46th

Annual Report
2025-26

Pasupati Spinning and Weaving Mills Limited

Board of Directors

Mr. Ramesh Kumar Jain	- Managing Director
Mr. Vidit Jain	- Joint Managing Director
Mr. CM Sharma	- Whole Time Director
Mr. Umesh Chandra Tripathi	-Independent Director (Resigned w.e.f 13/06/2026)
Mr. Raj Kumar Gupta	-Independent Director
Mr. Anil Kumar Jain	-Independent Director
Ms. Preeti Aggarwal	-Independent Director
Mr. Bhim Sain Goyal	-Additional Director (proposed to be regularized as Independent Director)

Company Secretary
Ms. Deepika Malhotra

Chief Finance Officer
Mr. Ajay Kumar Monga

Auditors
M/s. B.K. Shroff & Co.
3/7-B, Asaf Ali Road,
1st Floor, Flat No. 4,
New Delhi-110002

Bankers
Bank of Baroda
Canara Bank
Punjab National Bank
State Bank of India
The Nainital Bank Ltd.

Registered Office & Works
Village Kapriwas (Dharuhera), Distt.Rewari, Haryana.
Company Identity Number (CIN) : L74900HR1979PLC009789
Website : www.pasupatitextiles.com

Sewing Thread Unit:
Village Kheri (Kala-Amb), Distt.Sirmour,
Himachal Pradesh

Head Office
127-128 Tribhuvan Complex,
Ishwar Nagar,
Mathura Road,
New Delhi 110065,
Phone: +91-11-47632200,
Email: cs@pasupatitextiles.com and ho@pasupatitextiles.com

Registrar & Shares / Debentures Transfer Agent
M/s. Skyline Financial Services Pvt. Ltd.
D - 153 A, 1st Floor, Okhla Industrial Area.
Phase - I, New Delhi - 110020
Phones: +91-11-26812682, 83, 64732681-88
Fax: +91-11-26812682
Email:www.skylinerta.com

Content	**Page**
Notice………………………………………………..	
Director's Report…………………………..	
Corporate Governance……………………..	
Auditor's Report……………………………	
Balance Sheet………………………………	
Statement of Profit &Loss………………..	
Notes to the Financial Statements…….	

Dear Shareholder

Sub: - Go Green Initiative in Corporate Governance: Go Paperless.

The Ministry of Corporate Affairs (MCA) has taken a “Green Initiative in Corporate Governance” (Circular No 17/2011 dated 21-4-2011 and Circular No 18/2011 dated 29-4-2011) allowing paperless compliances by companies through electronic mode and same also has been allowed under the Companies Act, 2013. Companies are now permitted to send various notices / documents to its shareholders through electronic mode to the registered email address of shareholders. This move by the MCA is welcome step since it will benefit the society at large through reduction in paper consumption and towards a Greener Environment. It will also ensure prompt receipt of communication, avoid loss in postal transit and helps the lager participation of shareholders in **E-Voting.** Keeping in view the underlying theme and circular issued by MCA and provisions of Companies Act, 2013, we are keen to participate in Green Initiative and henceforth propose to send documents like General Meeting Notices (Including AGM), Audited Financial Statements, Directors Report, Auditors Report etc. to the shareholders in electronic form, to the e-mail address provided by you and made available to us by Depositories /RTA.

In case you are holding shares in electronic form and have registered your e-mail id with the Depository, we will send all notices / documents etc. at that e-mail id. If you desire to have a different e-mail id registered, please update the same with your Depository Participant (DP) or email at cs@pasupatitextiles.com or ho@pasupatitextiles.com or admin@skylinerta.com specifying your Client ID and DPId.

All those shareholders who have not yet registered their e mail IDs or holding shares in physical form are requested to register their email IDs with NSDL/ CDSL and/ **or** our RTA or send their request to register their e-mail id at any one of the following mail ids along with Folio No and No of Shares / Client Id and DPID:-

1) **cs@pasupatitextiles.com**

2) **ho@pasupatitextiles.com**

3) **admin@skylinerta.com**

Kindly note that if any shareholders still wish to receive a physical copy of all the above mentioned communications / documents, the company undertakes to provide the same at no extra cost to you, if a request in this connection is received by the company or RTA. Please note that these documents will also be available on the Company’s website www.pasupatitextiles.com

We look forward for your encouraging support in welcoming the “Green Initiative”

Thanking You,

Yours faithfully

For Pasupati Spinning and Weaving Mills Limited

Sd/-
Ms. Deepika Malhotra
Company Secretary and Compliance Officer

PASUPATI SPINNING AND WEAVING MILLS LIMITED

N O T I C E

NOTICE IS HEREBY GIVEN THAT THE 46th ANNUAL GENERAL MEETING OF THE MEMBERS OF PASUPATI SPINNING AND WEAVING MILLS LIMITED WILL BE HELD ON WEDNESDAY, THE 30TH SEPTEMBER, 2026 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT VILLAGE KAPRIWAS (DHARUHERA), DISTT. REWARI, HARYANA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and the Auditor's thereon.
2. To appoint a Director in place of Mr. Vidit Jain (DIN- 01347588), who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM-3 RATIFICATION OF REMUNERATION OF THE COST AUDITORS

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 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the remuneration of Rs.70,000/- plus G.S.T and actual out-of-pocket expenses payable to Mr. Satnam Singh Saggu, Cost Accountants, who was appointed as Cost Auditors by the Board of Directors of the Company on the recommendation of Audit Committee to conduct the audit of cost records of the Company for the Financial Year ending 31st March, 2027."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/or Key Managerial Personnel of the Company be and are hereby authorized to do and perform all such acts, deeds, matters and things as may be considered necessary, proper and expedient for the purpose of giving effect to the above resolution."

ITEM-4 APPROVAL OF RELATED PARTY TRANSACTIONS

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

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions and rules of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force) and regulation 23 of Listing Regulations 2015, the consent of the company, be and is hereby accorded to the related party contracts/transactions proposed to be entered between the company and M/s Shivani

Textiles Ltd, a Public Ltd Company in which Mr. Ramesh Kumar Jain, and Mr. Vidit Jain, Directors of the company, are holding more than 2% paid up share capital along with their relatives as per details given below:-

Name of Related Party	**Nature of Transactions**	**Aggregate amount of Transaction(s)**	**Remarks/Conditions if any**
Shivani Textiles Ltd	Sale	INR 30 Crores	Aggregate value of all the transactions taken together be it Sales, Purchase, Job Work, Rent, Reimbursement of Expenses etc. shall not exceed INR 30 Crores
Shivani Textiles Ltd	Purchase		
Shivani Textiles Ltd	Job work		
Shivani Textiles Ltd	Reimbursement of Expenses		
Shivani Textiles Ltd	Rent for the Flat No. 127, Tribhuvan complex, Ishwar Nagar, New Delh-110065		

"RESOLVED FUTHER THAT all the transactions as stated aforesaid shall be done at best competitive market prices."

"RESOLVED FURTHER THAT pursuant to provisions of Section 188 and other applicable provisions and rules of the Companies Act,2013, (including any statutory modification(s)or re-enactment thereof for the time being in force) and regulation 23 of Listing Regulations 2015, the consent of the company, be and is hereby accorded to the lease agreement(s) up to the value of Rs. 50,00,000/- per year, which may be entered by the company with any Director(s) or relatives of directors of the company or with any other Related Party /Parties"

ITEM-5 TO CONTINUE THE EMPLOYMENT OF MR. CHANDER MOHAN SHARMA (DIN: 08047336) AS WHOLETIME DIRECTOR UPON ATTAINING THE AGE OF 70 YEARS

To consider and if deemed fit, pass with or without modification(s) the following resolution as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions contained in Sections 196(3) and all others applicable provisions, if any of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, ("the Rules") including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to such other approvals as may be necessary, Mr. Chander Mohan Sharma (DIN: 08047336), who was appointed as Whole time Director at the 42^{nd} Annual General Meeting for a period of 5 (five) years with effect from 20^{th} December, 2022 and who shall attain the age of 70 years on 13-12-2026, be and is hereby allowed to continue to function as a Whole-Time Director for the remainder of his term after attaining the age of 70 years."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM-6 TO CONTINUE THE DIRECTORSHIP OF MR. ANIL KUMAR JAIN (DIN: 00141322) AS INDEPENDENT DIRECTOR UPON ATTAINING THE AGE OF 75 YEARS

To consider and if deemed fit, pass with or without modification(s) the following resolution as a SPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to such other provisions and approvals as may be necessary, Mr. Anil Kumar Jain (DIN: 00141322), who was appointed as Independent Director at the 44th Annual General Meeting for a period of 5 (five) years with effect from 14th August, 2024 and who shall attain the age of 75 years on January 09, 2027, be and is hereby allowed to continue as an Independent Director of the Company till the expiry of his term of office."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 7 APPOINTMENT OF MR. BHIM SAIN GOYAL (DIN: 02139510), AS DIRECTOR (NON-EXECUTIVE, INDEPENDENT)

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 149, 150, 152 and 161, read with Schedule IV of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (‘the Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16 (1)(b), 17, 17(1A) and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (‘SEBI Listing Regulations’) (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) for the time being in force, in accordance with the provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and approval of the Board, Mr. Bhim Sain Goyal (DIN- 02139510) who was appointed as an Additional Director in the capacity of an Independent Director and who has submitted a declaration that he meets the criteria of independence as provided in section 149(6) of the Companies Act, 2013,be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years commencing from 12th August, 2026 till 11th August, 2031 (both days inclusive), not liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM-8: TO AMEND MAIN OBJECTS OF THE MEMORANDUM OF ASSOCIATION

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 Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under and subject to the approval of the Registrar of Companies, Haryana, the new sub clause (6) and (7) be inserted after sub clause (5) of clause 3(A) in the existing main objects of the Memorandum of Association of the Company:

"6. To carry on the business of process, produce, mix, pack, preserve, freeze, extract, refine, manufacture, import, export, buy, sell, trade and deal in processed foods, health foods, protein foods, food products, agro foods, fast foods, packed foods, poultry products, sea foods, milk foods, health and diet drinks, extruded foods, frozen foods, dehydrated foods, precooked foods, canned foods, preserved foods, bakery products and confectionery items such as breads, biscuits, sweets, cakes, pastries, cookies, wafers, condoles, lemon drops, chocolate, toffees, tinned fruits, chewing gum, bubble gum, detergents, tea and coffee, vegetables, fruits, jams, jelly, pickles, squashes, sausages, nutrient, health and diet foods / drinks, extruded foods, confectionery items, sweets, cereals products and any other food products in and outside India.

7. To carry on in India or elsewhere the business as manufacture, processor, importer, exporter, distiller, refiner, fermenter, converter, bottler, distributor, preserver, packer, mover, consignor, seller, buyer, reseller, transporter, stockiest, agent, sub-agent, broker, supplier, indentor, concessionaire or otherwise to deal in all types of beverages, including soft drinks, concentrates, syrups, effervescent drinks, aerated water, tea, coffee, mineral water, solvents, mixtures, by-products, intermediates & ingredients, whether made of natural or synthetic materials."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors of the Company and/or the Company Secretary of the Company, be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-Form with the Registrar of Companies, NCT of Delhi and Haryana."

BY ORDER OF THE BOARD

For PASUPATI SPINNING AND WEAVING MILLS LTD.

Place: Delhi
Dated: 12/08/2026

Sd/-
DEEPIKA MALHOTRA
COMPANY SECRETARY
(ACS:-28661)

Registered Office
Village Kapriwas
Dharuhera, Distt.Rewari, HARYANA

IMPORTANT NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIM/HER. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

The instrument of Proxy in order to be effective should be deposited at the Registered Office of the Company, duly completed and signed, not less than FORTY-EIGHT HOURS before the commencement of the meeting. A Proxy Form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

2. The Register of Members and the Share Transfer books of the Company will remain closed from 24th September, 2026 to 30th September, 2026, both days inclusive, for annual closing.

3. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 3 to 8 of the accompanying Notice, is annexed hereto. The brief Details of the director, who are seeking appointment/ re-appointment, are provided in the Notice as provided under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’) and Secretarial Standard- 2 on General Meetings issued by the Institute of Company Secretaries of India.

4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-voting’s agency. The facility of casting votes by a member using remote e-voting will be provided by NSDL.

5. The Notice calling the AGM has been uploaded on the website of the Company at www.pasupatitextiles.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e- Voting facility) i.e. www.evoting.nsdl.com

6. Members who hold shares in the dematerialized form and want to provide/change/ correct the bank account details should send the same immediately to their concerned Depository Participant. Members are also requested to give the MICR Code of their bank to their Depository Participants.

7. Non-resident Indian shareholders are requested to inform about the change in the residential status on return to India for permanent settlement to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant immediately.

8. As per MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, the Notice of AGM is being sent by mail only to those Shareholders who have registered their e-mail addresses with the Company/Depositories. Members who have not

registered their mail addresses are therefore requested to register/update the same with the Company's Registrar and Share Transfer Agent/Depositories. The Notice of the Meeting will be available on the Company's website www.pasupatitextiles.com and the websites of the Stock Exchanges and National Securities Depository Limited (NSDL).

9. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Ballot Paper.

10. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

11. As per SEBI instructions issued from time to time vide its circular number SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 dated March 16, 2023, SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 superseded by SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated June 23, 2025, SEBI has mandated Members holding shares in physical form to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may access Form ISR-1 to register PAN/email id/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agent.

In terms of SEBI circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, the freezing of folios who fail to furnish PAN, nomination, contact details, bank account details and specimen signature and referring such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/or the Prevention of Money Laundering Act, 2002, has been done away with.

12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

13. Shareholders holding shares physically, who have not registered email address with the company, can get the same registered with the company by sending email to cs@pasupatitextiles.com mentioning the Folio No. , name ,address along with the copy of the share certificate(front/back) , self-attested copy of the PAN card and self-attested copy of any document in support of the address of the shareholder. Shareholders holding shares in dematerialized mode are requested to register/ update their email addresses with the relevant Depository Participants.

14. SEBI vide Circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31 July, 2023 (updated as on 4 August, 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate

dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.

15. As per recent SEBI circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, in order to facilitate ease of investing for investors and to secure the rights of investors in the securities which were purchased by them, it has been decided to open a special window only for re-lodgement of transfer deeds, which were lodged prior to the deadline of April 01, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise, for a period of one year from February 05, 2026 till February 04, 2027.

16. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2026.

17. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date may obtain the User ID and password by sending a request by mentioning their Folio No. Client Id and Dp Id.

18. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.

19. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

20. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and relevant documents referred to in this Notice of AGM in electronic mode can send an email to cs@pasupatitextiles.com

21. In view of Regulation 40 of the Listing Regulations, as amended with effect from April 1, 2019, securities of listed companies can now be transferred only in the dematerialized form, except in case of request received for transmission or transposition of securities.

Pursuant to SEBI circular dated 25th January 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

Members holding shares in physical form are therefore requested to convert their holdings into the dematerialized mode to avoid loss of shares and fraudulent transactions and better investor servicing.

22. A route map giving directions to reach the venue of the 46th Annual General Meeting is given at the end of the Notice.

23. Pursuant to Section 72 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, members are entitled to make a nomination in respect of shares

held by them in physical form. Shareholders desirous of making a nomination are requested to send their requests in Form No. SH-13 (which will be made available on request) to the Registrar and Share Transfer Agent of the Company.

<u>Voting through electronic means</u>

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide its members facility to exercise their right to vote on resolutions proposed to be considered at the 46th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e- voting") will be provided by National Securities Depository Limited (NSDL).

II. The members who have already voted prior to the AGM would not be entitled to vote at the meeting venue.

III. The remote e-voting period commences on 27th September, 2026 (9:00 am) and ends on 29th September, 2026 (5:00 pm). During this period member of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2026, may cast their vote by e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

IV. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

V. The process and manner for remote e-voting are as under:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Sunday, 27th September, 2026 at 09:00 A.M. and ends on Tuesday, 29th September, 2026 at 05:00 P.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. Wednesday, 23rd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2026.

<u>How do I vote electronically using NSDL e-Voting system?</u>

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

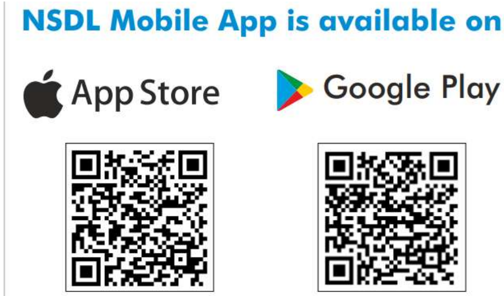
<u>Step 1: Access to NSDL e-Voting system</u>

<u>A) Login method for e-Voting for Individual shareholders holding securities in demat mode</u>

<u>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.</u>

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 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 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 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.

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 for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and

	Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssumitbajaj@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 at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@pasupatitextiles.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 cs@pasupatitextiles.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 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.

VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the download section of www.evoting.nsdl.com and may contact to concerned officials of NSDL. Members may also write to the Company Secretary at the email ID : cs@pasupatitextiles.com or contact at telephone no. 011-47632233

VII. 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 Password' option available on the site to reset the password.

VIII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

IX. M/s Sumit Bajaj & Associates, Practicing Company Secretaries (C.P No. 23948 and Membership No. 45042) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

X. The Scrutinizer shall, immediately after the conclusion of voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than two working days from the conclusion of meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same. Thereafter, the Chairman or the person authorised by him in writing shall declare the result of the voting forthwith.

XI. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.pasupatitextiles.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

Note:-All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection without any fee at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

<u>ANNEXURE TO THE NOTICE</u>

<u>EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013</u>

THE FOLLOWING STATEMENT SETS OUT ALL MATERIAL FACTS RELATING TO THE SPECIAL BUSINESS MENTIONED IN THE ACCOMPANYING NOTICE:

<u>ITEM-3</u>

<u>RATIFICATION OF REMUNERATION OF THE COST AUDITORS</u>

The Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment and remuneration of Mr. Satnam Singh Saggu, Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2027. In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to ratify the remuneration payable to the Cost Auditors.
None of the Directors or Key Managerial Personnel and their relatives is concerned or interested (financially or otherwise) in this Resolution. The Board recommends the Ordinary Resolution set out at Item No. 3 for the approval of Members.

<u>ITEM 4</u>

<u>APPROVAL OF RELATED PARTY TRANSACTIONS</u>

Pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), material related party transactions requires approval of the shareholders.

As per the Listing Regulations, a Related Party Transaction is considered ‘material’ if the transaction/(s) with a related party to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

The Securities and Exchange Board of India (“SEBI”) vide its circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February, 2025 (as amended from time to time) has introduced the Industry Standards on “Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction” (“Industry Standards”) to facilitate uniform approach and assist listed companies in complying with the provisions of Regulation 23 of the Listing Regulations read with the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 (“SEBI Circular”). The Industry Standards inter-alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval.

The Audit Committee has, on the basis of relevant details provided by the management as required by the law, reviewed and approved the said transaction/(s), subject to approval of the Members, while noting that such transactions shall be on arms’ length basis and in the ordinary course of business and are in accordance with the Related Party

Transaction Policy of the Company. The maximum value of the transactions with the related party, namely Shivani Textiles Limited, for the relevant period (FY 2026-27) on an ongoing basis, whether individually and/or in the aggregate shall not exceed Rs. 30 Crore. It is in the above context that, Resolution No. 4 is placed for the approval of the Members along with necessary details on the proposed RPTs provided in this Statement.

Particulars of material related party transactions between Pasupati Spinning and Weaving Mills Limited and Shivani Textiles Limited

	Particulars	**Details**
1	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s Shivani Textiles Ltd, a Public Ltd Company in which Mr. Ramesh Kumar Jain, and Mr. Vidit Jain , Directors of the company, are holding more than 2% paid up share capital along with their relatives
2	Type, tenure, material terms and particulars	Type of transaction: Sale, Purchase, Job work, Reimbursement of Expenses and Rent Tenure: 01-04-2026 to 31.03.2027 Material Terms and Particulars: Aggregate value of all the transactions taken together be it Sales, Purchase, Job Work, Rent, Reimbursement of Expenses etc. shall not exceed INR 30 Crores
3	Value of the transaction	upto INR 30 Crores
4	The percentage of the listed entity's annual standalone turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	30% (approx.)
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	No
	i) details of the source of funds in connection with the proposed transaction;	Not Applicable
	ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments : • nature of indebtedness; • cost of funds; and • tenure;	Not Applicable

	iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv) the purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the RPT	Not Applicable
6	Justification as to why the RPT is in the interest of the listed entity	All the transactions proposed to be undertaken would be on Arm's Length and in Ordinary Course of Business. Further, the Audit Committee and the Board of Directors have reviewed the terms of the transaction in detail and are satisfied that the transactions are in the best interest of the Company and its shareholders. All relevant disclosures will be made in compliance with applicable regulations to ensure transparency and uphold corporate governance standards.
7	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
8	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

The Board of Directors recommends the passing of the resolution at Item No- 4 of the Notice as ordinary resolution.

