31. Statutory Auditors& Auditor Reports

In Compliance with the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Act and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s)/ re-enactment(s)/amendment(s) thereof, for the time being in the force), M/s.

DMKH AND CO, Chartered Accountants (Firms Registration No.: 116886w), were appointed as statutory auditors for a period of five consecutive years commencing from the conclusion of 17th Annual General Meeting held in year 2022 till the conclusion of 22nd AGM to be held in the calendar year 2027.

The auditor report given by M/s. DMKH AND CO., Chartered Accountants, Statutory Auditors, on the Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2025, forms part of the Annual Report and self-explanatory. There has been no qualification, reservation or adverse remarks or any disclaimer in their report.

32. Secretarial Auditors and Secretarial Report

Pursuant to the provisions of section 204 of Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed M/s Sagar Deo and Associates, Company Secretary in practice to undertake the Secretarial Audit of the Company for the financial year ended March 31, 2025. The Secretarial Audit Report for the financial year ended March 31, 2025, is annexed herewith as "Annexure C"

There are no qualifications or observations, or adverse remarks made by the Secretarial Auditor in their Report. The contents of the Secretarial Audit Report are self-explanatory and do not call for any further comments by the Board.

Pursuant to Regulation 24A of Listing Regulations and the Audit Committee, the Board recommends appointment of M/s Sagar Deo and Associates, as the Secretarial Auditor of the Company for a period of 5 (five) consecutive years, with effect from April 1, 2025. An appropriate resolution seeking approval of the shareholders of the Company has been included in the Notice convening the 20th Annual General Meeting.



Further, pursuant to the Regulation 24A of Listing Regulations, the Annual Secretarial Compliance Report for the financial year 2024-2025 has been submitted to the stock exchanges within 60 days of the end of the financial year.

The reports of secretarial auditor are enclosed as **Annexure C** to this report.

33. Cost Auditor and Cost Audit Report:

M/s Cheena & Associates (Firm Registration No. 000397) were appointed as the Cost Auditor to conduct the cost audit for the financial year ended March 31, 2025.

Further, pursuant to the provisions of section 148(1) of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended and as per the recommendation of the Audit Committee, the Board at their meeting held on June 21, 2025 re-appointed M/s Cheena & Associates (Firm Registration No. 000397) as Cost Auditors of the Company for the financial year 2025-2026 to audit the cost records of the Company. A resolution for ratification of the remuneration payable for such cost audit services forms part of the Notice of ensuing 20th Annual General Meeting.

A certificate from M/s Cheena & Associates, Cost Accountants, has been received to the effect that their appointment as Cost Auditors of the Company, if made, would be in accordance with the limits prescribed under Section 141 of the Act and the rules framed thereunder.

The cost audit report with no qualification, reservation or adverse remarks or any disclaimer there in, issued by the Cost auditor for the financial year ended March 31, 2024, was filed with the Registrar of Companies vide form CRA-4.

The Company has maintained accounts and records as specified under sub-section (1) of section 148 of the Act.

As per the requirement of the Central Government and pursuant to section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules 2014 as amended from time to time your directors have appointed M/s Cheena & Associates, Practicing Cost Accountant for Conducting cost audit for a period 2025-26.

34. Internal Auditor

Pursuant to Section 138 of the Companies Act 2013 read with the Companies (Accounts) Rules 2014 (as amended) the Board of Directors on the recommendations of the Audit Committee of the Company has appointed M/s Darshan Gattani & Associates, Chartered Accountants, as an internal Auditor of the company for FY 2025-26.

The Internal Audit Finding/s and Report/s submitted by the said Internal Auditors during the financial year to the Audit Committee and Board of Directors of the Company do not contain any



adverse remarks and qualifications hence do not call for any further explanation/s by the Company.

35. Recognition to company as an Export House:

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

36. Certification

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

37. Membership:

- a. Membership of Cotton Association of India
- b. Membership of Texprocil of India

38. Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Companies Act, 2013, the company is required to undertake Corporate Social Responsibility (CSR) activities if it meets certain financial criteria.

For the financial year 2024-25, the company's profit was below the required threshold for CSR applicability, as the net profit in FY 2023-24 was negative. Therefore, the company was not required to undertake CSR activities for the year under review.

The company will continue to monitor its financial position and ensure compliance with the CSR provisions in future years when applicable.

39. Corporate governance:

The Company places great importance on maintaining the highest standards of Corporate Governance. It recognizes that good governance practices not only promote transparency and accountability but also of the organization. In line with this commitment, the Company diligently



adheres to the Corporate Governance requirements set out by the Securities and Exchange Board of India (SEBI).

To strengthen its governance framework, the Company has implemented several best practices. These practices encompass various aspects of governance, including board composition and structure, independent Directors, board Committees, risk management, internal controls, ethical conduct, and stakeholder engagement. These practices are designed to ensure effective oversight, decision-making, and protection of the interests of all stakeholders.

As part of the Annual Report, the Company includes a comprehensive report on Corporate Governance, as mandated by Regulation 34 of the SEBI Listing Regulations. This report provides detailed information on the Company's governance structure, policies, and practices, giving stakeholders valuable insights into the Company's governance framework.

Furthermore, the Company obtains a certificate from its Statutory Auditor, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI Listing Regulations, 2015.

This certificate serves as an independent validation of the Company's adherence to the prescribed governance norms.

40. Board Diversity

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us, retain our competitive advantage.

41. Employee relations

The relationship with the staff and workers continued to be cordial during the entire year. The Directors wish to place on record their appreciation of the valuable work done and co-operation extended by them at all levels. Further, the Company is taking necessary steps to recruit the required personnel from time to time.

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

The particulars as prescribed under Sub Section (3)(m) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014.



A. Conservation of Energy:

The Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

A comparative Statement showing consumption of electricity per kg of yarn manufactured during the current and previous year is appended here with as **Annexure A**.

The Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.

B. Technology Absorption (R&D, Adaptation and Innovation)

1. Efforts, in brief, made towards technology absorption, adaptation and innovation:

- i. Continuous research to upgrade existing products and to develop new products and services.
- ii. To enhance its capability and customer service the Company continues to carry out R & D activities in house.

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

- i. Introduction of new and qualitative products.
- ii. Upgrade of existing products.

Future plan of action

Company will continue to invest in and adopt the best processes and methodologies suited to its line of business and long-term strategy. Training employees in the latest appropriate technologies will remain a focus area. The Company will continue to leverage new technologies and also on the expertise available.

C. Foreign Exchange Earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual Outflows

(Amount In Rs)

Particulars	2024-25	2023-24
Foreign Exchange Earnings	Nil	4,58,03,745
Foreign Exchange Outgo	1,65,12,288	7,26,262

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

The Company has zero tolerance for sexual harassment at workplace and has formulated a policy on Prevention, Prohibition and Redressal of Sexual Harassment at the workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules there under. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. All the employees of the Company as a part of induction are sensitized about the provisions of the said Act. The Company believes in providing safe working place for the Women in the Company and adequate protections are given for them to carry out their duties without fear or favour.

Internal Complaints Committee (ICC)

The Company has constituted a robust Internal Complaints Committee (ICC) .

Disclosures for the Financial Year 2024-25:

Metric	Count
Complaints received	Nil
Complaints resolved	Nil
Cases pending beyond 90 days	Nil
Female employees at year-end	94
Male employees at year-end	158
Transgender employees at year-end	Nil
Maternity Benefit Act compliance	Affirmed

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

44. Management Discussion and Analysis

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

45. Registrar and share transfer agent

The Company has appointed MUFG Intime India Private Limited (**Formerly known as 'Link Intime India Private Limited'**) as its Registrar and Share Transfer Agent. The Corporate Office



of Link Intime India Private Limited situated at "C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai MH 400083 IN"

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

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

47. Enhancing shareholders value

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

48. Dematerialization of Securities

The Company equity shares are admitted in the system of Dematerialization by both the Depositories namely NSDL and CDSL. As on 31st March, 2025, all 1,71,47,670 equity share dematerialized viz. National Securities Depository Limited and Central Depository Services (India)

Limited which represents whole 100% of the total issued subscribed and paid-up capital of the company as on that date. The ISIN allotted to your Company is INE801V01019. Status of the securities as on 31st March, 2025 hereunder:

	CDSL	NSDL	TOTAL
Share in DEMAT	3163308	13984362	17147670
Physical Shares	NIL	NIL	NIL

49. Compliances of Secretarial Standards:

The Board of Directors confirm that the Company has duly complied and is in compliance, with the applicable secretarial Standard/s, namely Secretarial Standard-1 (SS-1) on Meeting of the Board of Directors and Secretarial Standard-2 (SS-2) on General Meetings, during the financial year 2024-2025 ended 31st March 2025.



50. Compliance statement on the Maternity benefit act, 1961

The Directors hereby confirm that the Company is in full compliance with the provisions of the Maternity Benefit Act, 1961 and affirm that

- (a) The Company provides maternity leave in accordance with the requirements of the Act;
- (b) All necessary facilities and entitlements mandated by the law are extended to women employees;
- (c) No discriminatory practices are adopted against women employees on account of maternity or child birth

51. Suspension of Trading:

The equity shares of the company have been listed and actively traded on Main Board of National Stock Exchange of India Limited. There was no occasion wherein the equity shares of the Company have been suspended for trading during the FY 2024-2025.

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

During the year under review no application was made further no any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) against of the company.

53. Our Vision:

To be a most adorable global partner to all the stake holders in every aspect of textile manufacturing.

54. Our Mission:

By offering quality bales & premium yarns and timely service embedded with value driven culture resulting in finding new avenues to surpass global standards in every activity that needs to nurture the society to the better tomorrow.

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

- 1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 2. The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;



3. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. The directors had prepared the annual accounts for financial year ended on March 31, 2025 on a going concern;
5. The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
6. 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.

56. Acknowledgement

The Board of Directors acknowledges with gratitude for the co-operation and assistance received from National Stock Exchange of India Limited (NSE), Securities Exchange Board of India (SEBI),

Auditors, advisors & consultants, other Intermediary service provider and other investor for their continuous support for the working of the company.

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

Sd/-

Sd/-

Date: 26/08/2025

Place: Jalna

Sanjay Rathi
Managing Director
DIN: 00182739

Ramesh Mundada
Director
DIN: 00153255

**ANNEXURE – “A”****The particulars required relating to energy conservation technology absorption u/s 134(3) (m) of the Companies Act 2013.****1) Energy Conservation**

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

SPINNING

Particulars	2024-25	2023-24
Total Units	1,48,44,406	1,55,48,200
Total Cost	10,23,65,960	9,18,40,390
Rate per Unit	6.90	5.90
Total Production (in kgs)	37,69,679	44,73,087
Electricity consumed per unit of production (in units)	27.15	20.53

GINNING

Particulars	2024-25	2023-24
Total Units	4,06,131	4,17,891
Total Cost	43,68,280	51,64,660
Rate per Unit	10.75	12.35
Total Production (in kgs)	7,07,314	29,69,104
Electricity consumed per unit of production (in units)	6.17	1.73

2) Technology Absorption

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

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

Sd/-

Date: 26/08/2025

Place: Jalna

**Sanjay Rathi
Managing Director**



ANNEXURE – “B” Form AOC-1

**(Pursuant to first proviso to sub-section (3) of Section 129
read with Rule 5 of Companies (Accounts) Rules, 2014)**
Statement containing salient features of the financial statement of
Subsidiaries/Associate Companies/Joint Ventures

Subsidiaries

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Subsidiaries
(Information in respect of each subsidiary to be presented with amounts in Rs.)

1.

Sr no	Particulars		
1	Name of the subsidiary	Laxmi Spintex Private Limited	Laxmi Surgical Healthcare Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable	Not Applicable
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable	Not Applicable
4	Share capital	Rs.10,00,000	Rs.10,00,000
5	Reserves & surplus	NIL	NIL
6	Total assets	Rs. 7,45,56,000	Rs. 9,26,000
7	Total Liabilities	Rs. 7,37,83,000	Rs. 1,36,000
8	Investments	NIL	NIL
9	Turnover	NIL	NIL
10	Profit before taxation	Rs. (37,000)	Rs. (37,000)
11	Provision for taxation	Rs. (10,000)	Rs. (10,000)
12	Profit after taxation	Rs. (27,000)	Rs. (27,000)
13	Proposed Dividend	NIL	NIL
14	% of shareholding	100%	100%

In terms of our report attached
For DMKH & CO,
Chartered Accountants

FOR LAXMI COTSPIN LIMITED

Sd/-
Manish Kankani
Partner
Membership No.158020

Sd/-
Sanjay Rathi
Managing
Director

Sd/-
Prafullata Rathi
Whole Time and
Women Director

Sd/-
Anup Gindodiya
Chief Financial
Officer



ANNEXURE – “D”

FORM NO. AOC-2

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

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

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

- (a) Name(s) of the related party and nature of relationship: **NA**
- (b) Nature of contracts/arrangements/transactions: **NA**
- (c) Duration of the contracts / arrangements/transactions: **NA**
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any: **NA**
- (e) Justification for entering into such contracts or arrangements or transactions: **NA**
- (f) Date of approval by the Board: **NA**
- (g) Amount paid as advances, if any: **NA**
- (h) Date on which the special resolution was passed in general meeting as required under first proviso: **NA**

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

a) Name(s) of the related party and nature of relationship:

i. Name of related party: -Applicable

	Name of Related party	Relation/Key Personnel
1	Mr. Sanjay Kachrualal Rathi	Key Managerial Person (Director of Laxmi Cotspin Limited)
2	Mr. Anupkumar Gindodiya	Chief Financial Officer
3	Vitthal Polypack Private Limited	One of the Director's Company
4	Mrs. Soni Shailesh Karwa	Company Secretary
5	Rathi Steel and Metal Pvt Ltd	One of the Director's Company
6	Vedmata Multiservices & Trading Pvt Ltd td	One of the Director's Company
7	Laxmi Spintex Pvt Ltd	Subsidiary Company

b) Nature of contracts/arrangements/transactions:



Nature of transaction	Name of Related party	Amount Rs.
Remuneration	Sanjay Kachrual Rathi	72,00,000/-
Remuneration	Soni Shailesh Karwa	3,84,000/-
Remuneration	Anupkumar Gindodiya	11,00,000/-
Purchase of goods and services	Vitthal Poly Pack Private Limited	13,84,000/-
Inter-corporate deposit	Vitthal Poly Pack Private Limited	60,00,000/-
Purchase of goods or services	Rathi Steel and Metal Pvt Ltd	6,23,000/-
Loan	Vedmata Multiservices & Trading Pvt Ltd	1,28,06,000/-
Purchase of goods or services	Vedmata Multiservices & Trading Pvt Ltd	1,91,05,000/-
Sale of fixed assets	Laxmi Spintex Pvt Ltd	7,44,50,000/-

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

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

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

f) **Amount paid as advances, if any:** NA

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

**Date: 26/08/2025
Place: Jalna**

**Sd/-
Sanjay Rathi
Managing Director**



ANNEXURE – “E”

REPORT ON CORPORATE GOVERNANCE ON 2024-2025

1. INTRODUCTION

This report outlines the corporate governance framework, principles, and practices followed by Laxmi Cotspin Limited for the financial year ending 31st March, 2025. Corporate governance is fundamental to ensuring transparency, accountability, and long-term shareholder value. The company is committed to maintaining high standards of corporate governance through ethical conduct, compliance with laws and regulations, and effective internal controls.

2. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

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

3. GOVERNANCE FRAMEWORK

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

The governance framework is structured to:

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

4. BOARD COMPOSITION AND PARTICULARS OF DIRECTORS:

4.1 Composition of the Board

The Board comprises a balanced mix of executive, non-executive, and independent directors. As of 31st March, 2025 the Board consists of:



- Total Directors: 8
- Executive Directors: 3
- Non-Executive Directors: 5
- Independent Directors: 4

Sr. No.	Name of the Director	Category
1	Sanjay Kachrulal Rathi	Chairman, Managing Director (Executive)
2	PrafullataSanjaykumar Rathi	Woman Director (Non-Executive)
3	Ramesh GopikishanMundada	Executive Director
4	Shivratan Shrigopal Mundada	Executive Director
5	Kailash Shrikisan Biyani	Ind. Dir (Non-Ex)
6	Gopal Satyanarayan Mundada	Ind. Dir (Non-Ex)
7	Ketankumar Shankarlal Shah	Ind. Dir (Non-Ex)
8	jaykumar Jainarayan Zanwer	Ind. Dir (Non-Ex)

The Company does not have a Nominee Director on the Board. After the closure of the FY 2024-25 the company has appointed Mr. Gaurav Ramniwas Karwa and Mr. Vivek Mohanlal Maniyar as a Non-Executive Independent Director and Resigned Mr. Ketankumar Shankarlal Shah and Mr. Vijaykumar Jainarayan Zanwer from the post of Independent directorship w.e.f 07th August, 2025

4.2 Board Responsibilities

The Board's primary responsibilities include:

- Setting strategic direction
- Approving major policies and decisions
- Overseeing risk management
- Ensuring integrity of financial reporting

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

The Company held thirteen Board Meetings during the year on the maximum interval between any two meetings did not exceed 120 days.



Sr. No.	Date
1	02/04/2024
2	11/04/2024
3	17/05/2024
4	13/08/2024
5	28/08/2024
6	04/09/2024
7	26/09/2024
8	13/11/2024
9	10/02/2025
10	01/03/2025
11	01/03/2025
12	18/02/2025
13	18/03/2025

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

The notice of each Board meeting is given in writing to each Director. The agenda along with relevant notes and others material information are sent in advance separately to each Director and in exceptional cases tabled at the meeting. This ensures timely and informed decision by the Board. The Board reviews the performance of the Company vis a vis the budget/targets.

The previous Annual General Meeting (AGM) of the Company held on 27th September, 2024 at 12.30 P.M.

The attendance of directors at the Board meeting, their Directorships in other Companies and Membership / Chairmanship in the Committees constituted by other Companies are given below:

Name	Number of Board Meetings attended	Directorships in other Company and LLP(s) as on (31/03/2025)	Member/ Chairman of committees of other company(s) (as on 31/3/2025)
Mr. Sanjay Rathi	13	10	0
Mrs. Prafullata Rathi	12	2	0
Mr. Ramesh Mundada	13	4	0
Mr. Shivratan Mundada	10	6	0
Mr. Vijaykumar Zanwer	8	4	0
Mr. Gopal Mundada	10	1	0
Mr. Kailash Biyani	10	2	0
Mr. Ketan Shah	11	0	0



4.4 None of the directors on the Board is a member of more than 10 board level committees or Chairman of more than 5 Committees across all the Companies in which he/ she is a director. Necessary disclosures regarding committee positions in other public companies as of March 31, 2025 have been made by the Directors.

4.5 None of the Independent Non-Executive Directors have any material pecuniary relationship or transactions with the Company among other important information, minutes of all the Committee meetings, are regularly placed before the Board in their meetings.

4.6 Separate Meeting of Independent Directors

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Agreement, a separate meeting of the Independent Directors of the Company was held on Thursday, 24th October, 2024 for this Financial Year to review the performance of Non-Independent Directors (including the Chairman) and the Board as a whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

5. COMMITTEES of BOARD

During the year in accordance with the companies Act, 2013, there is no change in constitution of committees of the Board for Financial year 2024-25 as Follows:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders Relationship Committee

5.1 Audit Committee:

The constitution, role and the powers of the Audit Committee of the Company are as per the guidelines set out in the Listing Agreement with Stock Exchange read with the provisions of Section 177 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014. The Committee also acts as a link between the Statutory and Internal Auditors and the Board of Directors. It reviews the various reports placed before it by the Management and addresses itself to the larger issues and examines and considers those facts that could be of vital concern to the Company including adequacy of internal controls, reliability of financial statements and other management information, adequacy of provisions of liabilities and adequacy of disclosures and compliance with all relevant statutes. All the members of the committee have requisite financial.

The Committee meets periodically and reviews

- Audited and un-audited financial results;
- Internal audit reports and report on internal control systems of the Company;
- Discusses the larger issues that could be of vital concern to the Company;



- Auditors' report on financial statements and their findings and suggestions and seeks clarification thereon;
- All other important matters within the scope and purview of the committee.

As on 31st March 2025, the Audit Committee comprised of the following:

(Audit Committee)

Names	Designation	No of Meeting Attended
Gopal Mundada	Chairman	4
Mr. Sanjay Rathi	Member	4
Mr. Kailash Biyani	Member	4

Details of Audit Committee meeting held during the year under review

Sr No	Date
1	14/05/2024
2	10/08/2024
3	11/11/2024
4	08/02/2025

Note:

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

5.2. Nomination and Remuneration Committee

Company has formed the Nomination and Remuneration Committee as per Section 178 another applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (as amended) and also to comply with Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The terms of reference of the Nomination and Remuneration Committee include the following:

1. Appointment, re-appointment, determination, fixation of the remuneration (including salaries and salary adjustments, incentives/benefits bonuses, stock options) and revision in the remuneration payable to the Managing Director of our Company from time to time.
2. Compensation and performance targets.
3. Other key issues / matters as may be referred by the Board or as may be necessary in view of the provisions of the Listing Agreement or any statutory provisions.

As on 31st March, 2025, the Committee Comprises of the following Members:



Names	Designation	No. of Meeting Attended
Mr. Vijaykumar Zanwer	Chairman	1
Mrs. Prafullata Rathi	Member	1
Mr. Gopal Mundada	Member	1

The Meeting of Nomination & Remuneration Committee was held on 10th April, 2024

Note –

After closure of FY 2024-25 during the FY 25-26, there is change in constitution of Nomination & Remuneration Committee due to resignation of Mr. Vijaykumar Zanwer and Mr. Vivek Maniyar has appointed as chairman in the place of Mr. Vijaykumar Zanwer.

Directors' Appointment Criteria / Policy

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

1. Composition of the Board which is commensurate with the size of the Company, its portfolio, geographical spread and its status as a listed Company;
2. Desired age and diversity on the Board;
3. Size of the Board with optimal balance of skills and experience and balance of Executive and Non-Executive Directors consistent with requirements of the law;
4. Professional qualifications, expertise and experience in specific area of business;
5. Balance of skills and expertise in view of the objectives and activities of the Company;
6. Avoidance of any present or potential conflict of interest;
7. Availability of time and other commitments for proper performance of duties; and
8. Personal characteristics being in line with the Company's values, such as integrity, honesty, transparency and pioneering mindset.

