# Signoria Creation Limited

(Formerly Known As Signoria Creation Private Limited)

Plot No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur - 302020 (Raj.) India ■info@signoria.in | signoriajaipur@gmail.com ⊕ www.signoria.in ● +91-9358838840, 9829061590

SYMBOL: SIGNORIA Date: September 2, 2025

ISIN: INEORDE01010

To,

The Manager-Listing Department,
The National Stock Exchange of India Limited, Exchange
Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra East, Mumbai 400051

Fax: 022-26598237, 022-26598238

Sub: Notice of 06th Annual General Meeting ('AGM') and Annual Report for the Financial Year 2024-25.

Dear Sir/Ma'am

The 06<sup>th</sup> AGM of the Company will be held on **Thursday, 25th September, 2025** at **01.30 P.M** IST through Video Conferencing/ Other Audio-Visual Means (VC/ OAVM).

In terms of the provisions of Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Notice of the 06<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, 25<sup>th</sup> September, 2025 through VC/OAVM facility at 01:30 P.M. (IST) along with the Annual Report of the Company for the Financial Year 2024-25.

Notice of the 06<sup>th</sup> AGM and the Annual Report for the Financial Year 2024-25 are also being uploaded on the website of the Company at <a href="https://signoria.in/">https://signoria.in/</a>.

#### Brief details of 06th AGM are as follows:

Particulars	Details
Day, Date and Time of 06 <sup>th</sup> AGM	Thursday, 25th September, 2025 at 01:30 P.M. (IST)
Cut-off Date for E-Voting	Thursday, 18th September, 2025
Remote E-Voting Start Day, Date and Time	Monday, 22nd September 2025 at 10:00 A.M
Remote E-Voting End Day, Date and Time	Wednesday, 24th September 2025 at 5:00 P.M.

This is for your information and records.

Thanking you, Yours faithfully,

**For Signoria Creation Limited** 

Vasu Dev Agarwal
Chairman and Managing Director
DIN: 00178146

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#### **NOTICE**

Notice is hereby given that the 6<sup>th</sup> ANNUAL GENERAL MEETING of the members of SIGNORIA CREATION LIMITED ("the company") will be held on Thursday, 25th September, 2025 at 01:30 P.M. (IST) ) through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the following business. The venue of the meeting shall be deemed at Registered Office of the Company at Plot No.H1-74, RIICO Industrial Area, Mansarovar, Jaipur 302020 (Rajasthan) India

#### **ORDINARY BUSINESS:**

- 1.To consider and adopt the Audited Financial Statements of the Company for the Financial Year Ended March 31, 2025, together with the Directors' and the Auditors' Reports thereon.
- 2. To appoint a director in place of Mrs. Babita Agarwal (DIN: 08505902) who retires by rotation at this Annual General Meeting and being eligible herself for re-appointment.
- 3.Re- appointment of Statutory Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/S Vinod Singhal & Co. LLP, (FRN. 005826C), Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company to hold office for the second consecutive term of 5 years, from the conclusion of this the 6<sup>th</sup> Annual General Meeting (AGM) of the Company till the conclusion of the 11<sup>th</sup> AGM of the Company to be held in the year 2030, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

#### **SPECIAL BUSINESS:**

4. Approval for related party transactions for the financial year 2025-26:

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

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (the "Act") and other applicable provisions if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party transaction(s), the approval of members be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, as the Board of Directors may deem fit, up to a maximum aggregate value as mentioned in the below mentioned table for the financial year 2025-26, provided that the said contract(s)/

arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

S. No.	Name of the Related Party	Description of Contracts/Arrangement/Transactions	Tenure of Contracts/Arrangement/Transactions	Amount in Rs. (Proposed FY 2025-26)
1	Herbel Prints Private Limited.	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	500,00,000
2	Signoria Prints Private Limited (Formerly known as Signoria Fashions Private Limited)	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	5,00,00,000
3	Binduja Exports Private Limited.	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	11,00,00,000

"RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s), or Authorised Representative(s) of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution including filing necessary forms with the Registrar of Companies and making necessary disclosures and entries in statutory registers."

"RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolution(s), be and are hereby approved, ratified, and confirmed in all respects."

BY ORDER OF THE BOARD OF DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-

VASU DEV AGARWAL CHAIRMAN AND MANAGING DIRECTOR

DIN: 00178146

**PLACE: JAIPUR** 

**DATE: AUGUST 20, 2025** 

GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

(Formerly Known As Signoria Creation Private Limited)

#### **NOTES**

- 1. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 ", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") the Company is convening the 16th AGM through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In compliance with the provisions of the Companies Act, 2013 ('the Act'), the Listing Regulations and MCA Circulars, the 6th AGM of the Company is being held through VC/OAVM on Day, September 25th, 2025 at 01:30 P.M. IST. The deemed venue for the AGM will be the Registered Office of the Company i.e. Plot No.H1-74, RIICO Industrial Area, Mansarovar, Jaipur, Rajasthan, India, 302020
- 2. Pursuant to the above-mentioned MCA Circulars, physical attendance of the Members is not required at the AGM, and attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013 ("the Act").
- 3. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with accordingly, in terms of the MCA Circulars and SEBI circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, Attendanceslip and routemap of this AGM are not annexed to this Notice.
- 4. Members can join the AGM in the VC/OAVM mode upto 15 minutes before and 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. Members will be able to view the proceedings by logging into the Bigshare Services Private Limited (RTA) e-Voting website at ivote.bigshareonline.com. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- 5. Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/Institutional Members intending to authorize their representatives to participate and vote at the

Meeting are requested to send a certified copy of the Board resolution/authorization letter to the Scrutinizer at E-Mail ID csskjoshi@gmail.com with a copy marked to its RTA at ivote@bigshareonline.com and to the Company at cs@signoria.in, authorizing its representative(s) to attend through VC/OAVM and vote on their behalf at the Meeting, pursuant to section 113 of the Act.

- 6. The attendance of the Members attending the 06th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 7. The relevant Explanatory Statement pursuant to Section 102(1) of the Act, setting out the material facts concerning special business(s) as set out above in Item No. 3 and 4 is annexed hereto. The relevant details required to be disclosed in respect to Directors seeking appointment/ re-appointment at this AGM pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, "(LODR Regulations or Listing Regulations)". Secretarial Standards on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, have been provided in Annexure to this Notice. Additional information as required under Listing Regulations and Secretarial Standard on General Meeting (SS-2) in respect of the Directors retiring by rotation at this Meeting is annexed hereto.
- 8. Sanjay Kumar Joshi, Practicing Company Secretary (FCS No. 6745, CP No. 7342) Jaipur has been appointed as a scrutinizer to scrutinize the remote e-voting and e-voting during AGM to be carried out in a fair and transparent manner and they have communicated their willingness to be appointed so and will be available for the said purpose.
- 9. In accordance with the MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. The Notice convening the AGM and the Annual Report for the financial year 2024-25 is available on the Company's website at https://www.signoria.in/ .and may also be accessed on the websites of the Stock Exchanges i.e., National Stock Exchange of India Limited at www.nseindia.com and on the website of RTA at www.bigshareonline.com.
- 10. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred/transmitted and transposed only in dematerialized form. In view of this and to eliminate all risks associated with the physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form by contacting their Depository Participants (DPs). Members can contact the Company's Registrar and Share Transfer Agent, Big share Services Private Limited (RTA) atwww.bigshareonline.com for assistance in this regard. The Company's Registrar and Transfer Agent for its Share Registry Work (Physical and Electronic) is Bigshare Services Private Limited office situated at Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai 400093.
- 11. Route map for directions to the venue of the meeting is provided in this Notice. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this notice.

- 12. The Register of Directors and Key Managerial Personnel and their shareholdings, maintained under Section 170 of the Companies Act, 2013, will be available electronically for inspection by the members at the AGM.
- 13. The Register of Contracts and Arrangements in which the Directors are interested, maintained under section 189 of the Companies Act, 2013, will be available electronically for inspection by the members at the AGM.
- 14. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of the AGM.
- 15. Members that **SEBI** vide its Circular No. SEBI/ may please note HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from an unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4 for the above-mentioned requests and surrender their original securities certificate(s) for processing of service requests to the RTA. The RTA shall thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any. The 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the DP for dematerializing the said securities. Form ISR-4 is available on the website of RTA. It may be noted that any service request can be processed only after the folio is KYC Compliant.
- 16. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the RTA of the Company.
- 17. In compliance with the provisions of Section 110 of the Companies Act, 2013 and in compliance with the provisions of section 108 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the 06Th Annual General -Voting Services provided by Big share Services Private Limited (RTA).
- 18. The cut-off date for the purpose of determining the Members eligible for participation in remote e-voting (e-voting from a place other than venue of the AGM) and voting at the AGM is Thursday, 18th September, 2025. Please note that Members can opt for only one mode of voting i.e., either by voting at the meeting or remote e-voting. If Members opt for remote e-voting, then they should not vote at the Meeting and vice versa. However, once an e-vote on a resolution is cast by a Member, such Member is not permitted to change it subsequently or cast the vote again. Members who have cast their vote by remote e-voting prior to the date of the Meeting can attend the Meeting and participate in the Meeting, but shall not be entitled to cast their vote again.

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- 19. In accordance with the Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards -1 and 2 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
- 20. In accordance with the MCA General Circular No. 20/2020 dated 5th May, 2020, MCA General Circular No. 09/2023 dated 25th September, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and SEBI Circular No. SEBI/HO/ DDHS/P/CIR/2023/0164 dated 6th October, 2023, the Annual Report for Financial Year 2024-25, which inter-alia comprises of the Audited Financial Statements along with the Reports of the Board of Directors and Auditors thereon for the Financial Year ended 31st March, 2025 pursuant to section 136 of the Act and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/ Bigshare Services Private Limited or the DP(s).
- 21. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice, holds shares as of the cut-off date i.e. Thursday, 18th September, 2025, may obtain the login ID and password by sending a request at ivote@bigshareonline.com. However, if the Member is already registered with Big share for remote e-voting, then he/she can use his/her existing User-ID and password for casting the vote. Only a Member who is entitled to vote shall exercise his/her/its vote through e-voting and any recipient of this Notice who has no voting rights as on the Cut-off Date should treat the same as intimation only.

#### 22. Members are requested to:

- intimate to Bigshare Services Private Limited / the Company, changes, if any, pertaining to their postal address, e-mail address, telephone/ mobile numbers, PAN, nominations, in Form ISR- 1 and other forms prescribed by SEBI;
- intimate to the respective DP, changes, if any, in their registered addresses at an early date, in case of shares held in dematerialised form;
- quote their folio numbers/DP ID/ Client ID in all correspondence;
- consolidate their holdings into one folio in case they hold shares under multiple folios in the identical order of names;
- register their PAN with their DPs, in case of shares held in dematerialised form; and

#### 23. SCRUTINISER FOR E-VOTING:

The Board of Directors has appointed Sanjay Kumar Joshi, Practising Company Secretary (FCS No. 6745, CP No. 7342) as the Scrutinizer to scrutinize the e-voting process and voting at the AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the 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 the employment of the Company and make a consolidated Scrutinizers' report of the total

GSTIN: 08ABCCS7004G1ZI

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votes cast in favour or against, if any, within prescribed timelines and provide the same to the Chairman or any person so authorised by him, who shall countersign the same and declare the result thereof.

The results declared along with the Scrutinizer's report shall be placed on the Company's website at <a href="https://www.signoria.in/">https://www.signoria.in/</a> and shall also be communicated to the stock exchanges.

#### 24. SUBMISSION OF QUESTIONS / QUERIES PRIOR TO AGM:

- For ease of conduct of AGM, Members who wish to ask questions/express their views on the items of the businesses to be transacted at the meeting are requested to write to the Company 'email ID cs@signoria.in, at least 48 hours before the time fixed for the AGM i.e., mentioning their name, demat account number/folio number, registered email ID, mobile number, etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.
- Alternatively, Members holding shares as on the cut-off date i.e. Thursday, 18th September, 2025, may also visit <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> and post their queries/ views in the window provided, by mentioning their name, demat account number/ folio number, email ID and mobile number. The window shall be closed 48 hours before the time fixed for the AGM.

#### INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM:

- **ATTENDING THE AGM:** Members will be provided with a facility to attend the AGM through video conferencing platform provided by Bigshare Services Private Limited. Members are requested to login at https://ivote.bigshareonline.com to join the Meeting by using the remote e-voting credentials.
- Please note that Members who do not have User ID and Password for e-voting or have forgotten User ID and Password may retrieve the same by sending email to Bigshare Services Private Limited.
- Members may join the Meeting through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, MS Edge or Firefox. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Members are encouraged to join the Meeting through Laptops with latest version of Google Chrome for better experience.
- Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting.
- In case of any query and/or help, in respect of attending AGM through VC/OAVM mode, Members may can email us to <a href="ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

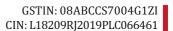
#### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

• The voting period begins on 22nd September 2025 at 10:00 A.M and ends on 24th September 2025 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday, 18th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by Big share for voting thereafter.

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- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting
- Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
- Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting
- In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- 1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of	Login Method			
shareho				
lders				
Individu	1) Users who have opted for CDSL Easi / Easiest facility, can login through their			
al	existing user id and password. Option will be made available to reach e-Voting page			
Shareho	without any further authentication. The URL for users to login to Easi/Easiest is			
lders	https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website			
holding	www.cdslindia.com and click on login icon & New System Myeasi Tab and then use			
securitie	your existing my easi username & password.			
s in	After successful login the Easi / Easiest user will be able to see the e-Voting			
Demat	option for eligible companies where the evoting is in progress as per the information			
mode	provided by company. On clicking the evoting option, the user will be able to see e-			
with	Voting page of <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed			
CDSL	to <b>i-Vote</b> website 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 i.e. <b>BIGSHARE</b> , 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			
	https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration			





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> Alternatively, the user can directly access e-Voting page by providing Demat Account Number **PAN** No. from https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

Individu я1 Shareho 1ders holding securitie in demat mode with **NSDL** 

- If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
- If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
- 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 with all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-vote (E-voting website) for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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Individual	You can also login using the login credentials of your demat account through your
Shareholder	Depository Participant registered with NSDL/CDSL for e-Voting facility. After
s (holding	Successful login, you will be able to see e-Voting option. Once you click on e-Voting
securities in	option, you will be redirected to NSDL/CDSL Depository site after successful
demat	authentication, wherein you can see e-Voting feature. Click on company name or e-
mode) login	Voting service provider name and you will be redirected to e-Voting service provider
through	website for casting your vote during the remote e-Voting period or joining virtual
their	meeting & voting during the meeting.
Depository	
<b>Participants</b>	

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 22 55 33.
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022- 48867000.

#### Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a>
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
- Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
- Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
- Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

*Note:* If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

Click on I AM NOT A ROBOT (CAPTCHA) option and login.

**NOTE**: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

#### **Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.

## 3. <u>Custodian registration process for i-Vote E-Voting Website:</u>

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".
- **NOTE**: If Custodian have registered on to e-Voting system of <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET.
  - (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

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#### **Voting method for Custodian on i-Vote E-voting portal:**

• After successful login, **Bigshare E-voting system** page will appear.

#### **Investor Mapping:**

- First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.
- Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
- Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".

**Note**: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

Your investor is now mapped and you can check the file status on display.

#### **Investor vote File Upload:**

- To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

#### Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22, 022-62638338

#### 1. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.

- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

#### The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

#### Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a>, under download section or you can email us to <a href="totologisthareonline.com">totologisthareonline.com</a> or call us at: 1800 22 54 22, 022-62638338

# BY ORDER OF THE BOARD OF DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-

VASU DEV AGARWAL CHAIRMAN AND MANAGING DIRECTOR DIN: 00178146

PLACE: JAIPUR

**DATE: AUGUST 20, 2025** 

#### **ANNEXURE TO THE NOTICE**

DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING [PURSUANT TO REGULATION 36(3) OF SEBI (LISTING AND OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA)

#### Item No. 2:

#### Details of Directors seeking Re-appointment at the Annual General Meeting

Name of Director	Mrs. Babita Agarwal		
Age	55 Years		
DIN	08505902		
Date of First Appointment	30/09/2019		
Qualifications	She has completed her Bachelor of Commerce from University of Rajasthan in the year 1991. She has completed her LL.B. in the year 2005 from University of Rajasthan and has been enrolled as advocate in the Bar Council of Rajasthan vide No. 46483 / R/ 2651/ 2006 w.e.f. December 10, 2006.		
Experience	She has more than 6 years' experience in garment industry in the field of sales and marketing. Her wealth of knowledge and experience encompasses various aspects of organizational product sales. She possesses a deep understanding of procuring raw materials for the organization at competitive prices. She excels in bridging the gap between customers and the organization, ensuring the delivery of toptier products and services at competitive market prices.		
Brief Resume of the Director	Mrs. Babita Agarwal is a Director in Signoria Creation Limited since September 30, 2019 and serving in the capacity of Whole Time Director of the Company, brings a wealth of expertise and strategic vision to the Company.  She has completed her Bachelor of Commerce from University of Rajasthan in the year 1991. She has completed her LL.B. in the year 2005 from University of Rajasthan and has been enrolled as advocate in the Bar Council of Rajasthan vide No. 46483 / R/ 2651/ 2006 w.e.f. December 10, 2006.  She has more than 6 years' experience in garment industry in the field of sales and marketing. Her wealth of knowledge and experience encompasses various aspects of organizational product sales.  At present, she is serving as a Director on the Board of several other companies, i.e., Signoria Prints Private Limited and Herble Prints Private Limited.		
Terms and conditions of reappointment	Whole-time Director, liable to retire by rotation		

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Details of remuneration sought to be paid	INR 3,00,000/- per month
Details of Remuneration last drawn	INR 2,50,000/- per month
Expertise in specific functional area	Sales and Marketing
Directorship in other Companies*	<ol> <li>Signoria Prints Private Limited</li> <li>Herble Prints Private Limited</li> </ol>
No. of Board Meetings attended during the Year	She has attended 5 (Five) Board Meetings During the financial year 2024-25
Memberships/Chairmanship of Committees across all Public Companies	NA
Disclosure of relationships between Directors, Manager and other Key Managerial Personnel of the Company inter-se	Wife of Mr. Vasudev Agarwal and Mother of Mr. Mohit Agarwal
No. of shares held in the Company either by self or on a beneficial basis for any other person	865800
Names of listed entities in which the person also holds the directorship and the Membership of committees of the board (Name of listed Entities from which the Director has resigned in the last three (3) years)	NA

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE "ACT") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS")

The following Statement sets out all material facts relating to the Ordinary/Special Business mentioned in the accompanying Notice

#### Item No. 3:

This Explanatory Statement is provided in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). However, the same is not statutorily required in terms of Section 102 of the Companies Act, 2013 ("Act").

The Members of the Company at the 1<sup>st</sup> Annual General Meeting ("AGM") of the Company held on 31<sup>st</sup> December, 2020, appointed M/s Vinod Singhal & Co. LLP, Chartered Accountants, Firm Registration No.: 005826C/C400276, as the Statutory Auditors of the Company, for a term of 5 (Five) consecutive years, commencing from the conclusion of 1<sup>st</sup> AGM till the conclusion of 6th AGM of the Company to be held in calendar year 2025.

Accordingly, the present term of M/S Vinod Singhal & Co. LLP, expires on conclusion of the ensuing 6<sup>th</sup> AGM. They are eligible for re-appointment for a second term of five years in terms of the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014. M/S Vinod Singhal & Co. LLP have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the re-appointment of M/S Vinod Singhal & Co. LLP, as the Statutory Auditors of the Company, for the second consecutive term of five years from the conclusion of 6<sup>th</sup> AGM till the conclusion of 11<sup>th</sup> AGM of the Company to be held in the year 2030, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors.

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## Statement containing disclosures as required under Regulation 36(5) of the Listing Regulations:

Brief Profile of the proposed Auditor	M/s Vinod Singhal & Co. LLP, Chartered Accountants, Firm Registration No.: 005826C/C400276, is an Indian LLP firm established in the year 1991. The firm is registered with the Institute of Chartered Accountants of India (ICAI) and also, it is a peer reviewed audit firm.			
	M/s Vinod Singhal & Co. LLP, Chartered Accountants is a professional managed firm primarily engaged in providing services in the domains of Aud & Assurance, Taxation, and Advisory. The firm is led by seasoned industrexperts with deep technical knowledge, extensive practical experience, and steadfast commitment to delivering high-quality services to clients across sectors.			
	M/s Vinod Singhal & Co. LLP operates from multiple offices across major cities in India, enabling the firm to cater to clients nationally with ease and efficiency. The firm's commitment to excellence ensures that every client engagement is executed with precision, ethical standards, and a focus on long-term value creation.			
Terms of reappointment	Appointment as Statutory Auditor of the Company for the second term of 5 (Five) consecutive years from the conclusion of 6th AGM till the conclusion of 11th AGM of the Company to be held in year 2030, to carry out Statutory Audit of the Financial Statements (Standalone / Consolidated).			
	Annual Financial Results, Limited Review of the Unaudited Quarterly/Half yearly Financial Results.			
	Besides the audit services, the Company may also obtain the necessary certifications from the Statutory Auditor under various statutory regulations and other permissible non-audit services, as required, from time to time.			
Basis of recommendation for re-appointment	After careful evaluation of various critical parameters including the firm's past performance, extensive industry experience, proven capability to serve organisations with multiple manufacturing locations, robust audit experience, availability of an efficient and competent audit team, demonstrated efficiency in the conduct of audits, strong market standing, quality of clientele served, technical proficiency, and ability to maintain professional independence, the Audit Committee has formed a considered view regarding the suitability of the proposed auditor.  The recommendations of the Audit Committee and the endorsement by the Board of Directors are based on the firm's fulfillment of all eligibility criteria as prescribed under the provisions of the Companies Act, 2013 ("the Act") and the			

	applicable requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations ("Listing Regulations").		
Proposed Fees Payable	The proposed remuneration to be paid to Statutory Auditor for the financial year 2025-26 is Rupees 5 Lakhs (Rupees Five Lakhs Only) plus applicable taxes and reimbursement of other outof- pocket expenses actually incurred by them during the course of performance of their duties.		
	The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee in consultation with Statutory Auditor.		
	The fees for services in the nature of statutory certifications and other professional work will be in addition to the above-mentioned fee.		