Save and except Mr. Vidit Jain and Mr. Ramesh Kumar Jain (along with their relatives),none of the other Director(s)/Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

ITEM 5

Continuation of the employment of Mr. Chander Mohan Sharma (DIN: 08047336) as Whole time Director after attaining the age of 70 years:

Mr. Chander Mohan Sharma (DIN: 08047336) , was re-appointed as a Whole time Director for a term of 5 years with effect from 20^{th} December, 2022 by the members at the 42^{nd} Annual General Meeting held on 29^{th} September, 2022.

Pursuant to Section 196(3)(a) of the Companies Act, 2013, "No company shall appoint or continue the employment of any person as managing director, whole-time director or manager who — is below the age of twenty-one years or has attained the age of seventy years: Provided that appointment of a person who has attained the age of seventy years may be made by passing a special resolution in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such person;". The Board considers the continuation of Mr. Chander Mohan Sharma to be beneficial to the interests of the Company, considering his long experience and the services being rendered by him and recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

Only Mr. Chander Mohan Sharma may be deemed to be interested in the Special resolution set out at Item No. 5 of the Notice. No other Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

ITEM 6

As per the provisions of Sections 149, 150, 152 and 161, read with Schedule IV of the Companies Act, 2013 and other applicable provisions and relevant rules made thereunder (as amended from time to time), the Company had appointed Mr. Anil Kumar Jain (DIN: 00141322) as Independent Director at the 44th Annual General Meeting held on September 30, 2024 for a first term of five consecutive years commencing from 14th August, 2024.

Pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, "No listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person".

Accordingly, Mr. Anil Kumar Jain will attain the age of 75 years on January 09, 2027 and hence, continuation of his directorship beyond the age of 75 years requires the approval of members by way of a special resolution.

The Board considers the continuation of Mr. Anil Kumar Jain to be beneficial to the interests of the Company, considering his rich and vast experience in Finance and accounting, secretarial and corporate laws and therefore recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

Only Mr. Anil Kumar Jain may be deemed to be interested in the Special resolution set out at Item No. 6 of the Notice. No other Director / Key Managerial Personnel/ their relatives is in any way, considered concerned or interested, financially or otherwise in this resolution, except as a member of the Company.

ITEM 7

Based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the Shareholders, the Board of Directors of the Company appointed Mr. Bhim Sain Goyal as an Additional Director (Non-Executive, Independent Director) of the Company for a term of 5 years w.e.f. August 12, 2026.

Mr. Bhim Sain Goyal, aged about 59 years is a Practicing Company Secretaries and has over 37 years of rich experience in Management Consultancy, Corporate Legal and Advisory services with special emphasis on Corporate Laws, among other areas. Presently he is engaged in the business of reviving/restructuring companies which are closed/sick due to financial or other reasons.

The Company has received a declaration from Mr. Bhim Sain Goyal, that he meets the criteria of independence under the Companies Act, 2013 and Listing Regulations. Further, the Company has also received from Mr. Bhim Sain Goyal his consent to act as a Director in terms of Section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also submitted a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Company has received notice under Section 160 of the Companies Act, 2013 from a member signifying his intention to propose the candidature of Mr. Bhim Sain Goyal for the office of Director of the Company.

In the opinion of the Board, Mr. Bhim Sain Goyal fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and Listing Regulations, for his appointment as an Independent Director of the Company and he is Independent of the management.

Copy of draft letter of appointment of Mr. Bhim Sain Goyal setting out the terms and conditions of appointment is being made available for inspection by the members.

None of the Directors, KMPs, and their relatives except Mr. Bhim Sain Goyal are in any way concerned or interested, financially or otherwise in the above resolution.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, the approval of the Members is sought for the appointment of Mr. Bhim Sain Goyal as an Independent Director on the Board of the Company, as a Special Resolution as set out above.

The Board recommends the special resolution set forth at Item No. 7 for the approval of the members.

ITEM 8

Your Company wish to add up one more segment to its present business activities i.e. to venture into food and beverage industry.

The company's objective is to carry on trading of food and beverages. The Food & Beverage industry (F&B) is one of the largest and most dynamic sectors in the global economy. It encompasses everything from food production and distribution to retail and hospitality. With evolving consumer preferences, sustainability concerns, and technological advancements, the industry continues to adapt to meet new demands.

The expansion into food and beverage segment is expected to enhance Company's competitiveness in the F & B industry. The Company is committed to providing world-class facilities and services to its customers and maintaining high standards of operational excellence. The expansion into the F & B sector is a strategic move that is expected to strengthen its market position and create new opportunities for growth.

Accordingly it is desirable to amend the object clause of Memorandum of Association by adding the new sub clause (6) and (7) after sub clause (5) of clause 3(A) in the existing main objects of the Memorandum of Association of the Company.

Pursuant to Section 13 of the Companies Act 2013, any alteration in the object clause requires approval of shareholder through Special Resolution. The entire set of the altered Memorandum of Association of the Company and other relevant documents are available for inspection by the shareholders at the Registered Office of the Company on any working day till the date of AGM. None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the resolution except to the extent of their shareholding, if any, in the Company. The Directors recommend the aforesaid resolution for the approval by the members as Special Resolution.

BY ORDER OF THE BOARD

For PASUPATI SPINNING AND WEAVING MILLS LIMITED

Place: Delhi

Dated: 12/08/2026

Sd/-
DEEPIKA MALHOTRA
COMPANY SECRETARY
(ACS:-28661)

Registered Office
Village Kapriwas
(Dharuhera), Distt.Rewari,
HARYANA

Annexure I

Details of Directors proposed to be appointed/re-appointed/continued as Director as required under Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings.

Name	Mr. Vidit Jain	Mr. Chander Mohan Sharma	Mr. Anil Kumar Jain
DIN	01347588	08047336	00141322
Date of Birth, Age, Nationality	13/09/1979, 46 years, Indian	13/12/1956, 69 years, Indian	09/01/1952, 74 years, Indian
Date of Appointment/ First Appointment in the Board	01/04/2010	20/12/2017	14/08/2024
Qualification	B.Sc in Economics from University of Pennsylvania(USA)	B. Tech	B.Com, Company Secretary and Chartered Accountant
Experience (including expertise in specific functional area)	Industrial and Business Experience of more than 15 years	More than 30 years of experience in Textile Industry	He has over 25 years of rich experience in Finance and accounting, secretarial and corporate laws
Brief Resume	He has pioneer experience in managing Operation, Sales and Production Segment	He has pioneer experience in managing Operation and Production Segment.	He is an associate member of the Institute of Chartered Accountants of India and also an associate member of the Institute of Company Secretaries of India.
Directorship held in other Public Companies	1. Sulabh Impex Limited 2. Pasupati Olefin Limited 3. Shailja Investments Limited	NIL	NIL
Membership/ Chairmanships of Committees of other public Companies (Includes only Audit and Stakeholders Relationship Committee)	NIL	NIL	NIL
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board including the listed entities from which the person has resigned in the	1. Pasupati Fincap Limited (resigned w.e.f 28/07/2025)	NIL	NIL

past three years			
Terms and conditions of appointment	Liable to retire by rotation	Continuation of the employment as Whole time Director after attaining the age of 70 years on the same terms and conditions as approved at the 42nd Annual General Meeting held on 29th September, 2022	Continuation as Independent Director after attaining the age of 75 years on the same terms and conditions as approved at the 44th Annual General Meeting held on September 30, 2024.
Details of remuneration sought to be paid and the remuneration last drawn by such person	As per the terms of the appointment	As per the terms of the appointment	Sitting fees is payable for attending Board Meetings / Committee Meetings.
Number of Shares held in the Company.	134076	NIL	NIL
Relationship between Directors inter se	He is son of Mr. Ramesh Kumar Jain, Managing Director of the Company	Not related to any Director / Key Managerial Personnel	No relation with other Directors and KMPs of the Company.
Justification for choosing the appointee for appointment as Independent Director	Not applicable	Not applicable	His association would be immense benefit to the Company.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not applicable	Not applicable	He has the requisite skills and capabilities as required for business requirements of the Company.

Name	Mr. Bhim Sain Goyal
DIN	02139510
Date of Birth, Age, Nationality	23/08/1966, 59 years, Indian
Date of Appointment/ First Appointment in the Board	12/08/2026
Qualification	B. Com., LLB and FCS
Experience (including expertise in specific functional area)	Business Experience of more than 37 years
Brief Resume	He has pioneer experience in the business of Management Consultancy, Corporate

	Legal and Advisory services with special emphasis on Corporate Laws.
Directorship held in other Public Companies	1. Rudra Ecovation Limited
Membership/ Chairmanships of Committees of other public Companies (Includes only Audit and Stakeholders Relationship Committee)	Chairman of Audit Committee of Rudra Ecovation Limited
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board including the listed entities from which the person has resigned in the past three years	1. Rudra Ecovation Limited
Terms and conditions of appointment	Liable to retire by rotation
Details of remuneration sought to be paid and the remuneration last drawn by such person	As per the terms of the appointment
Number of Shares held in the Company.	NIL
Relationship between Directors inter se	Not related to any Director / Key Managerial Personnel
Justification for choosing the appointee for appointment as Independent Director	His association would be immense benefit to the Company.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He has the requisite skills and capabilities as required for business requirements of the Company.

For other details such as number of meetings of the Board attended during the year, remuneration drawn, please refer to the corporate governance report which is a part of this Annual Report.

PASUPATI SPINNING AND WEAVING MILLS LIMITED

DIRECTORS REPORT

The Directors are pleased to present the 46th Directors Report on the business and operations of the Company together with the Audited Accounts for the financial year ended 31st March, 2026.

1. FINANCIAL PERFORMANCE

Particulars	2025-26 Rs./Lacs	2024-25 Rs./Lacs
Sales and other Income	**10074.46**	**10,175.38**
Profit / (Loss) before Taxes	**317.14**	**86.33**
Payment/Provision for Taxation	**95.7**	**(1.48)**
Profit after Taxation	**221.44**	**87.81**
Other Comprehensive Income	**(6.88)**	**18.58**
Total Comprehensive Income of the year	**214.56**	**106.39**

During FY 2025-26, the company’s turnover declined to Rs. 99.34 Crores from Rs. 100.50 Crore achieved during FY 2024-25. However, the bottom line of the company has shown remarkable increase by more than 100%. The turnover declined due to imposition of 50% tariff by USA, which adversely affected export of textiles in India. The company's top line is significantly reliant on Indian garment exporters. Due to uncertain market conditions, such Garment Exporters withheld their orders resulting decline in turnover. Besides, recently Iran war has also shown adverse effects on our industry as Reliance (raw material supplier) has increased its prices by more than 30% after the war. The company is also trying to pass on the increased cost burden to its customers. Besides, rates of other inputs have also increased significantly. At present, the market situation is very volatile and unpredictable, hence it is very difficult to measure the exact impact on our industry in ensuing years.

II THE MANAGEMENT DISCUSSION & ANALYSIS

Knitting, Garment, Dying & Processing unit, Dharuhera

Post-COVID-19 market stagnation continues to suppress domestic and export demand. A devastating 50% US tariff further made garments uncompetitive in a primary export market. Besides, the company also faced Severe operational bottlenecks due to restrictions imposed by Pollution Department. Therefore, during FY 2025-26, the turnover of this unit significantly declined to Rs. 196.52 Lacs from to Rs. 395.86 Lacs achieved during FY 2024-25.

Sewing Thread Unit at Kala Amb, Himachal Pradesh

This unit contributes around 90-95% of company’s total revenue but the operations for this unit continue to be adversely impacted due to overall slugging market conditions prevailing in textile sector. Imposition of 50% US tariff further added to the problem because the company’s business is significantly reliant on Indian garment exporters, any disruption to those exporters instantly translates into withheld orders and a declining top-line.

Logistic and Warehousing

This segment continues to show significant growth. The total revenue from this segment has increased to Rs.604.04 Lacs as against Rs. 327.54 Lacs achieved during last financial year. The company has been able to achieve significant growth in bottom line only due to this segment.

III PARTICULARS OF INFORMATION FORMING PART OF THE BOARD’S REPORT PURSUANT TO SECTION 134 OF THE COMPANIES ACT, 2013, RULE 8 OF THE

COMPANIES (ACCOUNTS RULE 2014 AND RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

ANNUAL RETURN
The annual return of the company has been placed on the website of the company and can be accessed at www.pasupatitextiles.com

NUMBER OF MEETING OF BOARD
During the year, four (4) Board Meetings and four (4) Audit Committee Meetings were convened and held. The details are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013

GENERAL MEETING

The Company had 01 General meeting during the financial year under review.

DIRECTOR'S RESPONSIBILITY STATEMENT:
In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for the year under review.
iii) The directors have 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.
iv) The directors have prepared the annual accounts on a going concern basis.
v) 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.

The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively

STATEMENT ON DECLARATION BY THE INDEPENDENT DIRECTORS.
All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Listing regulations, 2015.

NOMINATION & REMUNERATION POLICY
The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a Policy for selection, appointment and remuneration of Directors and Key Managerial Personnel. More details of the same are given in the Corporate Governance Report.

EXPLANATION OR COMMENTS ON AUDITORS REPORT AND SECRETARIAL AUDIT REPORT

Auditors' observations relating to Note no. 38 as contained in the Main Report under the para 'Basis of Qualified Opinion' are explained hereunder: -

Note 38: Although, the company has made representation to the competent authority for payment of compensation at market rate in respect of part of company's factory land acquired by Government of Haryana, the company feels that final decision in this regard may take a very long time and moreover there is uncertainty about the success of company's representation. Hence, it has been decided that its affect would be given in company's books as and when actual compensation is received from Government of Haryana.

There is no qualification, reservations or adverse remarks made by secretarial auditor in the Secretarial Audit Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:
During the year under review, company has not given any loans, Guarantee or made any investments covered under the provisions of Section 186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS
Pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements entered into by the Company with Related Parties have been done at arm's length and are in the ordinary course of business. Particulars of the same are being provided in Form AOC-2 which is annexed herewith as **Annexure D.**

The Company formulated a policy on Related Party Transactions (RPTs) in accordance with the Act including any amendments thereto for identifying, reviewing approving and monitoring of RPTs. The said policy is available on the Company's website at **www.pasupatitextiles.com**

STATE OF COMPANY'S AFFAIRS
Discussion on state of Company's affairs has been covered as part of the Management Discussion and Analysis.

AMOUNTS PROPOSED TO BE CARRIED TO RESERVES
Board of Directors does not appropriate any amount to be transferred to General Reserves during the year under review.

DIVIDEND
In view of the requirement of fund for working capital of the company, the Board of Directors is not in a position to recommend any dividend for the year under review.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING FINANCIAL POSITION OF THE COMPANY
No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company and the date of signing of this Report.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith **as Annexure "B".**

RISK MANAGEMENT POLICY

Pursuant to the requirement of SEBI (LODR) Regulations, 2015, the Company has constituted a Risk Management Committee. The details of the Committee and its terms of reference are set out in the Corporate Governance Report forming part of the Board's Report. On the recommendation of the Risk Management Committee, the Board has adopted Risk Management Policy, which outlines the program implemented by the Company to ensure appropriate risk management within its system and culture. The Risk Management Policy is also posted on the website of the Company. The Company's risk management program comprises of a series of processes, structures and guidelines which assist the Company to identify, assess, monitor and manage its business risks, including any material changes to its risk profile. To achieve this, the Company has clearly defined the responsibility and authority of the Company's Board of Directors and of the Risk Management Committee to oversee and manage the risk management program while conferring responsibility and authority on the Company's senior management to develop and maintain the risk management program in light of the day to day needs of the Company. Regular communication and review of risk management practices provide the Company with important checks and balances to ensure the efficacy of its risk management program.

CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

The relevant provisions of the Companies Act, 2013 and Listing regulations are not applicable to our company.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, and Regulation 17 of the SEBI (LODR) Regulations, 2015 the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as evaluation of the working of its Audit, Nomination & Remuneration and other Committees. The board's performance for the current year was assessed on the basis of participation of directors, quality of information provided/available, quality of discussion and contribution etc. The overall performance of the Board and Committee's of the Board was found satisfactory. The overall performance of Chairman, Executive Directors and the Non-executive Directors of the Company is satisfactory. The review of performance was based on the criteria of performance, knowledge, analysis, quality of decision making etc.

CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the Company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

a. **Composition of Board of Directors:**

The Composition of Board of Directors as on 31st March, 2026 is as follows:

Sr. No	Name	DIN	Designation
1.	RAMESH KUMAR JAIN	00575142	Managing Director
2.	VIDIT JAIN	01347588	Whole-time Director
3.	CHANDER MOHAN SHARMA	08047336	Whole-time Director
4.	UMESH CHANDRA TRIPATHI	08364163	Independent Director
5.	RAJ KUMAR GUPTA	00095758	Independent Director
6.	ANIL KUMAR JAIN	00141322	Independent Director
7.	PREETI AGGARWAL	08889074	Independent Director

b. Key Managerial Personnel

The following persons are the Key Managerial Personnel of Company as on 31st March, 2026:

Sr. No	Name	PAN	Designation
1.	AJAY KUMAR MONGA	ACQPM4923L	Chief Financial Officer
2.	DEEPIKA MALHOTRA	BDQPB1919M	Company Secretary

c.Change in Director and KMP, during the year under review:

During the financial year, following changes have been occurred:

Sr. No.	Name	DIN/PAN	Designation	Appointment/Cessation/Change in Designation	Date of Appointment/ Cessation/ Change in Designation
1.	Mr. Ajay Kumar Monga	ACQPM4923L	Chief Financial Officer	Retirement	w.e.f Closing of working hours of 31/03/2025
2.	Mr. Ajay Kumar Monga	ACQPM4923L	Chief Financial Officer	Appointment	23/05/2025

d. Subsequent to year end, the following changes took place in the composition of the Board of Directors:

After the closure of financial year, Mr. Umesh Chandra Tripathi (DIN: 08364163) has resigned from the directorship with effect from the closing business hours of 13/06/2026.

e.Retirement by Rotation of the Directors

Mr. Vidit Jain (DIN: 01347588) retires by rotation and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting. And Mr. Chander Mohan Sharma (DIN: 08047336) retired by rotation at the annual general meeting held on 30/09/2025 and was re-appointed.

f. Independent Directors

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) and 25 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Further, in terms of Rule 8(5) (iiia) of the Companies (Accounts) Rules, 2014, as amended, the Board of Directors state that in the opinion of the Board, during the Financial Year 2025-26 all the Directors whose appointments as Independent Directors of the Company have been approved by the Shareholders during the year, are persons of integrity and possess relevant expertise and experience. Further, the Independent Directors have been exempted/successfully qualifying the online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs.

NAMES OF THE COMPANIES WHICH HAVE BECOME/ CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR
The Company did not have any subsidiaries, associates or joint ventures during the year.

DEPOSITS
The company has not invited/accepted any deposits from the members as well as public during the year ended March 31, 2026. There were no unclaimed or unpaid deposits as on March 31, 2026.

SIGNIFICANT ORDERS PASSED BY REGULATORS, COURTS OR TRIBUNALS IMPACTING GOING CONCERN AND COMPANY'S OPERATIONS
To the best of our knowledge, the Company has not received any such orders from Regulators, Courts or Tribunals during the year, which may impact the going concern status or the Company's operations in future.

SHARE CAPITAL OF THE COMPANY

As on 31st March, 2026, the Share Capital Structure of the Company was as follows:

Authorized Share Capital: INR 12,10,00,000/- (Indian Rupees Twelve Crore Ten Lakhs Only) divided into 1,21,00,000 shares of INR 10/- each

Issued and Subscribed Share Capital: INR 9,33,70,680/- (Indian Rupees Nine Crore Thirty Three Lakh Seventy Thousand Six Hundred Eighty Only) divided into 93,37,068 shares of INR 10/- each.

During the year the following changes has occurred:

i. **Increase in Authorized Share Capital of The Company :** NIL

ii. **Issue of Shares or Other Convertible Securities :** NIL

iii. **Issue of equity shares with differential rights:**
The Company has not issued any equity shares with differential rights during the year under review.

iv. **Issue of sweat equity shares:**

The Company has not issued any sweat equity shares during the year under review.

v. **Details of employee stock options:**

The Company has not issued any Employee Stock Options during the year under review.

vi. **Shares held in Trust for the benefit of employees where the voting rights are not exercised directly by the employees:**

The Company does not held any shares in trust for the benefit of employees where the voting rights are not exercised directly by the employees during the year under review.

vii. Issue of Debentures, Bonds or Any Non-Convertible Securities

The Company has not issued any debentures, bonds or any non-convertible securities during the year under review.

viii. Issue of Warrants

The Company has not issued any warrants during the year under review.