Remuneration Policy

1. The reward policy of the Company shall be to pay market competitive reward with a strong linkage to performance, which ensures the effective recognition of performance and encourages a focus on achieving the operational results.

2. The appointment and remuneration of the Executive Directors, Key Managerial Personnel and Senior Management are by virtue of their employment with the Company as management employees and therefore their terms of employment viz. salary, variable pay, service contract, notice period and severance fee, if any, shall be governed by the applicable HR policies at the relevant period. The total reward package for Executive Directors, Key Managerial Personnel and Senior Management are intended to be market competitive with a strong linkage to the performance.

The Company does not have any Employee Stock Option Scheme.



a. Details of Remuneration paid to Managing Director for the period from 1st April, 2024 to 31st March, 2025

Name of Director	Salary	Perquisites & Allowances
Sanjay Rathi	72.00 Lac's	NA

The aforesaid remuneration was paid to the Managing Director in compliance with the Provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

b. Non-Executive Independent Directors Compensation

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

5.3. Stakeholders Relationship Committee

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

Names	Designation	No of Meeting Attended
Mr. Kailash Biyani	Chairman	1
Mr. Ramesh Mundada	Member	1
Mr. Shivratan Mundada	Member	1

Also, the same committee will be act for resolving shareholder grievances. If any shareholder has query, compliant on any matter including Annual report, this committee is responsible for the same to resolve this.

Members can lodge their query/ complaint on complianceofficer@laxmicotspin.com.

The Meeting of Stakeholders Relationship Committee was held on 03rd September, 2024

5.4. Corporate Social Responsibility Committee

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

Matters specified in section 135 of the Companies Act 2013 which inter-alia includes:

- Formulate and recommend to the Board, a Corporate social responsibility policy which shall indicate the activities to be undertaken by company as specified in schedule VII;
- recommend the amount of expenditure to be incurred on activities referred to in clause (a)
- Monitor the Corporate Social Responsibility policy of the company from time to time.



As on 31st March, 2025, the Committee Comprises of the following Members:

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

Committee meeting held during the year under review

Sr. No	Date
1	16/11/2024
2	18/03/2025

During the FY 24-25, there is no change in constitution of Corporate Responsibility Committee.

i. Name And Designation of Compliance Officer

Mrs. Soni Shailesh Karwa is the Company Secretary & Compliance Officer of the Company,

ii. Investor Grievance Redressal:

During the Financial Year 2024-25, No any complaints were filed from any shareholders and not any complaint is pending, all are nil status.

Note:

1. The company secretary of the company act as the secretary to the committee.
2. There was no complaint received from the shareholder during the year under review as per reports provided by Registrar and Transfer Agent, hence there is no pending complaints.

6. GENERAL BODY MEETINGS:

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

Financial Year	Date	Time	Venue
2021-22	25.08.2022	12.00PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna - 431203
2022-23	29.09.2023	12.30PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna - 431203



2023-24	27.09.2024	12.30PM	Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna – 431203
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(ii) Special Resolution, if any, passed through postal ballot / EOGM with details of voting pattern:

The Company has passed a special resolution for sell or transfer of Immovable property of Wholly owned subsidiary Laxmi Spintex Private Limited by way of EOGM as on 25th March, 2025 during the Financial Year 2024-25.

7. DISCLOSURES: -

The company ensures timely and accurate disclosure of material information through financial statements, regulatory filings, and investor communications. The company's website serves as a key tool for disseminating relevant information to shareholders and stakeholders.

8. SHAREHOLDER RIGHTS AND ENGAGEMENT

LAXMI COTSPIN LIMITED recognizes the rights of shareholders and encourages active participation in general meetings. The company provides detailed information in notices and ensures equitable treatment of all shareholders.

9. COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The company has complied with all applicable corporate governance requirements under The Companies Act, 2013, which applies to all companies, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), during the financial year 2024-25. A compliance certificate from M/s. Sagar Deo and Associates, Practicing Company Secretary is attached as Annexure.

10. MEANS OF COMMUNICATION:

Shareholding Pattern and Financial Results are electronically transmitted to the National Stock Exchange. And documents which are require to be upload on the website of the company as per SEBI (LODR) Regulation, 2015 and other applicable regulation, are also uploaded on the website of the company.

11. GENERAL SHAREHOLDER INFORMATION

i. Annual General Meeting:



AGM: Date, Time & Venue	On Friday, 19 th September, 2025 at 12.30 P.M at Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare, Vridhashram, Samangaon, Jalna - 431203
Financial Year	The Financial year under the review covers the following period from 01.04.20234 to 31.03.2025
Date of Book closure	13/09/2025 to 19/09/2025
Listing on Stock Exchange	NSE Limited main Board
Stock Code	NSE - LAXMICOT ISIN - INE801V01019
Registrar and Transfer Agent	MUFG Intime India Private Limited (Formerly known as Link Intime India Pvt Ltd)
Share Transfer System	All the transfers received are processed by the Registrar and Transfer Agent.
Outstanding GDR/ADR /warrants or any convertible instruments conversion date and likely impact on equity	No Issued
Plant Location	Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna - 431203, Maharashtra, India
Address for correspondence	Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna - 431203 Email Id - laxmicotspin@gmail.com

Non mandatory Requirements

a. Shareholders Right - Re; Quarterly Result

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

b. Evaluation of the board performance

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Board has carried out an annual performance evaluation of its

own, the Directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committee.



It was reported that the performance evaluation of the Board & Committee's was satisfactory. The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. The Directors expressed their satisfaction with the evaluation process.

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

Sd/-

Date: 26/08/2025
Place: Jalna

Sanjay Rathi
Managing Director



ANNEXURE "F"

DECLARATION OF INDEPENDENCE

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

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

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

I certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;
2. I am/was not a promoter of the company or its holding, subsidiary or associate company;
3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
6. Neither me nor any of my relatives:
 - (a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;



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

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

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

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

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

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

DECLARATION

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

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

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

Thanking you,
Yours faithfully,

SD/-

Kailash Shrikisan Biyani

DIN: 02303810

Dr. R. P. Road, Jalna 431203

Date: - 26/08/2025



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

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

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

I certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;
2. I am/was not a promoter of the company or its holding, subsidiary or associate company;
3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
6. Neither me nor any of my relatives:
 - a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of; firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or



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

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

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

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

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

DECLARATION

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

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

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

Thanking you,
Yours faithfully,

SD/-

Gopal Satyanarayan Mundada

DIN: 02303810

Mutha Building Railway Station Road,
Jalna 431203

Date: - 26/08/2025



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

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

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

I, certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;
2. I am/was not a promoter of the company or its holding, subsidiary or associate company;
3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
6. Neither me nor any of my relatives:
 - a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of; firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company;
or



- I. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
 - c) holds together with my relatives 2% or more of the total voting power of the company; or
 - d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;
8. I am not less than 21 years of age.

DECLARATION

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

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

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

Thanking you,
Yours faithfully,

SD/-
Gaurav Karwa
DIN: 07303830
Add - Jalna 431203
Date: - 26/08/2025



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

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

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

I, certify that:

1. I possess relevant expertise and experience to be an independent director in the Company;
2. I am/was not a promoter of the company or its holding, subsidiary or associate company;
3. I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
4. Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
5. None of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
6. Neither me nor any of my relatives:
 - a) holds or has held the position of key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of; firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company;or



- I. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
- c) holds together with my relatives 2% or more of the total voting power of the company; or
- d) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
7. I am not a material supplier, service provider or customer or a lessor or lessee of the company;
8. I am not less than 21 years of age.

DECLARATION

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

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

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

Thanking you,
Yours faithfully,

SD/-

Vivek Maniyar

DIN: 11224234

Add – Plot No. 179, Bhokardan Road, Priyadarshini Nagar,
Sambhaji Nagar, Jalna 431203

Date: - 26/08/2025



ANNEXURE- "G"

Management Discussion Analysis:

1. OVERALL REVIEW / INDUSTRY STRUCTURE AND DEVELOPMENT

Company engaged in the business of cotton yarn manufacturing; our production facilities located in cotton growing areas of Marathwada region at Samangaon which is situated in the Jalna district of State of Maharashtra. We are manufacturer of yarn and we have an existing Ring spinning & open-end unit to cater to the yarn markets in Maharashtra and Gujarat. Our business is spread among home textiles, weaving sector, Denim Manufactures and hosiery manufacturers through open end yarn and ring spun yarn. we are manufacturing premium quality 100% cotton combed and carded hosiery/ warp conventional, organic and BCI yarn in count range of 10s Ne to 40s Ne for the purpose of exporting to Asian and European countries.

Company was established in year 2008 with a capacity of 13200 spindles. Over the years we have expanded upto 16800 spindels with compact, lycra and slub attachment. We believe that we have established a strong customer base and good marketing setup. In the financial year 2025-26 the commercial production of surgical cotton will be started and company will move towards new segment that is healthcare industry.

Our plant is equipped with state-of-art latest machineries of international repute. The plant is equipped with fully automatic, dust and pollution, modern colour contamination removal and yarn conditioning systems. Our technical team in spinning is well equipped with modern spinning technology and processing techniques by virtue of which we are able to ensure quality yarn. Operators are committed and they are trained in European training methods for efficient and quality work.

Company's operations are supported by modern testing instruments installed in its quality assurance laboratory, includes UT- 5 (Uster Switzerland), HVI, Single Yarn Tester, Aquara Process Control Management (Premium India). Beside of these basic instruments from Statex, Online Contamination Removal System SIRO facility at Autowinder maintains the contamination free world class premium quality cotton, yarns and garments.

We enjoy accreditations, such as the ISO 9001: 2008 certification for Quality Management System from Moody International, Certificate of Global Organic Textile Standards (GOTS) issued by Control Union Certification (Netherlands). Ginning & Spinning unit is certified by Control Union, for organic processing and Trading. Ginning & Pressing unit, 4 Star rating which is certified by Textiles Committee, BCI (Better Cotton Initiative) certified, by Better Cotton Initiative, Switzerland & star export house status. In this year we also got OEKO-TEX certificate to cater European customers.



2. OPPORTUNITIES AND THREATS

There is good scope for growth for the textile industry as India's share in the global trade textiles is weak compared to other countries. The free trade environment is a great opportunity for the Indian textile industry to increase its share in the global market. Chinese exports are slowing down on account of various factors inclusive of increase in domestic demand and rising costs. This is a good opportunity of which our textile industry should make use but smaller countries like Bangladesh, and Vietnam etc. are becoming formidable challengers.

I. Market access through bilateral negotiation

The trade is growing between regional trade blocs due to bilateral agreements between Participating countries.

II. Integration of Information technology

'Supply Chain Management' and 'Information Technology' has a crucial role in textile Manufacturing. Availability of EDI (Electronic Data Interchange), makes communication fast, easy, transparent and reduces duplication.

III. Opportunity in High Value Items

India has the opportunity to increase its UVR's (Unit Value Realization) through moving up the value chain by producing value added products and by producing more and more technologically superior products.

THREATS

Competition among spinners as the expansion is going on throughout industry, International trade war, etc However, we are making all out efforts to cope with all these challenges by continuous efforts at cost reduction, process improvements, diversification of products and improving productivity by improving efficiencies, and searching PAN India customers and also export market for selling of yarn.

3. SEGMENT REVIEW AND ANALYSIS

The entire operations of the Company relate to viz Textiles includes cotton lint, cotton yarn, therefore, segment/product-wise details are not applicable.

4. RISK AND CONCERNS

Although cotton textile is one of the most important industries of India, it suffers from many problems. The fluctuation in the currency especially against the dollar is becoming problematic for long term booking of orders. Cotton prices are too much volatile etc.

5. STRENGTH AND WEAKNESS

1. STRENGTH

I. Established marketing set-up



We are engaged in the processing of textiles since incorporation. Over the years we believe that we have established a strong customer base and good marketing setup. Further, our group has sufficient marketing expertise and wide marketing network, which is and would be channelled for our business and future expansion, if any. We have dedicated divisions for marketing different types of products and for different geographical locations. The sales division and export division are responsible for marketing of our products and fabrics. All the divisions have well trained and adequate teams to handle daily activities and are supervised regularly.

II. Locational advantage of our manufacturing unit

Our factory is located in the middle of cotton growing areas of Marathwada and Vidarbha region at Samangaon, 12 km away from Jalna. About seventy-five (75%) of the State of Maharashtra's raw cotton production i.e., 50 lakh bales area production is in this zone out of which Jalna district accounts to approx. 5-6 lakh bales. Thus, procurement of these raw materials is less time consuming and comparatively cheaper due to savings on freight. Jalna is connected to various railway station and roads throughout India. Also, ICD Maliwada, Aurangabad is the nearest depot through which export containers are loaded and is directly linked to JNPT and Navasheva ports at Mumbai, which are only 400 km from Jalna. The Central government has recently approved the dry port for handling the export containers located near Jalna, this will reduce the cost of logistics for exporting the yarn.

III. Scalable business model

Our business model is order driven, and comprises of optimum utilization of our resources processing facilities, maximum capacity utilization, developing linkages with quality raw material suppliers and achieving consequent economies of scale. We believe that this business model has proved successful and scalable for us in the last few financial years. We have been successful in scaling up our business mainly due to the development of new markets, by adopting aggressive marketing of the product, innovation in the product range and by maintaining consistent quality of our products.

IV. Management expertise

Our management has adequate and rich experience in the textile business for more than a decade. Our Company is managed by a team of experienced personnel. The team comprises of personnel having operational and business development experience. We believe that our management team's experience and their understanding of the textile industry will enable us to continue to take advantage of both current and future market opportunities. Our Management's experience and knowledge enables us in addressing and mitigating various risks inherent in our business, including competition, reliance on independent contractors, the global economic crisis related effects and fluctuations in the prices.

WEAKNESS:

- I) Fluctuation in prices of cotton.**
- II) Volatility in the currency**



ANNEXURE- "H"

STATEMENT OF PARTICULARS OF EMPLOYEES

PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

a. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year

Sr. No.	Name	Ratio
1.	Mr. Sanjay Kachrulal Rathi (Managing Director)	8.78%
2.	Mrs. Prafullata Sanjaykumar Rathi (Woman Director)	NA
3.	Mr. Ramesh Gopikishan Mundada (Executive Director)	NA
4.	Mr. Shivratna Shrigopal Mundada (Executive Director)	NA
5.	Mr. Kailash Shrikisan Biyani (Non - Executive Independent Director)	NA
6.	Mr. Gopal Satyanarayan Mundada (Non - Executive Independent Director)	NA
7.	Mr. Ketankumar Shankarlal Shah* (Non - Executive Independent Director)	NA
8.	Mr. Vijaykumar Jainarayan Zanwer *(Non - Executive Independent Director)	NA
9.	Mr. Gaurav Ramnivas Karwa * (Non - Executive Independent Director)	NA
10.	Mr. Vivek Mohanlal Maniyar * (Non - Executive Independent Director)	NA

* After closure of FY 2024-25 Mr. Ketankumar Shankarlal Shah and Mr. Vijaykumar Jainarayan Zanwer resigned from the post of Non-Executive Independent Director w.e.f. 07th August, 2025 and Mr. Gaurav Ramnivas Karwa and Mr. Vivek Mohanlal Maniyar appointed as an additional Non-Executive Independent Director as on 07th August, 2025.



Notes:

All the Non-Executive Independent Directors of the Company were not paid any remuneration and were paid only sitting fee for attending meeting of the Board of Directors/Committee. Therefore, the said ratio of remuneration of each Director to median remuneration of the employees of the Company is not applicable.

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

Sr.No	Name	% in Increase
1.	Mr. Sanjay Kachrual Rathi (Managing Director)	NA
2.	Mrs. Prafullata Sanjaykumar Rathi (Woman Director)	NA
3.	Mr. Ramesh Gopikishan Mundada (Executive Director)	NA
4.	Mr. Shivratan Shrigopal Mundada (Executive Director)	NA
5.	Mr. Kailash Shrikisan Biyani (Non - Executive Independent Director)	NA
6.	Mr. Gopal Satyanarayan Mundada (Non - Executive Independent Director)	NA
7.	Mr. Ketankumar Shankarlal Shah (Non - Executive Independent Director)	NA
8.	Mr. Vijaykumar Jainarayan Zanwer (Non - Executive Independent Director)	NA
9.	Mr. Gaurav Ramnivas Karwa (Non - Executive Independent Director)	NA
10.	Mr. Vivek Mohanlal Maniyar (Non - Executive Independent Director)	NA
11.	Mr. Anupkumar Gindodiya (Chief Financial officer)	NA
12.	Mrs. Soni Shailesh Karwa (Company Secretary)	NA

c. the percentage increase in the median remuneration of employees in the financial year:
Nil

d. The number of permanent employees on the rolls of company: 265

e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there



are any exceptional circumstances for increase in the managerial remuneration: -

Average % increase in the salary of employees other than Managerial Personnel: - Nil

Average % increase/(Decrease) in the Salary of the Managerial Personnel: - Nil

f. If remuneration is as per the remuneration policy of the company: Yes

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

Date: 26/08/2025
Place: Jalna

Sd/-
Sanjay Rathi
Managing Director
DIN - 00182739



ANNEXURE "I"
DECLARATION ON COMPLIANCE OF CODE OF CONDUCT

I, Mr. Sanjay Rathi, Managing Director of Laxmi Cotspin Limited, do hereby declare & confirm that all the Board Members and Senior Managerial Personnel have affirmed to the Board of Directors the compliance of the Code of Conduct as laid down by the Board.

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

Date: 26/08/2025
Place: Jalna

Sd/-
Sanjay Rathi
Managing Director
DIN - 00182739



CEO/CFO CERTIFICATION

**To,
The Board of Directors,
Laxmi Cotspin Limited**

a) We have reviewed the Financial Statement and cash flow statement for the year ended on 31st March 2025 and that to the best of our knowledge and belief:

i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept the responsibility for establishing and maintaining internal control for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the audit Committee, that there are no deficiencies in the design or operation of such internal controls, if any, of which we are aware.

d) We have indicated to the auditors and Audit Committee

i) That there is no significant change in internal control over financial reporting during the year.

ii) There is no significant fraud of which we have become aware and that the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

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

Date: 26/08/2025

Place: Jalna

Sd/-

Sanjay Rath

Managing Director

DIN - 00182739

Sd/-

Anupkumar Gindodiya

Chief Financial Officer

PAN - AWAPG3125C

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31st, 2025

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

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

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

Based on our verification of company's books, papers, registers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31st, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31st, 2025 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-law framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment; (No specific transactions was found during the reporting period, to which the above guideline shall applicable.

- 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; *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Listing obligation & Disclosure Requirement) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client. *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*
 - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. *(No specific transactions were found during the reporting period, to which the above guideline shall applicable.)*

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

- (1) The Secretarial Standards issued by the Institute of Company Secretaries of India.
- (2) Listing agreement as entered into by the company with the National stock exchange to the extent of the listing of the equity securities of the company.

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

1. The company during the reporting period has filed a few e-forms including form CRA-4 with additional fees & CHG-1 with additional & Ad Valorem fees. Therefore, it has to be treated as compliance after the due date along with payment of additional fees.
2. During the period under review the honorable Regional Director, Western Region, Ministry of Corporate Affairs, Mumbai passed an interim order dated 23rd February 2025 in the matters of compounding application filled by the company for violation of Section 148 of Companies Act 2013 read with rule 6(2) & 6(6) of Companies (Cost record and Audit) Rules, 2014 for the financial year 2014-15. Pursuant to which the company made payment of compounding fees of Rs.3,00,000 (Rs.1,50,000 each, for violation of rule 6(2) & 6(3)) dated 05th March 2025 vide challan SRN X69216877 & X69216703.
3. The company has adopted all the policies in accordance with SEBI (LODR) and is in compliance with the provisions of said regulation except following:
 - i. During the period under review the company has failed to submit the disclosure of impact of Audit qualifications or in case of unmodified opinion(s), a declaration to that effect to the Stock Exchange along with the audited financial statements in terms of Regulation 33 of SEBI (LODR) read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR /P/2023/120 dated 11th July 2023. Pursuant to which, the stock exchange (NSE) sought clarification from company dated 06th June 2024. In response to the same, the company filled the concern statement dated 14th June 2024 with the stock exchange. Therefore, it has to be treated as delayed compliance/disclosure after the clarification sought.

- ii. During the period under review, the stock exchange (NSE) sought clarification from the company dated 06th September 2024 & 11th December 2024 under Regulation 33 of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 due to non-submission of financial statement in prescribed format as per SEBI. The company in response to the same filled the clarification statement dated 10th September 2024 & 06th January 2025 respectively.
4. The company is not able to identify the MSME vendors and outstanding dues of MSME vendors are for more than 45 days. Accordingly, Company has not filed Form MSME-1 in regarding outstanding payments to MSME vendors. The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available with the Group.
5. We also adhere the "*remarks or observations*" as pointed out by the Statutory Auditor in his report and the company in financial statements as on date 31st March 2025.

I further report that

During the period under review the company has conducted the Extra Ordinary General Meeting (EOGM) dated 25th March 2025 to sell or otherwise dispose of the company's immovable property to its Wholly Owned Subsidiary (WoS) company namely Laxmi Spintex Private Limited in consideration of cash and on such terms and conditions as the Board may deem fit. The company is in compliance with adequate notice and further necessary filings with the ROC with regards to the said meeting.

I further report that

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The composition of board remains the same/unchanged. Re-appointment of Mr. Ramesh Mundada (DIN- 00153255) who retires by rotation, in the Annual General Meeting held on 27 September 2024 is approved by members by passing ordinary resolution.
- b) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or shorter notice with the consent of all the director or members as the case may be and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.