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of reappointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

None of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution. The Board recommends the resolution set out at Item No. 3 of the accompanying Notice for approval of the Members by way of an Ordinary Resolution.

#### Item No. 4:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Related Party Transactions as mentioned in clause (a) to (g) of the said section requires a Company to obtain approval of the Board of Directors and subsequently the Shareholders of the Company by way of ordinary resolution in case the value of the Related Party Transactions exceed the stipulated thresholds prescribed in Rule 15 of the said Rules and transactions other than in ordinary course of business and on arm's length basis.

Parties given in the below inserted table are related parties of your Company, within the meaning of subsection (76) of section 2 of the Act and Regulation 2 (1) (zb) of SEBI Listing Regulations. Your company does sale, purchase, provides / receives services to / from them and also provides financial support to them, which are significant for expansion and growth of your Company. The Board is of the opinion that proposed transactions with above related parties are in the best interest of the Company and the Members. Your Company proposes to enter into transactions with these parties during financial year 2025-26 which are likely to be material transactions.

Accordingly, the related party transactions as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings are hereby placed before the shareholders for their approval by way of ordinary resolution to enable the Company / Subsidiary Company to enter into the following Related

Party Transactions in one or more tranches. The transactions under consideration, are proposed to be entered into by the Company / Subsidiary Company with the following related parties in the ordinary course of business and at arms' length basis.

## The particulars of proposed material related party transaction are as below:

S. No	Name of the Related Party	Description of Contracts/Arrangemen t/Transactions	Tenure of Contracts/Arrangement/T ransactions	Amount in Rs (Proposed FY 2025- 26)
1	Herbel Prints Private Limited	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	500,00,000
2	Signoria Prints Private Limited (Formerly known as Signoria Fashions Private Limited)	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	5,00,00,000
3	Binduja Exports Private Limited	Sale, Purchase or Supply of any Goods or Materials	April 01, 2025 to March 31, 2026	11,00,00,000

In view the above, it is proposed to seek approval of the Members of the Company through an Ordinary Resolution for the above transactions and the related parties are abstained from voting on the resolution.

None of the Directors or Key Managerial Personnel or their relatives is directly or indirectly concerned or interested, financially or otherwise, except Mr Vasudev Agarwal and Mrs. Babita Agarwal mentioned to the extent of his/her respective shareholding or Directorship, if any, in the Company, in the said resolution.

The Board recommends the **Ordinary Resolution** at Item no. 4 of the Notice for approval by the Members.

# BY ORDER OF THE BOARD OF DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-

VASU DEV AGARWAL CHAIRMAN AND MANAGING DIRECTOR

DIN: 00178146

**PLACE: JAIPUR** 

**DATE: AUGUST 20, 2025** 

#### **Director's Report**

#### Dear Members,

Your Board of Directors are pleased to present the 6<sup>th</sup> Annual Report of **SIGNORIA CREATION LIMITED** ("your Company" or "the Company"), along with Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2025.

#### 1. CORPORATE OVERVIEW AND GENERAL INFORMATION

The Company was incorporated in 2019, in Jaipur, Rajasthan, under the Companies Act, 2013 and is engaged in the manufacturing, branding, and marketing of women's ethnic and fusion wear, and operates under its flagship brand "Signoria", which has garnered strong recognition in the Indian apparel market. The brand has built a reputation for its wide range of Kurtis, Co-ord Sets, Gowns, Dupattas, Tops, and Kurti-Pant Sets, designed to reflect rich Indian traditions while offering contemporary comfort and versatility.

Since inception, the Company has focused on delivering high-quality, culturally inspired fashion for women, and has steadily expanded its product offerings and customer reach. Signoria has successfully positioned itself in a competitive apparel landscape by combining sustainable practices, innovative design, and consumercentric collections.

FY 2024–25 marked a period of growth and consolidation for the Company, driven by increased brand visibility, strong customer acceptance, and a scalable manufacturing model. The Company continues to strengthen its presence across offline and online retail platforms, leveraging design innovation and supply chain efficiency to meet evolving consumer expectations.

The Company was listed on EMERGE Platform of National Stock Exchange of India Limited ("Stock Exchange") on March 19, 2024 while it remains committed to generating long-term stakeholder value by focusing on brand building, operational excellence, and product diversification. With a view to accelerating growth and enhancing shareholder returns, Signoria Creation Limited is exploring new avenues across domestic and international markets, while continuing to build upon its foundation of trust, tradition, and trend-driven innovation.

#### 2. FINANCIAL SUMMARY AND STATE OF COMPANY AFFAIRS

A summary of your Company's financial results from continuing operations for the FY2024-25 is as under: The Highlights of financial results of your Company for the financial year 2024-25 and 2023-24 are summarized below:

(₹ in Lakhs)

Particulars	2024-25	2023-24
Revenue from Operations & Other Income	2722.02	1,956.81
Total Expenditure	2192.69	1,552.79

# Signoria Creation Limited

(Formerly Known As Signoria Creation Private Limited)

Profit before Interest, Depreciation, Taxation and Extraordinary Items	529.33	404.02
Depreciation & Amortization	42.66	11.02
Profit before Extraordinary Items, Interest and Tax	486.67	393
Finance Costs	80.65	63.13
Profit before Extraordinary items & Tax	406.02	329.87
Add (Less): Extraordinary Items	-	-
Profit before Tax	406.02	329.87
Provision for Taxation		
Current tax	104.50	88.80
(-) Deferred tax	(0.32)	0.21
Profit after Tax	301.85	240.86
Earnings per Share (Basic)	6.34	28.66
Earnings per Share (Diluted)	6.34	28.66

During the year under review, the Company demonstrated meaningful progress in its operational performance. The gross revenue from continuing operations for FY 2024-25 was ₹ 2718.98 Lakhs as compared to ₹ 1954.31 Lakhs in FY 2023-24 registering a growth of 39.12% over previous year. The Operating Profit also increased by 31.02% from ₹ 404.02 Lakhs in the previous year to ₹529.33 Lakhs in the current year. The Net Profit for the year under review stood at ₹301.85 Lakhs higher by 25.32% over previous year Net Profit of ₹240.86 Lakhs.

#### 3. SHARE CAPITAL

The Authorized Share Capital of the Company is Rs. 5,50,00,000/- (Rupees Five Crores Fifty Lakhs Only) divided into 55,00,000 (Fifty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and Paid-up capital is ₹ 4,75,80,000/- (Rupees Four Crores Seventy Five Lakhs Eighty Thousand Only) divided into 47,58,000 (Forty Seven Lakhs Fifty Eight Thousand) Equity Shares of face value of ₹ 10/- each. There was no change in the paid-up share capital during the year under review. The Company does not have

There was no change in the paid-up share capital during the year under review. The Company does not have any outstanding paid-up preference share capital as on the date of this Report. During the year under review, the Company has not issued any shares with differential voting rights or sweat equity or warrants.

#### 4. TRANSFER TO RESERVES

During the Financial year the company has not transferred any amount to Reserve account.

#### 5. DIVIDEND

GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

(Formerly Known As Signoria Creation Private Limited)

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With a view to provide cushion for any financial contingencies in the future and to strengthen the financial position of the Company, your directors have decided not to recommend any dividend on the equity shares of the Company for the Financial Year 2024-25.

#### 6. LISTING OF SHARES

The Shares of the Company were listed on the EMERGE platform of National Stock Exchange of India Limited on 19<sup>th</sup> March, 2024. The Company has paid the annual listing fee for the Financial Year 2024-25. The Equity Shares of the Company have the electronic connectivity under ISIN INE0RDE01010. To provide service to the Shareholders, the Company has appointed M/s. Bigshare Services Private Limited, Pinnacle Business Park, Office No. S6-2, 6<sup>th</sup>, Mahakali Caves Rd, Next to Ahura Centre, Andheri East, Mumbai 400093, Maharashtra as Registrar and Transfer Agent (RTA) & Share Transfer Agent (STA) of the Company for existing physical based and allied secretarial services for its Members/Investors and for Electronic Connectivity with NSDL and CDSL.

#### 7. MATERIAL CHANGES

# (A) MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

Other than stated elsewhere in this report, there have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the financial statements relate and the date of this Report.

## (B) MATERIAL EVENTS DURING THE YEAR UNDER REVIEW

During the period under review, the registered office of the Company has been shifted from 324, Aayker Nagar II, Near RIICO Industrial Area, Mansarovar, Jaipur 302020, Rajasthan, India to Plot No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur 302020, Rajasthan under the jurisdiction of Sanganer police station w.e.f 09<sup>th</sup> September, 2024.

# (C) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the Financial Year 2024-25, no Significant and Material Orders passed by the regulations or Courts or Tribunals impacting the going concern status and Company's operations in future.

#### 8. **DEPOSITORY SYSTEM**

As on March 31, 2025 – 47,58,000 (Forty-Seven Lakhs Fifty-Eight Thousand) equity shares of the Company i.e. 100% of the total equity shares were held in dematerialized form.

The International Securities Identification Number ('ISIN') allotted to the Company's shares under the Depository System is INE0RDE01010. The Company has entered into agreement with both the Depositories i.e., National Securities Depository Limited and Central Depository Services (India) Limited. The equity shares of the Company are frequently traded at National Stock Exchange of India Ltd.

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#### DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH INITIAL PUBLIC OFFER (IPO)

The proceeds of the Initial Public Offer (after adjusting IPO Expenses) have been utilized by the Company upto the year ended as on 30.09.2024 as under:

S. No.	Purpose	Amount received from proceeds of IPO & Pre-IPO (₹ in Lakhs)	Amount utilized from net proceeds (₹ in Lakhs)
1	Funding the Working Capital Requirements	627.51	627.51
2	General corporate purposes	174.17	174.17
	TOTAL	801.68	801.68

<sup>\*</sup>The proceeds of the Issue have been utilized only for the purpose as stated in the Offer Documents.

#### 10. **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The Board plays a crucial role in overseeing how the management serves the short-term and long-term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed, and independent Board of Directors and keep our governance practices under continuous review. As on March 31, 2025, the total Board strength comprised of 5 Directors out of which 2 Directors are Executive Directors, 1 Director is Non-Executive Non-Independent and 2 are Non-Executive Independent Directors. There were no changes in the composition of Board of Directors during the Financial Year 2024-25.

None of the Directors of the Company are disqualified/ debarred as per the applicable provisions of the Act and the Securities and Exchange Board of India. The Board reviews its strength and composition from time to time to ensure that it remains aligned with the statutory, as well as business requirements. The composition and category of Directors is as follows:

S.	Name of Director	Designation	DIN
No.			
1.	Vasu Dev Agarwal	Chairman and Managing Director	00178146
2.	Babita Agarwal	Whole-Time Director	08505902
3.	Mohit Agarwal	Non-Executive - Non-Independent Director	07501010
4.	Harsha Tinker	Non-Executive Independent Director	10303719
5.	Pratibha Soni	Non-Executive Independent Director	09059232

#### Changes in Key Managerial Personnel during the period under review:

- Mr. Shekhar Pareek tendered his resignation from the post of Company Secretary & Compliance Officer of the Company with effect from 05th February, 2025.
- Mrs. Priyanshi Agrawal has been appointed as the Company Secretary & Compliance Officer of the Company with effect from 07<sup>th</sup> February, 2025.

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- 3. Mr. Jitendra Jain tendered his resignation from the post of Chief Financial Officer of the Company with effect from 14<sup>th</sup> November, 2024.
- 4. Mr. Sanjay Kumar Saxena has been appointed as the Chief Financial Officer of the Company with effect from 07<sup>th</sup> February, 2025.

In accordance with the provisions of Section 2(51) read with Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the KMP's of the Company as on March 31, 2025 are as follows:

- 1. Vasu Dev Agarwal, Chairman & Managing Director
- 2. Babita Agarwal, Whole-time director
- 3. Sanjay Kumar Saxena, CFO
- 4. Priyanshi Agrawal, Company Secretary & Compliance Officer

## **Disclosure of Relationships between Directors inter se:**

Name of Directors	Relationship with other Directors
Mr. Vasu Dev Agarwal	Husband of Mrs. Babita Agarwal and Father of Mr. Mohit Agarwal
Mrs. Babita Agarwal	Wife of Mr. Vasudev Agarwal and Mother of Mr. Mohit Agarwal
Mr. Mohit Agarwal	Son of Mr. Vasu Dev Agarwal and Mrs. Babita Agarwal

#### **Retirement by Rotation:**

In terms of Section 152(6) of the Companies Act, 2013 read with the rules made thereunder and as per the Articles of Association of the Company, Mrs. Babita Agarwal (DIN: 08505902), Whole time Director of the Company is liable to retire by rotation at this 6<sup>th</sup> Annual General Meeting and being eligible has offered her candidature for re-appointment. The Board recommends his re-appointment for your approval. The notice convening the AGM includes the proposal for re-appointment of Director.

A brief resume of the Mrs. Babita Agarwal being re-appointed, the nature of expertise in specific functional areas, names of companies in which they hold directorships, committee memberships/ chairmanships, their shareholding in the Company, etc., as stipulated under Secretarial Standard-2 and Regulation 36 of the Listing Regulations, have been furnished in the explanatory statement to the notice of the ensuing Annual General Meeting of the Company and also given as "Annexure-D" of the Board Report.

#### 11. NUMBER OF MEETINGS OF BOARD OF DIRECTORS

During the Financial Year 2024-25, the Company held five (5) meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Attendance at the Board Meetings	VASU DEV	BABITA	MOHIT	PRATIBHA	HARSHA
	AGARWAL	AGARWAL	AGARWAL	SONI	TINKER
20.05.2024	Yes	Yes	Yes	Yes	Yes

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28.08.2024	Yes	Yes	Yes	Yes	Yes
13.11.2024	Yes	Yes	No	Yes	Yes
31.12.2024	Yes	Yes	Yes	Yes	Yes
07.02.2025	Yes	Yes	Yes	Yes	Yes
Attendance of					
the Annual					
General	Yes	Yes	Yes	Yes	Yes
<b>Meeting held</b>					
on 26.09.2024					

During the Financial Year 2024-25 a meeting of the Board of Directors was scheduled to be held on January 9, 2025. However, due to unforeseen circumstances, the meeting was cancelled, and accordingly, no business was transacted.

#### 12. INDEPENDENT DIRECTORS

Pursuant to clause VII of the Schedule IV of the Companies Act, 2013, the Independent Directors of the Company are required to hold at least one meeting in a financial year without the attendance of Non-Independent Directors and Members of Management.

During the Financial Year 2024-25, one (1) meetings of the Independent Directors were convened and held on 28.08.2024 without the presence of Non-Independent Directors of the Company.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. They fulfill the conditions specified in the Act, and the rules made thereunder and are independent of the management.

None of the independent directors are aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Board of Directors have taken on record the declaration and confirmation submitted by the Independent Directors after undertaking due assessment of the same and in their opinion, the Independent Directors fulfill the conditions specified in the Act and SEBI Listing Regulations and are independent of the management.

#### 13. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Independent Directors have been updated with their roles, rights and responsibilities in the Company by specifying them in their appointment letter along with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. The Company endeavors, through presentations at regular intervals to familiarize the Independent Directors with the strategy, operations and functioning of the Company. The details of such familiarization programs for Independent Directors are posted on the website of the Company and can be accessed at <a href="https://signoria.in/pages/policies">https://signoria.in/pages/policies</a>

#### 14. DISCLOSURES, DECLARATIONS AND ANNUAL AFFIRMATIONS

- i. Based on the declarations and confirmations received from the Directors, none of the Directors of the Company are disqualified from being appointed/ continuing as Directors of the Company.
- ii. Affirmation of all members of the board of directors and Senior Management Personnel have been received on the code of conduct for board of directors and senior management.

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- iii. Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b), 25(8) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as Independent Directors of the Company.
- iv. The Company has also received from Independent Directors, declaration of compliance of Rule 6 (1) & (2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding online registration with the ''Indian Institute of Corporate Affairs'' at Manesar, for inclusion of name in the data bank of Independent Directors.
- v. The Board has taken on record the declarations and confirmations submitted by the Independent Directors after undertaking due assessment of the veracity of the same.

#### 15. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, to the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors hereby confirm that:

- i. in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2025, the applicable accounting standards have been followed and there are no material departures from the same;
- ii. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2025 and of profit and loss of the Company for the financial year ended on 31<sup>st</sup> March, 2025;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;
- iv. the annual accounts have been prepared on a "going concern" basis;
- v. proper internal financial controls have been laid down by the Directors and are followed by the Company and that such internal financial controls are adequate and operating effectively; and;
- vi. proper systems to ensure compliance with the provisions of all applicable laws are in place and that such systems are adequate and operating effectively.

#### 16. MEETINGS OF COMMITTEES AND THEIR CONSTITUTION

The Board of Directors has constituted three Committees, viz;

#### 1. Audit Committee:

The Audit Committee was constituted on 28.08.2023. The constitution, composition and functioning of the Audit Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the recommendations of Audit Committee have been accepted by the Board of Directors of the Company.

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The Composition of the Committee is as under:

Name of the	Position	Status	Attendance at the Committee Meetings held during F.Y. 2024-25			
Member			20.05.2024	28.08.2024	13.11.2024	07.02.2025
Pratibha Soni	Chairperson	Independent Director	Yes	Yes	Yes	Yes
Harsha Tinker	Member	Independent Director	Yes	Yes	Yes	Yes
Babita Agarwal	Member	Whole-time Director	Yes	Yes	Yes	Yes

Mr. Jitendra Jain and Mr. Sanjay Kumar Saxena, CFO of the Company has attended meetings of Audit Committee. Mr. Shekhar Pareek and Ms. Priyanshi Agrawal acts as secretary to the Audit committee and has attended the meetings of Audit Committee which falls in there tenure respectively.

#### **Terms of Reference:**

The terms of reference of the Audit Committee are as under:

- i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ii. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- iv. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
- a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
- b. Changes, if any, in accounting policies and practices and reasons for the same;
- c. Major accounting entries involving estimates based on the exercise of judgment by management;
- d. Significant adjustments made in the financial statements arising out of audit findings;
- e. Compliance with listing and other legal requirements relating to financial statements;
- f. Disclosure of any related party transactions;
- g. Modified opinion(s) in the draft audit report.
- v. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
- vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/Draft Red Herring Prospectus/ Red Herring Prospectus/ Prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter.
- vii. Review and monitor the auditor's independence, performance and effectiveness of audit process.
- viii. Approval or any subsequent modification of transactions of the company with related parties;
- ix. Scrutiny of inter-corporate loans and investments.

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- Valuation of undertakings or assets of the company, wherever it is necessary.
- xi. Evaluation of internal financial controls and risk management systems.
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the xii. internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit xiii. department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there XV. is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as xvi. well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non – payment of declared dividends) and creditors.
- To oversee and review the functioning of the vigil mechanism which shall provide for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases.
- Call for comments of the auditors about internal control systems, scope of audit including the observations of the auditor and review of the financial statements before submission to the Board.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- To investigate any other matters referred to by the Board of Directors. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Consider and comment on rationale, cost-benefits and impact of schemes involving merger xxii.

#### The Audit Committee also reviews the following information:

- Management discussion and analysis of financial condition and results of operations; b)
- Management letters / letters of internal control weaknesses issued by the statutory auditors; c)
- Internal audit reports relating to internal control weaknesses; and d)
- The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- Statement of deviations: f)
- Half yearly statement of deviation(s) including report of monitoring agency, if applicable, submitted i. to stock exchange(s) in terms of Regulation 32(1).
- Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

#### 2. **Nomination & Remuneration Committee:**

The Nomination and Remuneration Committee was constituted on 10.01.2024. The constitution, composition and functioning of the Nomination and Remuneration Committee is in compliance with the provisions of Section 178(1) of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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The Composition of the Committee is as under:

Name of the Member	Position	Status	Attendance at the Committee Meeting held during the F.Y. 2024-25		
			20.05.2024	28.08.2024	07.02.2025
Harsha Tinker	Chairman	Independent Director	Yes	Yes	Yes
Pratibha Soni	Member	Independent Director	Yes	Yes	Yes
Mohit	Member	Non-executive	Yes	Yes	Yes
Agarwal	Member	director			

Mr. Jitendra Jain and Mr. Sanjay Kumar Saxena, CFO of the Company has attended meetings of Audit Committee. Mr. Shekhar Pareek and Ms. Priyanshi Agrawal acts as secretary to the Audit committee and has attended the meetings of Audit Committee which falls in there tenure respectively.

#### **Terms of Reference**

The terms of reference of the "Nomination/Remuneration Committee" are as under:

- Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to, the remuneration for directors, KMP's and other employees.
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
- use the services of an external agencies, if required;
- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- consider the time commitments of the candidates. c.
- Identifying persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of iv. Directors:
- Devising a policy on diversity of Board of directors v.
- Deciding on, whether to extend or continue the term of appointment of the independent director, on vi. the basis of the report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.
- Define and implement the Performance Linked Incentive Scheme (including ESOP of the Company) viii. and evaluate the performance and determine the amount of incentive of the Executive Directors for that purpose.
- To formulate and administer the Employee Stock Option Scheme.