INTERNAL CONTROL SYSTEMS

Your Company has evolved a system of internal controls to ensure that the assets are safeguarded and transactions are authorised, recorded and correctly reported. The internal control system is supplemented by management reviews and independent periodical reviews which evaluate the functioning and quality of internal controls and provides assurance of its adequacy and effectiveness. The scope of internal audit covers a wide variety of operational methods and, as a minimum, ensures compliance with specified standards with regard to availability and suitability of policies and procedures, extent of adherence, reliability of management information system and authorization procedures including steps for safeguarding of assets. The reports of internal audit are placed before Audit Committee of the Directors and Board. Audit Committee and board reviews such audit findings and the adequacy of internal control systems. The Statutory Auditors and the Internal Auditors of the Company also interact with the Audit Committee and Board to share their findings and the status of corrective actions under implementation.

INFORMATION FORMING PART OF THE DIRECTORS' REPORT PURSUANT TO RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The provisions of Rule 5(2) & (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 requiring particulars of the employees in receipt of remuneration in excess of Rs. 1 Crore and 2 Lacs per year to be disclosed in the Report of Board of Directors are not applicable to the Company as none of the employees was in receipt of remuneration in excess of Rupees One Crore and two Lacs during the financial year 2025-26. The information in accordance with the provisions of Section 197 of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is annexed as **Annexure**-C.

A statement comprising the names of top 10 employees in terms of remuneration drawn and every person employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms an integral part of this report)

However, the same is not being sent along with this Annual Report to the Members of your Company in line with the provision of Section 136 of the Companies Act, 2013. Members who are interested in obtaining these particulars may write to cs@pasupatitextiles.com and these documents will be made available for inspection electronically from the date of circulation of this Annual Report up to the date of AGM.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board of Directors has adopted the Vigil Mechanism / Whistle Blower Policy. The policy has provided a mechanism for Directors, Employees and other persons dealing with the Company to report to the Chairman of the Audit Committee, any instance of unethical behavior, actual or suspected fraud or violation of the Code of Conduct of the Company. The details of the policy has been uploaded at the website of the Company @ **www.pasupatitextiles.com**

COMMITTEES OF BOARD

The Board of Directors in line with the requirement of the act has formed various committees, the detailed terms of reference and composition of the various Committees has been mentioned in the Corporate Governance Report annexed to this report.

AUDITORS

- **STATUTORY AUDITORS**

M/s. B K Shroff & Co. Chartered Accountants, can continue as Statutory Auditors till the conclusion of the Forty Seventh Annual General Meeting to be held in the year 2027.

- **INTERNAL AUDITOR**

The Board had appointed M/s Suresh Kumar Mittal & Company, Chartered Accountants as the Internal Auditor of the Company for the financial year 2026-27.

- **COST AUDITORS**

The Central Govt. has approved the appointment of Mr. Satnam Singh Saggu, Cost Accountants as cost auditors for conducting Cost Audit for the Financial Year 2026-27. The report of Cost Auditors in respect of audit of the cost records of the Company for the year ended 31stMarch 2026 will be submitted to the Central Government in due course.

- **SECRETARIAL AUDITORS**

The Company has undertaken Secretarial Audit for the financial year 2025-26 which, inter alia, includes audit of compliance with the Companies Act, 2013, and the Rules made under the Act, Listing Regulations and applicable Regulations prescribed by the Securities and Exchange Board of India and Foreign Exchange Management Act, 1999 and Secretarial Standards issued by the Institute of the Company Secretaries of India. The Secretarial Audit Report forms part of this Annual Report. The Report of the Secretarial Audit as submitted by Sumit Bajaj & Associates is annexed herewith as **Annexure-A**.

- **ANNUAL SECRETARIAL COMPLIANCE REPORT**

The Company has undertaken an audit for the Financial Year 2025-26 for all applicable compliances as per Securities and Exchange Board of India Regulations and Circulars/Guidelines issued thereunder. The Annual Secretarial Compliance Report duly signed by Sumit Bajaj & Associates, Practicing Company Secretaries has been submitted to the Stock Exchange.

REPORTING OF FRAUD BY AUDITOR

During the year under review, neither the statutory auditors nor the secretarial auditor has reported to the audit committee, under Section 143 (12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board’s report.

CORPORATE GOVERNANCE

The Company conforms to the norms of Corporate Governance as envisaged in the Listing Regulations with the BSE Limited. Pursuant to Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on the Corporate Governance and the Auditors Certificate on Corporate Governance are annexed to this report.

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 adopted a policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the 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. The Company has also constituted an Internal Complaints Committee, known as the Prevention of Sexual Harassment (POSH) Committee, to inquire into complaints of sexual harassment and recommend appropriate action.

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

Sr. No.	**Number of complaints of sexual harassment received in the year**	**Number of Complaints disposed off during the Year**	**Number of Cases Pending for More Than Ninety Days**
	NIL	NIL	NIL

COMPLIANCE UNDER MATERNITY BENEFIT ACT, 1961

The Company had complied with all the provisions of the Maternity Benefit Act, 1961.

DETAILS OF APPLICATION/ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Neither any application was made nor are any proceedings pending under the Insolvency and Bankruptcy Code, 2016 during the FY 2025-26.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VERIFICATION DONE AT THE TIME OF SETTELEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTIUTIONS ALONG WITH THE REASONS THEREOF

As the Company has not done any one-time settlement during the year under review, no disclosure is required in this regard.

WEBSITE

The Company is maintaining its functional website and the website contains basic as well as investor related information. The link of website is https://www.pasupatitextiles.com/

SECREATRIAL STANDARDS

The Company has followed the applicable Secretarial Standards, with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

APPRECIATION

The Board of Directors acknowledge with gratitude the co-operation and assistance extended by all its stakeholders, including its shareholders, employees/workers, bankers, customers, business associates and employees. The company also conveys special thanks to Central & State Government and its Bankers, who have helped the company from time to time for their continued support.

For & On Behalf of Board of Directors

Sd/-
Ramesh Kumar Jain
Chairman & Managing Director

Place : New Delhi
Dated : 12/08/2026

Form No. MR-3

SECRETARIAL AUDIT REPORT

[Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

To,
The Members,
PASUPATI SPINNING AND WEAVING MILLS LIMITED
Village Kapriwas, Dharuhera,
Distt. Rewari, Haryana 122106

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PASUPATI SPINNING AND WEAVING MILLS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our Opinion thereon.

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

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

(i) The Companies Act, 2013 (the Act) and the Rules made thereunder and the relevant provisions of the Act;

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

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - Not applicable to the Company during the Audit Period.

(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 (Prohibition of Insider Trading) Regulations,2015;

(b) 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;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2018; - ***Not applicable as the Company did not issue any security during the financial year under review****;*

(d) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations,2011; ***Not applicable as the Company has not acquired during the period under review;***

(e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; - ***Not applicable as the Company does not have Employee Stock Option Scheme for its employees****;*

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations,2021; - ***Not applicable as the Company has not issued any debts security during the financial year under review****;*

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - ***Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and***

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - ***Not applicable as the Company has not done any buyback of its securities during the financial year under review***.

(vi) The following key/significant laws as specifically applicable to the Company:

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI).

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

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

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that based on review of compliance mechanism established by the Company and on the basis of the compliance certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines; and

As informed, the Company has responded to notices for demands, claims, penalties etc. levied by various statutory/regulatory authorities and initiated actions for corrective measures, wherever necessary.

There were no other specific events or actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards.

Note: This report is to be read with our letter of event date which is annexed as **Annexure - A** and forms an integral part of this report.

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Place: New Delhi
Date: 04th August, 2026
UDIN: A045042H001011801

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

ANNEXURE A

TO THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

To,
The Members,
PASUPATI SPINNING AND WEAVING MILLS LIMITED

Our Secretarial Audit Report of event date is to be read along with this letter.

1. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial and other 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 and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.

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

4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.

5. 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.

6. We further report that the compliance by the Company of applicable Financial Laws like Direct and Indirect Tax Laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Place: New Delhi
Date: 04th August, 2026
UDIN: A045042H001011801

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

To,
The Board of Directors
Pasupati Spinning and Weaving Mills Limited
Village Kaprivas, Dist. Rewari,
Dharuhera, Haryana, 122106.

SECRETARIAL COMPLIANCE REPORT
FOR THE FIANICIAL YEAR ENDED ON 31ST MARCH, 2026

(Pursuant to Regulation 24A (2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015)

We have conducted the review of compliance of the applicable statutory provisions and the adherence to good corporate practices by Pasupati Spinning and Weaving Mills Limited Bearing **CIN: L74900HR1979PLC009789** (hereinafter referred as the listed entity), having its registered office Village Kapriwas, Dist. Rewari, Haryana, Dharuhera, Haryana, 122106, in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, during the conduct of Review, we hereby report that the listed entity has, during the Review Period covering the Financial Year ended on March 31, 2026, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter.

We, Sumit Bajaj & Associates, Practicing Company Secretaries, have examined:

(a) All the documents and records made available to us and explanation provided by **Pasupati Spinning and Weaving Mills Limited** (“the listed entity”),

(b) The filings/submissions made by the listed entity to the stock exchanges,

(c) Website of the listed entity,

(d) Any other document/filing, as may be relevant, which has been relied upon to make this certification.

For the year ended 31st March, 2026 in respect of compliance with the provisions of:

1. The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and

2. The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the Circulars/Guidelines issued thereunder, have been examined, include:

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

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable for the period under review)**

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

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable for the period under review)**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable for the period under review)**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2021; **(Not applicable for the period under review)**

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

(h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/guidelines issued thereunder;

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

and circulars/ guidelines issued thereunder and based on the above examination, we hereby report that, during the Review Period:

I. A. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	**Compliance Requirement (Regulations/ circulars/ guide- lines including specific clause)**	**Regulation/ Circular No.**	**Deviations**	**Action Taken by**	**Type of Action (Advisory/ Clarification / Fine/Show Cause Notice/ Warning, etc)**	**Details of Violation**	**Fine Amount**	**Observations/ Remarks of the Practicing Company Secretary**	**Management Response**	**Remarl**
NA										

B. The listed entity has taken the following actions to comply with the observations made in previous reports

Sr. No.	**Compliance Requirement (Regulations/ circulars/ guide- lines including specific clause)**	**Regulation/ Circular No.**	**Deviations**	**Action Taken by**	**Type of Action (Advisory/ Clarification / Fine/Show Cause Notice/ Warning, etc)**	**Details of Violation**	**Fine Amount**	**Observations/ Remarks of the Practicing Company Secretary**	**Management Response**	**Remarks**
NA										

During the year under review the Company has paid the fines during the reporting period levied on the company for non-compliance in Financial year 2014-15, 2015-16 and 2020-21 as mentioned below:

Sr. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviation	Action Taken by	Type of Action (Advisory / Clarification / Fine / Show Cause Notice / Warning, etc.)	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response
1	Submission of Financial Results for the quarter ended December 2020	Regulation 33 of SEBI (LODR) Regulations, 2015	Delay in submission	BSE Limited	Fine	Late submission of quarterly financial results	₹1,95,000/- (plus GST)	The delay is noted. The Company has paid the penalty. The non-compliance is procedural and no material impact is observed.	The Company has paid the penalty on 26-03-2026 and has implemented stricter compliance controls to ensure timely submission in future.
2	Submission of Corporate Governance Report for the quarter ended September 2014	Regulation 27(2) of SEBI (LODR) Regulations, 2015	Delay in submission	BSE Limited	Fine	Late submission of Corporate Governance Report	₹2,000/- (plus GST)	The Company has paid the penalty. The delay is procedural in nature and no material impact is observed.	The Company has paid the penalty on 02-04-2026 and has strengthened internal compliance systems to ensure timely submissions going forward.
3	Submission of Annual Report for FY ended March 2015	Regulation 34 of SEBI (LODR) Regulations, 2015	Delay in submission	BSE Limited	Fine	Late submission of Annual Report	₹9,000/- (plus GST)	The Company has paid the penalty. The delay is procedural in nature with no material impact.	The Company has paid the penalty on 02-04-2026 and has strengthened internal processes.

II. We further hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

S. No.	Particulars	Compliance Status (Yes/ No/ NA)	Observation/ Remarks by PCS
1.	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	-
2.	**Adoption and timely updating of the Policies:** ● All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities ● All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	-
3.	**Maintenance and disclosures on Website:**		-

	• The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes Yes Yes	
4.	**Disqualification of Director:** None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	NA	The company does not have any subsidiary Company.
6.	**Preservation of Documents:** The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
7.	**Performance Evaluation:** The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	-
8.	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes Not Applicable	-
9.	**Disclosure of events or information:** The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	-
10.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	NA	-
12.	**Resignation of statutory auditors from the listed entity or its material subsidiaries:** In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has /have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular (**SEBI Circular CIR/CFD/CMD1/114/2019)** on	NA	No such reportable event

	compliance with the provisions of the LODR Regulations by listed entities.		
12.	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No further Non-Compliance observed.

III. Compliances related to 'Resignation of Statutory Auditors' from listed entities and their material subsidiaries as per **SEBI Circular CIR/CFD/CMD1/114/2019** dated 18th October, 2019:

S. No.	Particulars	Compliance Status (Yes/ No/ NA)	Observation/ Remarks by PCS
Compliances with the following conditions while appointing/re-appointing an Auditor:			
1.	(i) If the auditor resigns within 45 days from the end of a quarter of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for such quarter. (ii) If the auditor resigns after 45 day from the end of a quarter of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for such quarter as well as the next quarter. (iii) Notwithstanding the above, if the auditor has signed the limited review/ audit report for the first three quarters of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	For the period under review, the Statutory Auditors of the company have not resigned therefore; the said clause is not applicable.
Other conditions relating to resignation shall include:			
2.	i) Reporting of concerns with respect to the listed entity/its material subsidiary to the Audit Committee: **a**. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which may hamper the audit process, the auditor shall approach the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. **b**. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents shall be brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor shall inform the Audit Committee of the details of information / explanation sought and not provided by the management, as applicable. **c**. On receipt of such information from the auditor relating to the proposal to resign as mentioned above, the Audit Committee / board of directors, as the case may be, shall deliberate on the matter and communicate its views to the management and the auditor.	NA	For the period under review, the Statutory Auditors of the company have not resigned therefore; the said clause is not applicable.

	ii) Disclaimer in case of non-receipt of information: In case the listed entity/its material subsidiary does not provide information required by the auditor, to that extent, the auditor shall provide an appropriate disclaimer in the audit report, which may be in accordance with the Standards of Auditing as specified by ICAI/NFRA.		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.	NA	For the period under review, the Statutory Auditors of the company have not resigned therefore; the said clause is not applicable.

Assumptions & limitation of scope and review:

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

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Sd/-
CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

Place: New Delhi
Date: 13/05/2026
UDIN: A045042H000346970

Annexure-B

CONSERVATION OF ENERGY.

a) ENERGY CONSERVATION AND SUSTAINABILITY MEASURES TAKEN:

- The Company has generated 3729233 units against the installation of 2800 KWp solar generation facility at its plant at Kala Amb, Himachal Pradesh, which resulted in saving of Rs. 295 Lacs approximately.
- The Company has generated 88817 units against the installation of 100 KVA Solar generation facility at its plant at Dharuhera Haryana, which resulted in saving of around Rs. 11.25 Lacs approximately.
- The company has saved INR 64 Lacs (approx.) against the fuel cost due to installation of one new energy efficient boiler.

b) ADDITIONAL INVESTMENT PROPOSALS, IF ANY, BEING IMPLEMENTED FOR SAVING ENERGY:

The company plans to replace some of its existing machines with new fully automatic state-of-the-art machines, which will result in saving in manpower cost and some marginal saving in power cost as well.

c) IMPACT OF THE MEASURES FOR REDUCTION OF ENERGY CONSUMPTION AND CONVERSANT IMPACT ON THE COST OF PRODUCTION OF GOODS:

- Solar generation facilities have resulted in saving in power cost to the tune of Rs.306.25 Lacs during FY 2025-26. This saving is expected to increase significantly during next year.

Form A:

	2025-26	2024-25
	Total	PY
Electricity		
Power & Fuel Consumption	-	-
Purchased Units	1,40,78,523	18,173,605
Total Amount Paid (Rs/Lacs)	1,124.98	1,253.76
Rate/Unit	7.99	6.90
Own Generation		
Units	98,372	52,638
Total Value-Rs./Lacs	28.35	13.43
Total Ltrs	32,085	17,727
Rate of Diesel	88.37	75.76
Cost/Unit	28.82	25.51
Solar Generation		
Units	38,18,050	624,884
Coal/Other Fuel used in Boiler		
Quantity (MT)	3283.56	2,989.78
Total Value-Rs./Lacs	141.10	171.68

Average Cost MT	4,297.05	5,742.35
Consuption per unit of Production		
Production of Yarn/Fabric(MT)	2,774.201	2,921.150
Electricity-KWH/Ton	6486.53	6239.41
Coal (Kg/Ton)	1,183.60	1,023.49
Diesel Ltr/Ton	11.57	6.07

FORM B: TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT

Specific areas in which R&D carried out by the Company:
Recycled polyester yarn for sewing thread application made from pet bottles. For this, the Company has obtained GRS certification. The Company expects better margins from sale of such products.

BENEFITS ARRIVED AS A RESULT OF R&D
Consistent quality products has helped Company to increase its market share.

FUTURE PLAN OF ACTION
The company is trying to sell GRS approved yarn at 25% higher price and earn more margin.

FOREIGN EXCHANGE EARNING AND OUTGO (Rs. In Lacs)

Total Foreign Exchange earned (on FOB basis)	NIL
Total Foreign Exchange used	Rs. 21.99 Lacs

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Annexure C

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

(i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Name of Director and KMP	Designation	Remuneration of Director/KMP for financial year 2025-26 **(Amt. in lacs)**	Remuneration of Director/KMP for financial year 2024-25 **(Amt. in lacs)**	% increase in Remuneration in the Financial Year 2025-26	Ratio of remuneration of each Director/ to median remuneration of employees
Mr. Ramesh Kumar Jain	Managing director	11.14	7.72	44.30	2.93
Mr. Vidit Jain	Joint Managing Director	9.02	13.33	-32.33	5.22
Mr. C.M. Sharma	Whole Time Director	7.85	7.85	0	2.06
Mr. Umesh C Tripathi	Independent Director	0.40	0.30	33.33	0.11
Mrs. Preeti Aggarwal	Independent Director	0.40	0.30	33.33	0.11
Mr. Anil Kumar Jain	Independent Director	0.40	0.30	33.33	0.11
Mr. Raj Kumar Gupta	Independent Director	0.40	0.20	100	0.11
Mr. Ajay Kumar Monga	CFO	10.96	17.81	-38.46	2.88
Mrs. Deepika Malhotra	Company Secretary	6.90	6.90	0	1.82

ii) The median remuneration of employees of the Company during the financial year was 3.80 lakh p.a.
iii) In the financial year, there was no increase in the median remuneration of employees;
iv) There were 231 permanent employees on the rolls of Company as on March 31,2026;
v) Relationship between average decrease in remuneration and company performance:-

Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company:-The total remuneration of Key Managerial Personnel decreased by 38.35% from Rs. 24.71 lacs in 2024-25 to 17.86 lacs in 2025-26 whereas during the year under review, the company has earned a profit before tax of INR 317.14 Lacs and the profit for the period is INR 221.44 Lacs.

Vi)Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public coffer:

Closing date of Financial Year	**Issued Capital (Shares) No of shares**	**Closing Market Price (Per Share)**	**EPS**	**PE Ratio**	**Market Capitalization (Rs.)**
31-03-2025	9337068	33.36	0.94	35.48	31,14,84,588
31-03-2026	9337068	26.10	2.37	11.01	24,36,97,474
Increase/(Decrease)	_	(7.26)	1.43	(24.47)	(6,77,87,114)
% of Increase/ (Decrease)	_	(21.76%)	152.12%	(68.97%)	(21.76%)

Market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer.:-The equity shares of the Company were initially listed on BSE Ltd. in the year 1982. The last public offer of the equity shares was made in the year 1991 by way of Rights Issue to the existing equity shareholders in the ratio of 1:5 at a price of Rs. 25/- per equity share of Rs.10/-at a premium of Rs. 15 per share. As on 31st March, 2026, the market quotation of the Company's share price (closing price) was Rs. 26.10 i.e. decrease in price of 21.76%.

V. The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

VI. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive Remuneration in excess of the highest paid director during the year – Not Applicable; and

VII. It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

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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.

