



CEDAAR TEXTILE LIMITED

5th ANNUAL REPORT

FOR

FINANCIAL YEAR 2024-25

Meeting	5 th Annual General Meeting of the Company
Day	Saturday
Date	15 th November, 2025
Time	11:30 AM
Mode	Through VC/OAVM (Other Audio Visual Means)



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GENERAL CORPORATE INFORMATION

BOARD OF DIRECTORS

Managing Director

Mr Rajesh Mittal

Executive Director

Mr Virender Goyal

Non Executive Directors

Mr Monnappa Nachappa Bachangada

Mrs Bachangada Monnappa Saraswathi

Independent Directors

Mr Kamta Nath Pandey

Mr Rajesh Bansal

Mr Yogendra Kumar Singhal

Mr Vinay Aggarwal

Chief Financial Officer

Mr Virender Goyal

Company Secretary & Compliance Officer

Ms Anushka Jain

Statutory Auditor

M/s Kapish Jain & Associates

Chartered Accountants

B-504, Statesman House,

148, Barakhamba Road, New Delhi – 110 001

Tel No. 011-43708987

Email: ca.kapish@gmail.com

Bankers

HDFC Bank Limited

Corporate Identity Number

U17299KA2020PLC139070

ISIN for Equity Shares

INE11J101017

COMMITTEES OF BOARD

Audit Committee

Mr Vinay Aggarwal

Mr Kamta Nath Pandey

Mr Rajesh Bansal

Mr Rajesh Mittal

Stakeholders Relationship Committee

Mr Rajesh Bansal

Mr Yogendra Kumar Singhal

Mr Kamta Nath Pandey

Nomination & Remuneration Committee

Mr Rajesh Bansal

Mr Kamta Nath Pandey

Mr Yogendra Kumar Singhal

Stock Exchange

NSE LIMITED –EMERGE PLATFORM

G Block, Bandra Kurla Complex Bandra (E)

Mumbai 400 051 Maharashtra

Registrar & Share Transfer Agents

Skyline Financial Services Private Limited

D-153 A, 1st Floor, Okhla Industrial Area,

Phase - I, New Delhi-110020

Tel No: +91-11-40450193-97

CIN: U74899DL1995PTC071324

SEBI Registration No.: INR000003241

Registered Office

KSSIDC Plot No B-34, Industrial Estate,

Yelahanka New Town, Bangalore, Bengaluru

Karnataka, India, 560064

Tel No: +91 9815610607

Email: Info@cedartextile.com

Website: www.cedartextile.com

NOTICE

NOTICE is hereby given that the 5th Annual General Meeting of the members of Cedaar Textile Limited will be held on Saturday, 15th day of November, 2025 at 11.30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2025 ALONG WITH THE REPORTS OF AUDITORS AND DIRECTOR THEREON.**

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

"RESOLVED THAT the audited financial statements of the Company for the Financial Year ended 31st March 2025 and the reports of the auditors and director thereon laid before this meeting, be and are hereby considered and adopted."

2. **TO APPOINT A DIRECTOR IN PLACE OF MRS. BACHANGADA MONNAPPA SARASWATHI (DIN: 00205250) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT AS A DIRECTOR.**

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

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Bachangada Monnappa Saraswathi (DIN: 00205250), who retires by rotation at this meeting and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **TO APPOINT M/S RAJ MITTAL & ASSOCIATES, CHARTERED ACCOUNTANTS (FRN: 012468N) AS STATUTORY AUDITORS OF THE COMPANY FOR 5 (FIVE) CONSECUTIVE FINANCIAL YEARS.**

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

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), **M/s Raj Mittal & Associates**, Chartered Accountants (FRN: 012468N) be and are hereby appointed as the Statutory Auditors of the Company to hold office for 5 (five) consecutive Financial years from 2025-26 to 2029-30 and who shall hold the office from the conclusion of ensuing 5th Annual General Meeting of the Company till the conclusion of the 10th Annual General Meeting of the Company, to fill up the casual vacancy caused due to resignation of M/s. Kapish Jain & Associates, (FRN: 022743N) at such remuneration as may be approved by the Board of Directors in consultation with the Auditors, plus applicable taxes and reimbursement of travel and out-of-pocket expenses."