The company has duly formulated the Nomination and Remuneration Policy which is also available at the company website. The Policy formulated by Nomination and Remuneration Committee includes director's appointment and remuneration including criteria for determining qualifications, positive attributes,

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independence of a director and other matters as specified under section 178(3) of the Companies Act, 2013 and same was approved by the Board of Directors of the Company.

#### 3. Stakeholders Relationship Committee:

The Stakeholders' Relationship Committee was constituted on 10.01.2024. The constitution, composition and functioning of the Stakeholders 'Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Composition of the Committee is as under:

Name of The Member	Position	Status	Attendance at the Committee Meeting held during F.Y. 2024-25 28.08.2024
Mohit Agarwal	Chairman	Non-Executive Director	Yes
Pratibha Soni	Member	Independent Director	Yes
Babita Agarwal	Member	Whole Time Director	Yes

Mr. Jitendra Jain, CFO of the Company has attended all the meetings of Stakeholders' Relationship Committee. Mr. Shekhar Pareek acts as secretary to the Stakeholders' Relationship Committee and has attended all the meetings of Stakeholders' Relationship Committee.

#### **Terms of Reference:**

The terms of reference of the Stakeholders' Relationship Committee are as under:

- i. Allotment, transfer of shares including transmission, splitting of shares, changing joint holding into single holding and vice versa, issue of duplicate shares in lieu of those torn, destroyed, lost or defaced or where the space at back for recording transfers have been fully utilized.
- ii. Issue of duplicate certificates and new certificates on split/consolidation/renewal, etc.;
- iii. Review the process and mechanism of redressal of Shareholders' /Investor's grievance and suggest measures of improving the system of redressal of Shareholders' /Investors' grievances.
- iv. Non-receipt of share certificate(s), non-receipt of declared dividends, non-receipt of interest/dividend warrants, non-receipt of annual report and any other grievance/complaints with Company or any officer of the Company arising out in discharge of his duties.
- v. Oversee the performance of the Registrar & Share Transfer Agent and also review and take note of complaints directly received and resolved them.
- vi. Oversee the implementation and compliance of the Code of Conduct adopted by the Company for prevention of Insider Trading for Listed Companies as specified in the Securities & Exchange Board of India (Prohibition of insider Trading) Regulations, 2015 as amended from time to time.
- vii. Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting, and
- viii. Carrying out any other function contained in the equity listing agreements as and when amended from time to time.

#### 17. ANNUAL RETURN

In compliance with the provisions of Section 92(3) read with Section 134(3)(a) and Rule 12 of the Companies (Management and Administration) Rules, 2014 of the Act, the annual return as on March 31, 2025 is available on the website of the Company at https://signoria.in/pages/annual-reports

#### 18. PARTICULARS OF EMPLOYEES

The information required under Section 197 of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in Rule 5(2) and 5(3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is disclosed in "Annexure-A" to this Report.

#### 19. INFORMATION ABOUT SUBSIDIARY/JV/ ASSOCIATE COMPANY

The Company does not have any Subsidiary, Joint Venture, or Associate Company as on March 31, 2025.

#### 20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not advanced/given any loan or guarantee and has not made any investment covered under the provisions of Section 186 of the Companies Act, 2013 during the financial year.

#### 21. CREDIT RATING OF SECURITIES

During the financial year under review the Company has not taken or issued any unsupported bank borrowings or plain vanilla bonds or any debt instruments and neither has obtained any credit rating from credit rating agencies. The Members are requested to refer the Notes to the financial statements which form part of this Annual Report for detailed information.

#### 22. AUDITORS

#### **❖** STATUTORY AUDITORS & THEIR REPORT

M/S Vinod Singhal & Co. LLP, (FRN. 005826C) Chartered Accountants, were appointed as Statutory Auditors of the Company at the Annual General Meeting held on 30<sup>th</sup> December, 2020 for a period of 5 years until the conclusion of 6<sup>th</sup> Annual General Meeting to be held in calendar year 2025.

The Board of Directors recommend them for appointment in the second tenure at the ensuing Annual General Meeting for a further term of 5 years upto the AGM to be held in the year 2030. They have confirmed that they are not disqualified from continuing as Auditor of the Company.

During the year under review, no frauds have been occurred or noticed and/or reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time).

The Auditors have issued an unmodified opinion on the Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2025. The Auditors' Report for the Financial Year ended 31<sup>st</sup> March, 2025 on the financial statements of the Company is a part of this Annual Report.

The Statutory Auditors Report, being devoid of any reservation(s), qualification(s), or adverse remark(s), does not call for any further information(s), explanation(s), or comments from the Board under Section 134(3)(f)(i) of the Companies Act, 2013.

#### COST AUDITORS

Pursuant to Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintenance is not applicable on the Company.

#### **❖ SECRETARIAL AUDITORS**

The Board of Directors of the Company has re-appointed M/s S.K. Joshi & Associates, Company Secretaries, Jaipur, as the Secretarial Auditor to conduct an audit of secretarial records for the financial year 2025-26. The Company has received consent from Mr. Sanjay Kumar Joshi to act as the auditor for conducting audit of the secretarial records for the financial year ending as on 31st Day of March, 2026.

The Secretarial Audit Report for the financial year ended 31st Day of March, 2025 under the Act is set out in the "Annexure B" to this report.

#### **❖** INTERNAL AUDITORS

The Board of Directors at its meeting held on 20th May, 2024 have appointed M/s. A J M K & Associates, Chartered Accountant Firm as Internal Auditor of the Company pursuant to the applicable provisions of the Companies Act 2013, to undertake Internal audit of the Company for the Financial Year 2024-25.

Further, the Board at its meeting held on 16th May, 2025 has re-appointed M/s A J M K & Associates, Practicing Chartered Accountant Firm, as the Internal Auditor of the Company for Financial Year 2025-26 for conducting the Internal Audit.

#### 23. INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS

In pursuance to the provisions of Section 143(12) of the Act, the Statutory Auditors had not reported any incident of frauds (other than those which are reportable to the Central Government) to the Board of Directors of the Company during the financial year under review.

#### 24. INTERNAL FINANCIAL CONTROL SYSTEM

The Company has put in place an effective internal control system to synchronize its business processes, operations, financial reporting, fraud control, and compliance with extant regulatory guidelines and compliance parameters. The Company ensures that a standard and effective internal control framework operates throughout the organization, providing assurance about the safe keeping of the assets and the

execution of transactions as per the authorization in compliance with the internal control policies of the Company. The internal control system is supplemented by extensive internal audits, regular reviews by the management, and guidelines that ensure the reliability of financial and all other records. The management periodically reviews the framework, efficiency and operating effectiveness of the Internal Financial Controls of the Company. The Internal Audit reports are periodically reviewed by the Audit Committee. The Company has, in material respects, adequate internal financial control over financial reporting, and such controls are operating effectively. Internal Audits are carried out to review the adequacy of the internal control systems and compliance with policies and procedures. Internal Audit areas are planned based on inherent risk assessment, risk score, and other factors such as probability, impact, significance, and strength of the control environment. Its adequacy was assessed, and its operating effectiveness was also tested.

# 25. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO

Information as required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 is provided as under:

## A. Conservation of Energy:

#### (i) Steps taken or impact on conservation of energy

Our company remains committed to energy conservation and continues to implement measures aimed at reducing energy consumption across its offices. We utilize energy-efficient computers and procure environmentally compliant equipment, including PCs, laptops, and air conditioners. Furthermore, the Company is actively replacing outdated, energy-intensive devices with modern, energy-saving alternatives to enhance overall efficiency and sustainability.

#### (ii) Steps taken by the Company for utilizing alternate sources of energy

Currently, our Company does not utilize alternative energy sources. However, we are exploring options to integrate renewable energy solutions to reduce both our carbon footprint and energy costs.

#### (iii) Capital investment on energy conservation equipment

To date, there has been no significant capital investment in energy conservation equipment. However, we continually assess the potential benefits of such investments as part of our strategy to enhance energy efficiency.

#### B. <u>Technology Absorption:</u>

- (i) Efforts Made Towards Technology Absorption
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
  - (a) the details of technology imported;
  - (b) the year of import;
  - (c) whether the technology been fully absorbed;

- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; Not applicable since 5 years period is over
- (iv) the expenditure incurred on Research and Development

To date, no such initiatives in respect of abovementioned points have been undertaken by the Company.

#### C. Foreign Exchange Earnings and Outgo:

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

The Company has no Foreign Exchange earnings and outgo in the respective year

#### 26. INVESTOR GRIEVANCE REDRESSAL

The Company is committed to providing a transparent and responsive grievance redressal mechanism for shareholders and investors. During the financial year 2024-25, the Company received a total of 03 (Three) complaints from the investors. All the complaints were successfully resolved to the satisfaction of investors with no grievances remaining unresolved or pending as on March 31, 2025.

The Detailed information regarding the complaints received and resolved by the Company is provided in the table below:

No. of	During the	No. of complaints	
complaints pending as on April 01, 2024	No. of complaints received	No. of complaints disposed- off	remain unresolved as on March 31, 2025
0	03	03	0

#### 27. RELATED PARTY TRANSACTIONS

All related party transactions that were entered by the Company during the Financial Year 2024-25 were on an arm's length basis and in the ordinary course of business. Details with respect to transactions with related parties entered into by the Company during the year under review are disclosed in the accompanying financial results and the details pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties, referred to in Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2 is attached as "Annexure-C" to this Report.

#### 28. RISK MANAGEMENT

The Board of Directors of the Company identify, evaluate business risks and opportunities. The Directors of the Company take pro-active steps to minimize adverse impact on the business objectives and enhance the Company's competitive advantage. Presently, no material risk has been identified by the directors except of general business risks, for which the Company is leveraging on their expertise and experience.

The Company has framed a Risk Management Policy, for assessment and minimization of risk including identification therein of elements of risk, if any, which may threaten the existence of the Company. The said policy is uploaded on the website of the Company at <a href="https://signoria.in/pages/policies">https://signoria.in/pages/policies</a>. The policy is reviewed periodically by the Board of Directors of the Company.

#### 29. PREVENTION OF INSIDER TRADING

Pursuant to the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 and amendments thereto, the Company has in place a code of conduct to regulate, monitor and report trading by insiders and for prohibition of insider trading in the shares of the Company. The code inter alia prohibits purchase/sale of shares of the Company by its Designated Persons and other connected persons while in possession of Unpublished Price Sensitive Information in relation to the Company and during the period when trading window is close.

The Company has also formulated a Code of practices and procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI) which is also available on the Company's website at <a href="https://signoria.in/pages/policies">https://signoria.in/pages/policies</a>.

#### 30. SECRETARIAL STANDARDS

Pursuant to the provisions of Section 118 of the Companies Act, 2013, the Company has complied with the applicable provisions of secretarial standards, SS-1 & SS-2 with respect to Board Meetings and General Meetings respectively, issued and specified by the Institute of Company Secretaries of India.

#### 31. DEPOSITS

The Company has not accepted any amount falling within the ambit of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the period under review. Hence, the requirement for furnishing the details of Deposits which are not in compliance with Chapter V of the Act is not applicable.

## 32. CORPORATE SOCIAL RESPONSIBILITIES (CSR)

The Company does not meet the criteria as specified in Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014. Hence, there is no requirement of constitution of a Corporate Social Responsibility Committee.

#### 33. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate system of internal controls to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the management. The Company is following all the applicable accounting standards for properly maintaining the books of accounts and reporting of financial statements.

#### 34. BOARD EVALUATION

GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

(Formerly Known As Signoria Creation Private Limited)

The Nomination and Remuneration Policy of the Company empowers the Nomination and Remuneration Committee to formulate a process for effective evaluation of the performance of individual directors, committees of the Board and the Board as a whole. The Board formally assesses its own performance based on parameters which, inter alia, include performance of the Board on deciding long-term strategy, rating the composition and mix of Board members, discharging of governance and fiduciary duties, handling critical and dissenting suggestions, etc. The parameters for the performance evaluation of the Directors include contribution made at the Board meeting, attendance, instances of sharing best and next practices, domain, knowledge, vision, strategy, engagement with senior management etc. The independent directors at their separate meeting review the performance of non – independent directors and the Board as a whole, chairperson of the Company after considering the views of executive directors and non-executive directors, 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 the duties. Based on the outcome of the performance evaluation exercise, areas have been identified for the Board to engage itself with and the same would be acted upon.

#### 35. COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee shall formulate the criteria for appointment & re-appointment of Directors on the Board of the Company and persons holding senior management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Act and Listing Regulations.

# 36. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION ANDREDRESSAL) ACT, 2013

Your Company has in place a policy on Prevention of Sexual Harassment at Workplace, which is in line with requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). The Company has constituted Internal Complaint Committee (ICC) in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to consider and resolve the complaints related to sexual harassment. The ICC includes Mrs. Kritika Chachan as Presiding Officer, Mrs. Babita Agarwal and Mr. Mohit Agarwal as members. The Company regularly conducts awareness programs for its employees.

The objective of this policy is to provide an effective complaint redressal mechanism if there is an occurrence of sexual harassment. This policy is applicable to all employees, irrespective of their level and it also includes 'Third Party Harassment' cases i.e. where sexual harassment is committed by any person who is not an employee of the Company.

During the year under review, the Committee has received no complaints.

#### 37. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Board, on recommendation of Audit Committee, has adopted a Vigil Mechanism/Whistle Blower Policy. Adequate safeguards are provided against victimization to those who avail the mechanism and direct access to the Chairperson of the Audit Committee is provided to them.

#### 38. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

#### 39. POLICIES OF THE COMPANY

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") have mandated the formulation of certain policies for all listed companies. The key policies that have been adopted by the Company pursuant to the provisions of the Companies Act, 2013 and the rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the Policies are available on the Company's website at <a href="https://signoria.in/pages/policies">https://signoria.in/pages/policies</a>.

#### 40. REGULATORY ACTION

There are no significant and material orders passed by the regulators or courts or tribunals that could impact the going concern status and operations of the company in future.

#### 41. DISQUALIFICATION OF DIRECTORS

In compliance with Section 164(2) of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company received and reviewed the Form DIR-8 from each and every Director during the financial year 2024–2025. This form certifies that none of the Directors of your Company are disqualified to hold office as a director under the provisions of Section 164(2) of the Act, nor are they barred from holding the office of a director by any order of the SEBI.

#### 42. MANAGEMENT DISCUSSION & ANALYSIS REPORT

In terms of Regulation 34(2)(e) of the Listing Regulations, 2015 read with other applicable provisions, the detailed review of the operations, performance and future outlook of the Company and its business is given in the Management's Discussion and Analysis Report (MDA) which forms an integral part of this report. The said report is appended to this report as "Annexure –E".

#### 43. CORPORATE GOVERNANCE

Pursuant to Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015"), compliance with the provisions related to Corporate Governance is not mandatory for companies listed on the SME Platform of a stock exchange.

As per the said regulation, the Corporate Governance provisions do not apply to:

- a) Listed entities with a paid-up equity share capital not exceeding ₹10 crore and net worth not exceeding ₹25 crore, as on the last day of the previous financial year;
- b) Listed entities which have listed their specified securities on the SME Exchange.

Since the equity shares of the Company are listed on the EMERGE Platform of the National Stock Exchange

of India Ltd. (NSE), the Company falls under the exemption category specified in clause (b) above. Accordingly, the provisions of Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of Regulation 46, and Paras C, D, and E of Schedule V of the SEBI (LODR) Regulations, 2015 are not applicable to the Company.

#### 44. BUSINESS RESPONSIBILITY REPORTING

The Business Responsibility Reporting as required under Regulation 34(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 does not apply to your company for the financial year 2024-25

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

There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year as at the end of the financial year.

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

The above-mentioned clause is not applicable to the Company, as there were no instances where your Company required the valuation for one time settlement or while taking the loan from the Banks or Financial institutions.

#### 47. MATERNITY BENEFIT COMPLIANCE

The Company has complied with the provisions of the Maternity Benefit Act, 1961, as amended, and ensures that all eligible women employees are extended the benefits and protections mandated under the Act, including paid maternity leave and other entitlements. The Company also promotes a gender-inclusive workplace and is committed to supporting the health and well-being of women employees through appropriate workplace policies and practices. In line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has constituted an Internal Complaints Committee (ICC) to redress complaints relating to sexual harassment, thereby ensuring a safe, secure, and enabling work environment for all women employees.

#### 48. ENVIRONMENT, HEALTH AND SAFETY

Safety pertains to protecting the health and well-being of employees, visitors, and other stakeholders involved in an organization's activities. Occupational health and safety measures are essential to prevent accidents, injuries, and illnesses in the workplace. We aim to comply with applicable health and safety regulations and other requirements in our operations and have adopted a health and safety policy that is aimed at complying with legislative requirements, requirements of our licenses, approvals, various certifications and ensuring the safety of our employees and the people working at our facility or under our management.

#### 49. CAUTIONARY STATEMENT

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operation include global and domestic demand and supply conditions affecting selling prices of Raw Materials, Finished Goods, input availability and prices, changes in government regulations, tax laws, economic developments within and outside the country and other various other factors.

#### D. OTHER DISCLOSURES

- (i) During the financial year, the Company has not issued any equity share with differential rights.
- (ii) The Company has not issued any sweat equity shares.
- (iii) There was no commission paid by the Company to its managing director or whole-time directors, so no disclosure required in pursuance of section 197(14) of the Companies Act, 2013.
- (iv) The Company has not bought back any of its securities during the financial year 2024-25.
- (v) The Company has not provided any stock option scheme its employees.

#### 50. ACKNOWLEDGEMENT

Your directors wish to express their sincere appreciation of the co-operation and assistance received from shareholders, bankers/ finance companies and other business constituents during the year under review. Your directors also wish to place on record their deep sense of appreciation for the commitment displayed by all officers and staff, for their continued support and confidence, which they have reposed in the management.

FOR AND ON BEHALF OF BOARD OF THE DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-VASU DEV AGARWAL CHAIRMAN AND MANAGING DIRECTOR DIN: 00178146

SD/-BABITA AGARWAL WHOLE-TIME DIRECTOR DIN: 08505902

**PLACE: JAIPUR** 

**DATE: AUGUST 20, 2025** 

Plot No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur - 302020 (Raj.) India

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#### **Annexures Index**

Annexure A	Disclosure of Particulars of Employees
Annexure B	Secretarial Audit Report
Annexure C	Particulars of contracts or arrangements with related parties, referred to in
	Section 188(1) of the Companies Act, 2013, in the prescribed Form AOC-2
Annexure D	Details of Director seeking appointment/re-appointment
Annexure E	Management Discussion & Analysis Report

# Signoria Creation Limited

(Formerly Known As Signoria Creation Private Limited)

#### "ANNEXURE-A"

# Disclosure of Particulars of Employees as required under Rule 5 (2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

(i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25 and the percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2024-25, are as under:

S. No.	Name of the Directors/KMP	Designation	Ratio of remuneratio n to the median remuneratio n of the employee	Percentage increase in Remuneration in the Financial Year
	<b>Executive Directors</b>			
1	Mr. Vasu Dev Agarwal	Chairman and Managing Director	26.35	6.44
2	Mrs. Babita Agarwal	Whole-Time Director	14.64	60
	Non-Executive Director			
3	Mr. Mohit Agarwal	Director	6.93	43.35
4	Ms. Harsha Tinker	Independent Director	-	-
5	Ms. PratibhaSoni	Independent Director	-	-
	Key Managerial Personnel (KMP)			
8	Mr. Sanjay Kumar Saxena	Chief Financial Officer	1.87	24.49
9	Ms. Priyanshi Agrawal	Company Secretary & Compliance Officer	0.07	-
10	Mr. Shekhar Pareek	Ex- Company Secretary & Compliance Officer	0.61	-
11	Mr. Jitendra Jain	Ex- Chief Financial Officer	1.71	-

- (ii) The percentage increase in the median remuneration of employees in the financial year 2024-25: 41.24%
- (iii) The number of permanent employees on the rolls of company as on March 31st 2025: 26 Employee
- (iv) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:
  - \* Average increase in the remuneration of all employees excluding KMP is: 27.85%
  - \* Average increase in the remuneration of KMP is: 63.04%
- (v) The Company affirms that the remuneration is as per the remuneration policy of the company.
- (vi) Names of the top 10 employees of the Company in terms of the remuneration withdrawn in the Financial Year 2024-25:

GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

(Formerly Known As Signoria Creation Private Limited)

S. NO.	NAME OF THE EMPLOYEE	DESIGNATION	REMUNERATION IN F.Y. 2024-25
1	Vasudev Agarwal	Chairman and Managing Director	54,00,000.00
2	Babita Agarwal	Whole-Time Director	30,00,000.00
3	Kritika Chachan	President	24,00,000.00
4	Mohit Agarawal	Director	14,20,000.00
5	Bhagwan Dass	Vice-President	11,15,000.00
6	Gaytri Devi Kushwaha	Designer	4,69,866.00
7	Roohul Amin	Pattern-Master	3,57,532.00
8	MahipalPawan	Cutting-Master	2,65,354.00
9	Sanjay Kumar Saxena	Chief Financial Officer	3,83,034.00
10	Lalit Kumar Nandwani	Chief Sales Executive	3,78,300.00

All the afore-mentioned employees are on the permanent rolls of the Company.

- (vii) No. of employees employed throughout the year who was in receipt of remuneration for the year which, in the aggregate, was not less than One Crore and Two Lakh Rupees: **NIL**
- (viii) No. of employees was in receipt of remuneration for the year which, in the aggregate, was not less than 8.5 lakhs per month: **NIL**
- (ix) No. of employees, who was employed throughout the financial year or part thereof, who was in receipt of remuneration in that year was in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, more than two percent of the equity shares of the company: **NIL**

FOR AND ON BEHALF OF BOARD OF THE DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-

VASU DEV AGARWAL BABITA AGARWAL

CHAIRMAN AND MANAGING DIRECTOR WHOLE-TIME DIRECTOR

DIN: 00178146 DIN: 08505902

**PLACE: JAIPUR** 

**DATE: AUGUST 20, 2025** 

GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

(Formerly Known As Signoria Creation Private Limited)

# "ANNEXURE-B" 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 of Managerial Personnel) Rules, 2014]

For the Financial year ended 31st March, 2025.