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	Not Applicable
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions'	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as requiredunder first proviso to section 188	

2. **Details of contracts or arrangements or transactions at Arm's lengthbasis.**

SL. No	Name (s) of therelated party &nature of relationship	Details	Nature ofcontracts/arrangements/ transaction	Duration ofthecontracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board, If any	Amountpaid assadvances, if any
1	Mr. Ramesh Kumar Jain	Chairman and Managing Director	Remuneration and perquisites paid during the year :- (Rs in lacs) 11.14	One year	N/A	26-05-2026	Nil
2	Mr. Vidit Jain	Executive Director	Remuneration and perquisites and Retirement Benefits paid during theyear :-(Rs in lacs)9.02	One year	N/A	26-05-2026	Nil

3	Mr. Umesh C Tripathi	Independent Director	Sitting Fees (Rs in lacs) 0.40	One year	N/A	26-05-2026	Nil
4	Mrs. Preeti Aggarwal	Independent Director	Sitting Fees (Rs in lacs) 0.30	One year	N/A	26-05-2026	Nil
5	Mr. Anil Kumar Jain	Independent Director	Sitting Fees (Rs in lacs) 0.40	One year	N/A	26-05-2026	Nil
6	Mr. Raj Kumar Gupta	Independent Director	Sitting Fees (Rs in lacs) 0.40	One year	N/A	26-05-2026	Nil
7	Mr. CM Sharma	Executive Director	Remuneration and perquisites paid during the year :- (Rs in lacs)7.85	One year	N/A	26-05-2026	Nil
8	M/s Shivani Textiles	Directors along with their relatives are holding more than 2%. shareholding of the company	Sales (Rs in lacs) 407.37 Job Work (Rs. in lacs) 40.03 Purchases (Rs in lacs) 422.60	One year	N/A	26-05-2026	Nil

CHAIRMAN AND MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER CERTIFICATION

To,
The Board of Directors,
Pasupati Spinning & Weaving Mills Ltd,

We, the undersigned, in our respective capacities as Chairman & Managing Director and Chief Financial Officer of **Pasupati Spinning & Weaving Mills Ltd** ("the Company"), to the best of our knowledge and belief certify that:

1. We have reviewed financial statements and the cash flow statement of Pasupati Spinning and Weaving Mills Ltd for the year ended 31st March, 2026 and 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.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

3. We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.

4. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

5. We have indicated, based on our most recent evaluation, whenever applicable to the Auditors and the Audit Committee:
(i) that there are no significant changes in internal control over financial reporting during the year;
(ii) that there are no significant changes in accounting policies during the year; and
(iii) that there are no instances of significant fraud of which we have become aware.

Sd/-	**Sd/-**
Ramesh Kumar Jain	**Ajay Kumar Monga**
(Chairman & Managing Director)	**(Chief Financial Officer)**

Place: New Delhi

Date: 12/08/2026

Declaration Regarding Compliance by Board Members and Senior Management Personnel with Code of Conduct.

This is to confirm that Company has adopted "Pasupati Spinning & Weaving Mills Ltd Code of Conduct" for its Senior Management and Board members and the same has been posted on Company's website.

I confirm that the Company has in respect of the financial year ended 31st March, 2026, received from the senior management team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management means personnel of the Company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management i.e. Executive Directors and all functional heads.

Sd/-
Ramesh Kumar Jain
Managing Director

New Delhi
Date-12/08/2026

PASUPATI SPINNING & WEAVING MILLS LIMITED

REPORT ON CORPORATE GOVERNANCE

Your Directors present the Company's Report on Corporate Governance as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March 2026.

1 COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Your Company's philosophy of corporate governance is to conduct its business on the basis of ethical business value and maximize its value to all its stakeholders. The Company has inculcated a culture of transparency, accountability and integrity. The Company has already put in place systems and procedures and has complied with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2 BOARD OF DIRECTORS:

The Company has complied with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Composition of the Board of Directors (Board). The Company does not have a regular non-executive chairperson and the number of Independent Directors is more than half of the total strength of the Board. None of the Independent Directors have any material pecuniary relationship or transactions with the Company.

Necessary disclosures regarding composition of the Board, category, attendance of Directors at the Board Meetings and last Annual General Meeting, number of other Directorship and other Committee Memberships are given below:-

Name of Directors	Category	No. of Board Meetings attended	No. of Directorships held in other Companies	Attendance at last AGM	No. of Committee positions held in other listed Companies		Directorship in other Listed Companies
					Chairman of Committee	Member of Committee	
Mr. Ramesh Kumar Jain	ED and Promoter	4	1	Yes	Nil	Nil	Nil
Mr. Vidit Jain	ED & Promoter	4	3	Yes	Nil	Nil	Nil
Mr. CM Sharma	Whole Time Director	3	NIL	Yes	Nil	Nil	Nil
Mr. Umesh C Tripathi	NED &Independent	4	NIL	Yes	Nil	Nil	Nil
Mr. Raj Kumar Gupta	NED &Independent	4	1	Yes	Nil	Nil	Nil
Mr. Anil Kumar Jain	NED &Independent	4	NIL	Yes	Nil	Nil	Nil

Mrs. Preeti Aggarwal	NED &Independent	4	1	No	Nil	Nil	SBEC SUGAR LIMITED

ED – Executive Director/ NED – Non-Executive Director

None of the Directors on the Board is a member of more than 10 committees or Chairman of more than 5 Committees as specified in SEBI LODR 2015 across all the Companies in which he/she is a Director.

Mr. Ramesh Kumar Jain is father of Mr. Vidit Jain. And none of the other Directors on the Board are related to each other.

Matrix setting out the core skills/ expertise/ competence of the Board of Directors:

Your Board comprises qualified members who collectively bring in the skills, expertise and competencies stated below that allow them to make an effective contribution to the Board and its Committees as required in the context of its business sector and to ensure highest standards of Corporate Governance. The Directors have identified the list of core skills/expertise/competencies as required for them to function effectively and the Board believes that Directors of the Company possess these skills/expertise/competencies which helps the Company function effectively. While all the Board members possess the skills identified, their respective areas of core expertise are given below:

Core area Expertise	**Ramesh Kumar Jain**	**Vidit Jain**	**CM Sharma**	**Umesh C Tripathi**	**Raj Kumar Gupta**	**Anil Kumar Jain**	**Preeti Aggarwal**
Entrepreneurship	√	√	√	√	√	√	√
Leadership/ Operational Experience	√	√	√	√	√	√	√
Business Strategy	√	√	√	√	√	√	√
Industry Knowledge	√	√	√	√	√	√	√
Governance and Regulatory Oversight	√	√	√	√	√	√	√
Financial Literacy	√	√	√	√	√	√	√

Number of Board Meetings:-

During the financial year 2025-26, four board meetings were held on the following dates:-

S. No.	**Date**	**Board Strength**	**No. of Directors present**
1	23/05/2025	7	7
2	13/08/2025	7	7
3	13/11/2025	7	7
4	07/02/2026	7	6

3 AUDIT COMMITTEE:-

Composition, meetings and the attendance during the year:

The Company has complied with all the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI LODR 2015) relating to the composition of the Audit Committee. During the financial year 2025-26, four meetings of the Audit Committee were held on the 23rd May, 2025, 13th August, 2025, 13th November, 2025 and 07th February, 2026.

The strength of the Audit Committee as on 01/04/2025 was three members i.e. Mr. Raj Kumar Gupta, Chairman, Mr. Umesh Chandra Tripathi and Mr. Anil Kumar Jain as Members.

During the financial year under consideration, there has been no change in Composition of Audit Committee.

The details of the composition of the Committee and attendance of the members at the meetings are given below:

Date of the Meetings	**Composition**	**Attendance (Yes/ No)**	**Chairman**
23/05/2025	Mr. Raj Kumar Gupta, Member and Chairman Mr. Umesh C. Tripathi, Member Mr. Anil Kumar Jain, Member	Yes Yes Yes	Mr. Raj Kumar Gupta
13/08/2025	Mr. Raj Kumar Gupta, Member and Chairman Mr. Umesh C. Tripathi, Member Mr. Anil Kumar Jain, Member	Yes Yes Yes	Mr. Raj Kumar Gupta
13/11/2025	Mr. Raj Kumar Gupta, Member and Chairman Mr. Umesh C. Tripathi, Member Mr. Anil Kumar Jain, Member	Yes Yes Yes	Mr. Raj Kumar Gupta
07/02/2026	Mr. Raj Kumar Gupta, Member and Chairman Mr. Umesh C. Tripathi, Member Mr. Anil Kumar Jain, Member	Yes Yes Yes	Mr. Raj Kumar Gupta

The Audit Committee meetings were attended by Chief Financial Officer and Statutory Auditors were also invited to the meeting. The Company Secretary acted as the Secretary to the Committee.

Terms of reference:

The terms of reference of the Committee, inter alia covers the matters specified under Regulation 18 of SEBI (LODR) 2015 as amended from time to time as well as specified in Section 177 of the Companies Act, 2013 read along with rules made thereunder. Besides, in additions to other terms as may be referred by the Board of Directors, the Audit Committee has the power inter alia, to investigate any activity within its terms of reference and to seek information from any employee of the Company and seek legal and professional advice.

4 NOMINATION AND REMUNERATIONCOMMITTEE

Composition:

The strength of the Nomination and Remuneration Committee as on 01/04/2025 was three members i.e. Mr. Raj Kumar Gupta, Chairman, Mr. Umesh Chandra Tripathi and Mr. Anil Kumar Jain as Members.

During the financial year under consideration, there has been no change in Composition of Nomination and Remuneration Committee.

Presently all the members of the Committee including its Chairman are independent Directors. The Company Secretary acted as the Secretary of the Committee.

Terms of Reference:

The role, terms of reference, authority and powers of the Remuneration Committee are in conformity with the SEBI LODR 2015 and as prescribed under the Companies Act, 2013. The remuneration committee of the Company reviews, approves and recommends to the Board the matters connected with fixation and periodic revision of remuneration of Managing Director, Whole Time Directors and Executive Directors.

Role of committee inter-alia includes the following:

(1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

(2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;

(3) Devising a policy on diversity of board of directors;

(4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

(5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Number of Committee Meetings and Attendance:-

Date of the Meetings	Composition	Attendance (Yes/ No)	Chairman
23/05/2025	1. Mr. Raj Kumar Gupta, Member and Chairman 2. Mr. Anil Kumar Jain, Member 3. Mr. Umesh Chandra Tripathi, Member	Yes Yes Yes	Mr. Raj Kumar Gupta
13/08/2025	1. Mr. Raj Kumar Gupta, Member and Chairman 2. Mr. Anil Kumar Jain, Member 3. Mr. Umesh Chandra Tripathi, Member	Yes Yes Yes	Mr. Raj Kumar Gupta

APPOINTMENT & REMUNERATION POLICY:

The Board has on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and evaluation criteria for performance evaluation of Independent Directors.

POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT IS GIVEN BELOW:-

1. **Appointment Criteria and Qualifications**

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

b) A person should possess adequate qualification, expertise and experience for the position for which he /she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.

c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice calling general meeting for such motion indicating the justification for extension of appointment beyond seventy years.

2. **Term/Tenure**

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report. No Independent Director shall hold office for more than two consecutive terms of up to maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

3. **Evaluation**

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

4. **Removal**

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

5. **Retirement**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Details of Remuneration/Sitting fees paid to directors during the year 2025-26:-:

Sl. No.	Name of the Director	Description of Transaction	Salary (Rs. in lacs)	Perquisites (Rs. in lacs)	Sitting Fee (Rs. in lacs)	Retirement Benefits(in lacs)	Total (Rs. in lacs)

1	Mr. Ramesh Kumar Jain Managing Director	Perquisites	Nil	11.14	Nil	Nil	11.14
2	Mr. Vidit Jain Whole Time Director	Remuneration & perquisites	9.02	NIL	Nil	Nil	9.02
3	Mr. CM Sharma Whole Time Director	Remuneration & perquisites	7.85	NIL	Nil	Nil	7.85
4	Mr. Umesh C Tripathi. Director	Sitting Fees	Nil	Nil	0.40	Nil	0.40
5	Mr. Raj Kumar Gupta	Sitting Fees	Nil	Nil	0.40	Nil	0.40
6	Mr. Anil Kumar Jain	Sitting Fees	Nil	Nil	0.40	Nil	0.40
7	Mrs. Preeti Aggarwal	Sitting Fees	Nil	Nil	0.40	Nil	0.40

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL.

1. **Remuneration to Managing / Whole-time / Executive / Managing Director, KMP and Senior Management Personnel**:

   The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

2. **Remuneration to Non- Executive / Independent Director:**

   The Non-Executive Independent Director may receive remuneration/compensation/commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

   The aforesaid Policy and evaluation criterion is disclosed on the Company's website and the weblink for the same is:

   https://pasupatitextiles.com/wp-content/uploads/2021/09/Pasupati-_Nomination_and_Remuneration_Policy.pdf

5 STAKEHOLDERS RELATIONSHIP COMMITTEE

The Committee is vested with the requisite power and authority to specifically look into the redressal of the shareholders'/Debenture holders/ Investors' Grievance. The Committee considers and resolves the grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

a) Composition

The strength of the Stakeholders Relationship Committee as on 01/04/2025 was three members i.e. Mr. Anil Kumar Jain as Chairman, Mr. Ramesh Kumar Jain and Mr. Vidit Jain as members. Further, during the financial year under consideration there has been no change in the composition of committee.

b) Name & Designation of Compliance Officer

Ms. Deepika Malhotra serves as Company Secretary cum Compliance Officer.

c) Investors Complaints received and resolved during the year 2025-26

Complaints as on 01.04.2025	Complaints Received during the year	Complaints Resolved during the year	Complaints Pending as on 31.03.2026
NIL	NIL	NIL	NIL

d) Meetings:-

During the year ending 31.03.2026, 28 (Twenty Eight) Meetings of Stakeholder Relationship Committee were held. The Details of attendance of Members are as under:

Sl. No.	Name of Member	No. of Meetings Held	No of Meetings Entitled to attend	No of Meetings attended
1.	Mr. Anil Kumar Jain (Chairman)	28	28	28
2.	Mr. Ramesh Kumar Jain	28	28	27
3.	Mr. Vidit Jain	28	28	27

6 THE COMPANY HAS FORMED A BUSINESS RISK EVALUATION/ MANAGEMENT COMMITTEE CONSISTING OF THE FOLLOWING MEMBERS.

Name of The Member	Designation	No of Meetings held during the year
Mr. Ramesh Kumar Jain	Chairman	Nil
Mr. C M Sharma	Member	Nil
Mr. Vidit Jain	Member	Nil

The objectives and scope of the Risk Management Committee broadly comprise of

i. To consider the Company's risk management strategies;
ii. To consider, review and approve risk management policies and guidelines;
iii. To decide on risk levels, risk appetite and related resource allocation;
iv. To approve major decisions affecting the Group's risk profile or exposure and give such directions as it considers appropriate;
v. To approve major risk management activities such as hedging transactions;
vi. To review the Group's approach to risk management and approve changes or improvements to key elements of its processes and procedures; and

vii. Provide an update report to the Board in this regard no less frequent than annually.

7CODE OF BUSINESS CONDUCT & ETHICS:

The Board of Directors of the Company has adopted Code of Business Conduct & Ethics. This Code is based on three fundamental principles, viz. good corporate governance, good corporate citizenship and exemplary conduct and is applicable to all the Directors and senior management personnel. In terms of the requirements of SEBI Listing Regulations, 2015 the Code of Business Conduct & Ethics, as approved by the Board of Directors, has been displayed at the website of the company, www.pasupatitextiles.com. All the members of the Board and senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2026 and a declaration to that effect signed by the Managing Director is attached and forms part of this report.

8CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

The Company has adopted Modal 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 Code requires 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. The Board is responsible for implementation of the Code. All the members of the Board and senior management personnel have affirmed compliance with the Code for the year ended 31st March, 2026 and a declaration to that effect signed by the Chairman & Managing Director is attached and forms part of this report.Web link for Modal Code of Insider trading of the company is:

https://pasupatitextiles.com/wp-content/uploads/2021/09/PREVETION_OF_INSDIER_TRADING_CODE_OF_CONDUCT.pdf

9 PERFORMANCE EVALUATION:

In compliance with the provisions of the Companies Act, 2013 ('the Act') and SEBI Listing Regulations, 2015, the Board during the year adopted a formal mechanism for evaluation of its performances as well as that of its committees and individual Directors, including the Chairman of the Board. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

10 INDUCTION & FAMILIARIZATION PROGRAMS FOR INDEPENDENTDIRECTORS:

On appointment of the Independent Directors a letter of Appointment setting out in detail, the terms of appointment, duties and responsibilities is issued. Each newly appointed Independent Director is taken through a familiarization programme. The program aims to familiarize the Directors with the Company, their role and responsibilities, business model of the Company etc.

11 INDEPENDENT DIRECTORS'MEETING:

As required under Schedule IV of the Companies Act, 2013 and Regulation 25 of the SEBI LODR 2015, the Independent Directors have to hold at least one meeting in a year, without the attendance of non-independent directors and members of the management.

During the financial year 2025-26, one (1) meeting was held on 07th February, 2026 which was attended by all the independent directors.

The role, broad terms and reference of the committee shall include the following:

a. Review the performance of Non-Independent Directors and the Board as a whole;
b. Review the performance of the Chairperson of the Company, taking into account the views of Executive directors and Non-executive Directors;
c. Assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

12 RELATED PARTYTRANSACTIONS

The Company has entered Related Party Transactions during the financial year 2025-26. All Related Party Transactions entered into during the year are on an arm's length basis and are in the ordinary course of business. There are no materially significant Related Party Transactions made by the Company with promoters, directors, Key Managerial Personnel or other designated persons which may have potential conflict with the interests of the Company at large. On the recommendation of the Audit Committee, the Board of Directors has adopted a policy on Related Party Transactions, which is also uploaded on the website of the Company www.pasupatitextiles.com under the head 'Investor -Policies'. The Policy envisages the procedure governing related party transactions required to be followed to ensure compliance with the applicable laws and regulations as well as to ensure that the Related Party Transactions are managed and disclosed in accordance with the strict legal and accounting requirements. A statement of all related party transactions is presented before the Audit Committee on a quarterly basis, specifying the nature, value and terms & conditions of the transactions. The statement is supported by a certificate from the MD and CFO. The particulars of related party transactions are given in form AOC-2 and are annexed as Annexure-D to Directors report. Web link where policy on dealing with related party transactions is:- https://pasupatitextiles.com/#

13 MEANS OF COMMUNICATION &WEBSITE:

- The Quarterly & Annual Results were generally published in the newspaper i.e. Financial Express (English edition) and in the Jansatta (Hindi edition). The financial results are also displayed on the website of the Company, i.e.,www.pasupatitextiles.com
- In line with the existing provisions of SEBI LODR 2015, the Company has created a separate e-mail address

viz. cs@pasupatitextiles.com to receive complaints and grievances of the investors.

- Company displays official news release on its website as required.

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14 GENERAL BODYMEETINGS

Annual General Meetings:

Location and time for the three previous AGM's are as follows:-

Year	Date	Venue	Time
2023	28-09-2023	Village Kapriwas, Dharuhera(Dist- Rewari) Haryana	10.00 A.M
2024	30-09-2024	-do-	10.00 A.M
2025	30-09-2025	-do-	11.00 A.M

Special Resolutions

Two special resolutions were passed at the 45th Annual General Meeting held for FY 2024-25. Six special resolutions were passed at the 44th Annual General Meeting held for FY 2023-24. And four special resolutions were passed at the 43rd Annual General Meeting held for F.Y. 2022-23.

Postal Ballot:

For the year ended March 31, 2026 there have been no ordinary or special resolutions passed by the Company's Shareholders through postal ballot. During the year Company does not propose to pass any special resolution through postal ballot.

15 GENERAL SHAREHOLDERS INFORMATION:

Annual General Meeting date, time and venue:-

The 46th Annual General Meeting of the members of the company will be held at the registered office & works of the company at Village Kapriwas (Dharuhera), Distt. Rewari, Haryana on Wednesday, the 30th September 2026 at 11.00 A.M.

Annual General Meeting	
Date & Time	30-09-2026 at 11.00 A.M
Venue	Registered Office of the Company at Village Kapriwas (Dharuhera) Distt. Rewari, Haryana

Financial Calendar:-

Financial Year :	1st April – 31st March

Unaudited Results for the quarter ending 30th June,2026	On or before 14th August, 2026
Unaudited Results for the quarter ending 30th September, 2026	On or before 14th November, 2026
Unaudited Results for the quarter ending 31st December, 2026	On or before 14th February, 2027
Audited Results for the year ending 31st March, 2027	On or before 30th May, 2027
Date of Book Closure	24th September, 2026 to 30th September, 2026, both days inclusive
Demat ISIN in CDSL/NSDL	INE909B01020

#Company has not declared any dividend during the year 2025-26.