SPECIAL BUSINESS:

4. **TO APPOINT SH VINAY AGGARWAL (DIN 00878512) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

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

“RESOLVED THAT pursuant to the provisions of section 152, 161 and any other applicable provisions of the Companies Act, 2013, and any rules made there under **Sh. Vinay Aggarwal (DIN 00878512)** who was appointed as an Additional Director of the Company by the Board of Directors in the Board Meeting held on 27.03.2025 to hold office up to the date of this Annual General meeting be and is hereby elected and appointed as Director of the Company”.

“RESOLVED FURTHER THAT pursuant to provisions of section 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members of the company be and is hereby accorded to appoint **Sh. Vinay Aggarwal (DIN 00878512)**, as an Independent Director of the Company, for the first term of 5 consecutive years from 27.03.2025, not to liable to retire by rotation.”

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

5. TO APPOINT MR JAY PRAKASH SINGH (DIN: 11328640) AS A DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of section 152, 161 and any other applicable provisions of the Companies Act, 2013, and any rules made there under Mr. Jay Prakash Singh (DIN: 11328640) who was appointed as an Additional Director of the Company by the Board of Directors in the Board Meeting held on 23.10.2025 to hold office up to the date of this Annual General meeting be and is hereby elected and appointed as Director of the Company liable to retire by rotation”.

“RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as “the Act”), read with Schedule V to the Act and relevant Rules made thereunder and applicable Regulations under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of the members of the Company, be and is hereby accorded to appoint Mr. Jay Prakash Singh (DIN: 11328640) as an Executive Director & CEO of the company, for a period of five years with effect from 23.10.2025 at a remuneration of Rs. 2,70,000/- per month with liberty to the Board or any of the committee of Board thereof, to increase the remuneration which shall not exceed Rs. 4,00,000 per month plus other perquisite and other allowance as applicable.”

“RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, wherein any financial year, the company incurs losses or its profits are inadequate, the Company will pay the above remuneration as minimum remuneration to Mr. Jay Prakash Singh (DIN: 11328640), Executive Director, subject to the fulfilment of the requirements, if any, set out in Schedule V to the Companies Act, 2013.”

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

6. TO RATIFY REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31ST MARCH, 2026

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs 60,000/- (Rupees Sixty Thousand only) plus applicable tax and out of expenses incurred in connection with the cost audit, payable to **M/s Khushwinder Kumar & Associates, Cost Accountants, (Firm Registration No. 000102)** who has been appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026, be and is hereby ratified by the Company.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution”.

7. TO APPOINT M/S B K GUPTA & ASSOCIATES, COMPANY SECRETARIES, LUDHIANA AS SECRETARIAL AUDITOR OF THE COMPANY FOR A FIRST TERM OF 5 (FIVE) CONSECUTIVE YEARS AND TO FIX THEIR REMUNERATION

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of members of the Company be and is hereby accorded to appoint **M/s B K Gupta & Associates**, Practicing Company Secretaries as the Secretarial Auditor of the Company, for a first term of 5 (five) consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report at such remuneration as may be approved by the Board of Directors in consultation with the said auditor, plus applicable taxes and reimbursement of travel and out-of-pocket expenses, and to avail any other services, certificates, or reports as may be permissible under applicable laws.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution”.

8. TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM ONE STATE TO ANOTHER STATE.

To consider and if thought fit to pass the following resolution to be passed as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of Companies (Incorporation) Rules, 2014 (including Statutory modifications or re-enactments thereof) and subject to the confirmation by Regional Director, Ministry of Corporate Affairs, South East Region (Hyderabad), the Memorandum of Association of the Company be altered so as to change the place of the Company’s Registered Office from the State of Karnataka to the State of Punjab and Clause II of the Memorandum of Association of the Company be substituted by the following Clause II:

II. THE REGISTERED OFFICE OF THE COMPANY WILL BE SITUATED IN THE STATE OF PUNJAB.

“RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized to sign and file the application to the Regional Director, Ministry of Corporate Affairs, South East Region (Hyderabad), the for securing confirmation to the alteration to the Memorandum of Association of the Company so as to change the place of the Registered Office from the State of Karnataka to the State of Punjab.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to appoint, on behalf of the Company, Company Secretaries in whole-time practice, Advocates, Lawyers, Counsels and other consultants, if and when required, to represent the Company and plead on its behalf before the Regional Director, Ministry of Corporate Affairs, South East Region (Hyderabad) and/or any other agency in all the matters connected with the application of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Directors of the Company be and are hereby authorized to do all such acts, deeds and things as may be deemed necessary.”