- c) During the period under review few procedural gaps has been observed in compliance with the Secretarial Standards. Majority decision is carried through while the dissenting member's views are not captured and recorded as part of the minutes.
- d) I further report that there is scope to improve the systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period there were no specific events or actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

FOR D. SAGAR & ASSOCIATES,

SAGAR
RAMRAO
DEO

Digitally signed by
SAGAR RAMRAO
DEO
Date: 2025.08.22
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CS SAGAR RAMRAO DEO

(Practicing Company Secretary)
CP No: 11547
Peer Review No.: 1192/2021
UDIN: F009518G001061789

Place: Chh. Sambhajinagar
Date: 22/08/2025

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

ANNEXURE-I

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

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

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

FOR D. SAGAR & ASSOCIATES,

SAGAR
RAMRAO
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SAGAR RAMRAO
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Date: 2025.08.22
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CS SAGAR RAMRAO DEO

(Practicing Company Secretary)
CP No: 11547
Peer Review No.: 1192/2021
UDIN: F009518G001061789

Place: Chh. Sambhajinagar
Date: 22/08/2025



Practicing Company Secretary

AUDITOR'S CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

To
The Members of
Laxmi Cotspin Limited

We have examined the compliance of conditions of Corporate Governance by Laxmi Cotspin Limited for the year ended 31st March, 2025 as stipulated in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the condition of Corporate Governance as stipulated in the above-mentioned "Listing Regulations"

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

FOR D. SAGAR & ASSOCIATES,

SAGAR
RAMRAO
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Digitally signed
by SAGAR
RAMRAO DEO
Date: 2025.08.26
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CS SAGAR RAMRAO DEO

(Practicing Company Secretary)

CP No: 11547

Peer Review NO.: 1192/2021

UDIN: **F009518G001087386**

Place: Chh. Sambhajinagar

Date: 26/08/2025



Practicing Company Secretary

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
Laxmi Cotspin Limited
GUT NO.399, SAMANGAON-KAJLA ROAD,
IN FRONT OF MEENATAI THAKARE VRIDHASHRAM,
SAMANGAON, JALNA, MAHARASHTRA, INDIA, 431203

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Laxmi Cotspin Limited having (CIN: L17120MH2005PLC156866) and having registered office at Gut No.399, Samangaon-Kajla Road, In Front of Meenatai Thakare Vridhashram, Samangaon, Jalna, Maharashtra, India, 431203 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as on 31st March, 2025 for the financial year 2024-25 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN
1.	Mr. Sanjay Kachrual Rathi	00182739
2.	Mr. Prafullata Sanjaykumar Rathi	03056379
3.	Mr. Shivratan Shrigopal Mundada	00349668
4.	Mr. Ramesh Gopikishan Mundada	00153255
5.	Mr. Kailash Shrikisan Biyani	02303810
6.	Mr. Gopal Satyanarayan Mundada	02891272
7.	Mr. Ketan Shankarlal Shah	09699742
8.	Mr. Vijaykumar Jainarayan Zanwer	00893718



Practicing Company Secretary

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

FOR D. SAGAR & ASSOCIATES,

SAGAR
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Digitally signed
by SAGAR
RAMRAO DEO
Date: 2025.08.26
16:42:48 +05'30'

CS SAGAR RAMRAO DEO

(Practicing Company Secretary)

CP No: 11547

Peer Review NO.: 1192/2021

UDIN: **F009518G001087100**

Place: Chh. Sambhajinagar

Date: 26/08/2025

INDEPENDENT AUDITOR'S REPORT

To the Members of Laxmi Cotspin Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of **LAXMI COTSPIN LIMITED** (the "Company") which comprise the Standalone balance sheet as at 31 March 2025, and the Standalone statement of profit and loss (including other comprehensive income), Standalone statement of changes in equity and Standalone statement of cash flows for the year then ended, and notes to the Standalone 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, the aforesaid Standalone financial statements give the information required by the Companies Act, 2013 ("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 31 March 2025, and its profit and total comprehensive income (including 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 (SAs) specified under Section 143(10) of the Companies Act. Our responsibilities under those (SAs) 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 together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Companies Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone financial statements.

Key Audit Matter

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

We have determined the matter described below to be key audit matter to be communicated in our report.

Revenue Recognition	How our audit addressed the key audit matter
The Company recognizes revenue from the sale of goods when control is transferred to the customer, which is typically based on delivery terms agreed upon in the sales contracts. Revenue recognition was considered a key audit matter due to the significance of revenue to the financial statements, the high volume of transactions, and the judgment involved in	<ul style="list-style-type: none"> Assessing the Company's revenue recognition policy for compliance with applicable financial reporting standards. Evaluating the design and implementation of relevant internal controls over revenue recognition. <p>Testing a sample of sales transactions</p>



determining the timing of revenue recognition, particularly near the year-end.	<p>before and after year-end to verify that revenue was recognized in the correct period based on shipping documents and delivery terms.</p> <ul style="list-style-type: none"> • Inspecting significant sales contracts to assess the terms related to transfer of control. • Performing analytical procedures and trend analysis on monthly revenue figures. • Evaluating the adequacy of the disclosures in the financial statements regarding revenue recognition.
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Information Other than the IND AS Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance Report and Shareholder's Information, 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 the 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 the Management and Those Charged with Governance for the IND AS Standalone 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 Ind AS and other accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



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

Auditor's Responsibilities for the Audit of the Standalone 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 have also:

- Identify and assess the risk 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls systems 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 and significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we may 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 identify matter that were of such significance in the audit of the financial statements for the financial year ended March 31, 2025, that they would be considered key audit matters. Accordingly, such matters have been described in our auditor's report. Furthermore, there were no circumstances where disclosure was precluded by law or regulation, or where adverse consequences were 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, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) As per the information and explanations given to us and as per our records, the Company does not have any branch office audited under sub-section (8) of Section 143 by a person other than the Company's auditor. Accordingly, reporting under clause (c) of sub-section (3) of Section 143 of the Companies Act, 2013 is not applicable.
 - (d) The Standalone balance sheet, the Standalone statement of profit and loss (including other comprehensive income), the Standalone statement of changes in equity and the Standalone statement of cash flows dealt with by this Report are in agreement with the relevant books of account.
 - (e) In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - (f) There are no observations or comments on financial transactions or matters which have any adverse effect on the functioning of the company.
 - (g) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (h) There is no qualification, reservation or adverse remark relating to maintenance of accounts and other matters connected therewith no need to include this.
 - (i) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - (j) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act: 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 has not exceeded the limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V.
 - (k) 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations / contingents and commitments as at 31st March 2025 in Note no. 2.2(i) on its financial position in its Standalone financial statements 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 has been no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, 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 persons or entities, 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, no funds have been received by the Company from any person or entities, 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 the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

- v. The Company has neither declared nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
- vi. Based on our examination of the books of account and other relevant records of the Company, and according to the information and explanations given to us, and as mentioned in notes to account no. 3(p) we report that the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility.

Further, in accordance with the requirements of the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, applicable with effect from April 1, 2023, the audit trail feature has been operated throughout the financial year ended March 31, 2025, for all transactions recorded in the software, and the audit trail has not been tampered with. The audit trail has been preserved by the Company as per the statutory requirements for record retention.

For D M K H & Co.
Chartered Accountants
Firm's Registration No. : 116886W



CA Manish Kankani
Partner

Membership No.: 158020
UDIN: 25158020BMIZKB1708
Place: Mumbai
Date: May 21, 2025



ANNEXURE “A” TO INDEPENDENT AUDITORS’ REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF LAXMI COTSPIN LIMITED

(Referred to in Paragraph 1 under the heading of “Report on other Legal and Regulatory Requirements” of our report to the members of Laxmi Cotspin Limited of even date)

Report on the Companies (Auditor’s Report) Order, 2020, issued in terms of Section 143(11) of the Companies Act, 2013 (“the Act”) of Laxmi Cotspin Limited (“the Company”):

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we report that: -

- i. In respect of Company’s Property, Plant and Equipment:
- i. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - ii. The Company has maintained proper records showing full particulars, of intangible assets.
- b. All the Property, Plant and Equipment have been physically verified by the management during the year and there is a regular programme of verification, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, all the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company excluding the land situated at Gut no 394.

Description of Property	Gross carrying value	Held in the name of	Whether promoter, director or their relative	Period Held	Reason for not being held in the name of Company (also indicate if in dispute)
Land situated at Gut no.394	Rs 282 lakhs	Mauli Ginning & Pressing Proprietor Shivratan Shrigopal Mundada	Director	20 Years	The said land was taken in the name of promoter since it was an agriculture land, and NA was pending. Undertaking in favor of the Company regarding the same has been executed.

- d. The Company has not revalued its total land during the year. However, it has carried out a reallocation of values among individual land parcels based on updated valuation reports. Although the aggregate revaluation amount remains unchanged, certain individual land parcels have been revalued resulting in changes exceeding 10% of their respective carrying values. The Company has disclosed such changes in the notes to the financial statements. Based on our audit procedures, we are of the opinion that such reallocation was based on a valuation conducted by a registered valuer and is appropriately accounted for.



- e. There are no proceedings initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. In respect of inventories:

- a. As explained to us, inventories have been physically verified by the management at reasonable intervals during the year. The inventories were verified during the year by the Management and based on his report there were no material discrepancies noticed on such verification and discrepancies noticed on physical verification of inventory as compared to the book records did not exceed 10% or more in the aggregate for any class of inventory.
- b. The Company has been sanctioned working capital limit in excess of five crore rupees, in aggregate from banks or financial institutions on the basis of security of current assets. Quarterly returns or statements filed by the Company with such banks/financial institutions are in agreement with the books of the account of the Company.

Particulars	Quarter	As per book (Rs in lakhs)	As per statement (Rs in lakhs)	Difference	Reason of difference
Inventory	June-24	5319.17	5319.17	-	
Inventory	September-24	3630.56	3630.56	-	
Inventory	December-24	3948.77	4100.54	(151.77)	Due to purchase return
Inventory	March-25	4558.60	4558.60	-	

iii.

- a. During the year, the Company has provided loans to parties covered in the register maintained under section 189 of the Companies Act, 2013. The details of such loans are as follows:

Particulars	Amount (Rs in lakhs)	Balance outstanding as at year-end (Rs in lakhs)	Terms and Conditions
Vedamata Multidervices & Trading Pvt Limited	62.50	1053.13	Interest rate @12%
Vitthal Polypack Private Limited	60.00	0	Interest Free

- b. In our opinion, and according to the information and explanations given to us, the terms and conditions of the grant of such loan are not prejudicial to the Company's interest.
- c. In respect of the loan granted by the Company, no schedule for repayment of principal has been stipulated. However, interest has been paid regularly as per the agreed terms. Accordingly, we are unable to comment on the regularity of principal repayments.
- d. In the absence of a stipulated schedule for the repayment of principal and interest, we are unable to ascertain whether any amounts are overdue for more than 90 days. Consequently, the reporting on steps taken by the Company for recovery of such amounts does not arise.
- e. According to the information and explanations given to us, clause (e) of paragraph 3(iii) of the Order is not applicable, as there have been no renewals or extensions of any loan during the year.



- f. The Company has granted loans/advances in the nature of loans without specifying the terms or period of repayment amounting to ₹122.50 lakhs during the year. The entire amount (i.e., 100% of such loans) was granted to related parties as defined under Section 2(76) of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans granted, guarantees provided, investments made, and securities offered during the year.
- During the year, the Company has granted a loan to a relative of a director. We have verified that the transaction falls within the permitted exemptions under Section 185, and was carried out in compliance with the prescribed conditions.
 - The Company has also complied with the provisions of Section 186 with respect to the granting of loans, including the limits, obtaining of requisite approvals, and making necessary disclosures in the financial statements.
- v. To the best of our knowledge and according to the information and explanations given to us, the Company has not accepted deposits from public within the meaning of the directives issued by the Reserve Bank of India, provision of Section 73 to 76 of the Act, any other relevant provision of the Act and the relevant rules framed thereunder and therefore, reporting under paragraph 3 (v) of the Order is not applicable.
- vi. In respect to the products/services of the Company, maintenance of cost records has been specified by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013. We have broadly reviewed the cost accounting records maintained by the Company pursuant to the Companies (Cost Records & Audit) Rules, 2014, as amended, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company.
- vii. According to information and explanations given to us and on the basis of our examination of the books of account, and records, in respect of statutory dues:
- (a) The Company has generally been regular in depositing undisputed statutory dues including Income Tax, Goods and Service Tax, Customs Duty, Excise duty, cess and other material statutory dues as applicable with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.
- (b) Details of dues of Income Tax, Sales Tax, Service Tax, Excise Duty and Value Added Tax which have not been deposited as at March 31, 2025 on account of dispute are given below:

Name of the statute	Nature of Dues	Amount(Rs in Lakhs)	Assessment year to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961.	Income Tax Dues	Rs 22.12	2020-21	CIT(A)
Income Tax Act, 1961.	Income Tax Dues	Rs 67.08	2022-23	CIT(A)



Income Tax Act, 1961.	Tax Deducted at Source (TDS)	Rs 1.13	2025-26	CPC
GST Act, 2017	GST Dues	Rs 2.40	2022-23	Central GST
GST Act, 2017	GST Dues	Rs 4.33	2018-19	Central GST

viii. To the best of our knowledge and according to the information and explanations given to us, there are no unrecorded transactions in the books of account which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix.

- (a) To the best of our knowledge and according to the explanations given to us, In our opinion, the Company has not defaulted in repayment of loans or other borrowings or in payment of interest to any lender during the year.
- (b) As per the information and explanation provided to us, the Company is not declared willful defaulter by any bank or financial institution or other lender during the year.
- (c) As per the information and explanation provided to us, the term loans availed by the Company during the year were used for the purpose for which the loans were obtained.
- (d) To the best of our knowledge and according to the explanations given to us, the Company has not utilized funds raised on short term basis for long-term purposes during the year.
- (e) To the best of our knowledge and according to the explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) To the best of our knowledge and according to the explanations given to us, the Company has not raised any loans during the year on pledge on securities held in its subsidiaries, associates or joint ventures.

x.

- (a) To the best of our knowledge and according to the information and explanations given to us, the Company has not raised monies by way of initial public offer or further public offer (including debt instruments) and term loans.
- (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made preferential allotment of shares during the year and thus requirement of Section 42 and Section 62 of the Companies Act, 2013 and relevant rules were not required to be complied.

xi.

- (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year. Accordingly, clauses (a)&(b) of paragraph 3 (xi) of the Order are not applicable.
- (c) To the best of our knowledge and according to the information and explanations given to us, no whistle - blower complaints received during the year by the Company.

To the best of our knowledge and according to the information and explanations given to us,



the Company is not a Nidhi Company. Hence reporting under the paragraph 3(xii) of the Order is not applicable.

- xiii . To the best of our knowledge and according to the information and explanations given to us, the Company, all transactions with related party are in compliance of the provisions of section 177 and Section 188 of the Act. And the details of related party transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.
- xiv.
- (a) The Company has an internal audit system commensurate with the size and nature of its business;
 - (b) We have considered the reports of Internal auditors for the period under audit.
- xv. To the best of our knowledge and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and thus provisions of section 192 of the Companies Act, 2013 are not applicable to the Company. Hence reporting under paragraph 3(xv) of the Order is not applicable.
- xvi.
- (a) The Company is not required to be registered under section 45 -IA of the Reserve Bank of India Act 1934.
 - (b) To the best of our knowledge and according to the information and explanations given to us, 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) To the best of our knowledge and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India;
 - (d) To the best of our knowledge and according to the information and explanations given to us, the Group does not have any CIC as part of the Group;
- xvii. As per the information and explanation given by the management, the Company has incurred cash losses amounting to Rs. 175.91 lakhs in the current year and the company does not incurred cash losses in previous year.
- xviii. There was no resignation of auditor during the financial year, so the said clause is not applicable to Company.
- 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 Ind AS Standalone 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 cause us to believe that any material uncertainty exists as on the date of this audit report and that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



- xx. The provisions of Corporate Social Responsibility (CSR) will not be applicable in the current financial year, as there was net loss for the financial year 2023-2024

For D M K H & Co.
Chartered Accountants
Firm's Registration No. : 116886W

Kankani



CA Manish Kankani
Partner
Membership No. : 158020
UDIN: 25158020BMIZKB1708
Place: Mumbai
Date: May 21, 2025

ANNEXURE “B” TO INDEPENDENT AUDITORS’ REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF LAXMI COTSPIN LIMITED

(Referred to in Paragraph 2(i) under the heading of “Report on other Legal and Regulatory Requirements” of our report to the members of LAXMI COTSPIN LIMITED of even date)

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

Opinion

We have audited the internal financial controls with reference to Standalone financial statements of **LAXMI COTSPIN LIMITED** (“the Company”) as of 31 March 2025 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements 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 (the “Guidance Note”).

Managements and Board of Directors’ Responsibilities for Internal Financial Controls

The Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company 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”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

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

- a. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- b. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the management and directors of the Company; and
- c. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Standalone 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.

For D M K H & Co.
Chartered Accountants
Firm's Registration No. : 116886W

Manish Kankani

CA Manish Kankani
Partner

Membership No.: 158020
UDIN: 25158020BMIZKB1708
Place: Mumbai
Date: May 21, 2025



Laxmi Cotspin Limited
Standalone Balance Sheet as at 31st March, 2025

Particular	Notes	(Rs. in Lakhs)	
		As at March 31, 2025	As at March 31, 2024
A. ASSETS			
NON CURRENT ASSETS			
(a) Property, Plant and Equipment	3	3,189.22	3,480.29
(b) Capital Work-in-Progress	3	603.74	362.05
(c) Financial Assets			
i. Investments	4	20.00	20.00
ii. Other Financial Assets	4	258.59	242.25
(d) Deferred Tax Assets (net)	25	54.11	42.65
TOTAL NON CURRENT ASSETS		4,125.66	4,147.24
CURRENT ASSETS			
(a) Inventories	5	4,558.60	5,269.31
(b) Financial assets			
i. Trade Receivables	6	332.18	383.47
ii. Cash and Cash Equivalents	7	61.16	84.04
(c) Other Current Assets	8	2,827.34	2,117.38
TOTAL CURRENT ASSETS		7,779.28	7,854.20
TOTAL ASSETS		11,904.94	12,001.44
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	9	1,714.77	1,714.77
(b) Other Equity	10	4,568.72	4,579.97
TOTAL EQUITY		6,283.49	6,294.74
LIABILITIES			
NON CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	11	579.03	651.88
(b) Provisions	12	49.09	44.06
(c) Deferred Tax Liabilities (Net)		-	-
TOTAL NON CURRENT LIABILITIES		628.11	695.94
CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	13	4,096.78	4,366.59
ii. Trade payables			
- MSME payables	14	577.14	74.87
- Other than MSME payables	14	102.61	291.10
(b) Provisions	16	5.33	11.33
(c) Other Current Liabilities	15	211.47	266.87
TOTAL CURRENT LIABILITIES		4,993.34	5,010.76
TOTAL EQUITY & LIABILITIES		11,904.94	12,001.44

Summary of material accounting policies and other notes on standalone Financial Statements

The accompanying Notes form an integral part of the Financial Statements
As per our report on even date

DMKH & Co.
Chartered Accountants
FRN : 116886W

CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai



For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rath
Sanjay Rath
(Managing Director)
DIN 00182739

Anup Kumar Gindodiya
Anup Kumar Gindodiya
(CFO)

Ramesh Mundada
Ramesh Mundada
(Director)
DIN 00153255

Soni Karwa
Soni Karwa
(Company Secretary)
M No. A69381



Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited
Statement of Standalone Profit and Loss for the year ended 31st March, 2025
(Rs. in Lakhs)

Particular	Notes	Year Ended March 31, 2025	Year Ended March 31, 2024
I. Revenue From Operations			
II. Other Income	17	15,041.56	14,402.21
III. Total Income (I+II)	18	329.23	541.27
		15,370.79	14,943.49
IV. Expenses			
Cost of Materials Consumed			
Changes in Inventories of Work-In-Progress and Finished goods	19	12,755.97	11,396.46
Employee Benefit Expense	20	(163.75)	451.27
Finance Costs	21	819.63	921.46
Depreciation and Amortisation Expense	22	457.76	321.18
Other Expenses	23	320.59	303.56
Total Expenses (IV)	24	1,672.16	1,498.79
		15,862.36	14,892.71
V. Profit Before Extra-Ordinary Item (III - IV)		(491.57)	50.77
VI. Extra-Ordinary Item			
Profit/(Loss) on sale of Assets		526.73	3.50
Litigation settlements paid		-	(85.00)
VII. Profit Before Tax (V + VI)		35.16	(30.73)
VIII. Income tax expense			
Current Tax			
Short /Excess Provision of Tax		(0.15)	(0.33)
Deferred Tax	25	(11.47)	(6.26)
Total Tax Expense (VIII)		(11.62)	(6.59)
IX. Profit for the Year (VII - VIII)		46.78	(24.14)
X. Other comprehensive income			
Items that may be reclassified to profit or loss			
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		-	-
Exchange differences on translation of foreign operations		-	-
Remeasurement of defined benefit obligation		-	-
Others (Specify)	13.2	1.36	(4.13)
Income tax relating to these items		-	-
Total Other Comprehensive Income for the Year, Net of Tax (X)		1.36	(4.13)
XI. Total Comprehensive Income for the Year (IX + X)		48.14	(28.27)
XII. Earnings Per Equity Share for Profit Attributable to Owners			
Basic		0.27	(0.14)
Diluted		0.27	(0.14)

Summary of material accounting policies and other notes on standalone Financial Statements

The accompanying Notes form an integral part of the Financial Statements
As per our report on even date

DMKH & Co.