Listing at Stock Exchanges:

The details regarding payment of listing fee to Stock Exchange are given below:

S. No.	Stock Exchange Code No	Name of Stock Exchanges	Listing Fee Paid up to
1	A-1	BSE Limited	F.Y 2026-27

Market Price data: High/Low during the year 2025-26

High/Low of Market price of Company's equity shares traded on the **BSE Ltd**. during the financial year ended on March 31, 2026 was as follows:

Month	High (Rs)	Low (Rs)
April, 2025	43.50	32.20
May, 2025	43.49	30.25
June, 2025	38.96	31.50
July, 2025	41.75	29.01
August, 2025	43.49	28.88
September, 2025	40.91	30.25
October, 2025	39.94	30.10
November, 2025	40.99	30.02
December, 2025	39.00	30.50
January, 2026	36.44	29.12
February, 2026	34.75	29.00
March, 2026	34.00	26.10

High/Low of BSE Sensex during the year 2025-26

Period High: 86,159.02

Period Low: 71,425.01

Date	High	Low
April, 2025	80,661.31	71,425.01
May, 2025	82,718.14	78,968.34
June, 2025	84,099.53	80,354.59
July, 2025	83,935.01	80,575.45
August, 2025	82,231.17	79,741.76
September, 2025	83,141.21	79,818.38
October, 2025	85,290.06	80,159.90
November, 2025	86,055.86	82,670.95
December, 2025	86,159.02	84,150.19
January, 2026	85,883.50	81,088.59
February, 2026	85,871.73	79,899.42
March, 2026	80,632.55	71,774.13

CREDIT RATING

India Ratings and Research (Ind-Ra) vide letter dated July 07, 2026 has upgraded Pasupati Spinning & Weaving Mills Limited's (PSWML) bank loan facilities to 'IND BB' from 'IND BB-' with a Stable Outlook, while affirming the short-term bank facilities at 'IND A4+' as follows:

Instrument Description	Date of Issuance	Coupon Rate	Maturity Date	Size of Issue (million)	Rating assigned with Outlook/ Watch	Rating Action
Bank loan facilities	-	-	-	INR490.18	IND BB/Stable/IND A4+	Long Term Rating Upgraded; Short Term Rating Affirmed
Bank loan facilities	-	-	-	INR59.82	IND BB/Stable/IND A4+	Assigned

Registrars and Share Transfer Agents for Shares:

Address & Contact No. of Registrar & Share Transfer Agent are as follows:

M/s. Skyline Financial Services Pvt. Ltd
D-153, 1st Floor, Okhla Industrial Area
Phase -1, New Delhi 110020.
Tel.: 011 -26812682,83 , 011-64732681-88
Fax: +91 11 26812682 |Web:www.skylinerta.com

Share Transfer System:

Shareholders seeking demat of their shares must approach the Depository Participants (DP) with whom they maintain a demat account. The DP will generate an electronic request and will send the physical share certificates to the Registrar and Share transfer Agent ("the Registrar") of the Company. Upon receipt of the request and share certificate, the Registrar will verify the same. Upon verification, the Registrar will request the National Securities Depository Ltd. (NSDL)/Central Depository Services Ltd. (CDSL) to confirm the Demat request. The Demat account of the concerned shareholder will be credited with an equivalent number of shares. In case of a rejection of the request, it will be communicated to the shareholder.

Distribution of Shareholding as on 31.03.2026:

PAN CONSOLIDATION

Share or Debenture holding Nominal Value (in Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (in Rs.)	% to Total Amount
1	**2**	**3**	**4**	**5**
Up To 5000	5933	96.57	3952640	4.23
5001 To 10,000	115	1.87	846340.00	0.91
10001 To 20,000	42	0.68	600660.00	0.64
20001 To 30,000	14	0.23	355900.00	0.38
30001 To 40,000	11	0.18	402170.00	0.43
40001 To 50,000	4	0.07	186390.00	0.20
50001 To 1,00,000	10	0.16	702950.00	0.75
1,00,000 and Above	15	0.24	86323630.00	92.46
Total	**6144**	**100.00**	**93370680.00**	**100.00**

WITHOUT PAN CONSOLIDATION

Share or Debenture holding Nominal Value (in Rs.)	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount (in Rs.)	% to Total Amount
1	**2**	**3**	**4**	**5**
Up To 5,000	5973	96.48	3970990.00	4.25
5001 To 10,000	117	1.89	865510.00	0.93
10001 To 20,000	45	0.73	635840.00	0.68
20001 To 30,000	16	0.26	400930.00	0.43
30001 To 40,000	12	0.19	433650.00	0.46
40001 To 50,000	5	0.08	237770.00	0.25
50001 To 1,00,000	8	0.13	561170.00	0.60
1,00,000 and Above	15	0.24	86264820.00	92.40
Total	**6191**	**100.00**	**93370680.00**	**100.00**

Dematerialization of Shares:

As on 31st March, 2026- 9035441 shares (i.e. 96.77% of the Company's equity shares) were held in dematerialized form and balance are held in physical form. Trading in Company's shares is permitted only in demat form w.e.f. 06.09.2000 as per notification issued by the Securities & Exchange Board of India.

Outstanding: GDR/ADR/Warrants/Options

As of date, the Company has not issued GDRs/ADRs/Options.

Subsidiary Company

Company does not have any subsidiary company.

Plant Location:

Polyester Viscose Yarn & Cotton Yarn Unit	Village Kapriwas (Dharuhera)Distt. Rewari, Haryana
Sewing Thread Unit	Village Kheri (Kala-Amb) Distt. Sirmour, H.P.
Warehouse	Village Kapriwas (Dharuhera)Distt. Rewari, Haryana

Address for correspondence:-

Registered Office:	Village Kapriwas (Dharuhera), Distt. Rewari (Haryana)
Corporate office address :	127-128 , Tribhuvan Complex, Ishwar Nagar , Mathura Road , Delhi-110065
Telephone No	011-47632200,01147632221
Email	cs@pasupatitextiles.com, ho@pasupatitextiles.com

Secretarial Department

The Company's Secretarial Department, headed by the Company Secretary is situated at the Corporate Office mentioned above. Shareholders/Investors may contact the Company Secretary for any assistance they may need.

16 DISCLOSURES

a. Related Party Transactions

a. The Company did not enter into any materially significant related party transactions, which had potential conflict with the interest of the Company at large.

b. Compliance with Regulations

In current financial year 2025-26 the Company has duly made all the compliances of SEBI (LODR) Regulations, 2015.

c. **Vigil Mechanism / Whistle Blower Policy**

a. The Company has a vigil mechanism named Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The objective of the Policy is to explain and encourage the directors and employees to raise any concern about the Company's operations and working environment, including possible breaches of Company's policies and standards or values or any laws within the country or elsewhere, without fear of adverse managerial action being taken against such employees. It is hereby affirmed that in relation to the same, no personnel have been denied access to the audit committee. The Whistle Blower Policy of the Company has been uploaded and can be viewed on the Company's website.

d. **Mandatory and non-mandatory requirements**

The Company has complied with the mandatory requirements of SEBI LODR 2015 which are detailed in the annual report. As regard non mandatory requirements company is planning to adopt some non-mandatory requirement in future for good governance.

e. Web Link of policy on related party transactions-

https://pasupatitextiles.com/#

f. **Commodity Price Risk/Foreign Exchange Risk and Hedging Activities**

NIL

g. There is no fund raised through preferential allotment or qualified institutions placement as specified under regulation 32(7A).

h. The company has accepted all the recommendations of Audit committee and Nomination committee.

i. In order to prevent sexual harassment of women at workplace, your Company has adopted a policy for prevention of Sexual Harassment of Women at workplace. The Company has set up an Internal Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to look into complaints relating to sexual harassment at workplace of any woman employee. During the year under review, no complaints pertaining to sexual harassment were received and no complaint was pending as on 31st March, 2026.

j. Total fees paid to Statutory Auditor during Financial Year 2025-26.

For Statutory Audit	-	5.35 lacs
For Quarterly Reviews	-	4.05 lacs
For other services	-	1.54 lacs
Total	-	**10.94 lacs**

k. M/s Sumit Bajaj & Associates, Practicing Company Secretaries have certified that for the financial year ended on 31st March, 2026, none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Companies by the Securities and Exchange Board of India (SEBI) or Ministry of Corporate Affairs (MCA) or any such authority.

l. There is no non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) of Section C of Schedule V of SEBI (LODR) Regulations 2015 subject to matters reported in point 16(b) of this Corporate Governance Report (under clause (b) of sub-para 10 of Section C of Schedule V of SEBI (LODR) Regulations 2015).

Although there has been no non-compliance during the year under review, however, the Company has paid the fines during the reporting period levied on the company for non-compliance in Financial year 2014-15, 2015-16 and 2020-21 as mentioned below:

a) For delay in submission of Financial Results for the quarter ended December 2020, the Company has paid the penalty of ₹1,95,000/- (plus GST).

b) For delay in submission of Corporate Governance Report for the quarter ended September 2014, the Company has paid the penalty of ₹2,000/- (plus GST).

c) For delay in Submission of Annual Report for FY ended March 2015, the Company has paid the penalty of ₹9,000/- (plus GST).

m. All the requirements of Corporate Governance specified in Regulation 17 to 27 of Listing Regulations and of clause (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations have been complied in this Corporate Governance Report.

CEO / CFO Certification

Managing Director& Chief Financial Officer of the Company have furnished the requisite Compliance Certificates to the Board of Directors under Regulation 17 of the SEBI (LODR) 2015.

For and on behalf of the Board of Directors

Place: New Delhi
Dated: 12/08/2026

Sd/-
Ramesh Kumar Jain
Managing Director

AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

To
The Members,
Pasupati Spinning and Weaving Mills Limited

We have examined the compliance of conditions of Corporate Governance by Pasupati Spinning and Weaving Mills Limited ("the Company"), for the financial year ended on 31st March, 2026, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) and paras C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as amended from time to time.

Managements' Responsibility

The compliance of conditions of Corporate Governance as stipulated under the listing regulations is the responsibility of the Company's Management. Our examination has been limited to a 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.

Auditor's Responsibility

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountant of India. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)1, Quality Control for Firms that performs Audits & Reviews of Historical Financial information and other Assurance & related service engagements.

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.

Opinion

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 conditions of Corporate Governance for the year ended 31st March, 2026 as stipulated in the above-mentioned Listing Regulations, as applicable.

For B. K. Shroff & Co.
Chartered Accountants
Reg. No.: 302166E

(SANJIV AGGARWAL)
Partner
Membership Number:085128

Dated: 12th August,2026
Place: New Delhi
UDIN: 26085128DKVHBM7354

Independent Auditors' Report
To
The Members of
Pasupati Spinning & Weaving Mills Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying financial statements of **Pasupati Spinning & Weaving Mills Limited** ("the Company") which comprise the Balance Sheet as at 31st March, 2026, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, *except for the effects of the matter described in the Basis of Qualified Opinion section of our report,* the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and profit, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

The company has claimed additional compensation in respect of part of factory land acquired. The additional compensation demand is Rs.614.64 Lacs (including amount upto previous year Rs. 614.64 Lacs), which according to the management shall be accounted for as and when received. Had the additional compensation been accounted for, the profit for the year and other current assets would have been higher by the said amount. (Refer Note no. 38 of the accompanying notes to the financial statements).

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to:

a) Note 60 to the standalone financial statements, which states that in the opinion of the management the provision made for debtors is sufficient and the balance debtors are good and recoverable and no further provision is required.

b) Note 32(a) to the standalone financial statements, which states that the premises in which stocks of the company valued at Rs.172.16 lacs and property, plant & equipment valued as Rs. 15.77 lacs were lying was sealed on 16th August, 2016. Legal case for release of material was decided in favour of the company. However, the material was found missing and the company is taking appropriate legal action to get the material/compensation. In the opinion of the management no provision for any loss is required.

Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Basis of Qualified Opinion and Emphasis of Matter section we have determined the matters described below to be the key audit matters to be communicated in our report.

1. The company has material matters under dispute which involves significant judgment to determine the possible outcome of these disputes (Refer Note No. 26 to the standalone financial statements). We obtained the details of the disputes with their present status and documents. We made an in-depth analysis of the dispute. We also considered legal procedures and other rulings in evaluating management's position on these disputes to evaluate whether any change was required to management's position on these disputes.

2. As on 31st March 2026, current tax assets and other current assets includes amounts recoverable from government department for which efforts for recovery are being made (refer Note No. 12 & 13 to the standalone financial statements). Our audit procedures consisted of evaluating whether any change was required to management's position on the likelihood of recoverability.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. The Management Discussion and Analysis. Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and shareholder's information report are expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available. and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and shareholder's information report, If, we conclude that there is a material misstatement of this other information, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged With Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

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" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

c) The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 26 to the financial statements;

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

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company - Refer Note 23 to the financial statements;

iv. (a) The management has represented that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;-*Refer Note* 55 *to the financial statements;*

(b)The management has represented, that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;-*Refer Note* 56 *to the financial statements;* and

(c)Based on such audit procedures that we have 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 mis-statement.

v. In our opinion and based on the information and explanation provided to us, during the year no dividend has been declared or paid by the company.

vi. In our opinion and according to the information and explanation provided to us, the company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For B. K. Shroff & Co.,
Chartered Accountants
Firm's Registration No: 302166E

Sd/-
(SANJIV AGGARWAL)
Partner
Membership No. 085128

Place: New Delhi
Date: 26.05.2026
UDIN: 26085128DCDTPD5279

Annexure A referred to in Paragraph (I) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Pasupati Spinning & Weaving Mills Limited on the standalone financial statements for the year ended 31st March 2026

(i) (a)(A)	The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.
(i) (a)(B)	The company does not have any intangible assets and hence provisions of clause (i) (a) (B) are not applicable to the company.
(i) (b)	All the property, plant and equipment (except lying in sealed premises) have been physically verified by the management according to a regular program, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.
(i) (c)	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) disclosed in the financial statements are held in the name of the company.
(i) (d)	During the year, the company has not revalued its property, plant and equipment (including right to use assets) or intangible assets or both and hence provisions of clause (i) (d) are not applicable to the company.
(i) (e)	According to the information and explanation given to us and the records maintaining by the company no proceedings have been 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 there under.
(ii)(a)	Physical verification of inventory (except material in transit or lying with third party or lying in sealed premises) has been conducted by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable. Discrepancies of 10% or more in the aggregate for each class of inventory with respect to book records were not noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.
(ii)(b)	In our opinion and according to the information and explanation given to us and records maintained by the company, the total of current assets disclosed in the quarterly return QIS II/FFR I filed by the company with banks are generally in agreement with the books of account of the company.

(iii) (iii)(b)	According to the information and explanation provided to us, the company has made investments but not provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to companies, firms, limited liability partnerships or other parties and hence provisions of clause (iii)(a) and (c) to (f) of the order are not applicable to the company. The terms and conditions on which investments are made are not prejudicial to the interest of the company.
(iv)	In our opinion and according to the information and explanations given to us during the year no loans, investments, guarantees and security covered under section 185 and 186 of the Companies Act, 2013 has been given by the company.
(v)	According to the information and explanation given to us, the company has not accepted any deposit or amounts which are deemed to be deposits from the public and hence provisions of clause (v) of the order are not applicable to the company.
(vi)	We have broadly reviewed the books of account maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of such accounts and records.
vii)(a)	The company is generally regular in depositing with the appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect thereof were outstanding as at 31st March, 2026 for a period of more than six months from the date they became payable.
(vii)(b)	According to the records of the company, there are no dues referred to in sub clause (a) which have not been deposited on account of any dispute.
(viii)	According to the information and explanations provided to us, there were no transactions which were not recorded in the books of account and have been surrendered or disclosed as income, during the year, in the tax assessments under the Income Tax Act, 1961.

(ix)(a) (ix)(b) (ix)(c) (ix)(d) (ix)(e) (ix)(f)	In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender. According to the records of the company and information or explanation given to us, during the year the company was not a declared willful defaulter by any bank or financial institution or any other lender. According to the records of the company and information and explanation given to us, term loans received during the year were applied for the purpose for which the loans were obtained. According to the records of the company and information and explanation given to us, funds raised on short term basis has not been utilized for long term purposes. According to the records of the company and information and explanation given to us, the company has taken Rs.29.14 lacs from joint venture partner to meet his obligation of their joint venture at the year end. (Refer note 32(b) to the financial statements) According to the records of the company and information and explanation given to us, the company has raised loans on the pledge of 699115 equity shares of the company held in its associate company. The company has not defaulted in repayment of such loans raised.
(x)(a) (x)(b)	According to the records of the company and information and explanation given to us, during the year no money was raised by way of initial public offer or further public offer (including debt instruments) and hence provisions of clause (x)(a) of the order are not applicable to the company. According to the records of the company and information and explanation given to us, during the year the company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures and hence provisions of clause (x)(b) of the order are not applicable to the company.
(xi)(a) (xi)(b) (xi)(c)	According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year. The auditors have not filed any report under sub-section (12) of section 143 of the Companies Act in form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. According to the records of the company and information and explanation given to us, no whistle blower complaints have been received by the company during the year.

(xii)	According to the records of the company and information and explanation given to us, the company is not a Nidhi Company and hence provisions of clause (xii) of the order are not applicable to the company.
(xiii)	In our opinion all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
(xiv) (a) (xiv) (b)	In our opinion and according to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business. The reports of internal auditors for the period under audit issued to the company till date have been considered by us in determining our audit procedures.
(xv)	According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with them.
(xvi) (a) (xvi) (b) (xvi) (c) (xvi) (d)	According to the information and explanations given to us, the Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934. According to the information and explanations given to us, during the year the company has not conducted any Non-Banking Financial or Housing Finance activities. According to the information and explanations given to us, the company is not a Core Investment Company (CIC) or an exempted or unregistered CIC as defined in the regulations made by the Reserve Bank of India. According to the records of the company and information and explanations given to us, the group has three CIC as part of the group.
(xvii)	According to the records of the company and information and explanations given to us, the company has not incurred cash losses in the financial year under audit or in the immediately preceding financial year.
(xviii)	During the year there has been no resignation of the statutory auditors of the company and hence provisions of clause (xviii) of the order are not applicable to the company.
xix)	On the basis of the financial ratio, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditors knowledge of the Board of Directors and management plans we are of the opinion that no material uncertainty exists as on the date of audit report that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future

	viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
(xx)	According to the records of the company and information and explanations given to us, during the year CSR activities as per section 135 of the Companies Act,2013was not applicable to the company and hence provisions of clause (xx) of the order are not applicable to the company.
(xxi)	According to the records of the company and information and explanations given to us, during the year preparation of consolidated financial statements was not applicable to the company and hence provisions of clause (xxi) of the order are not applicable to the company.

For B. K. Shroff & Co.,
Chartered Accountants
Firm's Registration No: 302166E

Sd/-
(SANJIV AGGARWAL)
Partner
Membership No. 085128

Place: New Delhi
Date: 26.05.2026
UDIN: 26085128DCDTPD5279

Annexure "B" referred to in Paragraph (II)(f) under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of Pasupati Spinning & Weaving Mills Limited on the standalone financial statements for the year ended 31st March 2026

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

We have audited the internal financial controls over financial reporting of **Pasupati Spinning & Weaving Mills Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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 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 Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI".