**By Order of the Board
For CEDAAR TEXTILE LIMITED**

Place: Akbarpur Channa
Date: 23.10.2025

Sd/-
(Virender Goyal)
Director
DIN: 08702573

Sd/-
(Rajesh Mittal)
Managing Director
DIN: 08702551

NOTES:

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, with respect to the Special Business to be transacted at the 5th Annual General Meeting (the ‘Meeting/AGM’) is annexed hereto.
2. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
3. The Register of Members and the Share Transfer Books of the Company will remain closed from Sunday, the 09.11.2025 to Saturday, the 15.11.2025 (both days inclusive) for the purpose of AGM.
4. The Ministry of Corporate Affairs (‘MCA’), vide its General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 09/2023, 09/2024 and SEBI vide its Circular No. SEBI/ HO/ CFD/ CMD1/ CIR/ P/ 2020/ 79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations),

the 5th AGM of the Company shall be conducted through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. Participation of members through VC / OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013.

5. The Company has appointed B K Gupta & Associates, Practicing Company Secretaries, Ludhiana as the Scrutinizer for scrutinizing the entire e-voting process i.e. remote e-voting and e-voting during the AGM, to ensure that the process is carried out in a fair and transparent manner.
6. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a duly certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. In case of joint holders, the member whose name appears as the first holder in the order of names as per the register of members of the Company will be entitled to vote.
8. To support the 'Green Initiative', Members holding Shares in dematerialized mode are requested to register/update their email addresses with the relevant Depository Participant ('DP').
9. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
11. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
12. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
13. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
14. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at <https://cedaartextile.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

15. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April 2018 has mandated compulsory submission of Permanent Account Number (PAN) and bank details by every participant in the securities market. Members holding shares in the electronic form are, therefore requested to submit their PAN and bank details to their Depository Participant(s) and members holding shares in physical form shall submit the details to Company/RTA.

INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS

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

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

- (i) The voting period begins on November 12, 2025 at 9.00 AM and ends on November 14, 2025 at 5,00 PM. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of November 8, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 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 process.

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

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method

Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting

	service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for Cedaar Textile Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@cedaartextile.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries advance at least 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@cedaartextile.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. **For Physical shareholders:** Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. **For Demat shareholders:** Please update your email id & mobile no. with your respective Depository Participant (DP).
3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

**By Order of the Board
For CEDAAR TEXTILE LIMITED**

Place: Akbarpur Channa Date: 23.10.2025	Sd/- (Virender Goyal) Director DIN: 08702573	Sd/- (Rajesh Mittal) Managing Director DIN: 08702551
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board of Directors appointed **Sh. Vinay Aggarwal (DIN 00878512)** as an Additional Director of the Company with effect from 27.03.2025. In accordance with the provisions of Section 161(1) of the Companies Act, 2013, and the rules framed thereunder, **Sh. Vinay Aggarwal** would cease to hold office at the ensuing Annual General Meeting; however he shall be eligible for appointment as Director. Further, a notice under Section 160 of the Companies Act, 2013 has been received from a Member signifying his intention to propose the appointment of **Sh. Vinay Aggarwal** as an Independent Director.

Based on the recommendation of Nomination and Remuneration Committee, it is proposed by the Board to appoint **Sh. Vinay Aggarwal** as an Independent Director of the Company, whose term shall not be liable to retire by rotation, for a term of 5 (five) consecutive years on the Board of the Company.

Sh. Vinay Aggarwal is not disqualified from being appointed as a director in terms of Section 164 of the Companies Act, 2013 ("the Act") and has given his consent to act as a director. The Board has also received declaration from him that he meets the criteria of Independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

None of the Directors/Key Managerial Personnel of the Company/their relatives, except **Sh. Vinay Aggarwal** himself, is in any way concerned or interested, in the said resolution. The Board recommends the Resolution as set out at Item No. 4 of the Notice for approval by the members for the appointment **Sh. Vinay Aggarwal**.

Information pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meetings (SS-2) regarding the directors seeking appointment/re-appointment at the AGM.