Chartered Accountants

FRN : 116886W

CA Manish Kankani

(Partner)

M. No. 158020

Date : 21/05/2025

Place : Mumbai



For and on behalf of Board of Directors of

Laxmi Cotspin Limited

CIN - L17120MH2005PLC156866

Sanjay Rath
(Managing Director)
DIN 00182739

Anupkumar Gindodiya
(CFO)

Ramesh Mundada
(Director)
DIN 00153255

Soni Karwa
(Company Secretary)
M No. A69381



Date : 21/05/2025

Place : Jalna

Laxmi Cotspin Limited
Standalone Cash Flow Statement For the year ended 31st March, 2025

Particulars	(Rs. in Lakhs)	
	Year Ended March 31, 2025	Year Ended March 31, 2024
A. Cash Inflow/ (Outflow) from Operating Activities		
Net Profit After Tax	46.78	(24.14)
Adjustment For		
Depreciation	-	-
Interest Paid (Net)	320.59	303.56
Deferred Tax	457.75	321.18
Remeasurement of defined benefit obligation	(11.47)	(6.26)
Provision for Gratuity and Leave Encashment	1.36	(4.13)
Profit / Loss on Sale of Asset	5.33	9.34
Duty Drawback, Interest and Subsidy Received	(526.72)	(3.50)
Provision for ECL	(329.24)	(541.27)
Earlier Provision Written Back	(5.08)	0.49
	-	(0.33)
	(87.48)	79.07
Operating Profit before working capital changes	(40.70)	54.93
Adjustment for Increase/(Decrease) in operating liabilities/assets		
Inventories	710.71	(567.37)
Trade Receivables	51.29	240.21
Other Current Assets	(775.34)	(403.24)
Short-term loans and advances	-	-
Trade Payables	313.78	(182.76)
Other Current Liabilities	(50.61)	20.14
Income Tax Paid	-	-
Current Tax Liabilities	-	-
Long term provisions	-	-
	249.83	(893.02)
Net Cash Inflow/(Outflow) from Operating Activities (A)	209.13	(838.09)
B. Cash Inflow/(Outflow) From Investing Activities		
Capital Expenditure (Purchase/ Capitalization)	(495.72)	(77.21)
Sale Proceeds of Fixed Assets	751.25	3.50
(Increase) / Decrease due to Investment	(16.34)	(31.91)
Net Cash Inflow/(Outflow) from Investing Activities (B)	239.19	(105.62)
C. Cash Inflow/(Outflow) From Financing Activities		
Increase/ Decrease in Long Term Borrowings	(72.86)	(239.42)
(Repayment)/Receipt to Short Term pledge and Cash Credit borrowings	(269.81)	1,030.37
Interest Paid	(457.76)	(321.18)
Duty Drawback, Interest and Subsidy Received	329.23	541.27
Net Cash Inflow/(Outflow) from Financing Activities (C)	(471.20)	1,011.05
Net Changes In Cash & Cash Equivalents (A+B+C)	(22.88)	67.34
Cash & Cash equivalents (Opening Balance)	84.04	16.70
Cash & Cash equivalents (Closing Balance)	61.16	84.04

Summary of material accounting policies

The accompanying Notes form an integral part of the Financial Statements
As per our report on even date

DMKH & Co.
Chartered Accountants
FRN : 116886W

CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai

For and on behalf of the Board of Directors
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Ramesh Mundada
(Director)
DIN 00153255

Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited
Standalone Statement of Changes in Equity For the Year Ended 31st March, 2025

(A) Equity Share Capital				(Rs. in Lakhs)
Particular	As at 31st March 2023	Changes During the year	As at 31st March, 2024	As at 31st Mar 2025
Equity Shares of Rs. 10/- each Issued, Subscribed and Fully Paid up	1,714.77	-	1,714.77	1,714.77
(B) Other Equity				

Particular	Reserve and Surplus				(Rs. in Lakhs)	
	Securities Premium	Deferred Government Grant	Capital redemption Reserve	General Reserve	Retained Earnings	Total Other Equity
Balance as at April 1, 2023	555.30	-	-	1,998.37	502.95	3,061.22
- Profit for the year				(24.14)		(24.14)
- Other Additions		167.78				167.78
Total Comprehensive Income for the year	555.30	167.78		1,974.23	502.95	1,542.89
Balance as at March 31, 2024	555.30	167.78		1,974.23	502.95	4,579.97
- Profit for the year				46.78		46.78
- Other Additions		(59.39)				(59.39)
Total Comprehensive Income for the year	555.30	108.39		2,021.01	713.13	4,568.72
Balance as at March 31, 2025	555.30	108.39		2,021.01	713.13	4,568.72

Summary of material accounting policies and other notes on standalone Financial Statements
The accompanying Notes form an integral part of the Financial Statements
As per our report on even date

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



Manish Kankani
CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai

For and on behalf of Board of Directors of Laxmi Cotspin Limited
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
Sanjay Rathi
(Managing Director)
DIN 00182739

Ramesh Mundada
Ramesh Mundada
(Director)
DIN 00153255

Anupama Gindodia
Anupama Gindodia
(Sonali Katiwa)
(CFO)
M No. A69381



Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

3. Property, plant and equipment

Particular	Land	Building	Electrical Installation	Plant & Machinery	Miscellaneous Fixed Asset	Furniture & Fixtures	Computers Systems	Office Equipment	Vehicle & Others	Total
As at April 1, 2023	33.43	1,610.84	401.21	6,185.40	343.80	60.84	24.69	11.93	130.76	8,782.90
Additions	1,386.17	-	-	8.37	6.30	-	-	-	6.48	1,407.33
Disposals	-	-	-	29.17	-	-	-	-	-	29.17
As at March 31, 2024	1,419.60	1,610.84	401.21	6,144.60	350.10	60.84	24.69	11.93	137.25	10,161.06
Additions	-	163.59	-	26.87	0.25	-	-	-	63.32	254.04
Disposals	217.55	-	-	-	-	-	-	-	19.02	236.57
As at March 31, 2025	1,202.05	1,774.43	401.21	6,171.47	350.35	60.84	24.69	11.93	181.54	10,178.53
DEPRECIATION										
As at April 1, 2023	-	500.16	316.33	5,078.97	326.75	60.17	24.69	11.93	87.37	6,406.39
Change for the year	-	51.03	20.91	225.57	2.88	0.11	-	-	3.05	303.56
Disposals	-	-	-	29.17	-	-	-	-	-	29.17
As at March 31, 2024	-	551.19	337.25	5,275.37	329.64	60.28	24.69	11.93	90.43	6,580.77
Change for the year	-	56.07	20.72	225.34	3.61	0.11	-	-	14.74	320.59
Disposals	-	-	-	-	-	-	-	-	12.05	12.05
As at March 31, 2025	-	607.27	357.97	5,500.71	333.25	60.38	24.69	11.93	93.11	6,985.31
Net Carrying Value	1,419.60	1,059.85	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2023	33.43	1,110.67	84.88	1,086.43	17.05	0.67	0.00	0.00	43.39	2,376.52
As at March 31, 2024	1,419.60	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2025	1,202.05	1,167.16	43.24	670.76	17.11	0.46	0.00	0.00	88.43	3,185.22

Note 3.1: All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company have constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

Note 3.2: The old assets before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Note 3.3: During the year the company has partly sold its land to its wholly owned subsidiary Company - Laxmi Spintex Private Limited.

Note : Capital Work in Progress are under developments includes.

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

Particulars	Account in Capital work in Progress for a period of				Total As on 31.03.25	Total As on 31.03.24
	Less than 1 year	1-2 years	2-3 Years	More than 3 years		
Project in progress	241.69	49.13	109.46	203.47	603.74	362.05
Project in progress	49.13	109.46	6.23	197.23	362.05	312.93

WIP includes asset for the purpose of setting up of surgical cotton division amounting to Rs - 562.71 (Rs. in lacs). Interest for the same will be capitalised upto the date the asset is put to use



SKR

Notes to the Standalone Financial Statements as at 31st March, 2025

Particulars				As at 31st March, 2025 Rs.	(Rs. in Lakhs) As at 31st March, 2024 Rs.			
4 Non Current Financial Assets								
i) Investments in equity Instruments								
Fully paid up equity shares in Subsidiary Companies								
Particulars				Nos. as at 31st March, 2025	Nos. as at 31st March, 2024	Face Value		
Non - Trade Investments								
Laxmi Spintex Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)				1,00,000	1,00,000	10		
Laxmi Surgicals Healthcare Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)				1,00,000	1,00,000	10		
ii) Other Financial Assets								
Long term Bonds						6.00	-	
In Term Deposits Account						252.59	242.25	
Total Financial Assets						278.59	262.25	
Particulars				As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.			
5 Inventories								
(At cost or Net realisable Value whichever is lower)								
a) Raw Materials						3,700.65	4,659.14	
b) Work-in-Process						138.27	107.22	
c) Finished Goods						326.68	193.98	
d) Stores & Spares						393.00	308.98	
Total Inventories						4,558.60	5,269.31	
Particulars				As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.			
6 Trade Receivables								
a) Trade Receivables considered good – Secured and unsecured						332.18	383.47	
a) Total Trade Receivable for the period ended 31st March, 2025								
Particulars		Outstanding for following periods from due date of payments						
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total	
i)	Undisputed trade receivables - considered good	289.79	15.28	8.71	12.32	6.08	332.18	
ii)	Undisputed trade receivables - considered doubtful							
iii)	Disputed trade receivables - considered good							
iv)	Disputed trade receivables - considered doubtful							
b) Total Trade Receivable for the period ended 31st March, 2024								
Particulars		Outstanding for following periods from due date of payments						
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total	
i)	Undisputed trade receivables - considered good	270.83	88.16	4.70	12.05	7.73	383.47	
i)	Undisputed trade receivables - considered doubtful						-	
i)	Disputed trade receivables - considered good						-	
i)	Disputed trade receivables - considered doubtful						-	
							332.18	383.47



ACE

Laxmi Cotspin Limited
Notes to the Financial Statements as at 31st March, 2025

Particulars		(Rs. in Lakhs)	
		As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
7 Cash & Cash Equivalents			
a) Cash on hand			
b) Balances with Scheduled Banks In Current Account		48.14	57.47
c) Balances with Non-Scheduled Banks		13.02	26.56
		-	-
Total Cash & Cash Equivalents		61.16	84.04
Particulars		(Rs. in Lakhs)	
		As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
8 Other Current Asset			
a) Prepaid expenses		8.88	11.31
b) Balance with Government Authorities		5.11	8.79
c) Balance with Government Authorities (Income Tax refund)		115.65	114.66
d) Accrued Interest (TDR)		39.21	35.26
e) Interest Receivable (TUFs)		24.88	28.57
f) Other Receivables(Note 8.1)		625.67	942.64
g) Security Deposit		3.36	3.35
h) Advance to Suppliers and Service Providers		2,000.90	974.31
i) Advances to Staff		-	(1.51)
j) Processing fees		3.68	-
Total Other Current Assets		2,827.34	2,117.38
Note 8.1 : Other receivables includes receivable from IPS subsidy and Capital Subsidy			



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025	As at 31st March, 2024
9 Share Capital		
Authorised		
4,00,00,000 (Previous Year 4,00,00,000) Equity shares of ₹ 10/- each	4,000.00	4,000.00
	4,000.00	4,000.00
Issued, Subscribed and Fully Paid -up		
17,147,670 (Previous Year 17,147,670) Equity shares of ₹ 10/- each fully paid up	1,714.77	1,714.77
Total Share Capital	1,714.77	1,714.77

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particular	31st March, 2025 No. of Shares	31st March, 2024 No. of Shares
Equity Shares outstanding at the beginning of the year	1,71,47,670	1,71,47,670
Add : Change during the year	-	-
Equity Shares outstanding at the close of the year	1,71,47,670	1,71,47,670

(b) Terms/rights attached to equity shares

(i) The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Name of Shareholder	31st March, 2025		31st March, 2024	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
Anand Vyapar Private Limited	33,92,500	19.78%	33,92,500	19.78%
Rameshbhai Chotabhai Patel	21,48,667	12.53%	22,51,563	13.13%
Ashva Multitrade Private Limited	20,65,930	12.05%	20,65,930	12.05%
Dinesh Kantilal Rathi	9,38,857	5.48%	9,38,857	5.48%

Details of shares held by promoters

Name of Shareholder	31st March, 2025		31st March, 2024	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
ANAND VYAPAR PRIVATE LIMITED	33,92,500	19.78%	33,92,500	19.78%
ASHVA MULTI TRADE PRIVATE LIMITED	20,65,930	12.05%	20,65,930	12.05%
RAMESH GOPIKISHAN MUNDADA	48,813	0.28%	48,813	0.28%
AMIT RAMESH MUNDADA	25,266	0.15%	25,266	0.15%
RAMESHBHAI CHHOTABHAI PATEL	22,51,563	13.13%	22,51,563	13.13%
RAJESH PURANMAL BANSAL	7,60,927	4.44%	7,60,927	4.44%
SANJAY KACHRULAL RATHI	4,31,875	2.52%	4,31,875	2.52%
BHAVESH RAMESHBHAI PATEL	3,33,188	1.94%	3,33,188	1.94%
TARABEN RAMESHBHAI PATEL	1,69,500	0.99%	1,69,500	0.99%
VIKAS RAJESH BANSAL	71,250	0.42%	71,250	0.42%
SHIVRATAN SHRIGOPAL MUNDADA	71,197	0.42%	71,197	0.42%
RAHUL RAJESHKUMAR BANSAL	49,063	0.29%	49,063	0.29%
SARLA SHIVRATAN MUNDADA	41,250	0.24%	41,250	0.24%
PRAFULLATA RATHI	23,438	0.14%	23,438	0.14%
JAGDISH KACHRULAL RATHI	18,715	0.11%	18,715	0.11%
SHIVRATAN SHRIGOPAL MUNDADA	2,000	0.01%	2,000	0.01%



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars	As at	As at	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
10 Other Equity			
a) Retained earnings			
As per last financial statements	713.13	502.95	
Closing Balance	713.13	502.95	
b) Securities Premium Reserve			
As per last financial Statements	555.30	555.30	
Add: During the year			
Closing Balance	555.30	555.30	
c) Surplus in Statement of Profit and Loss			
As per last financial statements	1,974.23	1,998.37	
Add: Profit/(loss) for the year	46.78	(24.14)	
Net surplus in the statement of Profit and Loss	2,021.01	1,974.23	
d) Deferred Government Grant			
Opening Balance	167.78	-	
Add: During the year	(59.39)	167.78	
Closing Balance	108.39	167.78	
e) Revaluation Reserve			
Opening Balance	1,379.24	-	
Add: During the year	(210.19)	1,379.24	
Closing Balance	1,169.05	1,379.24	
f) Remeasurement of defined benefit obligation			
Opening Balance	0.48	4.61	
Add: During the year	1.36	(4.13)	
Closing Balance	1.84	0.48	
Total Reserve and Surplus	4,568.72	4,579.97	
Particulars	As at	As at	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
11 Long Term Borrowings			
a) Secured Long Term Borrowings			
i) Term Loans from Banks			
HDFC Bank Limited (ECLGS Loan)			
SVS Co-operative Bank Ltd	51.58	274.12	
SVC Surgical Term Loan	554.00	631.27	
Less: Current maturities of term loans	291.43	-	
	(366.13)	(332.41)	
Term Loans from Banks	530.90	572.98	
ii) Other Loans from Banks			
HDFC Bank			
Axis Bank		78.90	
	48.13	-	
Vehicle Loans from Banks	48.13	78.90	
Secured Long Term Borrowings "a"	579.03	651.88	
Total Long Term Borrowings	579.03	651.88	

Term Loan and Vehicle from the Bank

- i) The company has received working capital Term Loan under Emergency Credit line Guaranteed Scheme (ECLGS) is secured by extension of second ranking charge over existing primary and collateral securities.
- ii) Term Loan is secured by way of first charge of land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.
- iii) SVC Surgical Term Loan is secured by way of first charge of land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.
- iv) Average cost of loans to be given to the extend of 08% to 10%.



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
12 Long term provisions		
Provision for Employee benefits		
Gratuity	49.09	44.06
Total Long Term Provisions	49.09	44.06

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
13 Short Term Borrowings		
a) Secured Short Term Borrowings		
i) Cash Credit from various Bank		
HDFC Bank Cash credit Account	1,932.33	2,002.67
HDFC Bank (PCFC loan - Export)	-	-
Axis bank Cash Credit Account	1,375.79	849.37
ii) Pledge Loan	422.53	1,182.14
b) Current maturities of Long Term Debts (Including Current maturities of Vehicle loans)	366.13	332.41
Secured Short Term Borrowings	4,096.78	4,366.59

13.1 Cash Credit From Banks

Secured by hypothecation by way of first charge over all current assets namely stock of raw materials, semi finished and finished goods, stores and spares not related to plant and machinery and book debts and also personally guaranteed by the corporate, directors. The cash credit is repayable on demand.

13.2 Other Loan from Banks

Pledge Loans are secured by hypothecation by way of First Charge over inventories of raw materials i.e., Cotton Bales.

Particulars							As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
14 Trade Payables								
a) Total Outstanding dues of micro enterprises and small enterprises							577.14	74.87
b) Total Outstanding dues of creditors other than micro enterprises and small enterprises							102.61	291.10
For the period ended 31st March,2025								
Particulars		Outstanding for following periods from due date of payments					Total	
		Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years		
i)	MSME	567.76	9.38	-	-	-	577.14	
ii)	Others	53.75	37.20	-	7.45	4.21	102.61	
iii)	Disputed Dues MSME	-	-	-	-	-	-	
iv)	Disputed Dues Others	-	-	-	-	-	-	
For the period ended 31st March,2024								
Particulars		Outstanding for following periods from due date of payments					Total	
		Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years		
i)	MSME	73.30	1.57	-	-	-	74.87	
ii)	Others	269.04	14.04	6.90	1.12		291.10	
iii)	Disputed Dues MSME	-	-	-	-	-	-	
iv)	Disputed Dues Others	-	-	-	-	-	-	
Total Trade Payables							679.75	365.97



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Laxmi Cotspin Limited
Notes to the Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
15 Other Current Liabilities		
a) Statutory Dues (Note 15.1)		
b) Advance from customer and others	6.53	12.64
c) Other Payables	56.38	122.20
i) Outstanding liabilities for expenses	148.56	132.04
Total Other Current Liabilities	211.47	266.87

Note 15.1 - Statutory dues include Contribution made for Provident Fund, Local Tax, Professional Tax and Leave encashment, ESIC, GST and Tax deducted and collected at source

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
16 Current tax Liabilities (Net)		
a) Other Provisions		
Provision for Employee benefits		
Gratuity	5.33	11.33
Total Short Term Provisions	5.33	11.33



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars	Year Ended	Year Ended	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
17 Revenue From Operations			
Sale of Products			
Sale of Finished Goods	14,995.60	14,367.06	
Finished Goods - Traded		-	
Revenue from Services	45.96	35.15	
	15,041.56	14,402.21	
Particulars Of Sales			
(A) Export Sales			
i) Sale of Goods (Cotton Bales and Yarn)	-	504.88	
(B) Domestic Sales			
i) Sale of Goods	14,995.60	13,862.19	
ii) Sale of Services	45.96	35.15	
Note: Domestic sales includes cotton bales, yarn, seeds, cotton waste, wash oil, oil cake, etc.)			
Operating Revenue	15,041.56	14,402.21	
Total Revenue from operations	15,041.56	14,402.21	
Particulars	Year Ended	Year Ended	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
18 Other Income			
a) Duty Drawback and Incentives	59.39	454.52	
b) Other operating income			
i) Forex Gain & Loss	1.27	1.76	
ii) Interest on FDR and RD	15.75	14.39	
iii) Other Income	252.82	70.60	
Total Other Income	329.23	541.27	
Particulars	Year Ended	Year Ended	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
19 Cost of Material Consumed			
a) Opening Stock of Raw material	4,659.14	3,775.51	
b) Purchases of Raw material	11,757.92	11,768.76	
c) Add: Freight Expenses	39.56	29.87	
d) Less: Closing Stock	(3,700.65)	(4,659.14)	
Total Cost of Material Consumed	12,755.97	10,915.00	
a) Purchases of Raw material - Trading Concern	-	481.45	
	-	481.45	



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars	Year Ended	Year Ended	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
20 Changes in inventories of finished goods, work-in-process and stock-in-trade			
a) Opening Stock			
Finished Goods	193.98	443.50	
Work in Process	107.22	308.97	
	301.20	752.47	
b) Closing Stock			
Finished Goods	326.68	193.98	
Work in Process	138.27	107.22	
	464.95	301.20	
Net (Increase)/Decrease in Stock	(163.75)	451.27	
Particulars	Year Ended	Year Ended	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
21 Employee Benefit Expenses			
a) Salaries and wages	666.56	778.35	
b) Directors remuneration	88.80	72.00	
c) Contribution to provident & other funds	33.94	38.30	
d) Staff Welfare expenses	30.33	32.81	
Total Employee Benefit Expenses	819.63	921.46	



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Laxmi Cotspin Limited
Notes to the Standalone Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
22 Finance Cost			
a) Bank Charges		24.53	23.17
		24.53	23.17
b) Interest Expenses			
Interest on Term Loan		69.52	98.14
Interest on Working Capital Loan		307.00	226.93
Interest on Pledge Loan		47.87	59.91
Interest on Trading Yarn & Others		8.84	12.37
Less: Interest from customers		-	(99.33)
		433.23	298.01
Total Finance Cost		457.76	321.18
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
23 Depreciation & Amortization Expenses			
a) Depreciation		320.59	303.56
Total Depreciation & Amortization Expenses		320.59	303.56
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
24 Other Expenses			
a) Consumption of Stores and Spares and Packing Material		268.35	126.03
b) Consumption of Power and Fuel		1,088.19	1,005.48
c) Repair & Maintenance		21.11	24.26
d) Insurance		20.04	22.33
e) Office Expenses		34.11	23.46
f) Audit Fees (Note 24.1)		5.00	5.00
g) Legal, Professional and Subscription Charges		103.77	50.23
h) Rent, Rates & Taxes (Refer Note 25.1)		12.77	20.88
i) Communication Expenses		2.19	2.42
j) Travelling & Conveyance Expenses		3.04	3.51
k) Clearing and forwarding expenses		63.80	126.30
l) Selling Expenses		51.66	83.68
m) CSR Expense		-	1.62
n) MSME Interest		0.22	0.11
o) Provision for ECL		(5.09)	0.49
p) Listing fees		3.00	3.00
Total of other expenses		1,672.16	1,498.79
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
24.1 Payment to auditors as:			
a) Statutory audit fees		5.00	5.00
Total		5.00	5.00



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Laxmi Cotspin Limited
Sub Note - 13.2 - Long Term Provisions -Gratuity

The Company has a defined benefit gratuity plan. Gratuity is computed as 15 days salary (basic + DA(if applicable)), for every completed year of service and is payable on retirement/termination/resignation. The benefit vests on the employees after completion of 5 years of service. The Company makes provision of gratuity liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the profit and loss account and the unfunded status and amounts recognized in the balance sheet for the Gratuity.

Tables showing changes in present value of obligations (Gratuity) :

(Rs. in Lakhs)

Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Present Value of Obligation as at the beginning of the year 1st April	55.39	52.63
Acquisition adjustment		
Interest Cost		
Past Service Cost		
Current Service Cost	9.38	9.34
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Benefits paid	(8.99)	(10.71)
Actuarial (gain)/loss on obligations	(1.36)	4.13
Present Value of Obligation as at the end of the Year 31st March	54.42	55.39

The principal assumptions used in determining gratuity obligations for the company's plans are below (gratuity):

Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Assumptions		
Discount Rate	6.70%	7.20%
Rate of increase in Compensation levels	7.00%	7.00%
Expected Average remaining working	7.45%*	7.60%*

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.