For B. K. Shroff & Co.,
Chartered Accountants
Firm's Registration No: 302166E

Sd/-
(SANJIV AGGARWAL)
Partner
Membership No. 085128

Place: New Delhi
Date: 26.05.2026
UDIN: 26085128DCDTPD5279

PASUPATI SPINNING AND WEAVING MILLS LIMITED
BALANCE SHEET AS AT 31ST MARCH 2026

Particulars		Note No	Rs in Lacs	
			As at 31.03.2026	As at 31.03.2025
ASSETS				
	NON CURRENT ASSETS			
1	Property, Plant and Equipment	4	3,713.27	3,780.97
2	Financial Assets			
	(i) Investments	5	9.06	15.23
	(ii) Others	6	176.90	179.61
3	Other Non Current Assets	7	21.92	19.12
	CURRENT ASSETS			
1	Inventories	8	2,617.06	2,562.54
2	Financial Assets			
	(i) Trade receivables	9	2,806.65	2,839.76
	(ii) Cash and cash equivalents	10	7.16	12.41
	(iii) Bank Balances other than (ii) above	11	66.52	89.87
3	Current Tax Assets (net)	12	287.94	258.49
4	Other Current Assets	13	1,036.31	845.90
			10,742.79	**10,603.90**
EQUITY AND LIABILITIES				
	EQUITY			
1	Equity Share Capital	14	933.71	933.71
2	Other Equity		2,430.89	2,216.33
	LIABILITIES			
	NON-CURRENT LIABILITIES			
1	Financial Liabilities			
	(i) Borrowings	15	431.96	624.13
	(ii) Trade Payables	16		
	Due to Micro Small & Medium Enterprises		-	-
	Due to Others		184.07	244.44
	(iii) Other Financial Liabilities	17	29.14	35.12
2	Provisions	18	92.14	81.91
3	Deferred Tax Liabilities (net)	19	239.05	146.52
4	Other Non Current Liabilities	20	3.13	3.34
	CURRENT LIABILITIES			
1	Financial liabilities			
	(i) Borrowings	21	4,669.03	4,774.64
	(ii) Trade Payables	22		
	Due to Micro Small & Medium Enterprises		99.44	85.09
	Due to Others		740.51	768.18
2	Other Current Liabilities	23	798.71	632.25
3	Provisions	24	37.92	44.82
4	Current Tax Liabilities	25	53.09	13.42
			10,742.79	**10,603.90**
Contingent Liabilities & Commitments		26		
Material Accounting Policies		2		

See Accompanying Notes to the Financial Statements

As per our report of even date annexed
For B. K. Shroff & Co.,
Chartered Accountants
Firm Reg. No. 302166E

Ramesh Kumar Jain
Chairman & Managing Director
DIN No. 00575142

Vidit Jain
Joint Managing Director
DIN No. 01347588

Sanjiv Aggarwal
Partner
Membership No. 085128
Place: New Delhi
Date : 26/05/2026

Deepika Malhotra
Company Secretary

A K Monga
Chief Financial Officer

PASUPATI SPINNING AND WEAVING MILLS LIMITED
STATEMENT OF PROFIT & LOSS
FOR THE YEAR ENDED 31ST MARCH 2026

	Particulars	Note No	Rs in Lacs except EPS	
			For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
	INCOME			
I	Revenue from Operations	28	9,934.49	10,050.79
II	Other Income	29	139.97	124.59
III	**Total Income (I+II)**		**10,074.46**	**10,175.38**
IV	**EXPENSES**			
	Cost of Material Consumed	30	2,867.91	3,419.35
	Purchases of Stock-in-Trade		443.89	169.97
	Changes in InventorIes of Finished Goods, stock-in-trade and Work in Progress	31	90.81	(18.48)
	Share of Joint Venture Partner	32	(1.52)	(0.46)
	Employee Benefits Expense	33	1,837.75	1,887.95
	Finance Costs	34	434.48	486.61
	Depreciation & Amortization Expenses	35	237.05	209.30
	Other Expenses	36	3,846.95	3,934.81
	Total expenses (IV)		**9,757.32**	**10,089.05**
V	**Profit/(loss) before exceptional items and tax (III- IV)**		**317.14**	**86.33**
VI	Exceptional Items		-	-
VII	**Profit/(loss) before tax (V-VI)**		**317.14**	**86.33**
VIII	**Tax expense:**			
	Current Tax		53.09	13.42
	Earlier Year Tax		0.52	0.47
	Deferred Tax		95.18	(1.95)
	MAT Credit Entitlement		(53.09)	(13.42)
IX	**Profit/(Loss) for the period from continuing operations (VII-VIII)**		**221.44**	**87.81**
X	**Profit/(loss) from discontinued operations**		-	-
XI	**Tax expense of discontinued operations**		-	-
XII	**Profit/(loss) from Discontinued operations after tax (X-XI)**		-	-
XIII	**Profit/(loss) for the period (IX+XII)**		**221.44**	**87.81**
XIV	**Other Comprehensive Income**			
	Items that will not be reclassified to profit & loss		(9.53)	25.74
	Income tax relating to above		2.65	(7.16)
	Items that will be reclassified to profit & loss		-	-
	Income tax relating to above		-	-
			(6.88)	**18.58**
XV	**Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)**		**214.56**	**106.39**
XVI	**Earnings per equity share (for continuing operation):**			
	Basic and Diluted	37	2.37	0.94
XVII	**Earnings per equity share (for discontinued operation):**			
	Basic and Diluted		-	-
XVIII	**Earnings per equity share (for discontinued & continuing operations)**			
	Basic and Diluted		2.37	0.94
	Material Accounting Policies	2		

See Accompanying Notes to the Financial Statements

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Chairman & Managing Director
DIN No. 00575142

Vidit Jain
Joint Managing Director
DIN No. 01347588

Sanjiv Aggarwal
Partner
Membership No. 085128
Place: New Delhi
Date : 26/05/2026

Deepika Malhotra
Company Secretary

A K Monga
Chief Financial Officer

PASUPATI SPINNING AND WEAVING MILLS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

Particulars	Rs in Lacs For the period 01.04.2025 to 31.03.2026	Rs in Lacs For the period 01.04.2024 to 31.03.2025
A. **Cash Flow from Operating Activities**		
Net Profit/(Loss) after Tax and OCI	214.56	106.39
Adjustments for:		
Depreciation	237.05	209.30
Interest Income	(21.89)	(5.63)
(Profit)/Loss on Fixed Assets sold/discarded	35.03	92.13
(Profit)/Loss on revaluation of Investments	(0.82)	(7.17)
Interest Charged	407.71	446.68
Tax Impact	93.05	5.68
Operating Profit before Working Capital Changes	964.69	847.38
Adjustments for:		
Trade & Other Receivables	(134.04)	(139.05)
Inventories	(54.52)	71.57
Trade Payables & Other Liabilities	95.90	155.43
Cash Generated from Operations	872.03	935.33
Interest Paid	(407.71)	(446.68)
Taxes Paid	9.68	(51.38)
Net Cash from Operating Activities	474.00	437.27
B. **Cash Flow from Investing Activities**		
Purchase of Fixed Assets	(218.61)	(896.77)
Sale of Fixed Assets	14.23	95.92
Sale of Investments	7.00	-
Interest Received	21.89	5.63
Net Cash used in Investing Activities	(175.49)	(795.22)
C. **Cash Flow from Financing Activities**		
Proceeds from /Repayment of Borrowings		
- Short Term	45.18	38.24
- Long Term	(342.96)	167.42
Contribution from Joint Venture Partner	(5.98)	0.35
Proceeds from/Repayment of Unsecured Loans	-	6.00
Net Cash used in Financing Activities	(303.76)	212.01
Net (Decrease)/Increase in Cash & Cash equivalents	(5.25)	(145.94)
Cash & Cash equivalents at start of the year	12.41	158.35
Cash & Cash equivalents at close of the year	7.16	12.41
Note: Brackets represent cash outflows		

See accompanying notes to the financial statements

As per our report of even date annexed
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Partner
Membership No. 085128
Place: New Delhi
Date : 26/05/2026

Deepika Malhotra
Company Secretary

A K Monga
Chief Financial Officer

PASUPATI SPINNING AND WEAVING MILLS LIMITED

STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL

Particualrs	As at 31.03.2026		As at 31.03.2025	
	Number of Shares	Amount (Rs in lacs)	Number of Shares	Amount (Rs in lacs)
Balance at the beginning of the current reporting period	93,37,068	933.71	93,37,068	933.71
Changes in Equity Share Capital due to prior period errors	-	-	-	-
Restated balance at the beginning of the current reporting period	93,37,068	933.71	93,37,068	933.71
Changes in Equity Share Capital during the current year	-	-	-	-
Balance at the end of the current reporting period	**93,37,068**	**933.71**	**93,37,068**	**933.71**

B. OTHER EQUITY

Particulars	Amount (Rs in lacs)				
	Reserves and surplus				Total
	Capital Reserve	Share Premium	Retained Earnings	Other comprehensive income	
Balance as of 01.04.2024	403.52	866.10	800.75	39.57	2,109.94
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as on 01.04.2024	403.52	866.10	800.75	39.57	2,109.94
Total comprehensive income for the year			87.81	18.58	106.39
Balance as of 31.03.2025	**403.52**	**866.10**	**888.56**	**58.15**	**2,216.33**
Balance as of 01.04.2025	403.52	866.10	888.56	58.15	2,216.33
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balance as on 01.04.2025	403.52	866.10	888.56	58.15	2,216.33
Total comprehensive income for the year			221.44	(6.88)	214.56
Balance as of 31.03.2026	**403.52**	**866.10**	**1,110.00**	**51.27**	**2,430.89**

The receipts of capital nature are credited in Capital Reserve.
The premium received on allotment of shares are credited in Share Premium.
The accumulated profit/(loss) are carried forward as Retained Earnings.
The accumulated balance of items that will not be reclassified to profit & loss are carried forward as Other Comprehensive Income.

See Accompanying notes to the Financial Statements

As per our report of even date annexed
For B. K. Shroff & Co.,
Chartered Accountants
Firm Reg. No. 302166E

Ramesh Kumar Jain
Chairman & Managing Director
DIN No. 00575142

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Partner
Membership No. 085128
Place: New Delhi
Date : 26/05/2026

Deepika Malhotra
Company Secretary

A K Monga
Chief Financial Officer

Notes to financial statements

1 Company Overview

Pasupati Spinning & Weavings Mills Ltd is a public limited company incorporated in India and has its registered office in Haryana, India. The company has interests in Fabrics, Bed Sheets, Acrylic Fiber, Cotton and Polyester Blended Yarns as well as Commodity Trading. The Company is providing Logistic and Warehousing Services from one of its factory's buildings after renovation thereof. The company has evolved into one of the most updated, professionally managed and growth oriented textile companies in India.

2 Material Accounting Policies

2.1 Basis of Preparation of financial statements

Compliance with Ind AS

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act,2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules,2015 and the Companies (Accounting Standards) Amendment Rules,2016.

Basis of preparation and presentation

The Standalone Financial Statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values at the end of each reporting period, as explained in the accounting policies.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

Reporting Presentation Currency

All amounts in the standalone financial statements and notes thereon have been presented in Indian Rupees (INR) (reporting and primary functional currency of the company) and rounded off to the nearest rupee lacs, unless otherwise stated.

2.2 Classification of Assets and Liabilities

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Ind-AS 1 notified under the Companies (Indian Accounting Standards) Rules,2015. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, twelve months has been considered by the Company for the purpose of current/ non-current classification of assets and liabilities.

2.3 Revenue Recognition

Revenue is recognized based on the nature of activity when consideration can be reasonably measured and there exists reasonable certainty of its recovery.

(i) Revenue from sale of products is recognized on accrual basis.

(ii) Interest income from deposits and others is recognized on accrual basis. Dividend income is recognized when the right to receive the dividend is unconditionally established.

(iii) Insurance claims are recognized in the books only after certainity of its realization.

2.4 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

2.5 Foreign currency transactions and translation

Foreign Currency transaction are initially recorded at the rate of exchange ruling at the date of transaction.

Foreign currency monetary item (assets and liabilities) are restated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in foreign currency, are reported using the exchange rate at the date of the transaction. Gain and losses, if any, at the year-end in respect of monetary assets and monetary liabilities are recognized in the Statement of Profit and Loss.

2.6 Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Transaction cost in respect of long-term borrowings are amortised over the tenure of respective loans using effective interest method. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

2.7 Employee Benefits

(i) Short Term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages etc. and the expected cost of bonus, exgratia, incentives are recognized in the period during which the employee renders the related service.

(ii) Post-Employment Benefits

(a) **Defined Contribution Plans**

State Government Provident Fund Scheme is a defined contribution plan. The contribution paid/payable under the scheme is recognized in the profit & loss account during the period during which the employee renders the related service.

(b) **Defined Benefit Plans**

The present value of obligation under defined benefit plan is determined based on actuarial valuation under the projected unit credit method which recognizes each period of service as giving rise to additional unit of employees benefits entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plans is based on the market yields on government securities as at balance sheet date, having maturity periods approximated to the returns of related obligations.

2.8 Taxation

Income tax expense represents the sum of the current tax and deferred tax.

Current tax

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws in the countries where the Company operates and generates taxable income.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

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

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

2.9 Property, Plant and Equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the period in which the costs are incurred.

Expenditure related to and incurred during implementation of capital projects is included under "Capital Work in Progress” or “Project Development Expenditure” as the case may be. The same is allocated on a systematic basis to the respective fixed assets on completion of construction/ erection of the capital project/ fixed assets.

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

Property, plant and equipment are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land) less their residual values over their useful lives, using straight-line method as per the useful life prescribed in Schedule II to the Companies Act,2013.

Depreciation on amount of additions made to fixed assets on account of foreign exchange fluctuation is provided for over the residual life of the fixed assets.

Depreciation on Assets acquired /capitalised/ disposed off during the year is provided on pro-rata basis with reference to the date of addition/capitalization/ disposal. Lease hold land is amortized over the period of lease.

2.10 Impairment of Property, plant and equipment

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

2.11 Inventories

Inventories are valued at lower of cost or market price except for waste. Waste is valued at realizable value. The cost comprises of cost of purchase, cost of conversion and other cost including appropriate production overheads incurred in bringing such inventories to their present location. In case of raw materials and stores & spares the cost is determined using FIFO method.

2.12 Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

2.13 Borrowings.

Borrowings are recognized initially at fair value, less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortized cost with any difference between cost and redemption value being recognized in the statement of profit or loss over the period of the borrowings using the effective interest method.

2.14 Cash and Cash Equivalents

Cash and cash equivalents comprise cash at bank and in hand, short-term deposits and highly liquid investments with an original maturity of three months or less which are readily convertible in cash and subject to insignificant risk of change in value.

2.15 Earnings Per Share

Earnings per share is calculated by dividing the Profit after tax by the weighted average number of equity shares outstanding during the year.

2.16 Contingent Liability and Contingent Assets

A contingent liability is a possible obligation that arises from a past event, with the resolution of the contingency dependent on uncertain future events, or a present obligation where no outflow is probable. Major contingent liabilities are disclosed in the financial statements unless the possibility of an outflow of economic resources is remote. Contingent assets are not recognized in the financial statements but disclosed, where an inflow of economic benefit is probable.

2.17 Trade Receivables

Trade receivables are amounts due from customers for goods sold in the ordinary course of business. If collection is expected to be collected within a period of 12 months or less from the reporting date, they are classified as current assets otherwise as non-current assets.

2.18 Investments and other financial assets

Financial assets are initially measured on trade date at fair value, plus transaction costs. All recognised financial assets are subsequently measured in their entirety at either amortized cost or at fair value.

3 Use of Estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

3.1 Property, Plant and Equipments

Property, Plant and Equipments represent a significant proportion of the asset base of the company. The management of the Company makes assumptions about the estimated useful lives, depreciation methods or residual values of items of property, plant and equipment, based on past experience and information currently available. In addition, the management assesses annually whether any indications of impairment of intangible assets and tangible assets. The management of the Company believe that on balance sheet date no impairment indications were existing.

3.2 Trade Receivables

Furthermore, the management believe that the net carrying amount of trade receivables is recoverable based on their past experience in the market and their assessment of the credit worthiness of debtors at at Balance Sheet date. Such estimates are inherently imprecise and there may be additional information about one or more debtors that the management are not aware of, which could significantly affect their estimations.

3.3 Defined Benefit Plans

The provisions for defined benefit plans have been calculated by a actuarial expert. The basic assumptions are related to the mortality, discount rate and expected developments with regards to the salaries. The discount rate have been determined by reference to market yields at the end of the reporting period based on the expected duration of the obligation. The future salary increases have been estimated by using the expected inflation plus an additional mark-up based on historical experience and management expectations.

3.4 Taxes

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

3.5 Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

3.6 Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystalising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

PASUPATI SPINNING AND WEAVING MILLS LIMITED

4. PROPERTY, PLANT & EQUIPMENTS	**Amount (Rs in Lacs)**							
Particulars	Land - Freehold	Land - Leasehold	Buildings	Plant & Machinery	Furniture & Fixtures	Factory & Office Equipments	Vehicles	Total
Gross Carrying Value as on 01.04.2024	**46.92**	**18.03**	**2,596.37**	**18,316.71**	**91.75**	**229.83**	**245.02**	**21,544.63**
Addition	-	-	99.99	787.06	8.55	2.10	10.28	907.98
Deletions	-	-	-	3,670.79	-	-	13.63	3,684.42
Gross Carrying Value as on 31.03.2025	**46.92**	**18.03**	**2,696.36**	**15,432.98**	**100.30**	**231.93**	**241.67**	**18,768.19**
Accumulated Depreciation as on 01.04.2024	**-**	**4.95**	**2,251.20**	**15,579.17**	**75.94**	**210.12**	**152.92**	**18,274.30**
Depreciation for the period	**-**	0.45	44.39	142.30	2.76	4.51	14.89	209.30
Deductions/Adjustments	**-**	-	-	3,493.06	-	-	3.32	3,496.38
Accumulated Depreciation as on 31.03.2025	**-**	**5.40**	**2,295.59**	**12,228.41**	**78.70**	**214.63**	**164.49**	**14,987.22**
Carrying Value as on 31.03.2025	**46.92**	**12.63**	**400.77**	**3,204.57**	**21.60**	**17.30**	**77.18**	**3,780.97**
Gross Carrying Value as on 01.04.2025	**46.92**	**18.03**	**2,696.36**	**15,432.98**	**100.30**	**231.93**	**241.67**	**18,768.19**
Addition	-	-	-	143.30	1.10	29.57	44.64	218.61
Deletions	-	-	-	712.74	-	-	-	712.74
Gross Carrying Value as on 31.03.2026	**46.92**	**18.03**	**2,696.36**	**14,863.54**	**101.40**	**261.50**	**286.31**	**18,274.06**
Accumulated Depreciation as on 01.04.2025	**-**	**5.40**	**2,295.59**	**12,228.41**	**78.70**	**214.63**	**164.49**	**14,987.22**
Depreciation for the period	-	0.45	42.60	168.40	3.16	6.51	15.93	237.05
Deductions/Adjustments	-	-	-	663.48	-	-	-	663.48
Accumulated Depreciation as on 31.03.2026	**-**	**5.85**	**2,338.19**	**11,733.33**	**81.86**	**221.14**	**180.42**	**14,560.79**
Carrying Value as on 31.03.2026	**46.92**	**12.18**	**358.17**	**3,130.21**	**19.54**	**40.36**	**105.89**	**3,713.27**

5 NON CURRENT INVESTMENTS

Particulars	No. of Shares		Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Investments carried at fair value through profit and loss				
Quoted - Trade (Equity Shares of Rs. 10 each)				
Amit Spinning Industries Limited	100	100	0.02	0.02
Quoted - Non Trade (Equity Shares of Rs. 10 each)				
Pasupati Fincap Limited *	-	70,000	-	7.00
Unquoted - Non Trade (Equity Shares of Rs. 10 each)				
Shivalik Solid Waste Management Ltd.	20,000	20,000	2.00	2.00
			2.02	9.02
Less: (Increase)/Decrease in value of investments			(7.04)	(6.21)
Total			**9.06**	**15.23**
Aggregate value of quoted investments			0.02	7.02
Aggregate value of unquoted investments			2.00	2.00
Total			2.02	9.02
Market value of quoted investments			-	7.00
NAV of unquoted investments			9.06	8.23

* Fair value is the price oferred in the open offer of acquirer in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

6 OTHER NON-CURRENT FINANCIAL ASSETS (Unsecured-Considered good)

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
Post office Balance due after one year of Balance Sheet date (Held as margin/security)	1.65	1.65
Security Deposits	175.25	177.96
Total	**176.90**	**179.61**

7 OTHER NON CURRENT ASSETS (Unsecured - considered good)

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
Capital Advances	21.92	19.12
Total	**21.92**	**19.12**

PASUPATI SPINNING AND WEAVING MILLS LIMITED

8 INVENTORIES (As taken, valued and certified by the management)

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Raw Materials	222.38	70.75
Work in progress	776.28	793.52
Finished Goods *	1,468.69	1,541.08
Waste	7.16	8.34
Stores & Spares	142.55	148.85
Total	**2,617.06**	**2,562.54**

*including in transit Rs. 13.48 Lacs (Previous year Rs. 17.60 Lacs)

9 TRADE RECEIVABLES

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Consideered good - secured	-	-
Consdiered good - unsecured	2,192.88	2,162.51
Having significant increase in credit risk	698.42	758.54
Credit impared	-	-
Total	2,891.30	2,921.05
Less: Provision for Doubtful Debts	84.65	81.29
	2,806.65	2,839.76

AGEING OF TRADE RECEIVABLES

As at 31st March 2026

Particulars	**Rs in Lacs**					
	Outstanding for					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	2,192.88	-	-	-	-	2,192.88
Undisputed Trade Receivables - which have significant increase in	-	69.00	172.57	128.03	-	369.60
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit	-	-	-	-	328.82	328.82
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Total	**2,192.88**	**69.00**	**172.57**	**128.03**	**328.82**	**2,891.30**

As at 31st March 2025

Particulars	**Rs in Lacs**					
	Outstanding for					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables - considered good	2,162.51	-	-	-	-	2,162.51
Undisputed Trade Receivables - which have significant increase in	-	244.93	154.18	52.61	-	451.72
Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
Disputed Trade Receivables - considered good	-	-	-	-	-	-
Disputed Trade Receivables - which have significant increase in credit	-	-	-	-	306.82	306.82
Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
Total	**2,162.51**	**244.93**	**154.18**	**52.61**	**306.82**	**2,921.05**

Unbilled dues NIL (Previous year NIL)

10 CASH & CASH EQUIVALENTS

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Balances with banks in current accounts	0.31	0.42
Cheques/drafts in hand	1.38	8.30
Cash in hand	5.47	3.69
Total	**7.16**	**12.41**

11 BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Fixed deposits with banks due within one year of Balance Sheet date (Held as margin/security)	65.03	87.98
Interest accrued on above	1.49	1.89
Total	**66.52**	**89.87**