To,

The Members

#### SIGNORIA CREATION LIMITED

(Previously known as Signoria Creation Private Limited) CIN L18209RJ2019PLC066461 Plot No.H1-74, RIICO Industrial Area, Mansarovar, Jaipur-302020, Rajasthan, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SIGNORIA CREATION LIMITED** (hereinafter called "the Company") for the audit period from 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2025 ("the audit period"). 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, to the extent 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, 2025, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Applicable only to the extent of Foreign Direct investment);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat (d) Equity) Regulations, 2021 (Not applicable to the Company during the Audit Period);
  - The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable to the Company during the Audit Period);
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agent) Regulations, 1993 regarding the Companies Act and dealing with client;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, (g) 2021 (Not applicable to the Company during the Audit Period);
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period); and
  - The Securities and Exchange Board of India (Listing Obligations and Disclosure (i) Requirements) Regulations, 2015

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis the Company has complied with the following laws/guidelines/rules applicable specifically to the Company:

- 1. The Factories Act, 1948;
- The Payment of Wages Act, 1936; 2.
- The Minimum Wages Act, 1948;
- The Child Labour (Prohibition and Regulation) Act, 1986; 4.
- The Payment of Gratuity Act, 1972;
- 6. The Employees' Provident Funds Scheme, 1952;
- Income Tax Act, 1961; 7.
- The Competition Act, 2002; 8.
- 9. The Trade Marks Act, 1999:
- Local laws as applicable to various stores as per the respective Municipal Authority; 10.
- Acts as prescribed under other Direct Tax and Indirect Tax including GST and others; and 11. other applicable acts and rules

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

- Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board Meeting and General Meeting (SS-1 and SS-2).
- The Listing Agreement entered into by the Company with National Stock Exchange of India Ltd.;

During the period under review, the Company has complied with all the applicable provisions of the above Regulations and circulars/ guidelines issued.

Further, the Company has also maintained Structured Digital Database ("SDD") in compliance with Regulation 3(5) and 3(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

#### 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. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, except where consent of the directors was received for scheduling meeting at a shorter notice, agenda and detailed notes on agenda were sent at least seven days in advance. 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 decisions are carried through, while the dissenting views of the Directors/ Members, if any are captured and recorded as part of the minutes.

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

We further report that Company has filed necessary returns, documents required to be filed under the applicable laws.

We further report that during the audit period, the Company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

#### a. Shifting of Registered Office

During the period under review, the registered office of the Company has been shifted from 324, Aayker Nagar II, Near RIICO Industrial Area, Mansarovar, Jaipur 302020, Rajasthan, India to Plot No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur 302020, Rajasthan, India under the jurisdiction of Sanganer police station w.e.f 09<sup>th</sup> September, 2024.

For S.K. Joshi & Associates Company Secretaries ICSI unique code: P2008RJ064900

Place: Jaipur Date: August 13, 2025 (Sanjay Kumar Joshi)
Partner
FCS 6745; CP No. 7342
UDIN: F006745G000999979
Peer Review Certificate No.
1659/2022

"This report is to be read in conjunction with our letter of even date which is marked as 'Annexure A' and forms an integral part of this report."

"Annexure A"

To,

The Members

SIGNORIA CREATION LIMITED

(Previously known as Signoria Creation Private Limited)

CIN L18209RJ2019PLC066461

Plot No. H1-74, RIICO Industrial Area,

Mansarovar, Jaipur 302020, Rajasthan, India

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

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

Place: Jaipur

**Date: August 13, 2025** 

For S.K. Joshi & Associates Company Secretaries ICSI unique code: P2008RJ064900

> (Sanjay Kumar Joshi) Partner FCS 6745; CP No. 7342 UDIN: F006745G000999979 Peer Review Certificate No. 1659/2022

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#### "ANNEXURE-C"

#### Form No. AOC-2

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

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

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

SN	Name( s) of the relate d party and nature of relatio nship	Nature of contrac ts /arrang ements/ trans actions	Dur ation of the cont racts / arra nge ment s / tran sacti ons	Salient terms of the contract s or arrange ments or transacti ons includin g the value, if any	Justifica tion for entering into such contract s or arrange ments or transacti ons	Date( s) of appro val by the Boar d	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

SN	Name(s) of the related party and nature of relations hip	Nature of contracts / arrangem ents / transacti ons	Duration of the contracts / arrangem ents / transactio ns	Salient terms of the contracts or arrangements or transactions including the value, if any		Date(s) of approval by the Board, if any	Amou nt paid as advan ces, if any
1	Herbel Prints Pvt Ltd	Purchase	Continuing Contract	Arm's Length Price	91,95,123.10/- + GST	28.08.2024	NIL
2	Herbel Prints Pvt Ltd	Sales	Continuing Contract	Arm's Length Price	21,64,043.13/- + GST + Packaging Charges 6120 + GST	28.08.2024	NIL

GSTIN: 08ABCCS7004G1ZI

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3	Signoria Fashions Pvt Ltd	Purchase	Continuing Contract	Arm's Length Price	45,86,855.00/- + GST	28.08.2024	NIL
4	Binduja	Sales	Continuing	Arm's	60,73,345.00/-	28.08.2024	NIL
	Exports		Contract	Length			
	Pvt Ltd			Price			

#### FOR AND ON BEHALF OF BOARD OF THE DIRECTORS FOR SIGNORIA CREATION LIMITED

SD/-

VASU DEV AGARWAL CHAIRMAN AND MANAGING DIRECTOR

DIN: 00178146

**PLACE: JAIPUR** 

**DATE: AUGUST 20, 2025** 

SD/-

**BABITA AGARWAL** WHOLE-TIME DIRECTOR

"ANNEXURE -D"

Brief details under regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India of Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting

Name of Director	Mrs. Babita Agarwal		
Age	55 Years		
DIN	08505902		
Date of First Appointment	30/09/2019		
Qualifications	She has completed her Bachelor of Commerce from University of Rajasthan in the year 1991. She has completed her LL.B. in the year 2005 from University of Rajasthan and has been enrolled as advocate in the Bar Council of Rajasthan vide No. 46483 / R/ 2651/ 2006 w.e.f. December 10, 2006.		
Experience	She has more than 6 years' experience in garment industry in the field of sales and marketing. Her wealth of knowledge and experience encompasses various aspects of organizational product sales. She possesses a deep understanding of procuring raw materials for the organization at competitive prices. She excels in bridging the gap between customers and the organization, ensuring the delivery of top-tier products and services at competitive market prices.		
Brief Resume of the Director	Mrs. Babita Agarwal is a Director in Signoria Creation Limited since September 30, 2019 and serving in the capacity of Whole Time Director of the Company, brings a wealth of expertise and strategic vision to the Company.  She has completed her Bachelor of Commerce from University of Rajasthan in the year 1991. She has completed her LL.B. in the year 2005 from University of Rajasthan and has been enrolled as advocate in the Bar Council of Rajasthan vide No. 46483 / R/ 2651/ 2006 w.e.f. December 10, 2006.  She has more than 6 years' experience in garment industry in the field of sales and marketing. Her wealth of knowledge and experience encompasses various aspects of organizational product sales.  At present, she is serving as a Director on the Board of several other companies, i.e., Signoria Prints Private Limited and Herble Prints Private Limited		
Terms and conditions of reappointment	Whole-time Director, liable to retire by rotation		

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Details of remuneration sought to be paid	INR 3,00,000/- per month
Details of Remuneration last drawn	INR 2,50,000/- per month
Expertise in specific functional area	Sales and Marketing
Directorship in other Companies*	<ol> <li>Signoria Prints Private Limited</li> <li>Herble Prints Private Limited</li> </ol>
No. of Board Meetings attended during the Year	She has attended 5 (Five) Board Meetings During the financial year 2024-25
Memberships/Chairmanship of Committees across all Public Companies	NA
Disclosure of relationships between Directors, Manager and other Key Managerial Personnel of the Company inter-se	Wife of Mr. Vasudev Agarwal and Mother of Mr. Mohit Agarwal
No. of shares held in the Company either by self or on a beneficial basis for any other person	865800
Names of listed entities in which the person also holds the directorship and the Membership of committees of the board (Name of listed Entities from which the Director has resigned in the last three (3) years)	NA

"ANNEXURE -E"

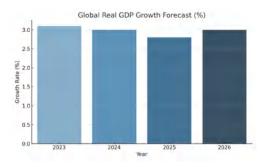
#### **ECONOMIC REVIEW**

#### Global economy

#### Overview

The year 2025 marks a period of modest but steady global expansion against a backdrop of persistent policy uncertainty and intensifying trade tensions. The International Monetary Fund (IMF) forecasts global real GDP growth at 2.8% in 2025, a downward revision from previous estimates and well below the 2000–19 average of 3.7%. Inflation is also expected to decline, reaching an estimated 4.2% in 2025, advanced economies are projected to return to their inflation targets earlier than emerging and developing peers.

The subdued global growth mainly reflects the effects of tighter monetary policy, reduced international cooperation and elevated tariff rates considered the highest in a century which are weighing on trade and investment flows. Downside risks dominate the outlook, especially as governments recalibrate policy amidst demographic shifts, labor market mismatches and financial volatility.



#### Detailed performance overview of major economies (Source: IMF)

United States: Growth in the U.S. is forecast at 1.8% in 2025, revised downward due to ongoing policy uncertainty, trade frictions and weaker business sentiment. Despite robust labor markets and moderated core inflation, the impact of higher borrowing costs and substantial fiscal tightening is likely to moderate consumer and investment spending.

Euro Area: The euro area economy is projected to grow at 1.5% in 2025 as it emerges from a mild recession, with persistent weakness in Germany and Italy offset by moderate gains elsewhere. Private consumption and government spending are providing support, but external demand and manufacturing remain weak due to slowing global trade and lingering energy concerns.

Japan: Japan's real GDP growth is forecast to slow to 0.6% for 2025. This deceleration reflects a fading post-pandemic rebound, population aging and the effects of global supply chain realignments. Weak consumer spending and inflationary pressures continue to challenge policymakers.

China: China's growth is set to drop to 4.0% in 2025, a significant deceleration from earlier years. Ongoing property market strains, reduced consumer confidence, policy realignment and external headwinds from global trade disputes are all weighing on momentum.

#### Other major economies

- Germany: Predicted to see modest recovery with growth around 1.3% as manufacturing stabilizes and energy prices moderate.
- United Kingdom and France: Both expected to register between 1–1.5% growth, supported by easing inflation and fiscal policy adjustments.
- Brazil and Canada: Anticipate growth of 2% and 1.6%, respectively, driven by commodity exports and resilient services but still vulnerable to global demand swings.

#### Outlook

The IMF projects global growth will edge up slightly to 3.0% in 2026, but remain below historical averages. The world economy faces significant headwinds: continued high policy uncertainty, slowdowns in China and major developed markets, persistent trade tensions, shifting supply chains and demographic drags from aging populations.

While global inflation is forecast to continue declining, volatile commodity prices and supply-side disruptions could slow this pace. Advanced economies are expected to reach their inflation targets sooner than emerging markets, aided by tighter monetary and fiscal policies.

#### **Key Risks and Opportunities**

- Trade Policy Uncertainty: Ongoing trade frictions and tariff escalations could significantly depress investment and slow recovery; stronger international cooperation and predictable policy frameworks will be critical for sustained growth.
- Demographics and Labor: The aging population, especially in developed economies, will require targeted reforms and improved labor market integration, including migration and upskilling, to sustain productivity.
- Structural Reforms: Unlocking medium-term growth requires embracing digitalization, innovation, sustainability imperatives and inclusive policy frameworks.
- Emerging Markets: These economies, led by India and select ASEAN countries, are projected to contribute an outsized share of global growth, but face volatility from external shocks and capital flows.

#### Source:

- 2. <a href="https://www.imf.org/en/Publications/WEO/Issues/2025/01/17/world-economic-outlook-update-january-2025">https://www.imf.org/en/Publications/WEO/Issues/2025/01/17/world-economic-outlook-update-january-2025</a>
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- 4. https://www.drishtiias.com/daily-updates/daily-news-analysis/2025-world-economic-outlook-report
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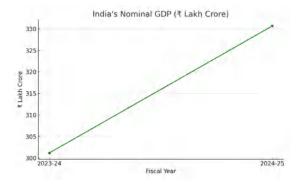
#### **Indian Economy**

#### Overview

India reaffirmed itself as the fastest-growing major economy in the world in FY2024–25, exhibiting impressive resilience amidst global headwinds. The International Monetary Fund (IMF) projects real GDP growth at 6.5% for 2024–25, driven by robust domestic demand, improved macroeconomic stability and policy reforms facilitating investment and productivity gains. This momentum comes after a stellar GDP rise of 8.2% in the previous year, indicating solid economic fundamentals and the effectiveness of structural reforms.

#### Key macroeconomic achievements:

- Nominal GDP for FY2024–25 is estimated at ₹330.68 lakh crore, with a nominal growth rate of 9.8%.
- Inflation has moderated consistently, averaging close to the 4% target, thus supporting real income growth and stable consumption.
- India's financial sector continues to demonstrate resilience, with non-performing loan ratios at multi-year lows and continued credit growth supporting the private sector.



#### Economic outlook: Why growth is expected to remain strong

India's near-term economic outlook is anchored in a convergence of several powerful drivers. Ongoing structural reforms ranging from effective implementation of GST and the Insolvency and Bankruptcy Code to rationalized labor laws have systematically boosted the formalization of economic activity and improved business efficiency, fostering a supportive ecosystem for investment and productivity gains.

A significant uptick in public capital expenditure has been observed, particularly in the infrastructure domain. Robust expenditure on national highways, railways, energy and smart cities has catalyzed further job creation and enhanced private sector confidence. CRISIL reports that central government capital expenditure surged by 38.7% year-on-year in May, while major states posted a cumulative increase of 44.7% in the same period, underlining a resolute policy push to crowd in private

investment activity. While private capital expenditure recovery is progressing at a cautious pace owing to lingering global uncertainties and cautious corporate sentiment, anticipated monetary policy easing and policy continuity should further fuel private investment in the latter half of the fiscal year.

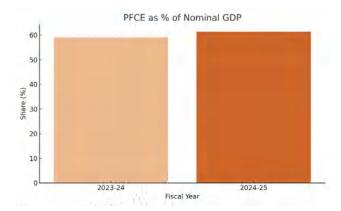
Maintaining macro-financial stability remains a cornerstone of India's strong outlook. The government's commitment to fiscal consolidation, evidenced by prudent budget targets, lends credibility to the medium-term growth narrative. Concurrently, the financial sector retains strength through high capital adequacy and proactively addressed asset quality issues, safeguarding against shocks.

Demographic and urbanization tailwinds continue to be a formidable growth engine for the economy. A young, expanding workforce and rapid migration from rural to urban centers are increasing labor force participation and stimulating both entrepreneurial activity and consumer aspirations. The accelerated adoption of digital technology across sectors from payments and services to industry has improved productivity and opened new business opportunities.

Export performance further adds to the growth equation. India is steadily integrating into global supply chains in technology, pharmaceuticals and textiles, while production-linked incentive (PLI) schemes and bilateral trade agreements increase the competitiveness of Indian manufacturing abroad. Although risks such as persistent global trade tensions, climate risks and geopolitical variability persist, India's large, diversified market and strong remittance inflows offer vital buffers.

#### Private Final Consumption Expenditure (PFCE) and Clothing Consumption

Private Final Consumption Expenditure (PFCE) has reasserted its dominance as a growth lever. In FY2024–25, PFCE contributed 61.4% of nominal GDP, the largest share in over two decades, as per the National Statistical Office. This resilience stems from a 7.2% rise in PFCE, well above the 5.6% growth registered a year earlier, signaling a robust recovery in household demand.



The uptick in PFCE is attributed to several developments. Real incomes have improved on the back of stable inflation and healthy agricultural output, especially following an above-normal monsoon. Both rural and urban markets are contributing, with a normalization in rural demand and ongoing expansion among the urban middle class, which is driving up discretionary spending on vehicles, consumer durables and lifestyle goods. The rapid spread of digital payments and ecommerce has further enabled this consumption surge, notably among the middle class and rural consumers.

Within this consumption revival, the clothing and footwear sector stands out. Recent analysis by HSBC Global Investment Research indicates India's apparel market is set to grow at a compound annual growth rate (CAGR) of 11% over FY2024– FY2029, in line with the expansion of nominal GDP and the broader PFCE trend. A significant shift is evident in consumer preferences, where branded segments, supported by wider availability and affordability, have grown at a CAGR of 16% over the past decade more than triple the pace of unbranded categories. Apparel exports have also surged, posting a 14.4% year-on-year rise in April 2025. The continued boom in organized retail, the ascendance of e-commerce and shifting tastes toward casual and activewear have positioned the clothing category as a key beneficiary of India's vibrant consumption story.

In conclusion, India's growth trajectory in FY2024–25 is underpinned by a robust combination of policy-driven investments, macro-financial stability, demographic momentum and a resurgence in private consumption. Within this, sectors like clothing exemplify the evolving aspirations and spending power of India's households, ensuring the consumption engine remains central to the nation's economic journey.

#### Source

- 2. https://www.crisil.com/content/dam/crisil/our-analysis/reports/corporate/documents/2024/11/india-progress-report.pdf
- 3. https://mospi.gov.in/sites/default/files/press\_release/NAD\_PR\_3omay2025.pdf
- ${\tt 4.\ https://www.businessworld.in/article/india-continues-to-hold-steady-despite-global-uncertainties-care-edge-ratings-{\tt 542122} \\$

- $5. \ \ \, \underline{https://www.crisil.com/content/crisilcom/en/home/our-analysis/reports/2024/03/india-outlook-2024-report/growth-marathon.html} \\$
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- 8. https://www.business-standard.com/economy/news/the-rebound-consumption-picks-up-in-fy25-on-rural-demand-shows-nso-data-125053001716\_1.html
- 9. https://www.financialexpress.com/policy/economy-careedge-ratings-projects-indias-gdp-growth-at-6-5-for-fy25-economic-rebound-expected-in-h2-3692034/lite/
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- 11. https://brandequity.economictimes.indiatimes.com/news/marketing/indian-apparel-sector-to-clock-11-pc-growth-over-fy24-fy29-hsbc/121970723
- 12. https://apparelresources.com/business-news/trade/indian-apparel-market-set-11-growth-fy-24-fy-29-report/

#### INDUSTRY STRUCTURE AND DEVELOPMENT

#### Global textile and apparel industry

The global textile and apparel market remains highly fragmented, marked by the coexistence of major international brands, regional giants and numerous smaller local players. Developed economies see strong penetration by established brands, while developing regions remain largely unorganized and feature a diversity of indigenous products and styles. Global brands, leveraging extensive distribution networks, continue to shape market trends internationally but encounter fierce competition from local manufacturers, especially regarding regional fashion preferences, pricing and agility in meeting local demands.

The market is traditionally segmented by end-users (Men, Women and Children) and types of products (Formal Wear, Casual Wear, Sportswear, Nightwear and Other Types), with further stratification by price category, distribution channel and material used.

#### Global textile market

The global textile market reached a valuation of US\$1,976.84 billion in 2024 and is projected to rise to roughly US\$4,016.50 billion by 2034, reflecting a robust CAGR of 7.35% from 2025 to 2034. Another notable estimate places the 2024 market size at US\$2,010.76 billion, growing to US\$3,665.72 billion by 2033, with a CAGR of 6.9% through 2025–2033. The market trajectory underscores the industry's significant global scale and its accelerating expansion.

#### **Growth drivers**

- Shifting consumer preferences toward sustainability, comfort and performance, leading to increased demand for ecofriendly and organic textiles.
- Rapid population growth, especially in Asia-Pacific, fuelling overall textile consumption.
- Technological advancements in smart fabrics and automated production, improving efficiency and product innovation.
- Government regulations and sustainability initiatives pushing manufacturers to adopt clean, low-emission and resource-efficient processes.
- Expansion of e-commerce, enabling broader market access and facilitating the global reach of both established and emerging brands.

Asia-Pacific dominates the global textile market, accounting for a substantial share due to easy availability of raw materials, presence of major industry clusters and increasing disposable income among the young population.

#### Sustainability trends

The demand for eco-friendly and organic fabrics such as hemp, recycled polyester and organic cotton has surged globally. This is a result of heightened environmental awareness among consumers and regulatory pressure on manufacturers to reduce chemical use and adopt sustainable sourcing and processing methods. Brands are innovating by introducing natural, functional and recycled fibers to align with market preferences.

#### Global apparel market

The global apparel market reached an estimated value of US\$1.75 trillion in 2024 and is expected to rise to US\$2.31 trillion by 2032, registering a CAGR of 3.52% between 2024 and 2032. Another recent estimate pegs the market at US\$1.77 trillion in 2024, projected to hit US\$2.26 trillion by 2030, growing at a CAGR of 4.2% from 2025 to 2030.

In terms of trade, the global textile and apparel trade exceeded US\$900 billion in 2021 and is on track to reach US\$1.2 trillion by 2030, growing at an anticipated CAGR of 4%.

#### Key growth factors

- Fast fashion and innovative design cycles quickly bring new styles to market, spurring higher purchase frequency.
- Rise of e-commerce and digital marketing, offering convenience and an expanded range of choices for consumers globally.
- Increasing per capita income and a shift toward branded, luxury and premium products, especially in emerging economies, fuel demand for both mass-market and upscale apparel.