The estimates of

Expenses recognized in the statement of profit & loss (gratuity) :

Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Current Service Cost	9.38	9.34
Past Service Cost		
Interest Cost		
Expected Return on Plan Assets	-	-
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Net actuarial (gain)/ loss recognized in the year	(1.36)	4.13
Expenses	8.02	13.47

Expences recognized in the Balance sheet (gratuity)

Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Present Value of Obligation as at the end of the year 31st March	54.42	55.39
Fair Value of Plan Assets as at the end of the year 31st March		
Surplus / (deficit)	(54.42)	(55.39)
Current Liability	5.53	11.33
Non - Current Liability	48.89	44.06
Unrecognized Actuarial (gains) / losses		
Net Asset / (Liability) Recognized in Balance Sheet	(54.42)	(55.39)

Amount for the current period (gratuity)

Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Present Value of Obligation	54.42	59.35
Plan Assets		
Surplus (Deficit)	(54.42)	(59.35)
Experience adjustments on plan liabilities (loss)/gain	(1.36)	4.13
Experience adjustments on plan assets (loss)/gain		



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Laxmi Cotspin Limited

25. Calculation of Standalone DTL/DTA for the Year Ended 31st March, 2025

On Account of Depreciation				(Rs. in Lakhs)			
Deferred Tax Liabilities/(Assets)			25%	0%	4%	Total	DTA/DTL
	Book WDV	IT WDV					
	3,189.22	2,780.86					
Less:- Land	1,202.05	1,202.05					
	1,987.17	1,578.81	408.35	-	4.11	106.89	DTL
Deferred Tax Assets/(Liabilities)							
Carried Forward Loss	560.68		141.11	-	5.64	146.76	DTA
Provision of Gratuity	54.42		13.70	-	0.55	14.24	DTA
						161.00	DTA
						(54.11)	
						(42.65)	
						(11.47)	



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Laxmi Cotspin Limited

Notes to the Standalone financial statement as at and for the year ended 31st March, 2025

1) Overview:

- i) Laxmi Cotspin Limited (hereinafter referred as an "LCL") was originally incorporated under the Companies Act, 1956, as private limited company. In the year 2010, the management decided to go for expansion and the company was converted into a public Limited company and consequently the name of the company was changed to Laxmi Cotspin Limited pursuant to fresh certificate of incorporation issued by Registrar of Companies Mumbai, Maharashtra. LCL has spinning unit of 16,800 spindles and 48 DR Ginning & Pressing unit at Samangaon, Dist. Jalna (Maharashtra).

2) Basis for Preparation:

a) Statement of Compliance:

The financial statements comply in all material aspects with Indian Accounting Standards notified under Section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principles generally accepted in India (referred "Ind AS").

b) Functional and presentation currency:

These standalone financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency.

c) Historical cost convention

These financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

d) Current and Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current assets.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are non-current liabilities.



Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The Ind AS are prescribed under section 133 of the act read with rule 3 of companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The operating cycle of an entity is the time between the acquisition of assets for processing and their realization in the form of cash or cash equivalents. The Company has determined that its operating cycle is 12 months.

e) Foreign currency translation

Functional and presentation currency

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

Transactions and balances

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

f) Use of Estimates:

The preparation of financial statements in conformity with Indian Accounting Standards requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and commitments at the end of the reporting period and results of operations during the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized.

g) Useful lives of Property , Plant and Equipment:

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.



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h) Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the standalone financial statements. Contingent assets are neither recognised nor disclosed in the standalone financial statements

Note 2.1 Summary of Material Accounting Policies:

i) Valuation of Inventories:

- a) Raw materials and stores and spares are valued at lower of cost, computed on net realizable value. Cost includes the purchase price as well as incidental expenses. Cotton Waste is valued at estimated realizable value. However, in case of raw materials, stores and spares held for use in the production of finished goods are not written down below cost if the finished products are expected to be sold at or above cost.
- b) Work-in-process is valued at lower of estimated cost or net realizable value and finished goods are valued at lower of weighted average cost or net realizable value. Cost for this purpose includes direct cost and appropriate administrative and other overheads.
- c) Finished goods are valued at the lower of cost or net realizable value. Cost included cost of materials, conversion cost and related overheads paid or payable on such goods.
- d) The Company has borrowings from banks and financial institutions based on security of current assets. During the year company have submitted quarterly statement with banks are in agreement with the books of accounts subject to non-materialized discrepancies.

ii) Cash and Cash Equivalents (For purpose of Cash Flow Statement):

- a) Cash flow statement has been prepared under indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statement.
- b) The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

iii) Revenue Recognition:

- a) Sales are exclusive of indirect taxes and net off trade discount, returns and rate difference. Other income is accounted on accrual basis whereas dividend is accounted as and when right to receive arises.
- b) Interest Income is recognized on time proportion basis.



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- c) Commodities hedging and F/O transaction gain or loss are recorded on the date of their settlement in respect of the settled contracts and the gain or loss determined on day to day basis.
- d) Duty drawback income against export sale is recorded on receipt basis
- e) Other income is accounted on accrual basis

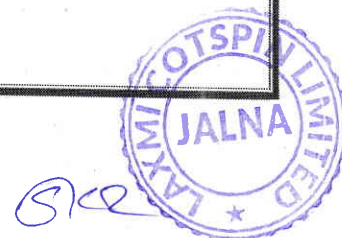
iv) Property, Plant & Equipment and Depreciation:

- a) Fixed assets have stated at cost of acquisition or construction less accumulated depreciation/amortization. Cost represents all cost relating to the acquisition and installation, net-off tax, which is refundable or set-off, allowed. Cost also includes finance cost. Other expenses incurred in connection to the commencement of commercial production have treated as part of the assets and capitalized.
- b) Depreciation on fixed assets is provided under straight-line method based on the estimated useful life of the Assets specified in schedule II to the Companies Act, 2013 and depreciation on the assets acquired during the year is provided on pro-rata basis from/to the date of addition/deduction.
- c) The management has estimated the useful lives and residual values of all assets and adopted useful lives based on management's technical assessment of their respective economic useful lives.
- d) The old asset before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Asset Class	Estimated Useful Life*
Factory Building	30 Years
Building (Other than factory Building) Other than RCC frame structure	30 Years
Plant and Machinery (Continuous process plant for which no special rate has been prescribed)	10 Years
Computer and Data Processing Units	3 Years
Electrical Installations	10 Years
Vehicles - Motor buses, Motor lorries, Motor cars and Motor taxies other than those used in a business of running on them hire	8 Years
Furniture and fittings	10 Years
Office equipment's and Misc. Fixed Assets	8 Years

* Note: The above useful life is as per management estimate.

- e)- Capital work in progress: It is stated at cost incurred for acquisition and construction of Plant & Machineries, Electrical Installation, misc. Assets and Factory building. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.
- f) Pre-operative Expenses: It is stated at cost incurred for acquisition of fixed assets including borrowing Cost and administrative expenses.
- g) Leasehold land is accounted at cost including incidental expenses , if any.



- h) **Land:** IND AS 101 allows entity to elect to measure Property, Plant and Equipment on the transition date at its fair value or previous GAAP carrying value (book value) as deemed cost. The company has elected to measure land at fair market value.

v) Foreign Currency Transactions:

Foreign currency transactions are recorded at the rate of exchange prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated at the year-end exchange rates and resultant gains / losses are recognized in the statement of profit & loss for the year, except to the extent that they relate to new projects till the date of capitalization which are carried to capital work-in progress and those relating to fixed assets which are adjusted to the carrying cost of the respective assets.

vi) Derivative Instrument and Hedge Accounting:

The company uses Commodity Forward Contract with Commodity Exchanges to hedge its risks on account of price fluctuation in commodity dealt. The company designates these Hedging Instruments as "Instruments Available for Sale" applying the recognition and measurement principles set out in the Indian Accounting Standard 109 "Financials Instruments: Recognition and Measurement".

The use of hedging instrument is governed by the principals set by Companies Board of Directors, and such principals are consistent with the Company's Risk management strategy. Hedging instruments are initially measured at fair value and are premeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of "Instruments Available for Sale" and are recognized.

vii) Government Grants, Subsidy and Incentives:

- a) Interest subsidy received or receivable on Term Loan taken under Technology up Gradation Fund Scheme (TUGS) Subsidy are reduced from the term loan interest being a revenue nature. TUGS subsidy on Interest pertaining to pre-operative period is attributable to the cost of acquisition/installation of fixed assets till the commencement of commercial production is capitalized.
- b) Capital subsidy received or receivable on Term loan taken under Technology up Gradation Fund Scheme (TUGS) Subsidy is treated as income and apportioned to revenue over the period of life of asset i.e. 10 years.
- c) Export duty drawback is accounted on the accrual basis.

viii) Employee Benefits:

Expenses & liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (IND AS)-19 - 'Employee Benefits'.

a) Short term employees' benefits:

Company has recognized all such benefits like salary, wages on accrual basis i.e. in the period in which the employees renders related services and at actual cost i.e. undiscounted basis.



b) Post-employment benefits: Defined Contribution Plan:

State governed provident fund, insurance and labour welfare schemes are defined contribution plan of company. The company recognizes all such benefits on accrual basis i.e. charge to revenue in the period in which the employee's renders related services and at amount of actual fixed contribution.

c) Retirement Benefits:

Retirement benefits in the form of Provident Fund which are defined contribution plans are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

d) Gratuity:

Gratuity liabilities is defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

Bifurcation of Employee benefit obligation is given below:

Employee Benefit obligation	(Rs in lakhs)	
	31 st March, 2025	31 st March, 2024
Current Liability	5.33	11.33
Non-current Liability	49.09	44.06
Total	54.42	55.39

Sensitivity Analysis:

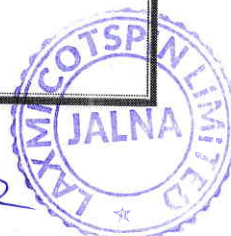
Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

**A) Impact of change in discount rate when base assumption is
Decreased/increased by 100 basis point**

Discount rate	(Rs in lakhs)	
	31 st March, 2025	
	Present value of obligation	
5.70%	58.27	
7.70%	50.98	

**B) Impact of change in salary increase rate when base assumption is
Decreased/increased by 100 basis point**

Salary increment rate	(Rs in lakhs)	
	31 st March, 2025	
	Present value of obligation	
6.00%	51.44	
8.00%	57.68	



**C] Impact of change in withdrawal rate when base assumption is
Decreased/increased by 100 basis point**

(Rs in lakhs)

Withdrawal rate	31 st March, 2025 Present value of obligation
9.00%	54.48
11.00%	54.36

e) Leave Encashment:

It is provided as and when due. During the year, the company has made the appropriate provision as required by the statute.

ix) Borrowing Cost:

In Accordance with IND AS 23 'Borrowing Cost', borrowing costs net of Technology up Gradation Finance Scheme (TUFs) related to a qualifying asset is worked out on the basis of actual utilization of funds out of project specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs net of TUFs incurred during the period are charged to statement of profit and loss.

x) Segment Accounting:

The company is engaged mainly in Cotton products consisting of various types of cotton yarn, Cotton bales, and Cotton seeds, cotton oil and oil cakes. The company operates in one geographical segment viz. India, therefore no geographical segments is reported in accordance with IND AS 108 - 'Segment Reporting'.

xi) Taxes on Income:

- a) Taxes on income are accounted for in accordance within Indian Accounting Standard 12 on "Income Taxes". Tax Expenses comprise of Current Tax and Deferred Tax.
- b) Current Tax expense comprises taxes on income from operations in India. The Income Tax is determined at amount expected to pay for recoverable from the authorities in accordance with the provisions of the Income Tax Act, 1961.
- c) Deferred Tax Expense and Benefit is recognized on timing difference being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets and Liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date.
- d) The company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.



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xii) Earnings Per Share:

Basic Earnings per share is computed by dividing the Profit/ (Loss) after tax (Including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year. Basic and Diluted EPS are same because the company has not issued any of the shares having a dilutive effect on the original shareholders. Refer Notes on accounts 2.2 (VI) to the financial statements.

Note 2.2 Notes on Accounts

i) Contingent Liability:

a) Guarantees by banks on behalf of the company:

- The company has given Bank Guarantee in favor of MSEB against the electricity consumption is Rs. 235.74 Lacs.
- The company has given Bank Guarantee in favor of Director of Agriculture Produce Marketing Committee State Pune Rs. 3 Lacs.
- The company has given Bank Guarantee in favour of Dy. Commissioner of Customs against Imported Spare Clearance of Rs. 5.04 Lacs.
- The company has given Bank guarantee in favour of DGFT for export obligation is Rs. 9.66 Lacs.

b) Claims against the company not acknowledged as debt:

- In respect of Income Tax appeals filed:

The Income Tax Department have raised a demand of Rs. 89.20 lacs out of which Rs 67.09 lacs pertains to AY 2022-23 and Rs 22.11 pertains to AY 2020-21 against which the company has filed appeals for respective assessment years i.e. AY 2020-21 and AY 2022-23.

- In respect of TDS returns filed:

There is an outstanding demand of 1.13 lacs reflected on the traces website.

- In respect of Goods and Service Tax dues

There is an outstanding demand by the Goods and Services Tax (GST) authorities amounting to ₹6.73 lakhs. This demand pertains to multiple financial years, with ₹4.33 lakhs relating to the financial year 2017-18, ₹2.40 lakhs pertaining to the financial year 2021-22.

ii) Sundry creditors, Sundry debtors and advance are subject to confirmation. Further in the opinion of the management the current assets, loans and advances have the value for realization in the ordinary course of business at least equal to the amount at which it's stated in the accounts.

iii) The company is in the process of compiling the information about the status of their suppliers or creditors those falls under small-scale industrial undertaking as defined The Micro Small and Medium Enterprises Developments Act 2006 (MSMED Act).



iv) Payments to auditors:

(Rs in lakhs)

	31 st March, 2025	31 st March, 2024
Statutory Audit Fees	5.00	5.00
Tax Audit	0.40	0.40
Total	5.40	5.40

v) The Standalone Deferred tax liability/ Asset comprises of following:

(Rs in lakhs)

Particulars	31 st March, 2025	31 st March, 2024
Deferred Tax Liability/(Asset)		
On account of Timing Difference (Depreciation)	106.89	126.67
Total (a)	106.89	126.67
Deferred Tax Assets		
On Account of Disallowances	(14.24)	(14.40)
On Account of carried forward losses	(146.76)	(154.92)
Total (b)	(161.00)	(169.32)
Net Deferred Tax Liability/(Asset)	(54.11)	(42.65)
Less: - Provision up to previous year	(42.65)	(36.39)
Provision of Deferred Tax (Liability) /Assets (Net) for the year	(11.47)	(6.26)

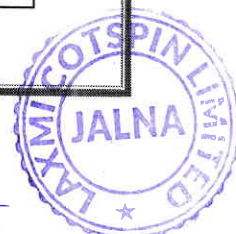
vi) The Standalone Earnings per share is worked out as under:

(Rs in lakhs)

Earnings per Share	31 st March, 2025	31 st March, 2024
Profit After Tax (Balance available for Equity Shareholders)	48.14	(28.27)
No. of shares outstanding	171.48	171.48
Weighted Average number of equity shares used as denominator for calculating of EPS (No)	171.48	171.48
Basic and Diluted Earnings Per Share of face value of Rs 10 each (₹)	0.27	(0.14)

vii) As per IND AS 24, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with related parties as defined in the accounting standard are given below:

Sr. No.	Name of the related Party	Relation/Key Personnel
1	Mr. Sanjay Rathi	Key Managerial Person (Director of Laxmi



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		Cotspin)
2	Mr. Ramesh Mundada	Key Managerial Person (Director of Laxmi Cotspin)
3	Sanjay Rathi (HUF)	Director is Karta
4	Mr. Anupkumar Gindodiya	Chief Financial Officer
5	Mr. Soni Karwa	Company Secretary
6	Vitthal Polypack Private Limited	Common Director
7	Rathi Steel And Metal Pvt. Ltd.	
8	Laxmi Spintex Private Limited	Subsidiary Company
9	Laxmi Surgical Healthcare Private Limited	Subsidiary Company
10	Vedamata Multiservices & Trading Pvt. Ltd.	Common Director

a) Disclosure in respect of material transactions with related parties during the year:

(Rs in lakhs)

Nature of Transaction	Services Received	Material Purchases	Advance for investment	Land sale	Loan
Sanjay Rathi (MD)	72.00				
Anupkumar Gindodiya (CFO)	11.00				
Soni Karwa (CS)	3.84				
Vitthal Polypack Pvt Ltd		46.39	60.00		
Rathi Steel And Metal PVT LTD		6.23			
Vedamata Multiservices & Trading PVT LTD		402.27			129.51
Laxmi Spintex Private Limited				744.50	
Mr. Ramesh Mundada	16.80				

viii) Previous Year Figures regrouped/rearranged/reclassified where ever necessary to confirm to current year grouping & classifications.

ix) There were no transaction during the year with any struck off Company.

x) Fair Value Measurements

i. Category wise classification of Financial Instruments

(Rs. in Lakhs)

Particulars	Carrying Amount	
	As at March 31, 2025	As at March 31, 2024
Financial Assets		
Amortised cost		
Other Non-Current Financial Assets	278.59	262.25



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Current		
Trade receivables	332.18	383.47
Cash in hand	48.14	57.47
Bank Balances Other than above	13.02	26.56
Loans	-	-
Total	671.93	729.75

Particulars	Carrying Amount	
	As at March 31, 2025	As at March 31, 2024
Financial Liabilities		
Amortised cost		
Non-Current		
Borrowing	579.03	651.88
Current		
Borrowing	4096.77	4366.59
Trade Payables	679.75	365.97
Other Financial liabilities	-	-
Total	5355.55	5384.44

The management assessed that the fair value of cash and cash equivalent, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices.

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

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:



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- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date
- the fair value of foreign currency option contracts is determined using discounted cash flow analysis
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

iv. Valuation processes

The accounts and finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, AC and the valuation team regularly in line with the company's reporting requirements.

v. Key Financial Ratio

Particulars of Ratio	Formulas	FY 2024-25	FY 2023-24	% change	Reason
Current Ratio (times)	Current Assets/Current Liabilities	1.56	1.57	-0.5%	-
Debt Equity ratio (times)	Total Borrowings/Total Equity	0.74	0.80	-7%	-
Debt Service Coverage Ratio (times)	Operating Income/(Interest+Principal Repayment)	1.03	0.73	41%	Net income turned slightly positive, due to better cost control or revenue growth.
Return on equity ratio	Profit for the year/ Avg Total Equity	0.74%	-0.44%	268%	Net income turned slightly positive, due to better cost control or revenue growth.
Trade Receivable Turnover ratio (times)	Revenue from operations/ Avg Trade Receivable	42.04	28.60	47%	Improved credit policies, better receivables management, or stronger cash sales.
Trade Payable Turnover ratio (times)	Credit Purchases/ Avg Trade Payables	22.49	26.79	-16%	-
Inventory Turnover ratio (times)	COGS/ Avg Inventory	2.60	2.29	14%	-
Net Capital turnover ratio (times)	Sales/ Avg Working Capital	5.40	5.07	7%	
Net profit ratio	Net Profit for the year/Total Revenue	0.31%	-0.17%	282%	Due to revenue increase, improved operational efficiency.



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Return on capital Employed	EBIT/ Capital Employed	7.1%	4.6%	54%	- Net income turned slightly positive, due to better cost control or revenue growth.
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xi) Risk Management Framework

1. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including loans and borrowings, foreign currency receivables and payables.

The Company manages market risk through treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures and borrowing strategies.

2. Interest Rate Risk

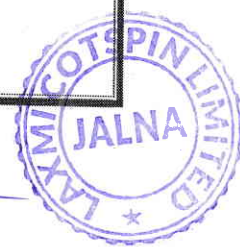
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk as at the respective reporting dates.

3. Foreign Currency Risk

The Company's exposure to exchange fluctuation risk is very limited for its purchase from overseas suppliers in various foreign currencies. Foreign Currency Risk is risk that fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchanges rates. The Company entered into forward exchanges contract average maturity of 90-180 days to hedge against its foreign currency exposures relating to underlying liabilities firm commitments. The Company has not entered into any Derivatives instruments for trading and speculative purposes. There is no foreign currency exposure during the year - (P.Y. NIL).

4. Credit Risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ` 332.18 lakhs and ` 383.47 lakhs as of March 31, 2025 and March 31, 2024 respectively. Trade receivables are typically unsecured and are derived from revenue earned from



customers. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience for customers.

5. Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

6. Maturities of Financial Liabilities

The table below analyse the Company's financial liabilities into relevant maturity grouping based on their contractual maturities. The amounts disclosed in the tables are contractual undiscounted cash flow.

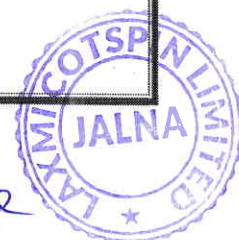
(Rs. in Lakhs)

Particulars	Not Due	Less than 1 Year	Between 1 to 5 Year	Over 5 Years	Total
As at 31st March 2025					
Borrowings		4096.77	579.03	-	4,675.80
Trade Payables	621.51	46.58	11.66	-	679.75
Other Financial Liabilities		-	-	-	-
As at 31st March 2024					
Borrowings	-	4366.59	651.88		5018.47
Trade Payables	331.00	11.38	23.59	-	365.97
Other Financial Liabilities		-	-	-	-

7. Capital Management

The Company manages its capital to ensure that Company will be able to continue as going concern while maximizing the return to shareholders by striking a balance between debt and equity. The capital structure of the Company consists of net debts (offset by cash and bank balances) and equity of the Company (Comprising issued capital, reserves, retained earnings). The Company is not subject to any externally imposed capital requirements except financial covenants agreed with lenders.

In order to optimize capital allocation, the review of capital employed is done considering the amount of capital required to fund capacity expansion, increased working capital commensurate with increase in size of business and also fund investments in new ventures which will drive future growth. The Chief Financial



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Officer ("CFO") reviews the capital structure of the Company on a regular basis. As part of this review, the CFO considers the cost of capital and the risks associated with each class of capital."