Name	VINAY AGGARWAL
DIN	00878512
Date of Birth	29/04/1971
Age	54 years
Father's Name	Sh. Roshan Lal Aggarwal
Current Designation	Non-Executive - Independent Director
Whether part of Promoter/ Promoter Group	No
Qualification	Senior Secondary Passout
Current Occupation	Professional
Brief Profile including expertise and past experiences	His extensive expertise in business management, strategic planning, and market dynamics has been key to the company's growth and success
Terms and conditions of appointment	Appointed for the period of 5 years
Details of remuneration sought to be paid	Sitting Fees as may be paid as may be decided by the Board
Date of first appointment on the board	27.03.2025
Relationship between director inter-se	Not related to any director
Directorship held in other Companies	Dhananjaya Overseas Private Limited Dhananjaya Pet Solutions Private Limited

Skills and capabilities required for the role of Independent Directors and the manner in which the proposed person meets such requirements	Business management, strategic planning, and market dynamics
No. of equity shares held in the Company	NIL
Member of Committees Audit/ Risk Management/ Stakeholder Committee/ Partnership Firms/ LLP/ Proprietorship Firms	N/A
Listed entities from which Director has resigned from directorship in last three (3) years	NIL

ITEM NO. 5

The Board of Directors appointed Sh. Jay Prakash Singh (DIN 11328640) as an Additional Director of the Company with effect from 23.10.2025. In accordance with the provisions of Section 161(1) of the Companies Act, 2013, and the rules framed thereunder, Sh. Jay Prakash Singh would cease to hold office at the ensuing Annual General Meeting; however, he shall be eligible for appointment as Director.

The Nomination & Remuneration Committee has recommended to appoint Sh. Jay Prakash Singh as an Executive Director & CEO of the Company at a remuneration of Rs. 2,70,000/- per month with liberty to the Board or any of the committee of Board thereof, to increase the remuneration which shall not exceed Rs. 4,00,000 per month plus other perquisite and other allowance as applicable. Keeping his vast knowledge and varied experience that will be of great value to the Company, Board considers that association of Sh. Jay Prakash Singh (DIN 11328640) would be of immense benefit to the Company and it is desirable to appoint him as an Executive Director & CEO of the Company.

In the opinion of the Board, Sh. Jay Prakash Singh (DIN 11328640) fulfils the conditions specified under Section 196 read with Schedule V of the Companies Act and rules. He is not disqualified from being appointed as an Executive Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as an Executive Director of the Company.

The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Sh. Jay Prakash Singh for the office of Director of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Sh. Jay Prakash Singh himself, is in any way concerned or interested, in the said resolution. The Board recommends the Resolution as set out at Item No. 5 of the Notice for approval by the members for the appointment. Sh. Jay Prakash Singh

Information pursuant to Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meetings (SS-2) regarding the directors seeking appointment/re-appointment at the AGM.

Name	JAY PRAKASH SINGH
DIN	11328640
Date of Birth	09/01/1973
Age	53 Years
Father's Name	Sh. Rajender Singh
Current Designation	Executive -Professional
Whether part of Promoter/Promoter Group	No
Qualification	Diploma in Textile Technology

Current Occupation	Service
Brief Profile including expertise and past experiences	Expertise in textile manufacturing operations, procurement, production management, and distribution channel oversight
Terms and conditions of appointment	Director liable to retire by rotation
Details of remuneration sought to be paid	Rs. 2.70 lakhs to Rs. 4.00 lakhs per month as may be decided by the board from time to time
Date of first appointment on the board	23.10.2025
Relationship between director inter-se	Not related to any director
Directorship held in other Companies	NIL
Skills and capabilities required for the role of Independent Directors and the manner in which the proposed person meets such requirements	N.A.
No. of equity shares held in the Company	NIL
Member of Committees Audit/ Risk Management/ Stakeholder Committee/ Partnership Firms/ LLP/ Proprietorship Firms	N/A
Listed entities from which Director has resigned from directorship in last three (3) years	NIL

ITEM NO. 6

The Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s Khushwinder Kumar & Associates, Cost Accountants, (Firm Registration No. 000102) as Cost Auditors to conduct the audit of the cost accounts maintained by the Company for the financial year ending December 31, 2026, at a remuneration of Rs 60,000/- (Rupees Sixty Thousand only) plus applicable taxes and out of pocket expenses.

In accordance with the provisions of Section 148 of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the members of the Company. Accordingly, the consent of the Members is sought for the approval of the remuneration payable to the Cost Auditors for the financial year ending December 31, 2025.

The Board recommends the approval of the remuneration payable to M/s Hari Govind Singh & Co, Cost Accountants, (Firm Registration No.006762), for conducting the cost audit and the passing of the Ordinary Resolution set out at Item No.6 of the Notice.