- Local startups and D2C brands with distinctive sustainable positioning and contemporary designs are gaining rapid traction, reflecting the consumer appetite for niche, ethical and trendy fashion.
- Move toward ethical production, including the use of recycled fabrics and transparency around fair labor practices, is becoming a must-have for market leaders.

#### Regional and segment trends

The Asia-Pacific region continues to lead, accounting for over 40% of global apparel sales in 2023–24, thanks to demographic advantages, a burgeoning middle class and the rapid adoption of digital channels. North America and Europe remain substantial markets, driven by established consumer bases and strong infrastructure for omnichannel retail.

#### Competitive landscape

The global textile and apparel industry remains intensely competitive:

- Large-scale international companies wield influence through expansive product portfolios and global distribution channels.
- A vibrant segment of local manufacturers and startups, especially in emerging economies, tailors' offerings to regional tastes, price points and fashion cycles.
- The market's fragmentation is further deepened by evolving consumer preferences, which emphasize variety, sustainability and affordability, prompting both large and small players to innovate rapidly.

#### Outlook

Looking ahead to 2032–34, the textile and apparel industry is set for steady, innovation-driven growth. Sustainability, digitalization of the supply chain and automation will be crucial themes. As consumer focus on eco-friendliness and personalization intensifies, companies that rapidly adapt to these trends whether through smart textiles, Al-driven production, or circular business models are poised to maintain an edge. Moreover, the increasing formalization and organization of retail in developing regions may gradually erode the dominance of the unorganized sector, offering further growth and consolidation opportunities.

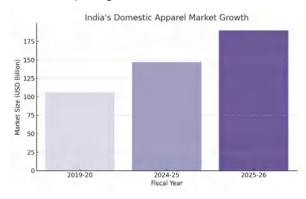
#### Source:

- 1. https://www.precedenceresearch.com/textile-market
- 2. <a href="https://straitsresearch.com/report/textile-market">https://straitsresearch.com/report/textile-market</a>
- 3. https://www.imarcgroup.com/textile-market
- ${\tt 4. } {\color{red} \underline{https://www.fortune business in sights.com/apparel-market-110718} \\$
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#### Indian textile and apparel industry

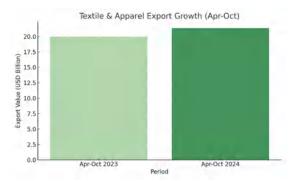
India's textile and apparel industry, a symbol of both cultural legacy and industrial resilience, has entered a defining phase of expansion and modernization in FY2024–25. With transformative government reforms, renewed export strategies and evolving consumer preferences, the industry has witnessed a resurgence that not only strengthens its domestic relevance but also enhances its global stature.

The domestic apparel market grew impressively from US\$106 billion in FY2019–20 to US\$147 billion in FY2024–25, registering a steady CAGR of 7%. This trajectory is set to continue, with projections pointing to US\$190 billion by FY2025–26, driven by rising income levels, urbanization, fashion consciousness and organized retail penetration.



#### Export momentum and global integration

India's textile and apparel exports including ready-made garments (RMG), cotton and man-made textiles clocked US\$21.36 billion in April–October 2024, growing 7% year-on-year. RMG exports alone surged by 11.3% year-on-year in May 2025, underlining the sector's increasing competitiveness.



#### **Did You Know?**

India is among the world's top three textile exporters, and its festive clothing is the primary driver of premium apparel exports to Europe, North America, and the Middle East.

Although cotton and man-made textiles continue to drive significant export volumes, women's ethnic and fashion wear has emerged as a rising star in value-added apparel exports. Indian festive and traditional wear is especially sought after in markets such as the US, UK, Middle East and diaspora-led geographies, where demand remains robust and seasonal spikes drive value growth.

A significant inflection points for exports arrived with the signing of the India–UK Free Trade Agreement (FTA) in May 2025. By eliminating textile tariffs (previously 8–12%), the FTA gave Indian apparel particularly ethnic and celebration wear a considerable price and supply chain edge. As a result, exports to the UK are projected to rise by 30–45%, with brands in textile centers like Surat, Jaipur and Lucknow expected to especially benefit.

#### Government support and strategic infrastructure

Policy support has been pivotal in shaping the future of India's textile sector. PM MITRA Parks (Mega Integrated Textile Region and Apparel) are being developed to consolidate spinning, weaving and garmenting units in one ecosystem, boosting efficiency, sustainability and scale. The Production Linked Incentive (PLI) Scheme further incentivizes domestic manufacturing of value-added textiles, while government investments in logistics, digitization and skill development aim to reduce turnaround times and enhance productivity.

Moreover, ongoing efforts to formalize artisanal and regional clusters especially those involved in ethnic and fashion wear have strengthened the local-to-global pipeline. These initiatives are expected to generate over 2 million jobs and attract investments exceeding ₹70,000 crore, solidifying India's global leadership in textile production.

#### Growth catalysts in the domestic market

India's burgeoning fashion ecosystem is the product of multiple intersecting economic and cultural trends.

Rising disposable incomes, particularly among the urban and semiurban middle class, are fueling an appetite for high-quality and premium apparel. Tier II and III cities are quickly emerging as vibrant retail hubs, empowered by e-commerce platforms that have democratized access to diverse fashion lines formerly limited to metros. The nation's deeprooted cultural affinity for traditional attire continues to sustain demand for ethnic wear, particularly during life events such as weddings and festivals.

#### Sustainability as a Differentiator

Eco-friendly dyes, handloom fabrics, and reduced chemical use in manufacturing are increasingly perceived by Indian consumers as symbols of prestige and contemporary values, rather than just tradition.

Concurrently, digital engagement and influencer-led commerce are transforming how consumers discover and purchase apparel, leading to a surge in ethnic fashion experiments and mass trends. The movement toward sustainability is also reshaping consumer choices both brands and buyers are becoming more conscious, favoring eco-friendly and artisanal production models that carry social and environmental value.

#### Indian women's ethnic and fashion wear: Tradition reimagined

In FY2024–25, women's ethnic and Indian fashion wear accounted for an estimated 28–30% of the overall domestic apparel market, making it the largest segment by value. This includes saris, lehengas, salwar suits, kurtas, dupattas and fusion wear rooted in Indian design but adapted to modern tastes.

While the market share is projected to slightly moderate to 25–28% by FY2029, the category remains irreplaceable for celebration, ritual and

#### **Did You Know?**

India produces over 6 billion meters of fabric annually just for women's ethnic wear, and this segment remains a top employer for rural artisans.

traditional occasions. The evolution lies not in displacement but in redefinition with contemporary consumers blending heritage with innovation.

Saris and blouses continue to dominate the ethnic wear landscape, witnessing a revival of handloom crafts, increased use of digital prints and festive premiumization. Salwar suits and kurtas are popular for both daily and formal use, evolving into workwear-friendly options adorned with embroidery and reflecting Indo-ethnic versatility. In festive and wedding contexts, lehengas and anarkalis lead, spurred by the influence of bridal couture, luxury brands and celebrities. While dupattas and accessories occupy a niche position, their personalized and mix-and-match potential is gaining popularity. Meanwhile, the modern Indian fusion segment is fast-expanding through innovative uses of ethnic fabrics, boutique-led urban tailoring and designer evolution, though it remains distinct from global westernwear aesthetics.

#### Consumption drivers and lifestyle shifts

Celebration remains at the heart of ethnic wear spending. Weddings, religious festivals and large-scale cultural events drive the premium segment. Furthermore, e-commerce platforms such as Myntra and Ajio, along with exclusive brand websites, have made ethnic fashion widely accessible in small towns, enabling local shoppers to access curated collections and personalized services once reserved for major metros.

The rise of customization is shaping the market, with consumers increasingly seeking personal styling, local design sensibilities and perfect fits tailored to their regional heritage. Sustainability has become a powerful motivator as buyers favor handwoven fabrics, natural dyes and supporting artisan livelihoods as part of the garment's narrative. Wearing Indian ethnic wear today is seen as a blend of rooted pride and modern sophistication an identity particularly celebrated by Gen Z and millennials.

#### **Cultural Continuity**

For the new generation, ethnic wear is not just for rituals, it's a statement of identity that can be effortlessly paired with modern accessories and global fashion trends.

#### Export opportunities in ethnic fashion

In FY2024–25, exports of women's ethnic and fashion wear (excluding innerwear, westernwear and related categories) reached approximately US\$15.99 billion, with strong demand from the US, UK, Canada, Middle East and Southeast Asia.

The India–UK FTA and outreach in the Middle East, in combination with diaspora-driven fashion trends, continue to elevate India's visibility as a premium ethnic wear exporter. Indian products such as sarees, lehengas, designer kurtis and embroidered suits are now increasingly found in international multi-brand retail and on global fashion aggregator platforms.

#### Challenges on the horizon

Despite favorable trends, the sector contends with several structural challenges. Rising production and labor costs put pressure on margins, necessitating even greater efficiency and innovation in value addition. Rapidly shifting consumer preferences, influenced by social media and the fast fashion movement, require brands to keep innovating both in design and supply chain agility.

Environmental concerns loom large as issues surrounding waste generation, water usage and carbon emissions demand more sustainable production models. On top of these, global competition continues to intensify, particularly from countries known for low labor costs and highly streamlined production processes.

#### Vision 2025–26 and beyond: The ethnic fashion advantage

India's roadmap for textile industry leadership is underpinned by its strengths in ethnic and fashion wear. Flagship initiatives, such as Skill India and credit facilities are empowering micro and small players to scale up, while the PM MITRA Parks promise to modernize the value chain from weavers to boutique exporters.

#### Did You Know?

The Indian textile industry employs over 45 million people the second-largest employer after agriculture in India.

Fashion-tech innovation is another growth lever: tools like Al-driven

sizing, virtual trial rooms and influencer-led commerce are rapidly changing the ethnic wear retail experience making it more engaging, efficient and global.

India's textile resurgence is not just statistical it is stylistic, cultural and strategic. Women's ethnic and Indian fashion wear embodies this transformation: a segment where tradition meets technology, heritage weaves into aspiration and every outfit tells a story of continuity and change.

As India marches toward US\$65 billion in textile and apparel exports by FY2025–26 and an expanded domestic market, women's ethnic wear stands as both a pillar of identity and a global growth engine.

Source:

- https://www.pib.gov.in/PressReleasePage.aspx?PRID=2089508
- 2. https://texmin.nic.in/sites/default/files/MOT%20Annual%20Report%20English%20(07.11.2024).pdf
- 3. https://wazir.in/wp-content/uploads/2025/01/Wazir-Advisors-Annual-TA-Industry-Report-2025.pdf
- 4. <a href="https://www.pib.gov.in/PressReleasePage.aspx?PRID=2117470">https://www.pib.gov.in/PressReleasePage.aspx?PRID=2117470</a>
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- ${\tt 12.} \quad \underline{\sf https://www.india-briefing.com/news/india-uk-fta-textile-gains-for-exporters-and-importers-38236.html/2009.} \\$
- 13. <a href="https://pib.gov.in/PressReleaselframePage.aspx?PRID=1908052">https://pib.gov.in/PressReleaselframePage.aspx?PRID=1908052</a>
- 14. https://knnindia.co.in/news/newsdetails/sectors/indias-textile-exports-rise-by-4-in-q1-fy25-driven-by-cis-and-south-asian-demand
- 15. <a href="https://www.icra.in/Rating/DownloadResearchSpecialCommentReport?id=6327">https://www.icra.in/Rating/DownloadResearchSpecialCommentReport?id=6327</a>
- 16. <a href="https://www.aepcindia.com/export-statistics">https://www.aepcindia.com/export-statistics</a>
- ${\tt 17.} \quad \underline{\tt https://www.republicworld.com/business/india-uk-fta-how-will-the-indian-textile-industry-benefit-from-the-deal} \\$
- $18. \ \ \underline{https://www.indiatoday.in/information/story/india-to-set-up-7-mega-textile-parks-under-pm-mitra-scheme-2698641-2025-03-25$
- 19. https://textileinsights.in/textile-exports-fall-2-07-in-june-2025-apparel-up-1-23/
- 20. https://www.custommarketinsights.com/report/india-textile-market/

#### **BUSINESS AND FINANCIAL OVERVIEW**

Signoria Creation Limited, originally incorporated as "Signoria Creation Private Limited" in Jaipur under the Companies Act, 2013, transitioned into a public limited company on July 28, 2023. Upon conversion, the company adopted its current name, "Signoria Creation Limited." The registered office is located at Plot No.H1-74, RIICO Industrial Area, Mansarovar, Jaipur, Rajasthan – 302020.

The Company is engaged in the manufacturing, marketing, and retailing of women's apparel, with a diversified product portfolio that includes kurtis, pants, tops, co-ord sets, dupattas, and gowns. Signoria is the flagship brand under which the Company operates and is well-recognized in the apparel market for its traditional yet contemporary range of kurtis celebrated for their vibrant colours, intricate patterns, and inclusive sizing. Designed for today's modern woman, Signoria's collections blend comfort, style, and individuality, appealing to customers who seek fashionable attire that makes a statement.

Under the leadership of a passionate and experienced promoter team Mr. Vasudev Agarwal, Mrs. Babita Agarwal, Mr. Mohit Agarwal and Ms. Kritika Chachan, the Company has steadily built a strong brand identity. Their collective expertise in the textile and apparel industry, supported by a committed team, has laid the foundation for growth and brand loyalty.

With increasing digital penetration, a rise in fashion-conscious consumers, and growing support from government initiatives, the Company aims to expand its footprint across India. Backed by the momentum of the booming e-commerce sector and the enduring appeal of ethnic and contemporary fashion, Signoria Creation Limited envisions becoming a household name in women's fashion across the country.

The Company's financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed by the Ministry of Corporate Affairs under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), and other generally accepted accounting principles in India.

#### Brief financial performance for F.Y. 2024-25:

Financial Summary:- (Rs. in Lakhs)

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Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Revenue from Operations	2718.98	1954.31
EBDITA	486.67	393.00
Interest and Financial Charges	80.65	63.13
Tax expenses	104.50	88.80
Net Profit	301.85	240.86

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios, alongwith detailed explanations thereof including:

Ratios	FY2024-25	FY2023-24	% Change	Reason (if more than 25% change)
Debtors Turnover	2.04	1.68	21.58	NA
Inventory Turnover	2.18	3.28	-33.39	Due to Increase in Average Inventory
Interest Coverage Ratio	6.56	6.40	2.5	NA
Current Ratio	1.55	2.08	-25.72	Due to Increase in Current Liabilities
Debt Equity Ratio	0.69	0.62	11.86	NA
Operating Profit Margin (%)	17.90	20.11	-10.99	NA

Net Profit Margin (%)	11.10	12.32	-9.92	NA
Return in Net Worth (%)	19.71	17.57	12.16	NA

#### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established a robust framework of internal financial controls that are well-aligned with the nature, size, and complexity of its operations. These controls have been designed to ensure the integrity of financial reporting and are considered adequate and effective with respect to the preparation of financial statements. During the year, the internal control systems were subjected to rigorous testing, and no material weaknesses in either their design or implementation were identified.

To uphold independence and maintain objectivity, the Internal Auditor directly reports to the Audit Committee of the Board. This structure facilitates comprehensive oversight of internal control processes and ensures timely corrective actions wherever necessary.

The Company's internal financial control (IFC) environment has been periodically reviewed, and necessary enhancements have been implemented to further strengthen financial discipline, accuracy in reporting, and overall risk management protocols. Well-documented standard operating procedures are in place to ensure the safeguarding of assets, prevention and detection of fraud and errors, accuracy and completeness of accounting records, and proper authorization and documentation of all transactions.

M/s Vinod Singhal & Co. LLP, the Statutory Auditors of the Company, have audited the financial statements presented in this Annual Report and have also issued an attestation report on the Company's internal control over financial reporting in accordance with Section 143 of the Companies Act, 2013.

Additionally, the Company has engaged M/s. AJMK & Associates as its Internal Auditor to independently evaluate and monitor internal processes. The internal audit function is aligned with the Company's operational footprint and risk profile, with a strong emphasis on reviewing internal controls, assessing business risks, and recommending process improvements across functions.

#### **RISKS AND CONCERN**

Signoria Creation Limited operates predominantly in the women's ethnic and contemporary apparel sector, with an expanding presence both domestically and in exports. Given the highly fragmented and competitive nature of the textile and garment industry, the Company is exposed to a wide range of business, operational, market, and regulatory risks that could impact its growth and profitability. Recognizing these challenges, Signoria Creation has instituted a comprehensive risk management framework operating at multiple levels of the organization, focused on the early identification, evaluation, and proactive mitigation of key risks. The Company periodically reviews and updates its risk controls to ensure adaptability in response to evolving industry trends, regulatory changes, raw material price fluctuations, supply chain complexities, and macroeconomic shifts. Major enterprise-level risks and the specific mitigation strategies being pursued by the Company are summarized below:

Type of Risk	Risk Analysis	Risk Mitigation
Business & Market Risk	Highly fragmented textile and apparel sector; intense competition from organized and unorganized players, with frequent changes in consumer preferences. Heavy reliance on demand during the festive/wedding season and cyclical trends. Uncertainty in sales and profits due to industry structure.	Product innovation and diversification, trend monitoring, efforts to expand into B2C and exports to mitigate demand fluctuations.
Customer & Supplier Dependency	Substantial portion of revenues from top clients and reliance on select suppliers/job workers for input and manufacturing. Loss of a key client or supplier, or any disruption, could materially affect business.	Diversification of customer base and expansion of supplier network; building collaborative relationships and contingency sourcing.
Operational Risks	Raw material price volatility (especially cotton), production delays, and dependence on factors such as skilled labor, timely logistics, and manufacturing quality control.	Bulk procurement, inventory buffers, ongoing training, and process automation; periodic supplier and operational audits.

Type of Risk	Risk Analysis	Risk Mitigation		
Regulatory & Compliance Risks	Subject to frequent policy changes in textile industry, GST laws, environmental regulations, and labor statutes. Non-compliance may result in penalties or business restrictions. Changes in export/import policies, duties, or anti-dumping measures also impact operations.	Legal compliance team to monitor regulatory updates, regular training, and robust internal checks; sustainable/environmentally aligned practices.		
Financial & Liquidity Risks	Substantial working capital required for operations; delays in collection from customers may stress liquidity. Fluctuations in interest rates and currency (for export turnover) add further risk. The company is newly public and does not have an established track record in public equity markets.	Prudent working capital management, credit assessment of customers, hedging policies for forex, and careful financial planning.		
Technology & Strategic Risks	The adoption of technology in collection, production, and marketing is necessary for competitive advantage. Delays or inability to adapt to digital disruptions (including e-commerce and online consumer engagement) may impact market share.	Investment in ERP, use of modern marketing tools, e-commerce partnerships, and digital sales channel expansion.		
Brand & Reputation Risks	Quality lapses, counterfeiting, or design plagiarism can harm the company's reputation. Any negative publicity or product recall can disproportionately impact growth as a premium market player.	Strict quality control, legal protection for IP/designs, brand building efforts, and customer service focus.		
Human Resource Risks	Dependence on skilled designers, production staff, and management. Attrition, talent shortages, or disputes may hamper growth and product innovation.	Attractive employee programs, ongoing skill development, succession planning, and favorable working conditions.		
Legal & Litigation Risks	Potential exposure to litigation involving contracts, intellectual property, employment, taxation, or third-party claims. Any adverse outcome could impact financials or business continuity.	Active legal review of contracts, insurance cover, prompt dispute resolution, and robust documentation practices.		
External Environmental Risks	Uncertainties arising from pandemics, natural disasters, and geopolitical events that may disrupt supply chain, demand, or operations.	Business continuity planning, diversified logistics, and scenario-based risk assessments.		

#### MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

At Signoria Creation Limited, employees are recognized as the most valuable asset and central to the company's ongoing success. Human capital is viewed as the core business driver, shaping not just operational excellence, but also the very soul and competitive edge of the organization to achieve sustainable growth. The company's culture is anchored in fostering a strong people-centric environment, where every colleague regardless of hierarchy is integral to the overall growth strategy and empowered to make business decisions. Signoria Creation is committed to supporting its people far beyond conventional compensation, offering best-in-class learning, robust career advancement, and rich developmental opportunities. Talent care and development, empowerment and participative decision-making, along with an emphasis on innovation, agility, and digital transformation, are the foundational principles of this approach. The organization acknowledges that internal selection and structured succession planning are crucial for its long-term viability, corporate culture continuity, and the advancement of its knowledge base. As a result, internal talent is continuously groomed for future leadership and greater responsibilities, fueling both retention and ambition. As of 31st March, 2025, the company proudly reports 26 permanent employees on its payroll.

#### **INFORMATION & TECHNOLOGY**

Driven by its continuous pursuit of growth and operational excellence, Signoria Creation Limited consistently upgrades and fortifies its information technology backbone. The company's commitment to expansion is reflected in the ongoing modernization of its digital infrastructure, ensuring that technology remains a key enabler of business efficiency and innovation. All core systems and processes across the organization have been seamlessly unified and customized through the deployment of robust, integrated software platforms. This harmonized IT environment enhances real-time data access, supports agile decision-making, and strengthens process controls providing a solid foundation for scalability and sustained competitive advantage as the company evolves.

#### **CAUTIONARY STATEMENT**

Statements in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability, changes in Government regulations, tax regimes, economic developments within India and other factors such as litigation and industrial relations. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements on the basis of any subsequent developments, information or events.