(Rs. In lakhs)

Particulars	March 31, 2025	March 31, 2024
Total Borrowings	4675.8	5018.47
Less : Cash and cash equivalents	61.16	84.04
Adjusted Net Debt	4614.64	4934.43
Total Equity	6283.49	6294.74
Adjusted Equity	6283.49	6294.74
Adjusted net debt to adjusted equity ratio	0.73	0.78

3) Additional Regulatory Information

a. Details of benami property held:

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b. Willful Defaulter:

The Company has not been declared as willful defaulter by any bank or financial institution or government or any government authority.

c. Relationship with struck off companies:

During the year, company has made not made any transaction with struck off companies under section 248 of the Companies act 2013 or section 560 of the Companies act 1956.

d. Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

e. Compliance with approved scheme(s) of arrangements:

The Company has not entered into any scheme of arrangement which has an accounting impact for the years ended March 31, 2025 and March 31, 2024.

f. Utilization of borrowed funds and share premium:

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- 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 to or on behalf of ultimate beneficiaries.



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The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - ii. provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- g. Undisclosed income:
There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- h. Details of crypto currency or virtual currency :
The Company has not traded or invested in crypto currency or virtual currency during the years ended March 31, 2025.
- i. Valuation of PP&E, intangible asset and investment property :
The Company has revalued its property, plant and equipment during the year March 31, 2025 at market valuation.
- j. Registration of charges or satisfaction with Registrar of Companies :
There are no charges or satisfactions which are yet to be registered with the Registrar of Companies beyond the statutory period.
- k. Utilisation of borrowings availed from banks:
During the year, the company has availed borrowing facility from existing banks. (ref note 12 and 14 of the Notes accompanying Financial Statements as at 31st March 2025).
- l. Title deeds of immovable properties not held in name of the company
All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company has constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

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m. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') has been determined to the extent such parties have been identified on the basis of information available with the company. The amount of principal and Interest outstanding during the year is given below:

(Rs in lakhs)

Particulars	Amount Rs.
'Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	577.14
'Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.22
'Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest due and payable towards suppliers registered under MSMED Act, for payments already made	0.22

n. Utilisation of borrowings availed from banks

The borrowings obtained by the Company from banks have been applied for the purposes for which such loans were was taken.

o. Critical estimates and judgements:

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. The areas involving critical estimates or judgements are:

'The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on



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the Company's past history and existing market conditions as well as forward-looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 29.

p. Audit Trail (Edit Log) in Accounting Software

The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility. The audit trail captures each and every change made in the accounting entries along with the date of such change and ensures that the audit trail cannot be disabled.

In terms of our report of even
date

For D M K H & Co.

Chartered Accountants

FRN 116886W



CA Manish Kankani

(Partner)

M. No. 158020



For & on behalf of the
Board of Directors



Sanjay Rathi

(Managing Director)

DIN 00182739



Ramesh Mundada

(Director)

DIN 00153255



Anup Kumar Gindodiya

(CFO)

Date: 21/05/2025

Place: Mumbai



Soni Karwa

(Company

Secretary)

M No. A69381

Date:

Place: Jalna



INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
LAXMI COTSPIN LIMITED

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

We have audited the accompanying Consolidated financial statements of **LAXMI COTSPIN LIMITED** (the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated balance sheet as at 31 March 2025, and the Consolidated statement of profit and loss (including Consolidated other comprehensive income), Consolidated statement of changes in equity and Consolidated statement of cash flows for the year then ended, and notes to the Consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, 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 state of affairs of the Company as at March 31, 2025, its consolidated profit and consolidated total comprehensive income (including consolidated other comprehensive income), the consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated financial 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 the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the 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 Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.



Revenue Recognition	How our audit addressed the key audit matter
<p>The Company recognizes revenue from the sale of goods when control is transferred to the customer, which is typically based on delivery terms agreed upon in the sales contracts. Revenue recognition was considered a key audit matter due to the significance of revenue to the financial statements, the high volume of transactions, and the judgment involved in determining the timing of revenue recognition, particularly near the year-end.</p>	<ul style="list-style-type: none"> • Assessing the Company's revenue recognition policy for compliance with applicable financial reporting standards. • Evaluating the design and implementation of relevant internal controls over revenue recognition. • Testing a sample of sales transactions before and after year-end to verify that revenue was recognized in the correct period based on shipping documents and delivery terms. • Inspecting significant sales contracts to assess the terms related to transfer of control. • Performing analytical procedures and trend analysis on monthly revenue figures. • Evaluating the adequacy of the disclosures in the financial statements regarding revenue recognition.

Information Other than the IND AS Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance Report, Business Responsibility and Sustainability Report and Shareholder's Information, 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 in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed and based on the work done/ audit report of other auditors, 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 the Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding 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 Consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated other comprehensive income, consolidated changes in equity and consolidated cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the respective Company, as aforesaid

In preparing the Consolidated financial statements the respective Board of Directors of the Companies included in the Group are 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 respective Board of Directors of the Companies included in the Group either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether has adequate internal financial controls systems 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 may 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 identify matter that were of such significance in the audit of the Consolidated financial statements for the financial year ended March 31, 2025, that they would be considered key audit matters. Accordingly, such matters have been described in our auditor's report. Furthermore, there were no circumstances where disclosure was precluded by law or regulation, or where adverse consequences were expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of the subsidiary whose financial statements reflect total assets of Rs 754.82 lakhs as at March 31, 2025, total revenues of Nil, total loss of Rs. 0.54 lakhs, the net cash outflows of the subsidiaries could not be determined due to the unavailability of cash flow statements in the financial statement prepared by the management of the subsidiaries for the year ended March 31, 2025, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports 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 these subsidiary, is based solely on the reports of the other auditor.



Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries referred to in the Other Matters section above we report, to the extent applicable 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 of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) As per the information and explanations given to us and as per our records, the Company does not have any branch office audited under sub-section (8) of Section 143 by a person other than the Company's auditor. Accordingly, reporting under clause (c) of sub-section (3) of Section 143 of the Companies Act, 2013 is not applicable.
 - (d) The Consolidated balance sheet, 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 dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (e) In our opinion, the aforesaid Consolidated financial statements comply with the IND AS as specified under Section 133 of the Act, read with Companies Indian Accounting Standard Rules, 2015 as amended.
 - (f) There are no observations or comments on financial transactions or matters which have any adverse effect on the functioning of the company.
 - (g) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors of Group companies is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (h) There is no qualification, reservation or adverse remark relating to maintenance of accounts and other matters connected therewith no need to include this.
 - (i) 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
 - (j) With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding company to its directors during the year has not exceeded the limits prescribed under Section 197 of the Companies Act, 2013 read with Schedule V. Further, we report that 2 subsidiaries incorporated in India whose financial statements have been audited under the Act have not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable in respect of such subsidiaries.



- (k) 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 has disclosed the impact of pending litigations on its financial position in its Consolidated financial statements as at 31st March 2025 in Note no. 2.2(i) to the Consolidated financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. The dividend has not been declared or paid during the year by the Holding Company and hence are in compliance with Section 123 of the Act. The subsidiary company incorporated in India have neither declared nor paid any dividend during the year.
 - iv. There has been no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - v. (a) The respective managements of the Holding Company, its subsidiaries, incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries, to best of their 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 Holding Company or any of such subsidiaries, 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 Holding Company or any of such subsidiaries ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective managements of the Holding Company, its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries to best of their knowledge and belief, that no funds have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e) as provided under clause (a) and (b) contain any material misstatement.
 - vi. Based on our examination of the books of account and other relevant records of the Company, and according to the information and explanations given to us, we report that the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that have operated through out the year in Holding Company, and not maintained in subsidiary throughout the year.

Further, in accordance with the requirements of the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, applicable with effect from April 1, 2023, the audit trail feature has been operated throughout the financial year ended March 31, 2025, for all transactions recorded in the software, and the audit trail has not been tampered with. The audit trail has been preserved by the Company as per the statutory requirements for record retention.



2. With respect to the matters specified in the Paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ('CARO') issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's Report, and according to the information and explanations given to us, and based on the CARO reports issued by the auditors of the respective companies included in the consolidated financial statements of the Holding Company, to which reporting under CARO is applicable, as provided to us by the Management of the Holding Company and based on the identification of matters of qualifications or adverse remarks in their CARO reports by the respective component auditors and provided to us, we report that the auditors of such companies have not reported any qualifications or adverse remarks in their CARO report.

For D M K H & Co.

Chartered Accountants

Firm's Registration No. : 116886W



CA Manish Kankani

Partner

Membership No.: 158020

UDIN: 25158020BMIZKC2903

Place: Mumbai

Date: May 21, 2025



ANNEXURE “A” TO INDEPENDENT AUDITORS’ REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS OF LAXMI COTSPIN LIMITED

(Referred to in Paragraph 1 (i) under the heading of “Report on other Legal and Regulatory Requirements” of our report to the members of LAXMI COTSPIN LIMITED of even date)

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

Opinion

We have audited the internal financial controls with reference to Consolidated financial statements of **LAXMI COTSPIN LIMITED** (“the Holding Company”) as of 31 March 2025 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements 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 (the “Guidance Note”).

Management’s and Board of Directors’ Responsibilities for Internal Financial Controls

The respective Company’s Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to Consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to Consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to Consolidated financial statements 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 with reference to Consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated financial statements included obtaining an understanding of internal financial controls with reference to Consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the Consolidated 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 with reference to Consolidated financial statements.



Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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 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 unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls with reference to Consolidated financial statements

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.

For D M K H & Co.

Chartered Accountants

Firm's Registration No. : 116886W



CA Manish Kankani

Partner

Membership No.: 158020

UDIN: 25158020BMIZKC2903

Place: Mumbai

Date: May 21, 2025



Laxmi Cotspin Limited
Consolidated Balance Sheet as at 31st March, 2025

Particular	Notes	(Rs. in Lakhs)	
		As at March 31, 2025	As at March 31, 2024
A. ASSETS			
NON CURRENT ASSETS			
(a) Property, Plant and Equipment	3	3,933.47	3,480.29
(b) Capital Work-in-Progress	3	603.74	362.05
(c) Financial Assets			
i. Investments	4	-	-
ii. Other Financial Assets	4	258.59	242.25
(d) Deferred Tax Assets (net)	25	55.13	43.47
TOTAL NON CURRENT ASSETS		4,850.93	4,128.06
CURRENT ASSETS			
(a) Inventories	5	4,558.60	5,269.31
(b) Financial assets			
i. Trade Receivables	6	332.18	383.47
ii. Cash and Cash Equivalents	7	70.09	100.20
(c) Other Current Assets	8	2,123.36	2,118.00
TOTAL CURRENT ASSETS		7,084.23	7,870.99
TOTAL ASSETS		11,935.16	11,999.05
B. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	9	1,714.77	1,714.77
(b) Other Equity	10	4,564.34	4,576.13
TOTAL EQUITY		6,279.11	6,290.90
LIABILITIES			
NON CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	11	579.03	651.88
(b) Provisions	12	49.09	44.06
(c) Deferred Tax Liabilities (Net)			
TOTAL NON CURRENT LIABILITIES		628.12	695.94
CURRENT LIABILITIES			
(a) Financial Liabilities			
i. Borrowings	13	4,096.77	4,366.59
ii. Trade payables			
- MSME payables	14	577.14	74.87
- Other than MSME payables	14	102.61	291.10
(b) Provisions	16	5.33	11.33
(c) Current Tax Liabilities (Net)			
(d) Other Current Liabilities	15	246.08	268.32
TOTAL CURRENT LIABILITIES		5,027.93	5,012.20
TOTAL EQUITY & LIABILITIES		11,935.16	11,999.05

Summary of material accounting policies and other notes on

Consolidated Financial Statements

The accompanying Notes form an integral part of the Financial Statements

As per our report on even date

DMKH & Co.
Chartered Accountants
FRN : 116886W

Manish Kankani

CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai



For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi

Sanjay Rathi
(Managing Director)
DIN 00182739

Ramesh Mundada

Ramesh Mundada
(Director)
DIN 00153255



Anupkumar Gindodiya
(CFO)

Soni Karwa
(Company Secretary)
M No. A69381

Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited
Statement of Consolidated Profit and Loss for the year ended 31st March, 2025
(Rs. in Lakhs)

Particular	Notes	Year Ended March 31, 2025	Year Ended March 31, 2024
I. Revenue From Operations	17	15,041.56	14,402.21
II. Other Income	18	329.23	541.27
III. Total Income (I+II)		15,370.79	14,943.49
IV. Expenses			
Cost of Materials Consumed	19	12,755.97	11,396.46
Changes in Inventories of Work-In-Progress and Finished goods	20	(163.75)	451.27
Employee Benefit Expense	21	819.63	921.46
Finance Costs	22	457.76	321.18
Depreciation and Amortisation Expense	23	320.59	303.56
Other Expenses	24	1,672.89	1,501.96
Total Expenses (IV)		15,863.09	14,895.88
V. Profit Before Extra-Ordinary Item (III - IV)		(492.30)	47.61
VI. Extra-Ordinary Item			
Profit/(Loss) on sale of Assets		526.73	3.50
Litigation settlements paid		-	(85.00)
VII. Profit Before Tax (V + VI)		34.43	(33.89)
VIII. Income tax expense			
Current Tax			
Short /Excess Provision of Tax		(0.15)	(0.33)
Deferred Tax	25	(11.66)	(6.69)
Total Tax Expense (VIII)		(11.81)	(7.02)
IX. Profit for the Year (VII - VIII)		46.24	(26.87)
X. Other comprehensive income			
Items that may be reclassified to profit or loss			
Share of other comprehensive income of associates and joint ventures accounted for using the equity method			
Exchange differences on translation of foreign operations			
Remeasurement of defined benefit obligation			
Others (Specify)	13.2	1.36	(4.13)
Income tax relating to these items			
Total Other Comprehensive Income for the Year, Net of Tax (X)		1.36	(4.13)
XI. Total Comprehensive Income for the Year (IX + X)		47.60	(31.00)
XII. Earnings Per Equity Share for Profit Attributable to Owners			
Basic		0.27	(0.16)
Diluted		0.27	(0.16)

Summary of material accounting policies and other notes on Consolidated Financial Statements

The accompanying Notes form an integral part of the Financial Statements

As per our report on even date

DMKH & Co.
FRN : 116886W

CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai

For and on behalf of Board of Directors of
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
(Managing Director)
DIN 00182739

Anup Kumar Gindodiya
(CFO)

Ramesh Mundada
(Director)
DIN 00153255

Soni Karwa
(Company Secretary)
M No. A69381

Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited
Consolidated Cash Flow Statement For the year ended 31st March, 2025

Particulars	(Rs. in Lakhs)	
	Year Ended March 31, 2025	Year Ended March 31, 2024
A. Cash Inflow/ (Outflow) from Operating Activities		
Net Profit After Tax	46.24	(26.87)
Adjustment For		
Depreciation	320.59	303.56
Interest Paid (Net)	457.76	321.18
Deferred Tax	(11.66)	(6.69)
Remeasurement of defined benefit obligation	1.36	(4.13)
Provision for Gratuity and Leave Encashment	5.33	9.34
Profit / Loss on Sale of Asset	(526.73)	(3.50)
Duty Drawback, Interest and Subsidy Received	(329.23)	(541.27)
Provision for ECL	(5.09)	0.49
Earlier Provision Written Back	-	(0.33)
	(87.67)	78.64
Operating Profit before working capital changes	(41.43)	51.77
Adjustment for increase/(Decrease) in operating liabilities/assets		
Inventories	710.71	(567.37)
Trade Receivables	51.29	231.36
Other Current Assets	(70.75)	(403.86)
Short-term loans and advances	-	-
Trade Payables	313.78	(173.91)
Other Current Liabilities	(17.45)	21.58
Income Tax Paid	-	-
Current Tax Liabilities	-	-
Long term provisions	-	-
	987.58	(892.19)
Net Cash Inflow/(Outflow) from Operating Activities (A)	946.15	(840.42)
B. Cash Inflow/(Outflow) From Investing Activities		
Capital Expenditure (Purchase/ Capitalization)	(1,239.98)	(77.21)
Sale Proceeds of Fixed Assets	751.25	3.50
(Increase) / Decrease due to Investment	(16.33)	(31.91)
Net Cash Inflow/(Outflow) from Investing Activities (B)	(505.06)	(105.62)
C. Cash Inflow/(Outflow) From Financing Activities		
Increase/ Decrease in Long Term Borrowings	(72.86)	(239.42)
(Repayment)/Receipt to Short Term pledge and Cash Credit borrowings	(269.81)	1,030.37
Interest Paid	(457.76)	(321.18)
Duty Drawback, Interest and Subsidy Received	329.23	541.27
Net Cash Inflow/(Outflow) from Financing Activities (C)	(471.20)	1,011.05
Net Changes in Cash & Cash Equivalents (A+B+C)	(30.11)	65.00
Cash & Cash equivalents (Opening Balance)	100.20	35.20
Cash & Cash equivalents (Closing Balance)	70.09	100.20

Summary of material accounting policies and other notes on Consolidated Financial Statements

The accompanying Notes form an integral part of the Financial Statements

As per our report on even date

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

Manish Kankani
CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai



For and on behalf of the Board of Directors
Laxmi Cotspin Limited
CIN - L17120MH2005PLC156866

Sanjay Rathi
Sanjay Rathi
(Managing Director)
DIN 00182739

Anup Kumar Sindodiya
Anup Kumar Sindodiya
(CFO)

Ramesh Munde
Ramesh Munde
(Director)
DIN 00153255

Soni Karwa
Soni Karwa
(Company Secretary)
M No. A69381



Date : 21/05/2025
Place : Jalna

Laxmi Cotspin Limited

(Rs. in Lakhs)

(Rs. in Lakhs)

As per our report on even date

DMKH & Co.
Chartered Accountants

Y Kanlar

CA Manish Kankani
(Partner)
M. No. 158020

Date : 21/05/2025
Place : Mumbai

For and on behalf of Board of Directors of Laxmi Conspira Limited

Laxmi Cottons Limited

CIN - L17120M/012005PLC155866

SKRaba
Sanjay Bhatti
Cunder 1984
24 Nov 2010

Managing Director)
DIN 00182739

Anish Kumar Gindodia
Sagarika

(Company Secretary)

M No. A69381

Date : 21/05/2025

Place : Jalna

Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements for the Year ended 31st March, 2025

3. Property, plant and equipment

Particular	Land	Building	Electrical Installation	Plant & Machinery	Miscellaneous Fixed Asset	Furniture & Fixtures	Computers Systems	Office Equipment	Vehicle & Others	Total
As at April 1, 2023	33.43	1,510.84	401.21	6,165.40	343.80	60.84	24.89	11.93	130.76	8,782.90
Additions	1,306.17	-	-	8.37	6.30	-	-	-	6.48	1,407.33
Disposals	-	-	-	28.17	-	-	-	-	-	29.17
As at March 31, 2024	1,419.60	1,510.84	401.21	6,144.80	350.10	60.84	24.89	11.93	137.25	10,161.06
Additions	744.25	163.59	-	26.87	0.25	-	-	-	63.32	999.29
Disposals	217.55	-	-	-	-	-	-	-	19.02	236.57
As at March 31, 2025	1,946.30	1,774.43	401.21	6,171.47	350.35	60.84	24.89	11.93	181.54	10,922.78
DEPRECIATION										
As at April 1, 2023	-	500.16	316.33	5,078.97	326.75	60.17	24.69	11.93	87.37	6,406.39
Change for the year	-	51.03	20.91	225.57	2.88	0.11	-	-	3.05	303.56
Disposals	-	-	-	29.17	-	-	-	-	-	29.17
As at March 31, 2024	-	551.19	337.25	5,275.37	329.64	60.28	24.69	11.93	90.43	6,500.77
Change for the year	-	56.07	20.72	225.34	3.61	0.11	-	-	14.74	320.59
Disposals	-	-	-	-	-	-	-	-	12.05	12.05
As at March 31, 2025	-	607.27	357.97	5,500.71	333.25	60.39	24.69	11.93	93.11	6,989.31
Net Carrying Value	1,419.60	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2023	33.43	1,110.57	84.88	1,086.43	17.05	0.67	0.00	0.00	43.39	2,376.52
As at March 31, 2024	1,419.60	1,059.65	63.96	869.23	20.46	0.57	0.00	0.00	46.82	3,480.29
As at March 31, 2025	1,946.30	1,167.16	43.24	670.76	17.11	0.46	0.00	0.00	88.43	3,933.47

Note 3.1: All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company have constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

Note 3.2: The old assets before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Note 3.3: During the year the company has partly sold its land to its wholly owned subsidiary Company - Laxmi Spintex Private Limited.

Note : Capital Work In Progress are under developments includes.

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

Particulars	Account In Capital work in Progress for a period of				Total As on 31.03.24
	less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project in progress	241.69	49.13	109.46	203.47	362.05
Project in progress	49.13	109.46	6.23	197.23	312.93

WIP includes asset for the purpose of setting up of surgical cotton division amounting to Rs - 562.71 (Rs. In lacs). Interest for the same is being capitalised upto the date the asset is put to use.