12 CURRENT TAX ASSETS

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Advance Income Tax (including Tax Deducted at Source)	95.17	118.24
MAT Credit Entitlement	192.77	140.25
Total	**287.94**	**258.49**

13 OTHER CURRENT ASSETS
(Unsecured-considered good)

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Advances recoverable in cash or in kind or for value to be received	978.78	794.54
GST/Sales Tax/VAT/Excise Recoverable	42.32	20.23
Others Recoverable	15.21	31.13
Total	**1,036.31**	**845.90**

Loans or Advances in the nature of loans granted to promoters, Directors, KMPs and the related parties (as defined under the Companies Act, 2013), either serverally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment: -

Particulars	**Rs in Lacs**			
	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025	As at 31.03.2025
Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related Parties	-	-	-	-

14 SHARE CAPITAL

a) Authorised

Particulars	No. of Shares		Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Equity Shares of Rs. 10 each				
At the beginning of the year	1,21,00,000	1,21,00,000	1,210.00	1,210.00
Add: Additions during the year	-	-	-	-
Less: Reduction during the year	-	-	-	-
At the end of the year	**1,21,00,000**	**1,21,00,000**	**1,210.00**	**1,210.00**

b) Issued, Subscribed and Paid up

Particulars	No. of Shares		Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Equity Shares of Rs. 10 each fully paid up				
At the beginning of the year	93,37,068	93,37,068	933.71	933.71
Add: Additions during the year	-	-	-	-
Less: Reduction during the year	-	-	-	-
At the end of the year	**93,37,068**	**93,37,068**	**933.71**	**933.71**

c) Details of shares in the company held by each shareholder holding more than 5% of shares is as under:

Name of the Shareholder	No. of Shares		% of Holding	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Pasupati Olefin Limited	40,68,428	40,68,428	43.57%	43.57%
Sulabh Impex Limited	17,77,354	17,77,354	19.04%	19.04%
J M Financial Asset Reconstruction Co. Pvt. Ltd	10,00,000	10,00,000	10.71%	10.71%
Mrs. Vrinda Jain	7,12,941	7,14,052	7.63%	7.65%

d) Details of shares in the company held by the promoters are as under:

Name of promoter shareholder	No. of Shares		%of holding		% change during the year
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025	
Pasupati Olefin Limited	40,68,428	40,68,428	43.57	43.57	NIL
Sulabh Impex Limited	17,77,354	17,77,354	19.04	19.04	NIL
Mrs. Vrinda Jain	7,12,941	7,14,052	7.63	7.65	(-)0.02
Shailja Investment Ltd	1,68,454	1,68,454	1.80	1.80	NIL
Mr. Vidit Jain	1,34,076	1,34,076	1.44	1.44	NIL
Mr. Tushar Jain	1,31,606	1,31,606	1.41	1.41	NIL
Total	69,92,859	69,93,970	74.89	74.91	

15 LONG TERM BORROWINGS (Secured)

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
Term Loan from Banks		
Equipment Finance Loan (a)	532.90	749.73
Emergency Credit Line Guarantee Scheme (b)	57.42	197.66
Vehicle Loans (c)	65.77	51.66
Sub-Total	656.09	999.05
Less: Tranferred to Current maturity	224.13	374.92
Total	**431.96**	**624.13**

Notes: -

(a) Secured against machinery purchased out of the loan amount and first charge on all immovable/movable fixed assets of the company both present and future.

(b) Secured against hypothecation of raw materials, finished goods, semi-finished goods, stores and spare parts, book debts, etc. together with first charge on all immovable/movable fixed assets of the company both present and future. alongwith personal guarantee of CMD. The loans are further secured against pledge of 699115 equity shares of the company held by promoters/associates. Further the loan is with 100% Guarantee cover by National Credit Guarantee Trustee Company Limited.

(c) Secured against hypothecation of vehicle financed out of the loan amount.

(d) The above loans are repayable as follows:

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Payable after 1 year	165.15	243.91
Payable after 2 years	162.27	157.96
Payable after 3 years	99.65	154.73
Payable after 4 years	6.88	66.44
Payable after 5 years	1.65	2.65
Payable after 6 years	-	1.62
Unamortised Upfront fees	(3.64)	(3.18)
Total	**431.96**	**624.13**

16 NON CURRENT TRADE PAYABLE

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Total outstanding dues of Micro, Small and Medium Enterprises	-	-
Others	184.07	244.44
Total	**184.07**	**244.44**

TRADE PAYABLE AGEING SCHEDULE

As at 31st March 2026

Particulars	**Rs in Lacs**				
	Outstanding for				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	
MSME	-	-	-	-	**-**
Others	-	184.07	-	-	184.07
Disputed dues - MSME	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	**-**
Total	**-**	**184.07**	**-**	**-**	**184.07**

As at 31st March 2025

Particulars	**Rs in Lacs**				
	Outstanding for				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	
MSME	-	-	-	-	-
Others	244.44	-	-	-	244.44
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**244.44**	**-**	**-**	**-**	**244.44**

The information regarding suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006 has been provided to the extent suppliers have been identified as registered under the said Act on the basis of information received from them.

PASUPATI SPINNING AND WEAVING MILLS LIMITED

17 OTHER NON-CURRENT FINANCIAL LIABILITIES

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Unsecured Loans from Companies*	422.07	422.07
Less: Transferred to current maturity	422.07	422.07
Sub-Total	-	-
Contribution from Star (see note 32(b))	29.14	35.12
Total	**29.14**	**35.12**

*The company has given an undertaking to lenders not to repay any loan/deposit received from the Directors/Client/Relatives as unsecured loan during the currency of Bank's finance.

18 NON CURRENT PROVISIONS

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Provisions for Employee Benefits	92.14	81.91
Total	**92.14**	**81.91**

19 DEFERRED TAX LIABILITIES (NET)

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
A) Deferred Tax liability		
Fixed Assets	490.06	434.21
Others	1.02	2.31
Total (A)	**491.08**	**436.52**
B) Deferred Tax Assets		
Carry forward loss	142.40	191.96
43B items	51.86	41.90
Provisions not allowable under I.T.Act	57.77	56.14
Total (B)	**252.03**	**290.00**
Net Deferred Tax Liability (A-B)	239.05	146.52

20 OTHER NON CURRENT LIABILITIES

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Deferred Government Grants related to Property, Plant & Equipments	3.13	3.34
Total	**3.13**	**3.34**

21 SHORT TERM BORROWINGS

Particulars	**Rs in Lacs**	
	As at 31.03.2026	**As at 31.03.2025**
Secured		
Loans repayable on Demand		
-From Banks *	3,014.31	2,969.13
Current Maturity of Long Term Borrowings	224.13	374.92
Unsecured**		
Inter Corporate loan	1,008.52	1,008.52
Current Maturity of Inter Corporate loan	422.07	422.07
Total (A+B)	**4,669.03**	**4,774.64**

* Secured against hypothecation of raw materials, finished goods, semi-finished goods, stores and spare parts, book debts, etc. together with first charge on all immovable/movable fixed assets of the company both present and future alongwith personal guarantee of CMD. The loans are further secured against pledge of 699115 equity shares of the company held by promoters/associates

**The company has given an undertaking to lenders not to repay any loan/deposit received from the Directors/Client/Relatives as unsecured loan during the currency of Bank's finance.

22 CURRENT TRADE PAYABLES

Particulars	Rs in Lacs	
	As at 31.03.2026	**As at 31.03.2025**
Total outstanding dues of Micro, Small and Medium Enterprises	99.44	85.09
Others	740.51	768.18
Total	**839.95**	**853.27**

CURRENT TRADE PAYABLE AGEING SCHEDULE
As at 31st March 2026

Particulars	Rs in Lacs				
	Outstanding for				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	
MSME	99.44	-	-	-	99.44
Others	555.29	34.16	9.52	141.54	740.51
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**654.73**	**34.16**	**9.52**	**141.54**	**839.95**

As at 31st March 2025

Particulars	Rs in Lacs				
	Outstanding for				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 years	
MSME	85.09	-	-	-	85.09
Others	579.48	16.94	28.17	143.59	768.18
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
Total	**664.57**	**16.94**	**28.17**	**143.59**	**853.27**

Unbilled dues NIL (previous year NIL)

Additional information regarding Micro, Small and Medium Enterprises:-

Particulars	As at 31.03.2026 Rs in Lacs	As at 31.03.2025 Rs in Lacs
Principal amount due outstanding as at end of the year	99.44	85.09
Interest due on above and unpaid as at end of year	3.72	2.81
Interest paid to the suppliers	4.13	3.09
Payments made to the suppliers beyond the appointed day during the year	76.19	53.67
Interest due and payable for the period of delay	3.72	2.81
Interest accrued and remaining unpaid as at end of period	3.72	2.81
Amount of further interest remaining due and payable even in the succeeding years	-	-

The information regarding suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006 has been provided to the extent suppliers have been identified as registered under the said Act on the basis of information received from them.

23 OTHER CURRENT LIABILITIES

Particulars	Rs in Lacs	
	As at 31.03.2026	**As at 31.03.2025**
Advance from Customers	12.37	17.09
Interest accrued on Loans	0.17	0.62
Deferred Government Grants related to Property, Plant & Equipments	0.20	0.20
Other Payables	785.97	614.34
Total	**798.71**	**632.25**

No unclaimed amounts are outstanding to be credited to investor education & protection fund.

24 CURRENT PROVISIONS

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
Provisions for Employee Benefits	37.92	44.82
Total	**37.92**	**44.82**

25 CURRENT TAX LIABILITIES

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
Provision for Income Tax	53.09	13.42
Total	**53.09**	**13.42**

26 **CONTINGENT LIABILITIES AND COMMITMENTS**

(to the extent not provided for)

Particulars	Rs in Lacs	
	As at 31.03.2026	As at 31.03.2025
A. Contingent Liabilities		
Letters of Credit outstanding	-	42.50
Bank Guarantees	**71.96**	71.96
Claims not acknowledged as debts	**76.41**	78.93
B. Commitments		
Estimated amount of contrracts remaining to be executed on capital account and not provided for (net of advances)	**69.85**	141.76

27 In the opinion of the board the assets other than property, plant & equipments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

PASUPATI SPINNING AND WEAVING MILLS LIMITED

28 REVENUE FROM OPERATIONS

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Gross Sales of Products		
Sewing Thread/Yarn	9,704.84	9,819.08
Garments	183.89	366.84
Others	32.29	34.05
Job Work Income	22.01	39.53
	9,943.03	10,259.50
Less: Rebate & Discount	384.41	292.50
Less: Freight & Forwarding	228.17	243.75
	9,330.45	9,723.25
Income from Logistic & Warehousing Services	604.04	327.54
Total	**9,934.49**	**10,050.79**

29 OTHER INCOME

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Interest	21.88	5.63
Dividend	0.40	0.40
Insurance and other claims received	14.34	-
Miscellaneous Receipts & Income	19.86	40.41
Excess Provisions/Sundry balances written back	82.41	53.51
Exchange Rate Fluctuations	0.26	2.17
Decrease in Provision for Bad Debts	-	15.30
Increase in value of investments	0.82	7.17
Total	**139.97**	**124.59**

30 COST OF MATERIALS CONSUMED

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
At the beginning of the period	70.75	141.78
Add: Purchases during the period	3,019.54	3,348.32
Less: Consumption during the period	2,867.91	3,419.35
At the end of the period	222.38	70.75

31 CHANGES IN INVENTORIES

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Closing Stock		
Finished Goods	1,468.69	1,541.08
Work in Progress	776.28	793.52
Waste	7.16	8.34
	2,252.13	2,342.94
Opening Stock		
Finished Goods	1,541.08	1,603.67
Work in Progress	793.52	712.07
Waste	8.34	8.72
	2,342.94	2,324.46
(Increase)/Decrease in stocks	**90.81**	**(18.48)**

32 (a) The company(Pasupati) has w.e.f. 1.4.2013 entered into joint venture with Star Cotspin Limited(Star) for the purpose of getting cotton yarn manufactured on job work basis from an outside party for sale. As per terms of joint venture agreement dated 1.4.2013, the profit sharing ratio between Star and Pasupati is 75:25 respectively. All the income, expenses, assets and liabilities of joint venture operations are included in the accounts of Pasupati as per the terms of joint venture agreement and amount of share of profit/(loss) of Star Rs. (-) 1.44 Lacs (previous year Rs. (-) 0.81 Lacs) for the year has been adjusted in the accounts of Pasupati, the details of which are as under: -

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Revenue from Operations	-	-
Total Income	-	-
Other Expenses	1.92	1.08
Total Expenses	1.92	1.08
Profit/(Loss) for the year	(1.92)	(1.08)
Share of profit/(loss) of Star @ 75%	(1.44)	(0.81)

The assets and liabilities of the joint venture at the year end included in the assets and liabilities of Pasuapti are as under: -

Particulars	Rs in Lacs			
	As at 31.03.2026		As at 31.03.2025	
PASUPATI'S CONTRIBUTION		195.91		195.54
CURRENT LIABILITIES				
Short-Term Borrowings		12.54		12.54
		208.45		208.08
PROPERTY, PLANT & EQUIPMENTS		15.77		16.84
CURRENT ASSETS				
Inventories	172.16		172.16	
Short Term Loans & Advances*	20.52	192.68	19.08	191.24
		208.45		208.08

* Includes Rs. 18.28 Lacs (Previous year Rs. 16.84 Lacs) due from Star

Note: - The operations were temporarily suspended from 16.08.2016 as premises of the party doing job work was sealed. The company has initiated legal action for release of its material lying in the premises, which has been decided in favour of the company. However, the material was found missing and the Company is taking appropriate legal acions to get the material/compensation. However the management is of the opinion that the amounts are recoverable and no provision for any loss is required to be made in these accounts.

(b) The company(Pasupati) has entered into another joint venture agreement with Star Cotspin Limited(Star) effective from 15.03.2022 for the purpose of manufactuirng and sale of yarn to be manufactured at existing Dharuhera plant of Pasupati . As per terms, the profit is to be shared between Star and Pasupati in 50:50 ratio and loss is of Star. All the income, expenses, assets and liabilities of joint venture operations are included in the accounts of Pasupati as per the terms of joint venture agreement and amount of share of loss of Star Rs. (-) 0.08 Lacs (previous year Rs.0.35 Lacs) for the year has been adjusted in the accounts of Pasupati, the details of which are as under: -

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Sale of product	0.18	68.94
Total Income	0.18	68.94
Expenses		
Changes in Inventores of Finished Goods, stock-in-trade and Work in Progress	0.26	67.92
Finance Costs	-	0.01
Other Expenses	-	0.30
Total Expenses	0.26	68.23
Profit/(Loss) for the year	(0.08)	0.71
Share of (loss)/profit of Star	(0.08)	0.35

The assets and liabilities of the joint venture at the year end included in the assets and liabilities of Pasuapti are as under: -

Particulars	Rs in Lacs			
	As at 31.03.2026		As at 31.03.2025	
CONTRIBUTION				
PASUPATI*	(16.66)		(20.27)	
STAR	29.14	12.48	35.12	14.85
CURRENT ASSETS				
Inventories	-		0.25	
Other Current Assets	12.48	12.48	14.60	14.85

*Pasupati has earmarked its cash credit acount as its share of contribution.

Due to adverse market conditions joint venture agreement has been terminated w.e.f. 1st August 2022. Necessary steps for realisation of assets and payment of liabilities appearing on that date are being taken.

33 EMPLOYEE BENEFITS EXPENSE

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Salaries & Wages	1,770.10	1,807.19
Gratuity	12.25	10.11
Contribution to Provident & Other Funds	29.24	33.45
Staff Welfare & Recruitment Expenses	26.16	37.20
Total	**1,837.75**	**1,887.95**

EMPLOYEE POST RETIREMENT BENEFITS

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
a) State Plans		
Contribution made by the company to various state plans which have been recognized as an expense in the profit & loss statement are: -		
Employer's contribution to Employees State Insurance Scheme	5.76	5.94
Employer's contribution to Employees Provident Fund	23.48	27.51
b) Defined Benefit Plan		
The present value of obligation on account of gratuity (unfunded) is determined based on actuarial valuation		
I. Assumptions		
Discount Rate	7.00%	6.55%
Rate of increase in Compensation	5.00%	5.00%
II. Table showing Changes in Present Value of Obligations during the period		
Present Value of Obligation as at the beginning of the period	126.73	200.58
Interest cost	8.29	14.33
Current Service Cost	12.25	10.11
Past Service Cost	-	-
Benefit paid	(26.73)	(72.54)
Actuarial (gain) / loss on obligations	9.53	(25.75)
Present Value of Obligation as at the end of the period	130.06	126.73
III. Table showing Fair Value of Plan Assets		
Funded Status	(130.06)	(126.73)
IV. Actuarial gain / loss recognized for the period		
Actuarial gain / (loss) for the period – Obligation	(9.53)	25.75
Total (gain) / loss for the period	9.53	(25.75)
Actuarial (gain) / loss recognized in the period	9.53	(25.75)
V. The amounts to be recognized in Balance Sheet and statements of profit and loss		
Present Value of Obligation as at the end of the period	130.06	126.73
Funded Status	(130.06)	(126.73)
Net Liability Recognized in Balance sheet	130.06	126.73
VI. Expense recognized in the statement of profit and loss for the period		
Current Service Cost	12.25	10.11
Past Service Cost	-	-
Interest cost	8.29	14.33
Net actuarial (gain) / loss recognized in the period	9.53	(25.75)
Expenses Recognized in the statement of Profit & Loss	30.07	(1.31)

Significant actuarial assumptions for the detemination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	**For the period 01.04.2025 to 31.03.2026**		For the period 01.04.2024 to 31.03.2025	
	Decrease	Increase	Decrease	Increase
Discournt Rate (-/+ 1%)	136.69	124.06	132.76	121.26
(% change compared to base due to sensitivity)	5.10%	-4.60%	4.80%	-4.30%
Salary Growth Rate (-/+ 1%)	123.89	136.76	121.14	132.79
(% change compared to base due to sensitivity)	-4.70%	5.10%	-4.40%	4.80%
Attrition Rate (-/+ 50% of attrition rates)	126.64	132.02	124.38	128.06
(% change compared to base due to sensitivity)	-2.60%	1.50%	-1.90%	1.10%
Motality Rate (-/+ 10% of mortality rates)	130.04	130.08	126.71	126.74
(% change compared to base due to sensitivity)	0.00%	0.00%	0.00%	0.00%

Notes: -

i) The above information is certified by an actuary

ii) As per rules of the company leaves are not encashed

34 FINANCE COSTS

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Interest Expense	407.71	446.68
Bank and Finance Charges	26.77	39.93
Total	**434.48**	**486.61**

35 DEPRECIATION & AMORTISATION EXPENSE

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Depreciation on Other Property, Plant & Equipments	237.05	209.30
Total	**237.05**	**209.30**

36 OTHER EXPENSES

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Consumption of Stores, Spare and Packing Materials	1,198.44	1,166.14
Power & Fuel	1,294.43	1,438.88
Job Work expenses	433.25	454.63
Rent	48.79	57.10
Repairs to Buildings	245.10	129.93
Repairs to Machinery	21.03	11.41
Insurance	23.52	26.46
Rates & Taxes	54.08	58.75
Travelling & Conveyance	120.61	126.97
Professional & Consultancy Charges	50.98	44.52
Other Selling Expenses	138.14	143.82
Charity & Donation	0.54	1.05
Claims Paid/Written off	0.34	0.19
Provision for Doubtful Debts	3.36	-
Bad debts/Advances written off	8.10	10.45
Loss on sale of property, plant & equipments	35.03	92.13
Miscellaneous Expenses*	171.21	172.38
Total	**3,846.95**	**3,934.81**

* Includes Auditors' Remuneration

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
To Statutory Auditors		
As Audit Fees	5.35	5.35
As Quarterly Review Fees	4.05	4.05
As Tax Audit Fees	1.35	1.35
In Other Capacity	0.19	0.19

37 EARNING PER SHARE (EPS)

Particulars		Rs. in lacs except EPS	
		For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
Basic and Diluted Earnings Per Share			
Profit/(Loss) after tax as per profit & loss account	(A)	221.44	87.81
No. of equity shares	(B)	93,37,068	93,37,068
Basic and Diluted Earning Per Share	(A/B)	2.37	0.94

38 In earlier years, the company had received compensation of Rs.61.61 lacs on acquisition of part of its factory land at Dharuhera. Representation has been made before Sub Divisional Magistrate, Gurgaon cum competent authority(LA) of National Highway Authority of India for payment of compensation at a higher rate. Additional compensation of Rs. 614.64 lacs demanded in the representation will be accounted for as and when received.