#### INDEPENDENT AUDITOR'S REPORT

To,
The Members,
Signoria Creation Limited
(Formerly Known as Signoria Creation Private Limited)
Jaipur

### Report on the Audit of the Financial Statements

We have audited the accompanying Financial Statements of SIGNORIA CREATION LIMITED (Formerly Known as Signoria Creation Private Limited) which comprise the Balance Sheet as at 31st March 2025, the statement of Profit and Loss, Statement of cash flow for the year then ended and a summary of the 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, the aforesaid financial statements give the information required by the Companies Act, 2013 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, 2025, and its Profit, statement of cash flow for the year ended on that date.

#### Basis for Opinion

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

#### **Key Audit Matters**

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

# Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

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

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



### Auditor's Responsibilities for the Audit of the Financial Statements

Our objective is 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.



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 to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of accounts 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 & Loss, Statement of Cash Flow dealt with by this report agree with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014 and as amended time to time.
- e) On the basis of written representations received from the taken-on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company, and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company does not have any pending litigations which would impact its financial position
  - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company
  - iv. Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts
    - a) No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - b) No funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.

Based on such audit procedures we have considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

- v. No dividend declared or paid during the year.
- vi. Based on our examination, which included test checks, the Company has not used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility. But, As per the management's discussion, the audit trail (edit log) will be implemented and utilized in the upcoming year

For Vinod Singhal & Co. LLP

Chartered Accountants FRN-005826C/400276

CA Manish Khandelwal

0058267

Partner Ped Accord
Date: May 16, 2025

Place: Jaipur

UDIN- 25425013BMJNRL9367

"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of SIGNORIA CREATION LIMITED:

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 SIGNORIA CREATION LIMITED (Formerly Known as Signoria Creation Private Limited) ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 judgement, 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:

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

#### Opinion

In our opinion, to the best our information and according to the explanation given to us the Company has , in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over Financial Reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note on Audit of internal Financial Controls Over Financial Reporting issued by the Chartered Accountants of India.

For Vined Singhal & Co. LLP

Chartered Accountants FRN-005826C/400276

005826C/ C400276

CA Manish Khandelwal

Partner

Date: May . 16,2025

Place: Jaipur

UDIN- 25425013BMJNRL9367

## "ANNEXURE-A" TO THE INDEPENDENT AUDITORS' REPORT

ANNEXURE REFERED TO IN PARAGRAPH 6th OF OUR REPORT EVEN DATE ON THE ACCOUNTS OF SIGNORIA CREATION LIMITED (Formerly Known as Signoria Creation Private Limited) FOR THE YEAR ENDED ON 31st MARCH, 2025

(i)	(a)	A. Whether the company is maintaining proper records showing full particulars, including quantitative detail and situation of Property, Plant and Equipment.	AS PER REPRESENTATION GIVEN BY MANAGNEMENT, THE COMPANY HAS MAINTAINED PROPER RECORDS SHOWING FULL PARTICULARS, INCLUDING QUANTITATIVE DETAILS AND SITUATION OF PROPERTY, PLANT AND EQUIPMENT IN COMPUTERISED SYSTEM.
		B. Whether the company is maintaining proper records showing full particulars of Intangible Assets.	AS PER REPRESENTATION GIVEN BY MANAGNEMENT, THE COMPANY IS MAINTAINING PROPER RECORDS SHOWING FULL PARTICULARS OF INTANGIBLE ASSETS IN COMPUTERISED SYSTEM.
	(b)	Whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed in such verification and if so, whether the same have been properly dealt with in the books of accounts;	YES, AS PER REPRESENTATION GIVEN BY MANAGNEMENT, THE MANAGEMENT HAS PHYSICALLY VERIFIED THE PROPERTY PLANT AND EQUIPMENT AT REASONABLE INTERVALS AND NO DISCREPANCIES WERE OBSERVED
	(c)	Whether title deeds of immovable properties are held in the name of the company. If not, provide details thereof.	YES,
	(d)	Whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer.  specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of	NO, COMPANY HAS NOT REVALUED ITS PROPERTY, PLANT AND EQUIPMENT (INCLUDING RIGHT OF USE ASSETS) OR INTANGIBLE ASSETS OR BOTH DURING THE YEAR
	(e)	Property, Plant and Equipment or intangible assets;  Whether any 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 thereunder, if so, whether the company has appropriately disclosed the details in its financial statements.	NO, AS PER REPRESENTATION GIVEN BY MANAGNEMENT ANY OF PROCEEDINGS HAVE BEEN INITIATED OR ARE PENDING AGAINST THE COMPANY FOR HOLDING ANY BENAMI PROPERTY UNDER THE BENAMI TRANSACTIONS (PROHIBITION) ACT, 1988.
(ii)	(a)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account.	YES, AS PER REPRESENTATION GIVEN BY MANAGNEMENT, PHYSICAL VERIFICATION OF INVENTORY HAS BEEN CONDUCTED AT REASONABLE INTERVALS BY THE MANAGEMENT AND THE COVERAGE AND PROCEDURE OF SUCH VERIFICATION BY THE MANAGEMENT IS APPROPRIATE. NO DISCREPANCIES WERE NOTICED BY MANAGEMENT.

investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so,  (a) Whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-  A. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;  B. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.  (b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;  (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (c) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of extended or fresh loans granted to settle the overdue of extended or fresh loans granted to settle the overdue of extended or fresh loans granted to settle the overdue of extended or fresh loans granted to settle the overdue of extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the na		(b)	Whether during any point of time of the year, the companhas been sanctioned working capital limits in excess of fiverore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, inot, give details;	SANCTIONED WORKING CAPITAL LIMITS IN EXCESS OF FIVE CRORE RUPEES, IN AGGREGATE, FROM BANKS OR FINANCIAL INSTITUTIONS ON THE BASIS OF SECURITY OF CURRENT ASSETS AND AS PER REPRESENTATION GIVEN BY MANAGNEMENT, THE QUARTERLY RETURNS OR STATEMENTS FILED BY THE COMPANY WITH SUCH BANKS OR FINANCIAL INSTITUTIONS ARE IN AGREEMENT WITH THE BOOKS OF
guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-  A. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;  B. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.  (b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;  (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]	111)		granted any loans or advances in the nature of loans, secured or unsecured, to companies firms Limited	N.A.
outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;  B. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.  (b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;  (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in N.A.		(a)	guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give	
to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.  (b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;  (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]			outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and	
whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;  (c) In respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (c) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either repayable on domond an writh the nature of loans either the company has a loan and the process and the			outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint	
whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;  (d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans either repayable on demand or without the require of loans either repayable on demand or without the require of loans either repayable on demand or without the requirement of loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]		(b)	whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's	No.
(d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;  (e) Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans either repayable on demand or without	(		whether the schedule of repayment of principal and payment of interest has been stipulated and whether the	N.A.
Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]  (f) Whether the company has granted any loans or advances in the nature of loans either repayable on demand or without N.A.	(	(d)	If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal	N.A.
the nature of loans either renavable on demand or without		e) .	Whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]	NO.
FRN:	(f		the nature of loans either repayable on demand or without	IN COL

		relat	ed partie	CEGIC AIIIO	IIIII OI IOOM	Lateram DI	the total loans to Promoters ection 2 of the	· ·	
(iv)	*****	ource p	CITOTOTO	ns, invest of section nplied with	IXS and IX	in at the C	and security ompanies Act s thereof.	y N.A.	
(v)	In respect of deposits accepted by the company or amount which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provision of the Act and the rules framed there under, where applicable have been complied with, if not the nature of contraventions should be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal whether the same has been complied with or not.						d ACCEPTED ANY DEPOSIT FROM THE PUBLIC DURING THE YEAR.		
(vi)	Cent Act,	re mai tral Go	ntenance vernment such a	of cost re t under su	cords has b-section (	been prese	cribed by the on 148 of the n made and		
(vii)	(a)	When statu proving sales value approof out finant mont indicate status and the sales where the sales with the s	ther the catery du dent fur cater, ser e added to priate autstandin cial year hs from ated;	ies included, employed vice tax, cax, cax, cax and uthorities and g statutory concerned the date	ing Goods ees' state duty of cu d any othe nd if not, t dues as d for a pe they beca	s and Seinsurance, stoms, duer statutory he extent con the las riod of mounte payab	g undisputed ervices Tax, income-tax, ty of excise, dues to the of the arrears t day of the ore than six de, shall be	EXPLANATION GIVEN TO US THERE IS NO STATUTORY DUE	
	(b)	amou	ints involute me	ved and th	ount of a e forum wh a mere r	ny disput nere disput epresentat	(a) have not e, then the e is pending ion to the a dispute);	N.A.	
(viii)	the t 1961) prope	ax ass ), if so, erly rec	urrender essments whether orded in	ed or disclost under the the previous the books of the bo	osed as inco e Income usly unreco of account d	ome during Tax Act, orded incorduring the	s of account g the year in 1961 (43 of me has been year;	N.A.	
(ix)	whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender, if yes, the period and the amount of default to be reported as per the format below:-				NO, ACCORDING TO THE INFORMATION AND EXPLANATION GIVEN TO US AND BASED ON OUR EXAMINATION OF RECORDS OF THE COMPANY, THERE ARE NO				
	borre inclu debt	ore of owing ading rities	Name of lender	Amount not paid on due date	Whether principa l or interest	No. of days delay or unpaid		DEFAULTS IN REPAYMENT OF LOANS OR OTHER BORROWINGS OR IN THE PAYMENT OF INTEREST THEREON TO ANY LENDER DURING THE YEAR	
			-				JAIF	OZ76 PUR ACCOUNTER	

(x)	(a)	further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	COMPANY DURING THE YEAR
	(b)	Whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance;	COMPANY
(xi)	(a)	Whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated;	AS PER THE MANAGEMENT, THERE IS NO SUCH CASE AS ON THE DATE OF BALANCE SHEET.
	(b)	whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;	NO SUCH CASE FOUND IN THE COMPANY
	(c)	whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;	WHISTLE BLOWER MECHANISM NOT APPLICABLE IN THIS COMPANY
(xii)	(a)	Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability;	COMPANY
	(b)	Whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	NOT APPLICABLE
	(c)	Whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof	
(xiii)	appl		ACCORDING TO THE INFORMATION AND EXPLANATIONS GIVEN TO US AND BASED ON OUR EXAMINATION OF THE RECORDS OF THE COMPANY, TRANSACTIONS WITH THE RELATED PARTIES ARE IN COMPLIANCE WITH SECTIONS 177 AND 188 OF THE ACT WHERE APPLICABLE AND DETAILS OF SUCH TRANSCATION IN THE FINANCIAL STATEMENTS HAVE BEEN DISCLOSED AS REQUIRED BY THE APPLICABLE ACCOUNTING STANDARDS.
xiv)	(a)	commensurate with the size and nature of its business;	As per Management company having any internal audit system commensurate with the size and nature of business.
	(b)	What have the second of the se	YES
			FRN: OCYR26C/ G400276 JAIPUR JAIPUR JAIPUR JAIPUR JAIPUR

(xv)	so	hether the company has entered into any non- cash ansactions with directors or persons connected with him and if , whether provisions of section 192 of Companies Act, 2013 we been complied with.	1110
(xvi)	(a)	Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and if so, whether the registration has been obtained;	TO DE DESCRIPTION
	(b)	Whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;	COMPANY HAS NOT CONDUCTED ANY NON-BANKING FINANCIAL OR HOUSING FINANCE ACTIVITIES WITHOUT A VALID CERTIFICATE OF REGISTRATION (CoR).
-	(c)	Whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfill the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfill such criteria;	THE COMPANY IS NOT A CORE INVESTMENT COMPANY (CIC)
	(d)	Whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group.	NOT APPLICABLE
(xvii)	the	ether the company has incurred cash losses in the financial r and in the immediately preceding financial year, if so, state amount of cash losses;	COMPANY HAS NOT INCURRED CASH LOSSES IN THE FINANCIAL YEAR AND IN THE IMMEDIATELY PRECEDING FINANCIAL YEAR
(xviii)	con	ether there has been any resignation of the statutory auditors ing the year, if so, whether the auditor has taken into sideration the issues, objections or concerns raised by the going auditors;	No
(xix)	othe aud plan unc- com	er information accompanying the financial liabilities, it information accompanying the financial statements, the itor's knowledge of the Board of Directors and management its, whether the auditor is of the opinion that no material ertainty exists as on the date of the audit report that pany is able of meeting its liabilities existing at the date of balance	IN OUR KNOWLEDGE THERE ARE NO MATERIAL UNCERTAINTY EXISTS AS ON THE DATE OF THE AUDIT REPORT ABOUT COMPANY ABILITY TO MEET ITS LIABILITY.
(xx)	the i	company has transferred unspent amount to a Fund	Any unspend money is not coming in the books of accounts, so this clause is not applicable.
	(b)	Whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.	SINGHAIA CO
			FRN: 005826C/ C400276 JAIPUR OFRICA ACCOUNTS

(xxi)

Whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks.

THERE ARE NO ANY QUALIFICATIONS OR ADVERSE REMARKS BY THE RESPECTIVE AUDITORS IN THE COMPANIES (AUDITOR'S REPORT) (CARO) REPORTS OF THE COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS BECAUSE CLAUSE IS NOT APPLICABLE IN THIS CASE.

For VINOD SINGHAL & CO LLP CHARTERED ACCOUNTANTS Registration No. 005826C/C400276

MANISH KHANDELWAL

FRN: 005826C/ C400278

Partner

Membership No.: 425013

Date-May 16, 2025

Place: - Jaipur

UDIN: - 25425013BMJNRL9367

#### SIGNORIA CREATION LIMITED

Formerly Known as SIGNORIA CREATION PRIVATE LIMITED

(L18209RJ2019PLC066461) Balance Sheet as at 31st March, 2025

Particulars	Note No	31-Mar-25	31-Mar-24
		Rs.In Lakhs	Rs.In Lakhs
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	3	475.80	475.8
(b) Reserves and Surplus	4	1,455.32	1,153.4
(c) Money received against share warrants			-
(2) Share application money pending allotment			
(3) Non-Current Liabilities			
(a) Long-term borrowings	5	538.55	607.6
(b) Deferred tax liabilities (Net)		666.56	007.0
(c) Other Long Term Liabilities			
(d) Long-Term Provisions		-	- :
(4) Current Liabilities			
(a) Short-term borrowings	6	801.80	403.3
(b) Trade payables	7	501.50	100.0
- Total outstanding dues of micro enterprises and small enterprises		799.99	61.5
- Total outstanding dues of creditors other than micro enterprises and small		133.33	01.0
enterprises		93.67	266.4
(c) Other current liabilities	8	129.54	151.60
(d) Short-Term Provisions		125.01	101.00
Total		4,294.68	3,119.9
II.Assets			
1) Non-current assets			
(a) Property, Plant and Equipment and Intangiable Assets			
(i) Property, Plant and Equipment	9	1,437.29	703.5
(ii) Intangible assets	9	0.11	0.1
(iii) Capital Work-in-progress	9	*	523.3
(iv) Intangible assets under development			02010
(b) Non-current investments	10	20.52	41.6
(c) Deferred tax assets (Net)	11	2.28	1.9
(d) Long-term loans and advances		2.20	1.5
(e) Other non-current assets	12	10.42	9.73
2) Current assets		20.12	5.11
(a) Current Investments			
(b) Inventories	13	1,249.91	407.9
(c) Trade receivables	14	1,480.60	1,178.6
(d) Cash and Cash Equivalents	15	7.27	1,178.0
(e) Short-term loans and advances	16	3.72	60.8
(f) Other current assets	17	82.55	179.29
Total		4,294.68	3,119.94
Notes to Accounts & Summary of Significant Accounting Policies	1 & 2	4,454.68	3,119.9

The accompanying notes are the integral part of the financial statements

ERN:

005826

For VINOD SINGHAL & CO LLP Chartered Accountants

FRN-005826C/C4003765

MANISH KHANDELWÂL

Partner

Mem. No. 425013

Dated: 16:05 - 2015

UDIN 15425013 BMJNRL9367
Place: Jaipur

(0.00)

0.00

For and on behalf of the Board For SIGNORIA CREATION LIMITED

VASUDEV AGARWAL Managing Director Din: 00178146

SANJAY KUMAR SAXENA Chief Financial Officer PAN:- AAEPS6017J

MOHIT AGARWAL Director (Din: 07501010)

PRIVANSHLAGRAWAL Company Secretary PAN:-COOPA5245M

#### SIGNORIA CREATION LIMITED

Formerly Known as SIGNORIA CREATION PRIVATE LIMITED (L18209RJ2019PLC066461)

Profit and Loss statement for the period ending 31st March, 2025

1	Particulars	Note No	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
7		18	2,718.98	1,954.31
	Revenue from Operations	19	3.04	2.50
II.	Other Income	19	2,722.02	1,956.81
II.	Total Income (I +II)	-	2,122.02	
V.	Expenses:	20	2,188.06	1,325.79
	Cost of materials consumed	21	(377.90)	(23.55)
	Change in Inventory of Finished Goods	22	235.37	150.66
1	Employee benefit expenses	23	80.65	63.13
ı	Finance costs	24	42.66	11.02
	Depreciation and amortization expenses	25	147.16	99.89
	Other expenses Total Expenses (IV)		2,316.00	1,626.94
V.	Profit before exceptional and extraordinary items and tax (III - IV)		406.02	329.87
VI.	Exceptional Items			-
VII.	Profit before extraordinary items and tax (V - VI)		406.02	329.87
VIII.	Extraordinary Items			
IX.	Profit before tax (VII - VIII)		406.02	329.87
X.	Tax expense:			88.80
	(1) Current tax		104.50	
	(2) Deferred tax		(0.32)	0.21
XI.	Profit/(Loss) from the perid from continuing operations (VII - VIII)		301.85	240.86
XII.	Profit/(Loss) from discontinuing operations			
XIII	Tax expense of discounting operations			
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)			
	Profit/(Loss) for the period (XI + XIV)		301.85	240.86
XVI	Earning per equity share:		6.24	28.66
	(1) Basic		6.34 6.34	28.66
	(2) Diluted	1 8 2	0.34	28.00

Notes to Accounts & Summary of significant accounting policies

As per our report of even date

For VINOD SINGHAL & CO LLP Chartered Accountants

FRN-005826C/C400276

MANISH KHANDELWAL
Partner

Mem. No. 425013

Dated: 16.05.2025

UDIN- 25425013BMSNRL4367

Place: Jaipur

1 & 2

VASUDEV AGARWAL Managing Director Din: 00178146

SANJAY KUMAR SAXENA Chief Financial Officer PAN:- AAEPS6017J For and on behalf of the Board
For SIGNORIA CREATION LIMITED

MOHIT AGARWAL Director (Din: 07501010)

PRIVANSHI AGRAWAL Company Secretary PAN:-COOPA5245M

#### SIGNORIA CREATION LIMITED (Formerly Known as SIGNORIA CREATION PRIVATE LIMITED) (CIN: L18209RJ2019PLC066461)

Notes to Financial Statements for the year ended 31st March 2025

#### Note No. 3 Share Capital

Particulars	31-Mar-25	31-Mar-24
Part of a control of the control of	Rs. In Lakhs	Rs. In Lakhs
Equity Shere Capital		
Authorised Share capital		
5500000 Equity Shares of Rs 10 each	550.00	FF0.00
Issued, subscribed & fully paid share capital	330.00	550.00
4758000 Equity Shares of Rs 10 each	475.80	475.80
Total	475.80	475.80

Equity Shares		March, 2025	As at 31st Marc	h. 2024
	Number of Shares	Rs. In Lakhs	Number of Shares	Rs. In Lakhs
At the beginning of the period	47.58	475.80	11.10	111.00
Issued /(Buyback)) during the period			36.48	61.00
Outstanding at the end of the period	47.58	475.80	47.58	172.00

(b) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder		1st March, 2025	As at 31st Mar	ch. 2024
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs. 10/- each fully paidup				
Babita Agarwal	8.66	18.20		
Vasudev Agarwal			8.66	
Mohit Agarwal	8.66	18.20	8.66	18.20
	7.99	16.80	7.99	16.80
Kritika Chachan	7.99	16.80	7.99	
VM Portfolio Pvt Ltd	3.38	7.10		
TOTAL			2.68	5.63
TOTAL	36.68	77.09	35.98	75.62

IN the FY 2023-24, the company has increased its Authorised share capital from Rs 150 Lakhs to Rs 550 Lakhs.

The Company has only one class of share referred to as Equity Shares having a par value of Rs. 10/- each. Each holder of Equity Shares is entitled to one vote per share. Dividend on such shares is payable in proportion to the paid up amount. Dividend (if any) recommended by board of directors (other than interim dividend) is subject to approval of the shareholders in the ensuing Annual General Meeting.

The Company Issue Ponus share in the Ratio of 2:1 on 10.10.2023 from out of Security Premium and Profits

In the event of winding up of the company, the holder of Equity Shares will be entitled to receive any of the remaining assets of the company after all preferential amounts and external liabilities are paid in full. However, no such preferential amount exists currently. The distribution of such remaining assets will be on the basis of number of Equity Shares held and the amount paid up on such shares. Company has not made buy back of any shares from the date of Incorporation.