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Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at 31st March, 2025

Particulars				As at 31st March, 2025 Rs.	(Rs. in Lakhs) As at 31st March, 2024 Rs.		
4 Non Current Financial Assets							
i) Investments in equity Instruments							
Fully paid up equity shares in Subsidiary Companies							
Particulars				Nos. as at 31st March, 2025	Nos. as at 31st March, 2024		
Non - Trade Investments					Face Value		
Laxmi Spintex Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)				1,00,000	1,00,000		
Laxmi Surgicals Healthcare Private Limited (Wholly owned Subsidiary Company of Laxmi Cotspin Limited)				1,00,000	1,00,000		
ii) Other Financial Assets							
Long term Bonds					6.00		
In Term Deposits Account					252.59		
Total Financial Assets					258.59		
					242.25		
Particulars				As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.		
5 Inventories							
(At cost or Net realisable Value whichever is lower)							
a) Raw Materials				5,700.65	4,659.14		
b) Work-in-Process				138.27	107.22		
c) Finished Goods				326.68	193.98		
d) Stores & Spares				393.00	308.98		
Total Inventories				4,558.60	5,269.31		
Particulars				As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.		
6 Trade Receivables							
a) Trade Receivables considered good – Secured and unsecured				332.18	383.47		
a) Total Trade Receivable for the period ended 31st March, 2025							
Particulars		Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considered good	289.79	15.28	8.71	12.32	6.08	332.18
ii)	Undisputed trade receivables - considered doubtful						
iii)	Disputed trade receivables - considered good						
iv)	Disputed trade receivables - considered doubtful						
b) Total Trade Receivable for the period ended 31st March, 2024							
Particulars		Outstanding for following periods from due date of payments					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 Years	More than 3 years	Total
i)	Undisputed trade receivables - considered good	270.83	88.16	4.70	12.05	7.73	383.47
ii)	Undisputed trade receivables - considered doubtful						
iii)	Disputed trade receivables - considered good						
iv)	Disputed trade receivables - considered doubtful						



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Laxmi Cotspin Limited

Notes to the Consolidated Statements as at 31st March, 2025

(Rs. in Lakhs)

Particulars	As at 31st March, 2025	As at 31st March, 2024
	Rs.	Rs.
7 Cash & Cash Equivalents		
a) Cash on hand	48.14	57.47
b) Balances with Scheduled Banks		
In Current Account	21.96	26.56
c) Balances with Non-Scheduled Banks	-	16.17
Total Cash & Cash Equivalents	70.09	100.20

Particulars	As at 31st March, 2025	As at 31st March, 2024
	Rs.	Rs.
8 Other Current Asset		
a) Prepaid expenses	9.48	11.93
b) Balance with Government Authorities	5.10	8.79
c) Balance with Government Authorities (Income Tax refund)	115.65	114.66
d) Accrued Interest (TDR)	39.20	95.26
e) Interest Receivable (TDR)	24.88	28.57
f) Other Receivables (Note 8.1)	625.67	942.64
g) Security Deposit	3.36	3.35
h) Advance to Suppliers and Service Providers	1,296.32	974.31
i) Advances to Staff	-	(1.51)
j) Processing fees	3.68	-
Total Other Current Assets	2,123.36	2,118.00

Note 8.1 : Other receivables includes receivable from IPS subsidy and Capital Subsidy



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Laxmi Cotspin Limited
Notes to the consolidated Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
9 Share Capital		
Authorised		
4,00,00,000 (Previous Year 4,00,00,000) Equity shares of ₹ 10/- each	4,000.00	4,000.00
	4,000.00	4,000.00
Issued, Subscribed and Fully Paid -up		
17,147,670 (Previous Year 17,147,670) Equity shares of ₹ 10/- each fully paid up	1,714.77	1,714.77
Total Share Capital	1,714.77	1,714.77

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:

Particular	31st March, 2025	31st March, 2024
	No. of Shares	No. of Shares
Equity Shares outstanding at the beginning of the year	1,71,47,670	1,71,47,670
Add : Change during the year	-	-
Equity Shares outstanding at the close of the year	1,71,47,670	1,71,47,670

(b) Terms/rights attached to equity shares

(i) The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share.

(ii) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

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

Name of Shareholder	31st March, 2025		31st March, 2024	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
Anand Vyapar Private Limited	33,92,500	19.78%	33,92,500	19.78%
Rameshbhai Chotabhai Patel	21,48,667	12.53%	22,51,563	13.13%
Ashva Multitrade Private Limited	20,65,930	12.05%	20,65,930	12.05%
Dinesh Kantilal Rathi	9,38,857	5.48%	9,38,857	5.48%

Details of shares held by promoters

Name of Shareholder	31st March, 2025		31st March, 2024	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 10 each fully paid				
ANAND VYAPAR PRIVATE LIMITED	33,92,500	19.78%	33,92,500	19.78%
ASHVA MULTI TRADE PRIVATE LIMITED	20,65,930	12.05%	20,65,930	12.05%
RAMESH GOPKISHAN MUNDADA	48,813	0.28%	48,813	0.28%
AMIT RAMESH MUNDADA	25,266	0.15%	25,266	0.15%
RAMESHBHAI CHHOTABHAI PATEL	22,51,563	13.13%	22,51,563	13.13%
RAJESH PURANMAL BANSAL	7,60,927	4.44%	7,60,927	4.44%
SANJAY KACHRULAL RATHI	4,31,875	2.52%	4,31,875	2.52%
BHAVESH RAMESHBHAI PATEL	3,33,188	1.94%	3,33,188	1.94%
TARABEN RAMESHBHAI PATEL	1,69,500	0.99%	1,69,500	0.99%
VIKAS RAJESH BANSAL	71,250	0.42%	71,250	0.42%
SHIVRATAN SHRIGOPAL MUNDADA	71,197	0.42%	71,197	0.42%
RAHUL RAJESHKUMAR BANSAL	49,063	0.29%	49,063	0.29%
SARLA SHIVRATAN MUNDADA	41,250	0.24%	41,250	0.24%
PRAFULLATA RATHI	23,438	0.14%	23,438	0.14%
JAGDISH KACHRULAL RATHI	18,715	0.11%	18,715	0.11%
SHIVRATAN SHRIGOPAL MUNDADA	2,000	0.01%	2,000	0.01%



SKR

Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars	As at	As at	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
10 Other Equity			
a) Retained earnings			
As per last financial statements	713.13	502.95	
Closing Balance	713.13	502.95	
b) Securities Premium Reserve			
As per last financial Statements	555.30	555.30	
Add: During the year			
Closing Balance	555.30	555.30	
c) Surplus in Statement of Profit and Loss			
As per last financial statements	1,970.39	1,997.26	
Add: Profit/(loss) for the year	46.24	(26.87)	
Net surplus in the statement of Profit and Loss	2,016.62	1,970.39	
d) Deffered Government Grant			
Opening Balance	167.78		
Add: During the year	(59.39)	167.78	
Closing Balance	108.39	167.78	
e) Revaluation Reserve			
Opening Balance	1,379.24		
Add: During the year	(210.19)	1,379.24	
Closing Balance	1,169.05	1,379.24	
f) Remeasurement of defined benefit obligation			
Opening Balance	0.48	4.61	
Add: During the year	1.36	(4.13)	
Closing Balance	1.84	0.48	
Total Reserve and Surplus	4,564.34	4,576.13	
Particulars	As at	As at	
	31st March, 2025	31st March, 2024	
	Rs.	Rs.	
11 Long Term Borrowings			
a) Secured Long Term Borrowings			
i) Term Loans from Banks			
HDFC Bank Limited (ECLGS Loan)	51.58	274.12	
SVS Co-operative Bank Ltd	554.01	631.27	
SVC Surgical Term Loan	291.43		
Less: Current maturities of term loans	(366.13)	(332.41)	
Term Loans from Banks	530.90	572.98	
ii) Other Loans from Banks			
HDFC Bank		78.90	
Axis Bank	48.13		
Other Loans from Banks	48.13	78.90	
Secured Long Term Borrowings "a"	579.03	651.88	
Total Long Term Borrowings	579.03	651.88	

Term Loan and Vehicle from the Bank

- i) The company has received working capital Term Loan under Emergency Credit line Guaranteed Scheme (ECLGS) is secured by extention of second ranking charge over existing primary and collateral securities.
- ii) Term Loan is secured by way of first charge of land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.
- iii) SVC Surgical Term Loan is secured by way of first charge of land, Factory Shed and Building, Plant and Machineries and other Fixed assets(Present and Future) of the company and guaranteed by Corporate, Directors and Members.
- iv) Average cost of loans to be given to the extend of 08% to 10%.



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Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
12 Long term provisions		
Provision for Employee benefits		
Gratuity	49.09	44.06
Total Long Term Provisions	49.09	44.06

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
13 Short Term Borrowings		
a) Secured Short Term Borrowings		
i) Cash Credit from various Bank		
HDFC Bank Cash credit Account	1,932.33	2,002.67
HDFC Bank (PCFC loan - Export)	-	-
Axis bank Cash Credit Account	1,375.79	849.37
ii) Pledge Loan	422.53	1,182.14
b) Current maturities of Long Term Debts (including Current maturities of Vehicle loans)	366.13	332.41
Secured Short Term Borrowings	4,096.77	4,366.59

Cash Credit From Banks

Secured by hypothecation by way of first charge over all current assets namely stock of raw materials, semi finished and finished goods, stores and spares not related to plant and machinery and book debts and also personally guaranteed by the corporate, directors. The cash credit is repayable on demand.

Other Loan from Banks

Pledge Loans are secured by hypothecation by way of First Charge over inventories of raw materials i.e., Cotton Bales.

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
14 Trade Payables		
a) Total Outstanding dues of micro enterprises and small enterprises	577.14	74.87
b) Total Outstanding dues of creditors other than micro enterprises and small enterprises	102.61	291.10

For the period ended 31st March, 2025

Particulars	Outstanding for following periods from due date of payments					
	Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years	Total
i) MSME	567.76	9.38	-	-	-	577.14
ii) Others	53.75	37.20	-	7.45	4.21	102.61
iii) Disputed Dues MSME	-	-	-	-	-	-
iv) Disputed Dues Others	-	-	-	-	-	-

For the period ended 31st March, 2024

Particulars	Outstanding for following periods from due date of payments					
	Not Due	Less 1 year	1-2 years	2-3 Years	More than 3 years	Total
i) MSME	73.30	1.57	-	-	-	74.87
ii) Others	269.04	14.04	6.90	1.12	-	291.10
iii) Disputed Dues MSME	-	-	-	-	-	-
iv) Disputed Dues Others	-	-	-	-	-	-

Total Trade Payables

679.75 365.97



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Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
15 Other Current Liabilities		
a) Statutory Dues (Note 15.1)		
b) Advance from customer and others	14.19	12.64
c) Other Payables	81.38	122.20
i) Outstanding liabilities for expenses	150.51	133.48
Total Other Current Liabilities	246.08	268.32
Note 15.1 - Statutory dues include Contribution made for Provident Fund, Local Tax, Professional Tax and Leave encashment, ESIC, GST and Tax deducted and collected at source		
Particulars	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
16 Current tax Liabilities (Net)		
a) Other Provisions		
Provision for Employee benefits		
Gratuity	5.33	11.33
Total Short Term Provisions	5.33	11.33



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Laxmi Cotspin Limited**Notes to the Consolidated Financial Statements as at 31st March, 2025**

		(Rs. in Lakhs)	
Particulars		Year Ended 31st March, 2025	Year Ended 31st March, 2024
		Rs.	Rs.
17 Revenue From Operations			
Sale of Products			
Sale of Finished Goods		14,995.60	14,367.06
Finished Goods - Traded			-
Revenue from Services		45.96	35.15
		15,041.56	14,402.21
Particulars Of Sales			
(A) Export Sales			
i) Sale of Goods (Cotton Bales and Yarn)		-	504.88
(B) Domestic Sales			
i) Sale of Goods		14,995.60	13,862.19
ii) Sale of Services		45.96	35.15
Note: Domestic sales includes cotton bales, yarn, seeds, cotton waste, wash oil, oil cake, etc.)			
Operating Revenue		15,041.56	14,402.21
Total Revenue from operations		15,041.56	14,402.21
Particulars		Year Ended 31st March, 2025	Year Ended 31st March, 2024
		Rs.	Rs.
18 Other Income			
a) Duty Drawback and Incentives		59.39	454.52
b) Other operating income			
i) Forex Gain & Loss		1.27	1.76
ii) Interest on FDR and RD		15.75	14.39
iii) Other Income		252.82	70.60
Total Other Income		329.23	541.27
Particulars		Year Ended 31st March, 2025	Year Ended 31st March, 2024
		Rs.	Rs.
19 Cost of Material Consumed			
a) Opening Stock of Raw material		4,659.14	3,775.51
b) Purchases of Raw material		11,757.92	11,768.76
c) Add: Freight Expenses		39.56	29.87
d) Less: Closing Stock		(3,700.65)	(4,659.14)
Total Cost of Material Consumed		12,755.97	10,915.00
a) Purchases of Raw material - Trading Concern		-	481.45
		-	481.45



Laxmi Cotspin Limited

Notes to the Consolidated Financial Statements as at 31st March, 2025

Particulars	(Rs. in Lakhs)	
	Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
20 Changes in inventories of finished goods, work-in-process and stock-in-trade		
a) Opening Stock		
Finished Goods	193.98	443.50
Work in Process	107.22	308.97
	301.20	752.47
b) Closing Stock		
Finished Goods	326.68	193.98
Work in Process	138.27	107.22
	464.95	301.20
Net (Increase)/Decrease in Stock	(163.75)	451.27
Particulars	(Rs. in Lakhs)	
	Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
21 Employee Benefit Expenses		
a) Salaries and wages	666.57	778.35
b) Directors remuneration	88.80	72.00
c) Contribution to provident & other funds	33.94	38.30
d) Staff Welfare expenses	30.33	32.81
Total Employee Benefit Expenses	819.63	921.46



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Laxmi Cotspin Limited
Notes to the Consolidated Financial Statements as at 31st March, 2025

		(Rs. in Lakhs)	
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
22 Finance Cost			
a) Bank Charges		24.53	23.17
		24.53	23.17
b) Interest Expenses			
Interest on Term Loan		69.52	98.14
Interest on Working Capital Loan		307.00	226.93
Interest on Pledge Loan		47.87	59.91
Interest on Trading Yarn & Others		8.83	12.37
Less: Interest from customers		-	(99.33)
		433.23	298.01
Total Finance Cost		457.76	321.18
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
23 Depreciation & Amortization Expenses			
a) Depreciation		320.59	303.56
Total Depreciation & Amortization Expenses		320.59	303.56
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
24 Other Expenses			
a) Consumption of Stores and Spares and Packing Material		268.35	126.03
b) Consumption of Power and Fuel		1,088.19	1,005.48
c) Repair & Maintenance		21.11	24.26
d) Insurance		20.04	22.33
e) Office Expenses		34.84	26.62
f) Audit Fees (Note 24.1)		5.00	5.00
g) Legal, Professional and Subscription Charges		103.77	50.23
h) Rent, Rates & Taxes (Refer Note 25.1)		12.77	20.88
i) Communication Expenses		2.19	2.42
j) Travelling & Conveyance Expenses		3.04	3.51
k) Clearing and forwarding expenses		63.80	126.30
l) Selling Expenses		51.65	83.68
m) CSR Expense		-	1.62
n) MSME Interest		0.22	0.11
o) Provision for ECL		(5.09)	0.49
p) Listing fees		3.00	3.00
Total of other expenses		1,672.89	1,501.96
Particulars		Year Ended 31st March, 2025 Rs.	Year Ended 31st March, 2024 Rs.
24.1 Payment to auditors as:			
a) Statutory Auditor Fees		5.00	5.00
Total		5.00	5.00



5/ce



Laxmi Cotspin Limited
Sub Note - 13.2 - Long Term Provisions -Gratuity

The Company has a defined benefit gratuity plan. Gratuity is computed as 15 days salary (basic + DA(if applicable)), for every completed year of service and is payable on retirement/termination/resignation. The benefit vests on the employees after completion of 5 years of service. The Company makes provision of gratuity liability in the books of accounts on the basis of actuarial valuation as per the projected unit credit method.

The following tables summarize the components of net benefit expense recognized in the profit and loss account and the unfunded status and amounts recognized in the balance sheet for the Gratuity.

Tables showing changes in present value of obligations (Gratuity) :

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
Present Value of Obligation as at the beginning of the year 1st April		
Acquisition adjustment	55.39	52.63
Interest Cost		
Past Service Cost		
Current Service Cost		
Curtailment Cost / (Credit)	9.38	9.34
Settlement Cost / (Credit)		
Benefits paid		
Actuarial (gain)/ loss on obligations	(8.99)	(10.71)
Present Value of Obligation as at the end of the Year 31st March	(1.36)	4.13
	54.42	55.39

The principal assumptions used in determining gratuity obligations for the company's plans are below (gratuity):

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
Assumptions		
Discount Rate		
Rate of increase in Compensation levels	6.70%	7.20%
Expected Average remaining working	7.00%	7.00%
	7.45%*	7.60%*

* It is actuarially calculated term of the liability using probabilities of death, withdrawal and retirement.
The estimates of

Expenses recognized in the statement of profit & loss (gratuity) :

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
Current Service Cost		
Past Service Cost	9.38	9.34
Interest Cost		
Expected Return on Plan Assets		
Curtailment Cost / (Credit)		
Settlement Cost / (Credit)		
Net actuarial (gain)/ loss recognized in the year	(1.36)	4.13
Expenses	8.02	13.47

Expenses recognized in the Balance sheet (gratuity)

Particulars	(Rs. in Lakhs)	
	As at 31st March, 2025 Rs.	As at 31st March, 2024 Rs.
Present Value of Obligation as at the end of the year 31st March		
Fair Value of Plan Assets as at the end of the year 31st March	54.42	55.39
Surplus / (deficit)		
Current Liability	(54.42)	(55.39)
Non - Current Liability	5.53	11.33
Unrecognized Actuarial (gains) / losses	48.89	44.06
Net Asset / (Liability) Recognized in Balance Sheet	(54.42)	(55.39)

Amount for the current period (gratuity)



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Particulars	As at	As at
	31st March, 2025	31st March, 2024
	Rs.	Rs.
Present Value of Obligation		
Plan Assets	54.42	59.35
Surplus (Deficit)		
Experience adjustments on plan liabilities (loss)/gain	(54.42)	(59.35)
Experience adjustments on plan assets (loss)/gain	(1.36)	4.13



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Laxmi Cotspin Limited

Calculation of Consolidated DTL/DTA for the Year Ended 31st March, 2025

[illegible]

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Laxmi Cotspin Limited

Notes to the Consolidated financial statement as at and for the year ended 31st March, 2025

1) Overview:

- i) Laxmi Cotspin Limited (hereinafter referred as an "LCL") was originally incorporated under the Companies Act, 1956, as private limited company. In the year 2010, the management decided to go for expansion and the company was converted into a public Limited company and consequently the name of the company was changed to Laxmi Cotspin Limited pursuant to fresh certificate of incorporation issued by Registrar of Companies Mumbai, Maharashtra. LCL has spinning unit of 16,800 spindles and 48 DR Ginning & Pressing unit at Samangaon, Dist. Jalna (Maharashtra).

2) Basis for Preparation:

a) Statement of Compliance:

The financial statements comply in all material aspects with Indian Accounting Standards notified under Section 133 of the Companies Act 2013 (the Act), read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other accounting principles generally accepted in India (referred "Ind AS").

b) Functional and presentation currency:

These Consolidated financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency.

c) Historical cost convention

These financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

d) Current and Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current assets.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.



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All other liabilities are non-current liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The Ind AS are prescribed under section 133 of the act read with rule 3 of companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The operating cycle of an entity is the time between the acquisition of assets for processing and their realization in the form of cash or cash equivalents. The Company has determined that its operating cycle is 12 months.

e) **Foreign currency translation**

Functional and presentation currency

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

Transactions and balances

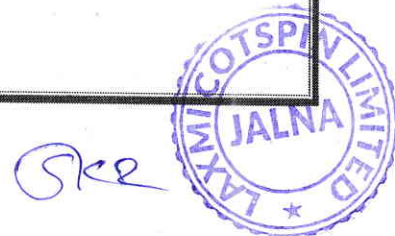
Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign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

f) **Use of Estimates:**

The preparation of financial statements in conformity with Indian Accounting Standards requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities and commitments at the end of the reporting period and results of operations during the reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized.

g) **Useful lives of Property, Plant and Equipment:**

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results from operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.



h) Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the Consolidated financial statements. Contingent assets are neither recognised nor disclosed in the Consolidated financial statements

Note 2.1 Summary of Material Accounting Policies:

i) Valuation of Inventories:

- a) Raw materials and stores and spares are valued at lower of cost, computed on net realizable value. Cost includes the purchase price as well as incidental expenses. Cotton Waste is valued at estimated realizable value. However, in case of raw materials, stores and spares held for use in the production of finished goods are not written down below cost if the finished products are expected to be sold at or above cost.
- b) Work-in-process is valued at lower of estimated cost or net realizable value and finished goods are valued at lower of weighted average cost or net realizable value. Cost for this purpose includes direct cost and appropriate administrative and other overheads.
- c) Finished goods are valued at the lower of cost or net realizable value. Cost included cost of materials, conversion cost and related overheads paid or payable on such goods.
- d) The Company has borrowings from banks and financial institutions based on security of current assets. During the year company have submitted quarterly statement with banks are in agreement with the books of accounts subject to non-materialized discrepancies.

ii) Cash and Cash Equivalents (For purpose of Cash Flow Statement):

- a) Cash flow statement has been prepared under indirect method as set out in the Indian Accounting Standard 7 on Cash Flow Statement.
- b) The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

iii) Revenue Recognition:

- a) Sales are exclusive of indirect taxes and net off trade discount, returns and rate difference. Other income is accounted on accrual basis whereas dividend is accounted as and when right to receive arises.
- b) Interest Income is recognized on time proportion basis.



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- c) Commodities hedging and F/O transaction gain or loss are recorded on the date of their settlement in respect of the settled contracts and the gain or loss determined on day-to-day basis.
- d) Duty drawback income against export sale is recorded on receipt basis
- e) Other income is accounted on accrual basis

iv) **Property, Plant & Equipment and Depreciation:**

- a) Fixed assets have stated at cost of acquisition or construction less accumulated depreciation/amortization. Cost represents all cost relating to the acquisition and installation, net-off tax, which is refundable or set-off, allowed. Cost also includes finance cost. Other expenses incurred in connection to the commencement of commercial production have treated as part of the assets and capitalized.
- b) Depreciation on fixed assets is provided under straight-line method based on the estimated useful life of the Assets specified in schedule II to the Companies Act, 2013 and depreciation on the assets acquired during the year is provided on pro-rata basis from/to the date of addition/deduction.
- c) The management has estimated the useful lives and residual values of all assets and adopted useful lives based on management's technical assessment of their respective economic useful lives.
- d) The old asset before 31st March 2022, whose useful life is over has been measured below scrap value since amount is not recoverable from them based on management assumption. Balance other assets are depreciated as per Companies Act 2013 and whose life is over is maintained at scrap value.

Asset Class	Estimated Useful Life*
Factory Building	30 Years
Building (Other than factory Building) Other than RCC frame structure	30 Years
Plant and Machinery (Continuous process plant for which no special rate has been prescribed)	10 Years
Computer and Data Processing Units	3 Years
Electrical Installations	10 Years
Vehicles - Motor buses, Motor lorries, Motor cars and Motor taxies other than those used in a business of running on them hire	8 Years
Furniture and fittings	10 Years
Office equipment's and Misc. Fixed Assets	8 Years

* Note: The above useful life is as per management estimate.