39 Related Party Disclosure:

Names of related parties with whom transactions exist and description of relationship

i) Key Management Personnel and their relatives

Shri Ramesh Kumar Jain - CMD
Shri Vidit Jain - JMD
Shri C. M. Sharma , WTD
Shri Ghanshyam Das Gupta, Director (upto 10th September 2024)
Shri Ashwani Kumar Rathore, Director (upto 10th September 2024)
Shri Umesh C. Tripathi , Director
Smt. Reema Kalhan, Director (upto 14th August 2024)
Smt. Preeti Aggarwal, Director (w.e.f. 14th August 2024)
Shri Anil Kumar Jain, Director (w.e.f. 14th August 2024)
Shri Raj Kumar Gupta, Director (w.e.f. 14th August 2024)
Shri A.K. Monga, CFO (upto 31.03.2025 & w.e.f. 23.05.2025)
Smt Deepika Malhotra, Company Secretary

ii) Associate

Shivani Textiles Limited
Sulabh Impex Limited

Particulars	Rs in Lacs			
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025	**Outstanding as on 31.03.2026**	Outstanding as on 31.03.2025
Remuneration paid				
Shri Ramesh Kumar Jain	11.14	7.72	-	-
Shri Vidit Jain	9.02	13.33	1.45 Cr.	0.35 Cr.
Shri C M Sharma	7.85	7.85	1.17 Cr.	1.19 Cr.
Shri Ajay Kumar Monga	10.96	17.81	0.47 Cr.	1.48 Cr.
Smt. Deepika Malhotra	6.90	6.90	0.58 Cr.	0.58 Cr.
Sitting Fee paid				
Smt. Reema Kalhan	-	0.10	-	-
Shri Umesh Tripathi	0.40	0.30	-	-
Shri Ghanshyam Das Gupta	-	0.20	-	-
Shri Ashwani Kumar Rathore	-	0.20	-	-
Mrs. Preeti Aggarwal	0.40	0.30	-	-
Mr. Anil Kumar Jain	0.40	0.30	-	-
Mr. Raj Kumar Gupta	0.40	0.20	-	-
Shivani Textiles Limited			852.21 Dr.	614.78 Dr.
Sales	407.37	131.71		
Job Work Charges paid	40.03	103.44		
Purchases	422.60	137.94		
Reimbursement of Expenses	-	-		
Sulabh Impex Ltd			1412.04 Cr.	1412.04 Cr.
Loans/Advances received	-	-		

Note : Sh. Ramesh Kumar Jain, Chairman & Managing Director has not been paid salary since 1.4.2011. Other benefits are being paid.

40 Segment Reporting

(a) Primary Segment

Current Year

	Textile and Textile Articles	Logistic & Warehousing Services	Unallocated	Consolidated Total
	Rs in Lacs	Rs in Lacs	Rs in Lacs	Rs in Lacs
REVENUE				
Segment sales	9,330.45	604.04	-	9,934.49
Less : Inter Segment Sales	-	-	-	-
Total Sales	9,330.45	604.04	-	9,934.49
RESULT				
Segment result	1,261.93	370.72	-	1,632.65
Corporate expenses	957.45	63.55	-	1,021.00
Operating Profit	304.48	307.17	-	611.65
Finance Cost	434.48	-	-	434.48
Other Income	139.97	-	-	139.97
Income Taxes	-	-	95.70	95.70
Net Profit	9.97	307.17	(95.70)	221.44
Other Comprehensive Income(net of taxes)'	(6.88)	-	-	(6.88)
Total Comprehensive Income	3.09	307.17	(95.70)	214.56
OTHER INFORMTIONS				
Segment Assets	10,236.68	218.16	287.95	10,742.79
Segement Liabilities	7,075.89	249.21	53.10	7,378.20
Capital expenditure	218.61	-	-	218.61
Depreciation	237.05	-	-	237.05
Non-Cash expenses other than depreciation	-	-	-	-

Previous Year

	Textile and Textile Articles	Logistic & Warehousing Services	Unallocated	Consolidated Total
	Rs in Lacs	Rs in Lacs	Rs in Lacs	Rs in Lacs
REVENUE				
Segment sales	9,723.25	327.54	-	10,050.79
Less : Inter Segment Sales	-	-	-	-
Total Sales	9,723.25	327.54	-	10,050.79
RESULT				
Segment result	1,344.87	213.23	-	1,558.09
Corporate expenses	992.68	117.06	-	1,109.74
Operating Profit	352.19	96.17	-	448.35
Finance Cost	486.61	-	-	486.61
Other Income	124.59	-	-	124.59
Income Taxes	-	-	(1.48)	(1.48)
Net Profit	(9.83)	96.17	1.48	87.81
Other Comprehensive Income(net of taxes)'	18.58	-	-	18.58
Total Comprehensive Income	8.75	96.17	1.48	106.39
OTHER INFORMTIONS				
Segment Assets	10,219.02	126.40	258.49	10,603.90
Segement Liabilities	7,394.55	45.89	13.42	7,453.86
Capital expenditure	896.77	-	-	896.77
Depreciation	166.39	42.91	-	209.30
Non-Cash expenses other than depreciation	-	-	-	-

Notes :

(i) Segments have been identified in line with the Accounting Standard on Segment Reporting (INDAS-108) taking into account the organization structure as well as the different risks and return of these segments.

(ii) Segment information has been prepared in conformity with the accounting policies for preparing and presenting the financial statement of the company.

(iii) All segment assets and liabilities as well as revenue and expenses are directly attributable to the segment except for Income Taxes.

(b) Secondary Segment (Segments Revenue as per geographical market)

The company has considered geographical segment as secondary reporting segment for disclosure. For this purpose, revenue are bifurcated based on sales in India and outside India.

	Outside India		In India	
	Rs in Lacs			
	For the period 01.04.2025 to 31.03.2026	**For the year 01.04.2024 to 31.03.2025**	**For the period 01.04.2025 to 31.03.2026**	**For the year 01.04.2024 to 31.03.2025**
Sales revenue by geographical market	-	-	9,934.49	10,050.79
Carrying of Segment Debtors	-	-	2,806.65	2,839.76
Cost to acquire property, plant & equipments	-	11.18	218.61	896.77

41 In view of the accumulated losses incurred by the company exceeding its net worth, the company made a reference under Section 15(1) of Sick Industrial Companies (Special provisions) Act, 1985 to the Board for Industrial and Financial Reconstruction (BIFR). The company was declared a sick Industrial company within the meaning of section 3(1)(o) of the said Act by BIFR on 14.7.2005 and Bank of Baroda was appointed as the operating agency (OA) to examine viability of the company and formulate rehabilitation scheme. The OA filed a draft rehabilitation scheme with BIFR which was approved by BIFR vide its order dated 17.2.2012. The company has substantially implemented the scheme sanctioned by BIFR and taken credit for relief and concessions granted by BIFR in the accounts resulting in positive net worth. Application for de-registration has been made to BIFR/NCLT.

42 The Government of India has consolidated 29 existing labour legislations into a unified framework comprising four labour codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"). The Codes have been made effective from November 21, 2025. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations.

The incremental impact of these changes, assessed by the Company and certified by the actuary valuer, on the basis of the information available, consistent with the guidance provided by the Institute of Chartered Accountants of India, is NIL. Once Central/ State Rules are notified by the Government on all aspects of the Codes, the Company will evaluate impact, if any, on the measurement of employee benefits and would provide appropriate accounting treatment

43 Balance of sundry creditors, sundry debtors, investments and loans and advances are subject to confirmation and reconciliation. In the opinion of the management the balances of debtors and advances are good and recovrable and no further provison is required.

44 Previous year figures have been regrouped and / or re-arranged wherever considered necessary

45 The borrowings taken during the year have been used for the purpose for which taken.

46 During the year Property, Plant and Equipment has not been revalued.

47 The company does not hold any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, where any proceeding has been initiated or pending against the company.

48 The total of currents assets declared in the quarterly return QIS2/FFR1 filed by the company with banks during the year are generally in agreement with the books of accounts and there are no material discrepancies.

49 During the year the company was not declared as a wilful defaulter by any bank or financial institution or any other lender.

50 During the year there are no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

51 Satisfaction of charge of loans repaid are yet to be registered with ROC.

52 During the year the company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

53 Accounting Ratio's

S.No.	Ratio	Numerator	Denominator	Current year	Previous Year	% of change	Reason if change above 25%
(a)	Current Ratio	Current Assets	Current Liabilities	1.07	1.05	1.92%	N.A.
(b)	Debt-Equity Ratio	Total Debts(incl. fixed payment obligations)	Shareholder's Equity	0.13	0.20	-35.20%	Repayment of Borrowings
(c)	Debt Service Coverage Ratio	Net operating Income(EBIT)	Current Debt obligations	1.07	0.98	9.14%	N.A.
(d)	Return on Equity Ratio (%)	Net income after tax and dividend on preference	Average Shareholder's Equity	22.98	11.39	101.67%	Due to increase in total comprehensive income
(e)	Inventory turnover ratio	Cost of Goods	Avareage	3.09	3.20	-3.54%	N.A.
(f)	Trade Receivables turnover ratio	Net Credit Sales	Average Accounts Receivables	3.76	3.73	0.80%	N.A.
(g)	Trade payables turnover ratio	Net Credit Purchase	Average Accounts Payables	1.78	1.84	-3.57%	N.A.
(h)	Net capital turnover ratio	Net Annual Sales	Average Working Capital	3.32	3.41	-2.54%	N.A.
(i)	Net profit ratio (%)	Profit After Tax	Net Annual Sales	2.16	1.06	104.03%	Due to increase in total comprehensive income
(j)	Return on Capital employed (%)	EBIT	Capital Employed	21.54	16.92	27.32%	Due to increase in total comprehensive income
(k)	Return on investment (%)	Net Return on Investments	Cost of investment	17.08	4.43	285.36%	Due to increase in total comprehensive income

54 During the year no Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

55 During the year the company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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 the Ultimate Beneficiaries.

56 During the year the company has not received funds 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 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.

57 During the year no amount has been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

58 During the year CSR activities under section 135 of the Companies Act,2013 was not applicable to the company.

59 There was no trade or investment in Crypto currency or Virtual Currency during the financial year.

60 Due to COVID 19, realisation from customers was disrupted. During the year debts of Rs. 3.06 Lacs (Previous year Rs. 10.32 Lacs), which were not recoverable have been written off. The management is taking suitable steps and is confident of affecting the recoveries of balance debts. However, provision of Rs. 84.65 lacs (previous year Rs. 81.29 lacs is considered sufficient by the management and the balance debtors are considered good and recoverable by the management.

PASUPATI SPINNING AND WEAVING MILLS LIMITED

61 VALUE OF IMPORTED/INDIGENOUS RAW MATERIALS, STORES & SPARES CONSUMED

Class of Goods	For the period 01.04.2025 to 31.03.2026		For the period 01.04.2024 to 31.03.2025	
	%	Rs in Lacs	%	Rs in Lacs
Raw Materials				
Imported	-	-	-	-
Indigenous	100.00	2,867.91	100.00	3,419.35
Total	100.00	2,867.91	100.00	3,419.35
Stores, Dyes & Packing materials				
Imported	1.06	12.71	0.94	10.99
Indigenous	98.94	1,185.73	99.06	1,155.15
Total	100.00	1,198.44	100.00	1,166.14

62 OTHER INFORMATIONS

Particulars	Rs in Lacs	
	For the period 01.04.2025 to 31.03.2026	For the period 01.04.2024 to 31.03.2025
C.I.F. value of Imports		
Stores & Spares	9.79	8.17
Plant & Machinery	-	11.18
Expenditure in foreign currency		
Travelling (does not include cost of air tickets)	12.20	14.51

As per our report of even date annexed

For B. K. Shroff & Co.,	**Ramesh Kumar Jain**	**Vidit Jain**
Chartered Accountants	Chairman & Managing Director	Joint Managing Director
Firm Reg. No. 302166E	DIN No. 00575142	DIN No. 01347588
Sanjiv Aggarwal	**Deepika Malhotra**	**A K Monga**
Partner	Company Secretary	Chief Financial Officer
Membership No. 085128		
Place: New Delhi		
Date : 26/05/2026		

PASUPATI SPINNING & WEAVING MILLS LTD.
Regd Office & Works: Village Kapriwas (Dharuhera) Distt. Rewari (Haryana)
Head Office: 127-128, Tribhuvan Complex, Ishwar Nagar, Mathura Road, New Delhi-110065
Website-www.pasupatitextiles.com, Email-cs@pasupatitextiles.com
Ph: 011--47632200
CIN- L74900HR1979PLC009789

Form No. MGT-11
PROXY FORM
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014

CIN:	L74900HR1979PLC009789
Name of the company	Pasupati Spinning & Weaving Mills Limited
Registered office	Village Kapriwas (Dharuhera) Distt. Rewari, Haryana

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No*	
Client Id:	
DP ID:	

I/We, being the member (s) of ………… shares of the above named company, hereby appoint
1. Name: --
Address: --
E-mail Id: --
Signature: ---,------------------------- or failing him/her

2. Name: --
Address: --
E-mail Id: --
Signature: ---, --- or failing him/her

3 Name: --
Address: --
E-mail Id: --
Signature: --
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 46th Annual general meeting of the company, to be held on Wednesday, the 30th September, 2026, At 11.00 A.M. at Village Kapriwas (Dharuhera) Rewari, Haryana, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For	Against
1.	Consideration and adoption of Annual Audited Account & Reports for the Financial Year ended 31st March, 2026, Reports of the Board of Directors and the Auditors.		
2.	To appoint a director in place of Mr. Vidit Jain (DIN- 01347588), who retires by rotation, and being eligible, offers himself for re-appointment.		
3.	To ratify the remuneration of the cost auditors.		
4.	To approve the related party transactions.		
5.	To continue the employment of Mr. Chander Mohan Sharma (DIN: 08047336) as Whole time Director upon attaining the age of 70 years		
6.	To continue the directorship of Mr. Anil Kumar Jain (DIN: 00141322) as Independent Director upon attaining the age of 75 years		
7.	To approve the appointment of Mr. Bhim Sain Goyal (DIN: 02139510), as Director (Non-Executive, Independent)		
8.	To amend main objects of the memorandum of association		

Signed this ------------------ day of -- 2026
Signature of shareholder--- ---------------------------------------
Signature of Proxy Holder(s) ---

Affix revenue Stamp of

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Notes:

1. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.

2. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.

PASUPATI SPINNING & WEAVING MILLS LTD
CIN L74900HR1979PLC009789
Regd. Office & Works: Village Kapriwas (Dharuhera) Distt. Rewari (Haryana)

Head Office: 127-128, Tribhuvan Complex, Ishwar Nagar, Mathura Road, New Delhi-110065 Tel: 011-47632200, Website: www.pasupatitextiles.com
E-mail:cs@pasupatitextiles.com

ATTENDENCE SLIP

I hereby record my presence at the 46th Annual General Meeting being held on Wednesday, the 30th September, 2026 at 11.00 AM at Village Kapriwas (Dharuhera), Distt. Rewari, Haryana.

Name of the Shareholder---
(In block letters)

Folio No./ DPID* No. and Client I D No.* ---

No. of shares held --

(Signature of the shareholder/ Proxy)

*Applicable for Members holding shares in electronic form.

Note:-

1 Member/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and hand it over at the entrance duly signed.

2. Member/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for Reference at the meeting.

FORM NO. MGT.12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: **Pasupati Spinning & Weaving Mills Limited**
Registered office: **Village Kapriwas, Dharuhera, Rewari, Haryana-122001**

BALLOT PAPER

S No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. /*Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	

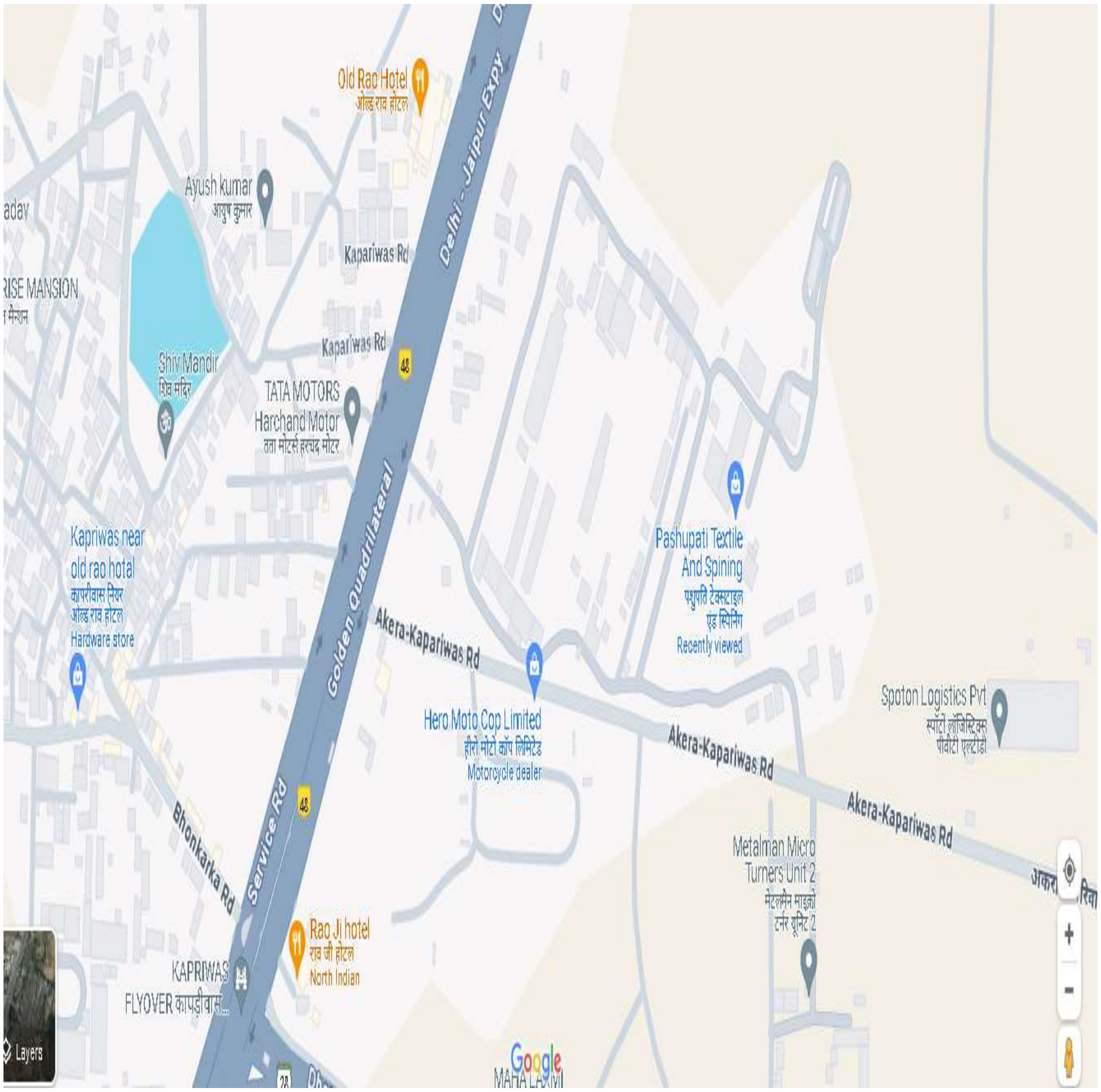
I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
	ORDINARY BUSINESS			
1.	To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Reports of the Board of Directors and the Auditor's thereon.			
2.	To appoint a Director in place of Mr. Vidit Jain (DIN- 01347588), who retires by rotation and, being eligible, offers himself for re-appointment.			
	SPECIAL BUSINESS			
3.	To ratify the remuneration of the cost auditors.			
4.	To approve the related party transactions			
5.	To continue the employment of Mr. Chander Mohan Sharma (DIN: 08047336) as Whole time director upon attaining the age of 70 years.			
6.	To continue the directorship of Mr. Anil Kumar Jain (DIN: 00141322) as independent director upon attaining the age of 75 years.			
7.	To approve the appointment of Mr. Bhim Sain Goyal (DIN: 02139510), as Director (Non-Executive, Independent)			
8.	To amend main objects of the memorandum of association			

Place: Dharuhera, Haryana
Date: 30.09.2026

(Signature of the shareholder)

ROUTE MAP


Old Rao Hotel
ओल्ड राव होटल
Ayush kumar
आयुष कुमार
Kapariwas Rd
Delhi - Jaipur Expy
RISE MANSION
Kapariwas Rd
Shiv Mandir
शिव मंदिर
TATA MOTORS
Harchand Motor
टाटा मोटर्स हरचंद मोटर
48
Kapriwas near
old rao hotal
कापरीवास नियर
ओल्ड राव होटल
Hardware store
Golden Quadrilateral
Pashupati Textile
And Spining
पशुपति टेक्सटाइल
एंड स्पिनिंग
Recently viewed
Akera-Kapariwas Rd
Hero Moto Cop Limited
हीरो मोटो कॉप लिमिटेड
Motorcycle dealer
Akera-Kapariwas Rd
Spoton Logistics Pvt
स्पॉटन लॉजिस्टिक्स
पीवीटी एलटीडी
Akera-Kapariwas Rd
Bhonkarka Rd
Service Rd
48
Metalman Micro
Turners Unit 2
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