(c) Details of shareholders holding by promotors in the company at the end of the year

Shares held by promoters as at 31.03.2025

	Shares held by promoters	at the end of the year		End of Previous Year		% Change during
Sr. no.	Promoter Name	No. of Shares	% of total Shares	No. of Shares	% of total Shares	the year.
1	Babita Agarwal	8.66	18.20%			0.00%
2	Vasudev Agarwal	8.66	18.20%		18.20%	
3	Mohit Agarwal	7.99	16.80%	5.00		
4	Kritika Chachan	7.99	16.80%		16.80%	
	Total	33.30	69.99%		16.80% 69.99%	

Nove No. 4- Reserve & Surphus

Particular	31-Mar-25	31-Mar-24
	Rs. In Lakhs	Rs. In Lakhs
Security Premium		
Balance as per last financial Statements	642.71	140.30
Add: Amount Received During the Year	0.2.71	785.40
Less:- Appropriation for issue of Bonus Share		
Less:- Appropriation for Preliminary Expenses of IPO		140.30
Total (A)	642.71	142.69
(-)	042.71	642.71
Surplus/(Deficit) i.e. Balance as per P & L account		
Balance as per last financial Statements	500.47	
Add: amount transferred statement of profit & loss	592.47	351.61
Less:- Appropriation for issue of Bonus Share	301.85	240.86
	81.70	81.70
Total(B)	812.61	510.77
Grand Total (A+B)	1,455.32	1,153.47

Note No. 5- Long Term Borrowings

Particulars	31-Mar-25	31-Mar-24
Secured-	Rs. In Lakhs	Rs. In Lakhs
HDFC Bank Term Loan 7963 HDFC Bank Term Loan 7933	339.62 198,94	410.12
Total	538.55	197.53

FRN: 0058260

Pered Accounts

# SIGNORIA CREATION LIMITED (Formerly Known as SIGNORIA CREATION PRUNTE LIMITED) (CIN . I. ISZOSKIZO) SPLCOS66451). Notes to Financial Statements for the year ended 31st March 2025

California Security / Other Condition	Collisteral Security / Other Condition	A bewell on Term lann to be Served during the Moortonium     Or the Disage.     Period.     A before for the control of t	It is interest on Yerm lean to be sterred during the Moustellum Preside.  2. Be further Enhancement Materials relative Transcort of the Years, the Xeou Labor remote of the Years Transcort of the Xeou Labor to the Years of
Security / Principal terms and candillons	Security / Principal terms and conditions	This charge by way of Equation being an income of 60°C of the Dect, Machinery, Equament, both given, accessorement of all their sents of the both charge and of the sents of the both and of the both of the sents of the both and the sents of the both and the sents of the sequent of the proposed to the sequent of	First chapp by way of Equation lacopage in lector of ACC of the Plant, Markey J. Equations Lock-sports, accessions and all other senses of the business which have been proposed to be appeared under the propolation
	Repayment Terms	BO Mowthly EMI	68 Monthly e.M.:
	Rate of Intervat/Margin	MC lich 0	at ad 2
	Outstanding to un 3 fet	409.30 Leichs.	253.51 Ladva.
	Lon	500 Lairs	900 caura
	Nature of Facility	Property Loses for Establishing of manufactions until a Pay No.11.74, RIICO incustrial Area manuscover Japon 207020	Property Loon for it stabilished of matudetarray and R Park Vehi 17.4 RICO Inackes American commerce mature 2000000
	Lander	HDFC Bank	HENC BANK
	She		

Particulars	31-Mar-26	31-Mar-24
	Re. In Lakha	Ra. In Lakha
Secured.		
Bank OD Limit		
HDPC BANK A/C NO. 50200082655984	672.21	291.77
PNB Car Loan	•	4.48
HDFC BANK Credit Card No 8155	60'0	1.25
HDPC BANK Card NO. 4421 45XX XXXX 7925	2.09	
HDPC BANK Card No. 4421 45XX XXXX 911,	1.32	
Current Maturity of foug term Borrowing		
KDPC Bank Term Loan 7963	89.69	61.23
HDPC Bank Term Loan 7933	54.58	44.58
Unactured. Loans from , Directors, Members, Related Parties, & Inter Corporate Deposit		
Babita Aranval	1.83	
Total	801.80	403.30

Callateral Security / Other Condition	Collisional Society / Other Combition	1. The Borrower shall salout stock statement every month.	2
Recraticy / Principal terms and canditions	Security / Principal terms and conditions	1 Phrinary security on Stock and Exact Debts 2 visitory of Serroton, 12 security.	1. Repaid During the Year
	Repayment Terms	9 That 3.M Murph Affe on Debugs (Repopulates on Demand 15% on Sach	04 Months with EMI of Ra 10754 00
	Hate of Interest/Margin	9 Thit 3M Murph 30% on Debters 15% on Seet.	7.55%
	Outstanding as on 31st Rate of Interest?Margin	77.21 Lake	۰
	Los	469 Laha	7 Lasts
	Nature of Facility	૪	One Loans
	Londer	IDFC Bank	PASS BETA
	EPs.		



#### SIGNORIA CREATION LIMITED (Formerly Known as SIGNORIA CREATION PRIVATE LIMITED) (CIN: L18209RJ2019PLC066461)

Notes to Financial Statements for the year ended 31st March 2025

Particulars	31-Mar-25	31-Mar-24	
	Rs. In Lakhs	Rs. In Lakhs	
Trade Payables	893.66	328.07	
Total	893.66	328.07	

Ageing of Trade Payables as at 31st March 2025

Particulars	Outstanding for the following periods from due date of payment					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total	
(i) MSME	799.99			-	799.99	
(ii) Others	22.25	71.41	_	-	93.67	
(iii)Disputed dues - MSME		-	-		20101	
(iv)Disputed dues - others						
Subtotal	822.25	71.41			893.66	
MSME Undue Others-Undue						
Total	822.25	71.41			893.66	

Particulars	Outstanding for the follo	Outstanding for the following periods from due date of payment					
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total		
i) MSME	61.58	-			61.58		
ii) Others	264.26	2.23			266.49		
iii)Disputed dues - MSME							
iv)Disputed dues - others							
Subtotal	. 325.84	2.23			328.07		
MSME Undue Others-Undue		-	•		-		
Total	325,84	2.23			328.07		

#### Note: Micro and Small Enterprises

- 1. Trade Payables as on 31st March 2025 & March 2024 has been taken as certified by the management of the company.

  2. As per explanation given by management of the company, there is policy for Payment to creditors in 90days. Therefore no provision for Interest made under the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars		31-Mar-25	31-Mar-24
		Rs. In Lakhs	Rs. In Lakhs
Statutory Payables			
Provision for Tax F.Y. 2023-24			88.49
Provision for Current Year Tax	104.50		
Less TDS/TCS Receivable	1.35	103.14	
GST Payable		0.59	0.84
TDS/TCS Payable		5.44	35.16
ESI / PF Payable		1.20	0.63
Other Payables			0.00
Advance Received from Customer		0.56	3.86
Expense Payable Including Provision		15.92	19.82
Audit Fees Payable		2.70	2.85
Total		129.54	151.66

Note No 10-Non Current Investment

Particulars		31-Mar-25	31-Mar-24	
		Rs. In Lakhs	Rs. In Lakhs	
Security Deposits				
Long Term Fixed Deposits (Including Accrus	ed Interest)	20.52	41.67	
Total	al	20.52	41.67	

Particulars	31-Mar-25	31-Mar-24
	Rs. In Lakhs	Rs. In Lakhs
Closing WDV as per 1.T.Act	1,444.21	1,234,93
Closing WDV as per Co. Act *	1,437.40	1,227.12
Authorization capital fees	2.28	
Difference	6.81	7.81
Tax Rate	25.17%	25.17%
Total Deferred Tax Liability	2.29	1.97

Note No. 12 Other non current gasets

Particulare	31-Mar-25	31-Mar-24	
	Rs. In Lakhs	Rs. In Lakhs	
Security Deposits			
Unsecured, considered good			
Security (JVVNL for H1-74)	0.94	0.24	
National Stock Exchange of India Limited SECURITY D	9.28	9.28	
Security Deposited (CDSL)	0.10	0.10	
Security Deposited (NSDL)	0.10	0.10	
Total	10.42	9.72	

Particulars	31-Mar-25	31-Mar-24
	Rs. In Lakhs	Rs. In Lakhs
At lower of Cost and Net Realizable Value)		
- Raw Material	557.02	92.93
- Work-in-progress	311.92	197.00
- Finished Goods	380.97	118.00
Total	1,249.91	407.93

Inventories of Finished goods are valued at lower of cost and net realizable value. Cost comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost formula used is FIFO.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make the sale, inventories of Raw-material are valued at cost. Work-in-progress is the total cost of all unfinished goods in process. It's every cost associated with every stage of production, including raw materials, overheads and labour costs directly attributed. SINGHAL

\* VINOD

FRN: 005826

JAIPU. C400276

# SIGNORIA CREATION LIMITED (Formerly Known as SIGNORIA CREATION PRIVATE LIMITED) (CIN: L18209RJ2019PLC066461) Notes to Financial Statements for the year ended 31st March 2025

Note No. 14 Trade Receivables	31-Mar-25	31-Mar-24 Rs. In Lakhs - 1,178.68	
Particulars	Rs. In Lakhs		
a) Secured, Considered good b) Unsecured, Considered good	1,480.60		
C) Unsecured, Considered Doubtful			
Total	1,480.60	1,178.68	

Outstanding for following periods from due date of payment	Undisputed Trade Receivables- Considered good	Undisputed Trade Receivables- Considered doubtful	Disputed Trade Receivables-Considered good	Disputed Trade Receivables- Considered doubtful
Less than 6 Months	1,408.77	-	•	
6 Months-1 Year	-		•	•
1-2 Years	63.18	- 1		
2-3 Years	8.65			
More than 3 Years		-	-	
Total	1,480.60			

Outstanding for following periods from due date of payment	Undisputed Trade Receivables- Considered good	Undisputed Trade Receivables- Considered doubtful	Disputed Trade Receivables-Considered good	Disputed Trade Receivables- Considered doubtful
Less than 6 Months	633.66			
6 Months-1 Year	53.18		-	
1-2 Years	487.78	• 1		•
2-3 Years	3.97	•		
More than 3 Years	-		-	
Total	1,178.59		-	

Particulars	31-Mar-25	31-Mar-24 Rs. In Lakhs
	Rs. In Lakhs	
Balances		
-Cash on Hand	7.27	0.92
- Balances with Banks		11.82
Total	7.27	12.74

Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
Unsecured, considered good		
Girraj Temani Loan	3.72	10.47
To related party		
Vasudev Agarwal		5.27
Mohit Agarwal		2.47
Neha Garg		42.62
Total	3.72	60.83

Particulars	31-Mar-25	31-Mar-24
	Rs. In Lakhs	Rs. In Lakhs
Other Assets		
Advance to General Creditors	47.19	160.56
Advances to Staff	2.05	1.60
Balance with Revenue Authorities		
GST Input	32.23	12.59
Prepaid Insurance	1.08	0.94
Rent	-	3.60
Total	82.55	179.29

Particulars	31-Mar-25	31-Mar-24 Rs. In Lakhs
	Rs. In Lakhs	
Revenue from Operations		
- Sale of Products	2,632.41	1,250.55
- Sales to Related Parties	86.57	703.76
Total	2,718.98	1,954.31

Particulars		31-Mar-25	31-Mar-24
Particulars	200	Rs. In Lakhs	Rs. In Lakhs
Discount & Other Income		1.28	0.89
Interest Income	MGHALD	1.77	1.60
Total	(6)	3.04	2.50

rered Acco

# SIGNORIA CREATION LIMITED (Formerly Known as SIGNORIA CREATION PRIVATE LIMITED) (CIN: L18209RJ2019PLC066461) Notes to Financial Statements for the year ended 31st March 2025

Note No. 20 Cost of materials consumed Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
Materials Purchased	2,213.15	599.86
Purchases from Related Parties	144.71	312.74
Direct Expenses**	294.29	411.04
Less:-Closing Stock	557.02	92.93
Total	2,188.06	1,325.79

**Details of Direct Expenses Particulars	31-Mar-25	31-Mar-24
	Rs. In Lakhs	Rs. In Lakhs
Dying and Dry cleaning	54.94	166.06
Electricity Charges	20.39	9.78
Finishing & Packing	43.22	26.87
Hand Work & JOB Work	88.62	44.70
Kurti Stitching & Cutting	48.39	106.74
Other Manufacturing Expenses	38.72	56.88
Total	294.29	411.04

Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
Work-in-progress	197.00	194.40
Finish Goods	118.00	97.05
Inventories at the end of the Year		
Work-in-progress	311.92	197.00
Finish Goods	380.97	118.00
Total	(377.90)	(23.55

Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
Salary to Director Relatives	6.00	21.00
Director Remuneration	84.00	34.20
Staff Weifare	25.51	1.87
ESI & PF EMPLOYER'S CONTRIBUTION	4.91	3.68
Total	235.37	150.66

Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
To Directors	1.50	25.41
To Bank		
On CC	51.20	31.55
On Other Loans & Other Charges	27.95	6.18
Total	80.65	63.13

Particulars	31-Mar-25 Rs. In Lakhs	31-Mar-24 Rs. In Lakhs
Total	42.66	11.02

Particulars	31-Mar-25	31-Mar-24 Rs. In Lakhs
	Rs. In Lakhs	
Advertisement & Promotion Expenses	23.82	16.00
Audit fees	3.00	2.50
Brokerage Expenses	7.64	24.65
Courier & Postage	3.62	2.67
Exibition Charges	4.05	2.50
Insurance Charges	1.54	0.49
Interest on Income Tax	9.76	13.21
Legal & Professional Expenses	34.65	4.05
Office & Misc Exp	52.75	29.58
Printing & Stationary Expenses	1.19	0.67
Travelling Expenses	5.13	3.57
Total	147,16	99.89

Payment to Auditors Particulars	R 31-Mar-25	31-Mar-24
1 at tious a	Rs. In Lakis	Rs. In Lakhs
As Auditor	10.1	
- Audit Fees	3.00	2.50
As per our report of even date p	For a	and on behalf of the Board
For VINOD SINGHAL & COLLP	For SIGNO	RIA CREATION LIMITED
Chartered Accountants	The Butter	Liz
FRN-005826C/C400276	Marien 155	
1 < 1 A SAME	VASUDEV AGARWAL	MOHIT AGARWAL
FRN:	Managing Director	Director
MANISH RHANDELWAL	Din: 00178146	(Din: 07501010)
Partner		18.
Mem. No. 425013 AIPUR	J 180	MAN.
Dutadi IA 200 02	BANJAY KUMAR SAXENA	PRIYANSHI AGRAWAL
UDIN- 254 SQAGG M JN RL 9367	Chief Financial Officer	Company Secretary
Place: Jaipur	PAN:- AAEPS6017J	PAN:-COOPA5245M

# SIGNORIA CREATION LIMITED Formerly Known as SIGNORIA CREATION PRIVATE LIMITED Property, Plant and Equipment and Intengiable Assets Chart (Chart as Per Companies Act) as on 31st March 2025

Rs. In Lakhs

Note No. 9

				GRO	GROSS BLOCK				DEPRECIATION		NEI BLOCK	WOOD I
N No.	Particulars	As on 01.04.2024	Addition	Deletion	Acquistion through Business Combination	Revaluat	Revaluat As on 31.03,2025 ion	Up to 31.03.2024	For the year	Total	AS ON 31.03.2025 AS ON 31.03.2024	AS ON 31.03.2024
+	Sadi irvia dina adi rimana isa	20 34	18.76				39.10	12.40	3.44	15.83	23.27	7.94
+	FUNITIONE AND FIXTURES	26.30	777				44.07	17.11	4.03	21.14	22.93	19.21
+	PLANI & MACHINERI	72.00	2.0				5.01	134	0.63	1.97	3.04	1.23
C	ELECTRICAL EQUIPMENT	75.37	7.73					20.0	020	11.7	1 67	9.49
Q	MOTOR VEHICLES	77.7				,	7.77	5.35	0.70	0.11	1.07	27.7
Œ	COMPLITERS & EQUIPMENTS	14.72	1.58				16.30	11.74	3.67	15.40	06.0	2.98
+	BILLDING	523.39	222.40				745.78		30.10	30.10	715.69	523.39
t	TAND	08'699			1		08.699				08.699	669.80
+	Total	1,274.91	252.93	,		,	1,527.83	447.94	42.62	90.55	1,437.29	1,226.97
f	Intangible Assets											
5	SOFTWARE	0.21			-		0.21	90.0	0.04	0.10	0.11	0.15
1	Grand Total	1,275.12	252.93				1,528.04	48.00	42.66	90.65	1,437.40	1,227.12

item of property Value held in the holder is a promoter, held being held in the name of director or relative of since name of company promoter / director or which campany employeec of date promoter/ director date	Relevant line item in the Balance Sheet	Description of	Gross Carrying	Title deeds	Description of Gross Carrying Title deeds Whether title deed Property Reason for not	Property	Reason for not
		item of property	Value	held in the	holder is a promoter,	held	being held in the
promoter / director or which employeec of date promoter/ director				name of	director or relative of	since	name of company
employeee of date promoter/ director					promoter / director or	which	
promoter/ director					employeec of	date	
					promoter/ director		



#### SIGNORIA CREATION LIMITED Formerly Known as SIGNORIA CREATION PRIVATE LIMITED (L18209RJ2019PLC066461)

Cash Flow Statementfor the period ending 31st March, 2025

Particulars	For the year ended on 3	1st March
	2025	2024
A. Cash flow from operating activities	Rs. In Lakhs	Rs. In Lakhs
Profit before tax		
Adjustments for :	406.02	329.8
Depreciation and amortisation expense		
Finance costs	42.66	11.0
Interest & Dividend income	80.65	63.1
Prior Period Adjustment	(3.04)	(2.5
Operating profit before working capital changes		
apront service working capital changes	526.29	401.52
Changes In working capital:		
(Increase) / decrease Inventories	(841.99)	
(Increase) / decrease in Trade Receivables	1,000,000	(21.40
(Increase) / decrease in Other Current Assets	(301.92)	(33.34
(Increase) / decrease in Loans and Advances and Other Assets	96.72	(133.87
Increase / (decrease) in Trade Payables	57.11	(49.98
Increase / (decrease) in Other Liabilities	565.59	(221.97
Increase / (decrease) in Long Term Provision/ Non Current Liabilities/(Non Current Assets)	(22.12)	17.75
Increase / (decrease) in Long Term Liabilities	(0.70)	(7.52
Increase / (decrease) in Short Term Provision		
Cash generated from / (utilised in) operations	78.99	-48.81
Loca : Innovanteu!-!		~6.61
Less : Income tax paid	(104.50)	(88.80)
Net cash flow generated from/ (utilised In) operating activities (A)	-25.51	-137.61
B. Cash flow from investing activities		
Purchase of property, plant and equipment (including intangible assets and		
ntangible assets under development)		
	(252.93)	(3.75)
Capital Work In Progress	-	(489.98)
Net of Purchase/ Proceeds from Sale of Investments	21.15	(41.67)
Interest and Dividend Received	3.04	2.50
Increase) / decrease in Long Term Loans and Advances		
ncrease in Investment	-	
Net cash flow utilised in investing activities (B)	(228.73)	(532.90)
C. Cash flow from financing activities		100=100/
Proceeds from issuance of shares		
Proceeds from Security Premium		364.80
Net of Repayment/Proceeds from Short Term Borrowings	398.50	420.71
Net of Repayment/Proceeds from Long Term Borrowings	(69.08)	(690.08)
nterest/Finance Charges Paid		650.75
Dividend and Dividend Tax Paid	(80.65)	(63.13)
let cash flow generated from/ (utilised in) financing activities (C)	248.77	683.04
let (decrease)/ Increase in cash & cash equivalents (A+B+C)		
ash and cash equivalents at the beginning of the period/year	(5.47)	12.54
ash and cash equivalents at the end of the period/ year	12.74	0.20
and a second of the end of the bettout year	7.26	12.74

The Cash Flow Statement has been prepared under Indirect Method as set out in Accounting Standard 3, 'Cash Flow Statements' notified under Section 133 of the Companies Act, 2013

As per our report of even date attached For VINOD SINGHAL & CO LLP Chartered Accountants
FRN-0058260 C400276

FRN:
0058260

MANISH KHANDEL WALTE Partner Mem. No. 425013 d. A.C.O.

Dated: 16:05

Place: Jaipur

UDIN 25425013BM3NRL9367

VASUDEV AGARWAL Managing Director Din: 00178146

SANJAY KUMAR SAXENA Chief Financial Officer PAN:- AAEPS6017J

0

For and on behalf of the Board
For SIGNORIA CREATION LIMITED

MOHIT AGARWAL Director (Din: 07501010)

PRIYANSHI AGRAWAL Company Secretary PAN:-COOPA5245M

Particulars  (a) Current Ratio  (b) Debt-Equity Ratio  (c) Return on Equity Ratio  (d) Return on Equity Ratio  (e) Return on Equity Ratio  (f) Return on Equity Ratio		(CIN: L18209RJ2019PLC066461) Statement of Ratio Analysis	66461)				
Cur Pro Pro Ave	merator/Denominator nt Assets		CTT				
	nt Assets	31-Mar-25		31-Mar-24	24	Change in %	Reason
		2,824.06	ı.	1,839.46	00 0	7007 30	Due to Decrease In
	Current Liabilities	1,825.00	1.55	883.03	2.00	-23.1270	Current Liabilities
	Debts	1,340.35	9	1,010.94	690	709811	Due to Increase in
		1,931.12	60.0	1,629.27	0.02	11.0070	Equity
	Profit after Tax	301.85	1.7	240.86	00 0	%C9 E90958L	Due to Increase in
3000	Average Shareholder's Equity	1,780.20	0.17	11,16,09,040.18	0.00	1000000001	Equity
		1,810.17	9	13,02,24,100.10	2 00	7008 88	Due to Decrease In
(d) Inventory turnover ratio	Average Inventories	828.92	7.10	3,97,22,978.23	07.0	0/60.00-	Average Inventory
Г	Total Turnover	2,718.98	,	19,54,31,146.13	1 60	700310	Due to Increase in
(e) Trade receivables turnover ratio	Average Account Receivable	1,329.64	2.04	11,61,91,379.25	1.00	41.3070	Average Receivables
	Total Purchases	2,357.87	20	9,12,60,023.95	30.6	7002 58	Due To Increase in
(f) Trade payables turnover ratio Average	Average Account Payable		3.80	4,39,05,050.07	7.00	03.1076	Purchase
	Total Turnover	2,718.98	7.0	19,54,31,146.13	0 00 333 00	700001	Due To Increase in
(g) Net capital turnover ratio	Net Working Capital	90.666	71.7	956.43	4,04,000.24	100.007	Working Capital
	Net Profit After Tax	301.85	11	240.86	000	9007657 61%	ΔN
(h) Net profit ratio	Total Turnover	2,718.98	0.11	19,54,31,146.13	0.00	0/10/100/004	
EBIT		486.67	00	393.00	0.18	70 160%	Due To Increase in
(1) Return on Capital employed Capita	Capital Employed	2,469.68	0.20	2,236.91	0.10	14:10/0	Capital Employed
(i) Return on investment funds	Income generated from invested funds	0 77.1	0.09	1,60,240.00	0.04	NA	N.A.
	Total Investment	20.52		41,67,086.00			
Profit 1 Debt Service Coverage Ratio Loans	Profit Before Tax + Depreciation+Interest on Term Loans	529.33	3.52	4,04,01,330.82	3.23	9.14%	Due to Increase in
	Total Instalments+Interest on term Loan	150.33		1,25,22,633.47			



#### SIGNORIA CREATION LIMITED

Formerly Known as SIGNORIA CREATION PRIVATE LIMITED

Reg. Address:- Plot. No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur, Mansarovar,

Jaipur, Rajasthan, India, 302020

F. mail: signoriain pur@gmail.com, Wahaita.

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(CIN: L18209RJ2019PLC066461)

#### Notes to financial statements for the year ended 31st March 2025

#### 1. Corporate Information

The Company was originally formed & incorporated as a private limited company in the state of Rajasthan under the companies Act 2013 under the name and style of "Signoria Creation Private Limited" vide certificate of incorporation dated September 30th, 2019 bearing Corporate Identity Number U18209RJ2019PTC066461 issued by the Registrar of Companies, Jaipur Rajasthan.