- e) Capital work in progress: It is stated at cost incurred for acquisition and construction of Plant & Machineries, Electrical Installation, misc. Assets and Factory building. Projects under which assets are not ready for their intended use are disclosed under Capital Work-in-Progress.
- f) Pre-operative Expenses: It is stated at cost incurred for acquisition of fixed assets including borrowing Cost and administrative expenses.
- g) Leasehold land is accounted at cost including incidental expenses, if any.
- h) Land: IND AS 101 allows entity to elect to measure Property, Plant and Equipment on the transition date at its fair value or previous GAAP carrying value (book



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value) as deemed cost. The company has elected to measure land at fair market value.

v) Foreign Currency Transactions:

Foreign currency transactions are recorded at the rate of exchange prevailing at the date of the transaction. Monetary foreign currency assets and liabilities are translated at the year-end exchange rates and resultant gains / losses are recognized in the statement of profit & loss for the year, except to the extent that they relate to new projects till the date of capitalization which are carried to capital work-in progress and those relating to fixed assets which are adjusted to the carrying cost of the respective assets.

vi) Derivative Instrument and Hedge Accounting:

The company uses Commodity Forward Contract with Commodity Exchanges to hedge its risks on account of price fluctuation in commodity dealt. The company designates these Hedging Instruments as "Instruments Available for Sale" applying the recognition and measurement principles set out in the Indian Accounting Standard 109 "Financials Instruments: Recognition and Measurement".

The use of hedging instrument is governed by the principals set by Companies Board of Directors, and such principals are consistent with the Company's Risk management strategy. Hedging instruments are initially measured at fair value and are premeasured at subsequent reporting dates. Changes in the fair value of these derivatives that are designated and effective as hedges of "Instruments Available for Sale" and are recognized.

vii) Government Grants, Subsidy and Incentives:

- a) Interest subsidy received or receivable on Term Loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy are reduced from the term loan interest being a revenue nature. TUFS subsidy on Interest pertaining to pre-operative period is attributable to the cost of acquisition/installation of fixed assets till the commencement of commercial production is capitalized.
- b) Capital subsidy received or receivable on Term loan taken under Technology up Gradation Fund Scheme (TUFS) Subsidy is treated as income and apportioned to revenue over the period of life of asset i.e. 10 years.
- c) Export duty drawback is accounted on the accrual basis.

viii) Employee Benefits:

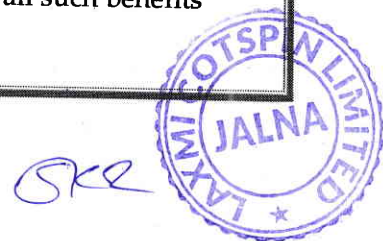
Expenses & liabilities in respect of employee benefits are recorded in accordance with Indian Accounting Standard (IND AS)-19 - 'Employee Benefits'.

a) Short term employees' benefits:

Company has recognized all such benefits like salary, wages on accrual basis i.e. in the period in which the employees renders related services and at actual cost i.e. undiscounted basis.

b) Post-employment benefits: Defined Contribution Plan:

State governed provident fund, insurance and labour welfare schemes are defined contribution plan of company. The company recognizes all such benefits



on accrual basis i.e. charge to revenue in the period in which the employee's renders related services and at amount of actual fixed contribution.

c) **Retirement Benefits:**

Retirement benefits in the form of Provident Fund which are defined contribution plans are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

d) **Gratuity:**

Gratuity liabilities is defined benefit obligations and are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year. Actuarial gains/losses are immediately taken to profit and loss account and are not deferred.

Bifurcation of Employee benefit obligation is given below:

Employee Benefit obligation	(Rs in lakhs)	
	31 st March, 2025	31 st March, 2024
Current Liability	5.33	11.33
Non-current Liability	49.09	44.06
Total	54.42	55.39

Sensitivity Analysis:

Sensitivity analysis indicates the influence of a reasonable change in certain significant assumptions on the outcome of the Present value of obligation (PVO) and aids in understanding the uncertainty of reported amounts. Sensitivity analysis is done by varying one parameter at a time and studying its impact.

A] Impact of change in discount rate when base assumption is Decreased/increased by 100 basis point

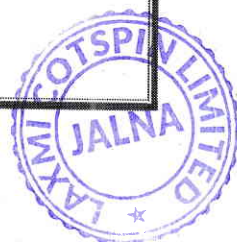
Discount Rate	(Rs in lakhs)	
	31 st March, 2025 Present value of obligation	
5.70%	58.27	
7.70%	50.98	

B] Impact of change in salary increase rate when base assumption is Decreased/increased by 100 basis point

Salary increment rate	(Rs in lakhs)	
	31 st March, 2025 Present value of obligation	
6.00%	51.44	
8.00%	57.68	



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C] Impact of change in withdrawal rate when base assumption is Decreased/increased by 100 basis point

(Rs in lakhs)

Withdrawal rate	31 st March, 2025 Present value of obligation
9.00%	54.48
11.00%	54.36

e) Leave Encashment:

It is provided as and when due. During the year, the company has made the appropriate provision as required by the statute.

ix) Borrowing Cost:

In Accordance with IND AS 23 'Borrowing Cost', borrowing costs net of Technology up Gradation Finance Scheme (TUFS) related to a qualifying asset is worked out on the basis of actual utilization of funds out of project specific loans and/or other borrowings to the extent identifiable with the qualifying asset and is capitalized with the cost of qualifying asset. Other borrowing costs net of TUFS incurred during the period are charged to statement of profit and loss.

x) Segment Accounting:

The company is engaged mainly in Cotton products consisting of various types of cotton yarn, Cotton bales, and Cotton seeds, cotton oil and oil cakes. The company operates in one geographical segment viz. India, therefore no geographical segments is reported in accordance with IND AS 108 - 'Segment Reporting'.

xi) Taxes on Income:

- Taxes on income are accounted for in accordance within Indian Accounting Standard 12 on "Income Taxes". Tax Expenses comprise of Current Tax and Deferred Tax.
- Current Tax expense comprises taxes on income from operations in India. The Income Tax is determined at amount expected to pay for recoverable from the authorities in accordance with the provisions of the Income Tax Act, 1961.
- Deferred Tax Expense and Benefit is recognized on timing difference being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred Tax Assets and Liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date.
- The company offsets deferred tax assets and deferred tax liabilities if it has a legally enforceable right and these relate to taxes on income levied by the same governing taxation laws.

xii) Earnings Per Share:

Basic Earnings per share is computed by dividing the Profit/ (Loss) after tax (Including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year. Basic and Diluted EPS are same because the company has not issued any of the shares having a dilutive effect on the original shareholders. Refer Notes on accounts 2.2 (VI) to the financial statements.



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Note 2.2 Notes on Accounts

i) Contingent Liability:

a) Guarantees by banks on behalf of the company:

- The company has given Bank Guarantee in favor of MSEB against the electricity consumption is Rs. 235.74 Lacs.
- The company has given Bank Guarantee in favor of Director of Agriculture Produce Marketing Committee State Pune Rs. 3 Lacs.
- The company has given Bank Guarantee in favour of Dy. Commissioner of Customs against Imported Spare Clearance of Rs. 5.04 Lacs.
- The company has given Bank guarantee in favour of DGFT for export obligation is Rs. 9.66 Lacs.

b) Claims against the company not acknowledged as debt:

- In respect of Income Tax appeals filed:

The Income Tax Department have raised a demand of Rs. 89.20 lacs out of which Rs 67.09 lacs pertains to AY 2022-23 and Rs 22.11 pertains to AY 2020-21 against which the company has filed appeals for respective assessment years i.e. AY 2020-21 and AY 2022-23.

- In respect of TDS returns filed:

There is an outstanding demand of 1.13 lacs reflected on the traces website.

-In respect of Goods and Service Tax dues

There is an outstanding demand by the Goods and Services Tax (GST) authorities amounting to ₹6.73 lakhs. This demand pertains to multiple financial years, with ₹4.33 lakhs relating to the financial year 2017-18, ₹2.40 lakhs pertaining to the financial year 2021-22.

ii) Sundry creditors, Sundry debtors and advance are subject to confirmation. Further in the opinion of the management the current assets, loans and advances have the value for realization in the ordinary course of business at least equal to the amount at which it's stated in the accounts.

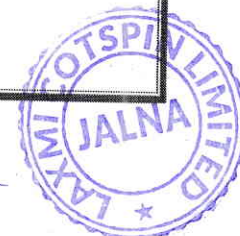
iii) The company is in the process of compiling the information about the status of their suppliers or creditors those falls under small-scale industrial undertaking as defined The Micro Small and Medium Enterprises Developments Act 2006 (MSMED Act).

iv) Payments to auditors:

Particulars	(Rs in lakhs)	
	31 st March, 2025	31 st March, 2024
Statutory Audit Fees	5.00	5.00
Tax Audit	0.40	0.75
Total	5.40	5.75



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v) The Consolidated Deferred tax liability / Asset comprises of following:

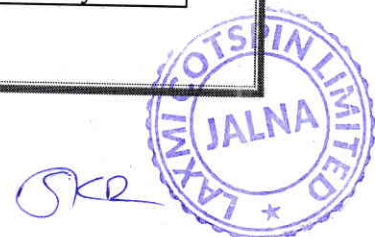
(Rs in lakhs)		
Particulars	31 st March, 2025	31 st March, 2024
Deferred Tax Liability/(Asset)		
On account of Timing Difference (Depreciation)	106.89	126.67
Total (a)	106.89	126.67
Deferred Tax Assets		
On Account of Disallowances	(14.24)	(14.40)
On Account of carried forward losses	(146.95)	(155.74)
Total (b)	(161.19)	(170.14)
Net Deferred Tax Liability/(Asset)	(55.13)	(43.47)
Less: - Provision up to previous year	(43.47)	(36.78)
Provision of Deferred Tax (Liability) /Assets (Net) for the year	(11.66)	(6.69)

vi) The Consolidated Earnings per share is worked out as under:

(Rs in lakhs)		
Earnings per Share	31 st March, 2025	31 st March, 2024
Profit After Tax (Balance available for Equity Shareholders)	47.60	(31.00)
No. of shares outstanding	171.48	171.48
Weighted Average number of equity shares used as denominator for calculating of EPS (No)	171.48	171.48
Basic and Diluted Earnings Per Share of face value of Rs 10 each (₹)	0.27	(0.16)

vii) As per IND AS 24, issued by the Institute of Chartered Accountants of India (ICAI), the disclosure of transactions with related parties as defined in the accounting standard are given below:

Sr. No.	Name of the related Party	Relation/Key Personnel
1	Mr. Sanjay Rathi	Key Managerial Person (Director of Laxmi Cotspin)
2	Mr. Ramesh Mundada	Key Managerial Person (Director of Laxmi Cotspin)
3	Sanjay Rathi (HUF)	Director is Karta
4	Mr. Anupkumar Gindodiya	Chief Financial Officer
5	Mr. Soni Karwa	Company Secretary



6	Vitthal Polypack Private Limited	Common Director
7	Rathi Steel And Metal PVT LTD	
8	Laxmi Spintex Private Limited	Subsidiary Company
9	Laxmi Surgical Healthcare Private Limited	Subsidiary Company
10	Vedamata Multiservices & Trading PVT LTD	Common Director

a) Disclosure in respect of material transactions with related parties during the year:
(Rs in lakhs)

Nature of Transaction	Services Received	Material Purchases	Advance for investment	Land sale	Loan
Sanjay Rathi (MD)	72.00				
Anupkumar Gindodiya (CFO)	11.00				
Soni Karwa (CS)	3.84				
Vitthal Polypack Pvt Ltd		46.39	60.00		
Rathi Steel And Metal PVT LTD		6.23			
Vedamata Multiservices & Trading PVT LTD		402.27			129.51
Laxmi Spintex Private Limited				744.50	
Mr. Ramesh Mundada	16.80				

viii) Previous Year Figures regrouped/rearranged/reclassified wherever necessary to confirm to current year grouping & classifications.

ix) There were no transaction during the year with struck off Company.

x) Fair Value Measurements

i. Category wise classification of Financial Instruments

(Rs. in Lakhs)

Particulars	Carrying Amount	
	As at March 31, 2025	As at March 31, 2024
Financial Assets		
Amortised cost		
Other Non-Current Financial Assets	258.59	242.25
Current		
Trade receivables	332.18	383.47
Cash in hand	48.14	57.47
Bank Balances Other than above	21.95	26.56
Loans	-	-
Total	660.87	709.75

Particulars	Carrying Amount	
	As at March 31, 2025	As at March 31, 2024



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Financial Liabilities		
Amortised cost		
Non-Current		
Borrowing	579.03	651.88
Current		
Borrowing	4096.77	4366.59
Trade Payables	679.75	365.97
Other Financial liabilities		-
		-
Total	5355.55	5384.44

The management assessed that the fair value of cash and cash equivalent, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices.

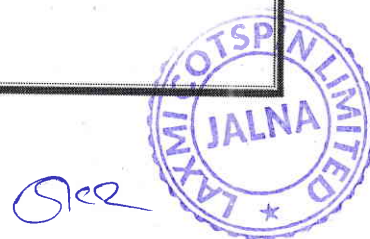
Level 2 - The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument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

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

iii. Valuation technique used to determine fair value

Specific Valuation techniques used to value financial instruments include:

- the use of quoted market prices or dealer quotes for similar instrument
- the fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves
- the fair value of forward foreign exchange contracts and principal swap is determined using forward exchange rates at the balance sheet date
- the fair value of foreign currency option contracts is determined using discounted cash flow analysis
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis

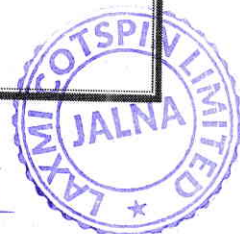


iv. Valuation processes

The accounts and finance department of the company includes a team that performs the valuations of financial assets and liabilities required for financial reporting purposes, including level 3 fair values. This team reports directly to the chief financial officer (CFO) and the audit committee. Discussions of valuation processes and results are held between the CFO, AC and the valuation team regularly in line with the company's reporting requirements.

v. Key Financial Ratio

Particulars of Ratio	Formulas	FY 2024-25	FY 2023-24	% change	Reason
Current Ratio (times)	Current Assets/Current Liabilities	1.41	1.57	-10%	-
Debt Equity ratio (times)	Total Borrowings/Total Equity	0.74	0.80	-7%	-
Debt Service Coverage Ratio (times)	Operating Income/(Interest+Principal Repayment)	1.03	0.73	41%	Net income turned slightly positive, due to better cost control or revenue growth.
Return on equity ratio	Profit for the year/ Avg Total Equity	0.70%	-0.49%	268%	Net income turned slightly positive, due to better cost control or revenue growth.
Trade Receivable Turnover ratio (times)	Revenue from operations/ Avg Trade Receivable	42.04	28.60	47%	Improved credit policies, better receivables management, or stronger cash sales.
Trade Payable Turnover ratio (times)	Credit Purchases/ Avg Trade Payables	22.49	26.79	-16%	
Inventory Turnover ratio (times)	COGS/ Avg Inventory	2.60	2.29	14%	
Net Capital turnover ratio (times)	Sales/ Avg Working Capital	7.31	5.04	45%	Increase in sales and decrease in working capital
Net profit ratio	Net Profit for the year/ Total Revenue	0.31%	-0.18%	272%	Due to revenue increase, improved operational efficiency.
Return on capital Employed (times)	EBIT/ Capital Employed	7.10%	4.6%	54%	Net income turned slightly positive, due to better cost control or revenue growth.



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xi) Risk Management Framework

1. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including loans and borrowings, foreign currency receivables and payables.

The Company manages market risk through treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures and borrowing strategies."

2. Interest Rate Risk

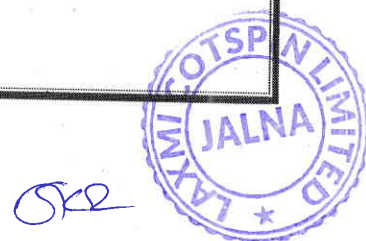
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk as at the respective reporting dates.

3. Foreign Currency Risk

The Company's exposure to exchange fluctuation risk is very limited for its purchase from overseas suppliers in various foreign currencies. Foreign Currency Risk is risk that fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchanges rates. The Company entered into forward exchanges contract average maturity of 90-180 days to hedge against its foreign currency exposures relating to underlying liabilities firm commitments. The Company has not entered into any Derivatives instruments for trading and speculative purposes. There is no foreign currency exposure during the year (P.Y. NIL).

4. Credit Risk

Credit risk refers to the risk of default on its obligation by the counter party resulting in a financial loss. The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to ` 332.18 lakhs and ` 383.47 lakhs as of March 31, 2025 and March 31, 2024 respectively. Trade receivables are typically unsecured and are derived from revenue earned from customers. Credit risk has always been managed by the Company through credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal



credit risk factors and the Company's historical experience for customers.

5. Liquidity Risk

The Company's principal sources of liquidity are cash and cash equivalents and the cash flow that is generated from operations. The Company believes that the working capital is sufficient to meet its current requirements. Accordingly, no liquidity risk is perceived.

6. Maturities of Financial Liabilities

The table below analyse the Company's financial liabilities into relevant maturity grouping based on their contractual maturities. The amounts disclosed in the tables are contractual undiscovered cash flow.

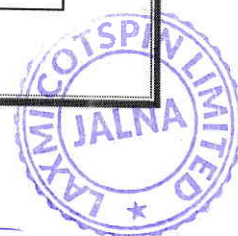
(Rs in lakhs)					
Particulars	Not Due	Less than 1 Year	Between 1 to 5 Year	Over 5 Years	Total
As at 31st March 2025					
Borrowings	-	4096.77	579.03	-	4675.80
Trade Payables	621.51	46.58	11.66	-	679.75
Other Financial Liabilities		-	-	-	-
As at 31st March 2024					
Borrowings		4366.59	651.88	-	5018.47
Trade Payables	331.00	11.38	23.59	-	365.97
Other Financial Liabilities		-	-	-	-

7. Capital Management

The Company manages its capital to ensure that Company will be able to continue as going concern while maximizing the return to shareholders by striking a balance between debt and equity. The capital structure of the Company consists of net debts (offset by cash and bank balances) and equity of the Company (Comprising issued capital, reserves, retained earnings). The Company is not subject to any externally imposed capital requirements except financial covenants agreed with lenders.

In order to optimize capital allocation, the review of capital employed is done considering the amount of capital required to fund capacity expansion, increased working capital commensurate with increase in size of business and also fund investments in new ventures which will drive future growth. The Chief Financial Officer ("CFO") reviews the capital structure of the Company on a regular basis. As part of this review, the CFO considers the cost of capital and the risks associated with each class of capital."

(Rs. In lakhs)		
Particulars	March 31, 2025	March 31, 2024
Total Borrowings	4675.8	5018.47
Less : Cash and cash equivalents	70.09	100.20



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Adjusted Net Debt	4605.71	4918.27
Total Equity	6290.90	6290.90
Adjusted Equity	6290.90	6290.90
Adjusted net debt to adjusted equity ratio	0.73	0.78

3) Additional Regulatory Information

a. Details of benami property held:

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b. Willful Defaulter:

The Company has not been declared as willful defaulter by any bank or financial institution or government or any government authority.

c. Relationship with struck off companies:

During the year, company has made not made any transaction with struck off companies under section 248 of the Companies act 2013 or section 560 of the Companies act 1956.

d. Compliance with number of layers of companies:

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

e. Compliance with approved scheme(s) of arrangements:

The Company has not entered into any scheme of arrangement which has an accounting impact for the years ended March 31, 2025 and March 31, 2024.

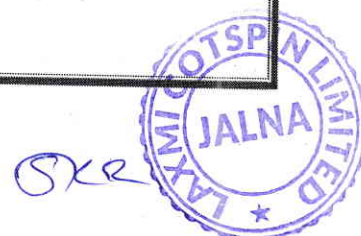
f. Utilization of borrowed funds and share premium:

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- ii. provide any guarantee, security or the like to or on behalf of ultimate beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- ii. provide any guarantee, security or the like on behalf of the ultimate beneficiaries



- g. Undisclosed income:
There is no income surrendered or disclosed as income during the current year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.
- h. Details of crypto currency or virtual currency :
The Company has not traded or invested in crypto currency or virtual currency during the years ended March 31, 2025.
- i. Valuation of PP&E, intangible asset and investment property :
The Company has revalued its property, plant and equipment during the year March 31, 2025 at market valuation.
- j. Registration of charges or satisfaction with Registrar of Companies :
There are no charges or satisfactions which are yet to be registered with the Registrar of Companies beyond the statutory period.
- k. Utilisation of borrowings availed from banks:
During the year, the company has availed borrowing facility from existing banks. (ref note 12 and 14 of the Notes accompanying Financial Statements as at 31st March 2025).
- l. Title deeds of immovable properties not held in name of the company

All the title deeds (Lease Deed) of immovable properties are held in the name of the company excluding the land situated at Gut no 394 which is on the name of one of the director of the company. However, the company has constructed the Factory building on said land, the amount of construction is unascertainable. The said fact came to light after technical verification by Bank and their survey team.

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m. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

The information as required to be disclosed under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') has been determined to the extent such parties have been identified on the basis of information available with the company. The amount of principal and Interest outstanding during the year is given below:

(Rs in lakhs)

Particulars	Amount
'Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	577.14
'Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	0.22
'Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-
'Interest due and payable towards suppliers registered under MSMED Act, for payments already made	0.22

n. Utilisation of borrowings availed from banks

The borrowings obtained by the Company from banks have been applied for the purposes for which such loans were taken.

o. Critical estimates and judgements:

- The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies. The areas involving critical estimates or judgements are:

'The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history and existing market conditions as well as forward-



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looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 29.

p. Audit Trail (Edit Log) in Accounting Software

The Company has maintained its books of account using accounting software which has a feature of recording audit trail (edit log) facility. The audit trail captures each and every change made in the accounting entries along with the date of such change and ensures that the audit trail cannot be disabled.

In terms of our report of even
date

For D M K H & Co.

Chartered Accountants

FRN 116886W



CA Manish Kankani
(Partner)
M. No. 158020



Sanjay Rath
(Managing Director)
DIN 00182739

For & on behalf of the
Board of Directors



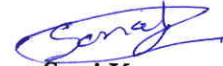
Ramesh Mundada
(Director)
DIN 00153255

Date: 21/05/2025

Place: Mumbai



Anup Kumar Gindodiya
(CFO)



Soni Karwa
(Company
Secretary)
M No. A69381

Date:

Place: Jalna