Subsequently, company was converted into Public Limited Company vide special resolution passed by shareholders at the Extra Ordinary General Meeting held on 28th July,2023 and the name of the company was changed to "Signoria Creation Limited" pursuant to issuance of Fresh Certificate of Incorporation dated August 17th, 2023 Registrar of Companies, Jaipur Rajasthan. The company Listed at NSE through SME IPO of 1428000 Shares at issue price of Rs 65 Per share having FV of Rs 10 Per Share on 19.03.2024. The CIN of Company after Listed on NSE is L18209RJ2019PLC066461

The Company is mainly engaged in manufacturing of textiles items and others relevant activities.

#### 2. Significant Accounting Policies:

#### 2.1 Basis of preparation

The standalone financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the accounting standards specified under section 133 of the Companies Act, 2013, of the Companies (Accounts) Rules, 2021 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable thereafter and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) regulations 2009, as amended (the "Regulations"). The standalone financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistently applied.

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As the year – end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year-end figures reported in this statement.

#### 2.2 Use of estimates

The preparation of Standalone financial statements in conformity with Indian GAAP requires the management to make judgment, estimates and assumptions that affect the reported accounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period.

The estimates and assumptions used in the accompanying standalone financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates and assumptions used in preparing the accompanying financial statements. Any differences of actual to such estimates are prospectively made.

#### 2.3 Presentation and disclosure of financial statements (AS-1)

There is no change in significant accounting policies adopted by the Company. Other disclosures which are necessary to be separately disclose are disclosed below in relevant reference paragraphs.

#### 2.4 Valuation of Inventories (AS-2)

#### Finished Goods

Inventories of Finished goods are valued at lower of cost and net realizable value. Cost comprises of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost formula used is FIFO.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost necessary to make the sale.

#### Raw-material

Inventories of Raw-material and consumables are valued at cost.

#### Work-in-progress

Work-in-progress is the total cost of all unfinished goods in process. It's every cost associated with every stage of production, including raw materials, overheads and labour costs directly attributed.

#### 2.5 Cash Flow Statements (AS-3) & Sec.2 (40) of Companies Act, 2013

As per the Companies Act, 2013 there is requirement of preparing the Cash Flow Statement as the Company does not falls under the definition of *Small Company* as per Sec.2 (85) of the Companies Act, 2013.

#### Cash and Cash Equivalents-

Cash and Cash equivalents comprise cash and cash on deposits with bank and corporations. The company considers all highly liquid investments with the remaining maturity at the date of purchase of 3 months or less and that are readily convertible to know amount of cash to be cash equivalents.

#### Statement of cash flows

Cash flows are reported using the indirect method, where by profit/ loss before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts and payments. Cash flow for the year are classified by operating, investing and financial activities.

#### 2.6 Contingencies and Event occurring after the Balance Sheet Date (AS-4)

Where events occurring after the balance sheet date provide evidence of condition that existed at the end of reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance sheet date of material size of nature are only disclosed.

# 2.7 Net Profit or Loss for the period, Prior Period Items and changes in the Accounting Policies (AS-5)

There are no extraordinary items or Prior Period Item in the Profit & Loss account and also there is no change in the accounting policy, hence this AS is not applicable on the Company.

#### 2.8 Revenue Recognition (AS-9)

#### Sale of Goods

Revenue from sale of goods is recognized when significant risk and reward of ownership of the goods have been passed to the buyer and it is reasonable to expect ultimate collection. Sale of goods is recognized net of discount and other taxes as the same is recovered from customers and passed on to the government.

#### Interest

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

#### Other Income

Other items of income and expenditure are recognized on accrual basis and as a going concern the accounting policies are consistent with the generally accepted accounting policies.

#### 2.9 Property Plant & Equipment (AS-10)

#### Tangible Assets

The tangible items of property, plant and equipment are carried at cost less accumulated depreciation, using the cost model as prescribed under accounting Standards AS-10 "Property, Plant & Equipment". Cost of an item of Property, plant and equipment comprises of the purchase price, including import duties, if any, non-refundable purchase taxes, after deducting trade discounts and rebated, and costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

#### Intangible Assets

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion. The cost comprises purchase price, borrowing costs and any cost directly attributable to bringing the asset to its working condition for the intended use.

#### Depreciation and Amortisation:

The company has applied the estimated useful lives as specified in Schedule II of the Companies Act 2013 and calculated the depreciation as per the Written Down Value (WDV) method. Depreciation on new assets acquired during the year is provided at the rates applicable from the date of acquisition to the end of the financial year.

Intangible assets are amortised as per the Written Down Value (WDV) method over the estimated useful life as specified in Schedule II of the Companies Act 2013. In respect of the assets sold during the year, amortization is provided from the beginning of the year till the date of its disposal.

#### 2.10 Employee Benefits (AS-15)

#### Short-term employee benefits

Short term employee benefits are recognized as an expense at the undiscounted amounted in the statement of Profit and loss for the year which includes benefits like salary, wages, bonus and are recognized as expenses in the period in which the employee renders the related service.

#### Post-Employment benefits:

#### Defined Contribution Plan:

The Company has maintained Defined Contribution Plans for Post-employment benefits in the form of Provident Fund for all employees which are administered by Regional Provident Fund Commissioner. Provident Fund and Employee State Insurance are classified as defined contribution plans as the Company has no further obligation beyond making the contributions. The Company's contributions to defined Contribution plans are charged to the Statement of Profit and Loss as and when incurred.

#### 2.11 Borrowing Cost (AS-16)

Borrowing costs are interest, commitment charges and other costs incurred by an enterprise in connection with Short Term/ Long-Term borrowing of funds. Borrowing cost directly attributable to acquisition or construction of qualifying assets are capitalized as a part of the cost of the assets, up to the date the asset is ready for its intended use. All other borrowing costs are recognized in the Statement of Profit and Loss in the year in which they are incurred.

Company has purchased a land at Plot No-H1-74, RIICO Industrial Area, mansarovar Jaipur 302020 of Rs 6.5 crore on which factory building is constructed. The Construction of Building is Completed. The Put to use of Building is on 27-OCT-2024. Company has taken a term loan from HDFC therefore all borrowing cost i.e. Rs.37,42,465.70 (Processing Fees & Interest) of HDFC bank is capitalized under the head Building cost.

#### 2.12 Segment Reporting (AS-17)

The company is engaged in manufacturing of ladies kurtis. Considering the nature of business and financial reporting of the company, the company is operating in only one segment. Hence segment reporting is not applicable

#### 2.13 Related Party Disclosures (AS-18)

As per Accounting Standard 18, the disclosures of transaction with the related Parties Are Given Below: -

(i) List of Entities where KMPs or relatives of KMPs have significant influence)

Sr. No	Name	Influence	
1	Vasudev Agarwal	Managing Director	
2	Babita Agarwal	Whole Time Director	
3	Mohit Agarawal	Director	
4	Kritika Chachan	Director's Daughter in law	
5	Signoria Fashions Pvt Ltd	Common Director	
6	Herbel Prints Pvt Ltd	Common Director	
7	Neha Garg	Director's Daughter	
8	Signoria Impex	Director's Proprietorship	
9	Harsha Tinker	Independent Director	
10	Pratibha Soni	Independent Director	
11	Binduja Exports Pvt Ltd	Director Daughter is director in company	
12	Jitendra Jain	Ex -Chief Financial Officer	
13	Shekhar Pareek	Ex- Company Secretary	
14	Sanjay Kumar Saxena	Chief Financial officer	
15	Priyanshi Agarwal	Company Secretary	

### (ii) Disclosure in respect of Related Parties Transactions During the year as under:-

#### For FY 2024-25

Sr. No	Name of Related Party	Loan Taken/(Repaid) During the Year	Amt. O/s End the year	Payment on part of Expense/ Income/ Other etc.
1	Vasudev Agarwal	20,26,650.00/ (15,00,000)	Nil .	Salary Rs 54,00,000.00 Interest on loan- Nil
2	Babita Agarwal	1,95,40,000/ (1,94,91,836.73)	1,83,163.27	Salary Rs 30,00,000 Interest on loan-Rs 1,50,000
3	Mohit Agarawal	Nil SINGHAL	Nil	Salary –Rs 10,28,000.00 Meeting Expenses-Rs 4,00,000.00

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4	Kritika Chachan	Nil	Nil	Salary-Rs 24,00,000.00
5	Herbel Prints Pvt Ltd	Nil	Nil	Purchase 91,95,123.10 + GST
				Sales 21,64,043.13 + GST (Including GST)+Packing charges 6120+GST
6	Signoria Fashions Pvt Ltd	Nil	Nil	Purchase 45,86,855.00 +GST
7	Signoria Impex	Nil	Nil	Nil
8	Neha garg		Nil	Nil
9	Harsha Tinker	NIL	NIL	Meeting Expenses- Rs1,20,000.00
10	Pratibha Soni	NIL	NIL	Meeting Expenses-Rs 1,20,000.00
11	Binduja Exports Pvt Ltd	NIL	NIL	Sales:- Rs 60,73,345.00
12	Jitendra Jain	NIL	NIL	Salary Rs 3,50,166
13	Shekhar Pareek	NIL	NIL	Salary Rs 1,25,000
14	Sanjay Kumar Saxena	NIL	NIL	Salary Rs 3,83,034
15	Priyanshi Agarwal	NIL	NIL	Salary Rs 28,807

#### 2.14 Earning Per Share (AS-20)

The earnings in ascertaining the Company's EPS comprises the net profit after tax attributable to equity shareholders and includes the post-tax effect of any extraordinary items. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit/(loss) after tax attributable to Equity Shareholders (including the post-tax effect of extra ordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from

continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period.

Particulars	2024-25	2023-24
(a) Net Profit (Loss) after Tax available for Equity share holders (Rs.in Lakhs)	301.85	240.88
(b) Weighted average number of Equity Shares outstanding during the year (in numbers)	4758000	3380860
(c) Basic & Diluted Earnings per Share (in Rs.)	6.34	7.12
(d) Nominal Value per Share (in Rs.)	10	10

#### 2.15 Taxes on income (AS-22)

Current tax is measured at the amount expected to be paid to (recovered from) the taxation authorities, using the applicable tax rates & tax laws. Deferred tax is recognized in respect of timing differences between taxable income and accounting income i.e. differences that originates in one period and are capable of reversal in one or more subsequent periods. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or subsequently enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Deferred tax assets are reviewed as at each balance sheet date and written -up or written down to reflect the amount that is reasonable/ virtually certain (as the case may be) to be realized.

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognized as current tax in the Statement of Profit & Loss. The credit available under the Act in respect of MAT paid is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.



#### 2.16 Provisions, Contingent Liabilities and Contingent Assets (AS-29)

A Provisions is recognized when the company has a present obligation as a result of past event, if it is probable that there will be an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in financial statements.

Particulars	2024-25	2023-24
Claims against the company not acknowledged as	NIL	NIL
debt		
Estimated amount of contracts (net of advances)	NIL	NIL
remaining to be executed on capital account and not		
provided for		
Other Commitments	NIL	NIL

#### 2.17 Others:

On the basis of the records available with the Company, there is no interest payable to the entity which qualifies under the definition of Micro, Medium & Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006.

#### 2.18 Undisclosed Income:

There is no any transactions which not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

#### 3. Additional Regulatory Information

#### 3.1 Title deeds of Immovable Property not held in name of the Company:

Sheet of promoter / name		Description of item of property	Gross Carrying Value	Title deeds held in the name of	director or employeee of promoter/	Property held since which date	Reason for not being held in the name of company
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There are immovable property whose titile deeds are in name of company hence this para is not applicable.



#### 3.2 Revaluation of Property, Plant and Equipment:

The company has not revalued it's any Property, Plant and Equipment during the reporting period.

#### 3.3 Disclosure on Loans/ Advance to Directors/ KMP/ Related parties:

No Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

(a) repayable on demand or

(b) without specifying any terms or period of repayment

Amount of loan or advance in	Percentage to the total of loan
the nature of loan Outstanding	or advance in the nature of
	loan Outstanding
-	-
-	-
-	-
-	-

#### 3.4 Capital-Work-in Progress (CWIP)

Company has started business operations in new premises from 27 October 2024. Hence no WIP as on Balance Sheet date.

#### 3.5 Intangible assets under development:

There is no Intangible asset under development in the company at the balance sheet date

#### 3.6 Details of Benami Property held:-

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

## 3.7 Borrowings from banks or financial institutions on the basis of security of current assets:

Yes, company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and on the basis of representation from management there are quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.

#### 3.8 Disclosure of willful defaulter:

Company has not been declared willful defaulter by any bank or financial Institution or other lender.

#### 3.9 Relationship with Struck off Companies:

Company has no any transactions with companies struck off under section 248 of the Companies Act 2013 or section 560 of Companies Act, 1956.

#### 3.10 Registration of charges or satisfaction with Registrar of Companies

There are no any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period

#### 3.11 Compliance with number of layers of companies:

The company has not any subsidiary company during or at the end of reporting period.

#### 3.12 Ratio Analysis: (Amount in Lakhs)

Separate Sheet Attached

#### 3.13 Compliance with approved Scheme(s) of Arrangements:

The company has not become part of any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013



#### 3.14 Utilization of Borrowed funds and share Premium:

(A) The company has advanced or loaned or invested funds following funds

Date of fund advanced or	Amount (in Rs. )	Intermedlary
Loaned		
-	•	-

No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(B) The company has received the following funds

Date of fund advanced or	Amount (in Rs. )	Intermedlary	
Loaned			

No funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.

For VINOD SINGHAL & CO LLP

Chartered Accountants

F.R.N.: 005826C/400276

Vasudev Agarwal Managing Director

(Din: 00178146)

Partner

M.No. 425013

Date: - 16.05 - 2025

CA Manish Khandelwal

Place: Jaipur

UDIN- 25425013BMJNRL9367

Mohit Agarwal Director (Din:07501010)

For SIGNORIA CREATION LIMITED

Priyanshi Agrawal Company Secretary PAN:- COOPA5245M

Sanjay Kumar Saxena Chief Financial Officer PAN:- ANEPS6017J

Signoria Creation Limited Ratio Sheet

io         Equity         1,340.35         0.69         1,758.02         0.75         1,010.94         0.62         1,340.35         0.69         1,758.02         0.75         1,010.94         0.62         1,340.35         0.69         1,312.00         0.75         1,010.94         0.62         1,340.35         0.69         1,158.02         1,010.94         0.62         1,340.35         1,311.12         0.69         1,158.02         1,010.94         0.65         1,340.35         1,311.12         0.69         1,3	Particulars	Numerator/Denominator		1	Half Year Ended	ed				;		
Total Debts         1,340.35         0.69         1,312.00         0.75         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,010.94         0.69         1,010.94         0.69         1,010.94         0.65         1,010.94         0.65         1,010.94         0.69         1,010.94         0.65         1,010.94         0.69         1,010.94			31-Mar-2		30.8	24				- 1	ded	
Equity         1,340.35         0.69         1,312.00         0.75         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,340.35         0.69         1,010.94         0.62         1,311.12         0.69         1,010.94         0.62         1,931.12         0.69         1,010.94         0.62         1,931.12         0.69         1,010.94         0.62         1,931.12         0.69         1,010.94         0.69         1,029.27         1,029.27         1,029.27         404.01         1,029.27         109.46         1,09.46         2.62         150.33         404.01         1         109.46         1,09.46		Total Dabta	1000				ol-mai	-24	31-Ms	r-25	31-Mar-	24
Equity         1,931.12         1,758.02         1,758.02         1,629.27         0.65         1,931.12         0.69         1,010.94           Profit Before Tax + Depreciation+Interest on Term Loans         302.23         3.44         197.95         287.01         2.62         1,931.12         0.69         1,629.27           Total Instalments+Interest on term Loan         87.92         20.51         109.46         16.64         150.33         155.23         404.01           Profit Before Tax + Depreciation+Interest on Term Loans         302.23         197.95         9.65         287.01         6.06         529.33         404.01           Interest Expenses         60.13         20.52         47.36         80.65         80.65         6.56         6.51.33         6.31.3	Debt Equity Ratio	10tal Debts	1,340.35	0 60	1,312.00	11	1,010.94		1.340.35		1 010 04	
Profit Before Tax + Depreciation+Interest on Term Loans         302.23         197.95         287.01         2.62         1503.12         1,629.27         1,629.27           Total Instalments+Interest on term Loan         87.92         3.44         20.51         20.51         109.46         2.62         150.33         404.01           Profit Before Tax + Depreciation+Interest on Term Loans         302.23         197.95         9.65         287.01         6.06         529.33         6.56         404.01           Interest Expenses         60.13         20.52         47.36         80.65         80.65         6.56         6.56		Equity	1,931.12	0.00	1 758 02	0.75	1,600,00	0.62	on of	69.0	1,010.94	090
Depreciation+Interest on Term Loans         302.23         3.44         197.95         9.65         287.01         2.62         5.03         404.01           Total Instalments+Interest on term Loans         87.92         3.44         20.51         20.51         197.95         197.95         197.95         287.01         6.06         529.33         404.01           Profit Before Tax + Depreciation+Interest on Term Loans         5.03         197.95         9.65         287.01         6.06         529.33         404.01           Interest Expenses         60.13         20.52         47.36         80.65         6.56         404.01		Profit Before Tax +					1,029.21		1,931.12		1,629.27	
Total Instalments+Interest on term Loan         87.92         3.44         9.65         20.51         109.46         150.33         3.52         125.23           Profit Before Tax + Depreciation+Interest on Term Loans         302.23         197.95         9.65         287.01         6.06         529.33         6.56         404.01           Interest Expenses         60.13         20.52         47.36         80.65         6.56         63.13	Debt Service Coverage		302.23		197.95		287.01		529.33		404.01	
Profit Before Tax + Depreciation+Interest on Term Loans   5.03   20.51   20.52   47.36   190.46   150.33   150.33   125.23   12	Ratio	Total Instal		3.44		9.65		2.62		3 50		000
Profit Before Tax + Depreciation+Interest on Term Loans         302.23 5.03         197.95 9.65         287.01 9.65         6.06 6.06         529.33 6.56         404.01 6.36		on term Loan	87.92		20.51		109.46		150.33	7000	125.23	3.23
Depreciation+Interest on Term Loans         302.23 (6.04)         197.95 (6.04)         9.65 (6.04)         287.01 (6.04)         529.33 (6.54)         404.01 (6.313)		Profit Before Tax +										
Interest Expenses 60.13 20.52 47.36 80.65 63.13	Interest Service Coverage Ratio	Depreciation+Interest on Term Loans	302.23	5.03	197.95	9.65	287.01	90 9	529.33	i.	404.01	
20.52 47.36 80.65		Interest Expenses	60 13	_	0 0			2		0.00		6.40
			CY.00		20.52		47.36		80.65		63.13	





GSTIN: 08ABCCS7004G1ZI CIN: L18209RJ2019PLC066461

# Signoria Creation Limited

(Formerly Known As Signoria Creation Private Limited)

Plot No. H1-74, RIICO Industrial Area, Mansarovar, Jaipur - 302020 (Raj.) India

SYMBOL: SIGNORIA ISIN: INEORDE01010

Date: May 16, 2025

To.

The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building, Bandra Kurla Complex,
Bandra East, Mumbai 400051
Fax: 022-26598237, 022-26598238

<u>Subject:</u> Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

In Compliance with Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016, vide notification no. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and circular no. CIR/CFD/CMD/56/2016 dated May 27, 2016, we hereby declare that the Statutory Auditors of the Company, M/s. Vinod Singhal & Co. LLP, Chartered Accountant, have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company for the half year and year ended March 31, 2025.

You are requested to take the same on record.

Yours truly,

For Signoria Creation Limited

Vasu Dev Agarwal

Chairman and Managing Director

DIN: 00178146