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

ITEM NO. 7

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report.

Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

M/s. B.K Gupta and Associates is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India. Mr. Bhupesh possess expertise in corporate advisory, transactional services, litigation, advocacy, and legal due diligence.

Mr. Bhupesh Gupta has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of M/s. B.K. Gupta and Associates as the Secretarial Auditors of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No.7 of the Notice. None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

ITEM NO. 8

Presently the Registered Office of the Company is situated in State of Karnataka However keeping in view the growth potential and the opportunities in the State of Punjab, Board proposes to shift the Registered Office of the Company from the State of Karnataka to the State of Punjab.

At present, the company's registered office is situated at Bangalore Karnataka while the company main manufacturing operations, plant and administration office are located in Punjab. The geographical distance between the registered office and the operational center has been leading to administrative inconvenience and delays in decision making.

The shifting of the Registered Office of the Company will result in better control, co-ordination and co-operation. Thus, by effecting the change, the affairs of the Company would be managed more economically and efficiently to the advantage of all stakeholders. Consequently, the Board of Directors considered the same and subject to the approval of the shareholders, has approved the proposal for shifting the registered office to the State of Punjab.

In accordance with Provisions of the Section 13 of the Companies Act, 2013 pursuant to the shifting of Registered Office from one state to the other state, alteration in Clause II of the Memorandum of Association of the Company is required which requires the shareholder's approval by the way of Special Resolution.

The Board recommends the resolution to the members for their consideration and approval.

None of Director is interested or concerned in the proposed resolution except to the extent of their shareholding.

**By Order of the Board
For CEDAAR TEXTILE LIMITED**

Place: Akbarpur Channa
Date: 23.10.2025

Sd/-
(Virender Goyal)
Director
DIN: 08702573

Sd/-
(Rajesh Mittal)
Managing Director
DIN: 08702551

BOARD OF DIRECTORS' REPORT

Dear Members,

CEDAAR TEXTILE LIMITED

Your directors have pleasure in presenting the 5th Annual Report on business and operations of the Company together with the Audited Financial Statements for the financial year ended on 31st March 2025.

1. COMPANY OVERVIEW AND STATE OF AFFAIRS

Cedaar Textile Limited is engaged in business of manufacturing and selling of wide variety of textile products including raw white yarns, melange yarns, solid top dyed yarns and grey fancy yarns in cotton, polyester, acrylic, viscose, tencel, modal, and other fibers. The Company engages in the manufacturing of Quality Melange Yarn for use in the household textile, woven goods, and hosiery.

All Yarns are being offered with sustainability as the prime focus, in 100% Organic, Recycle Fibers (Polyester & Cotton) for a Green Environment and Conservation of natural resources. The **Company's Objective** is to cater the Top Line Customers Overseas and in India, who produce Garments for renowned Fashion Brands.

2. FINANCIAL PERFORMANCE AND HIGHLIGHTS

FINANCIAL RESULTS

Amount (in Rs. Lakhs)

Particulars	2024-25	2023-24
Revenue from Operations	20,786.87	18,928.62
Other Income	146.68	148.96
Total Income	20,933.55	19,077.58
Total Expenses	19,303.49	17,562.80
Profit/(Loss) for the year before Tax and exceptional and extra ordinary items	1,630.06	1,514.78
Less: Exceptional and Extra Ordinary Items	NIL	(20.75)
Profit/ (Loss) before Tax	1,630.06	1,535.53
Less: Current Tax	307.35	312.55
Less: Deferred Tax	118.83	9.25
Less: Tax related to last year	NIL	4.11
Profit/(Loss) after Tax	1,203.88	1,209.62

HIGHLIGHTS

During the year under review, your company recorded a total income of Rs. 20,933.55 Lakhs as compared to Rs.19,077.58 Lakhs in the previous financial year, reflecting a growth of 9.73%. The Profit before tax for the year under review stood at Rs. 1,630.06 Lakhs, marking an increase of 6.16% over the Profit of Rs. 1,535.53 Lakhs reported in the previous financial year.

3. CHANGE IN NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the company during the year under review.

4. TRANSFER TO RESERVES

The Board has decided to retain the entire profit for the year under review, so no amount was transferred into any reserve.

5. DIVIDEND

Your Directors do not recommend any dividend for the Financial Year under review.

6. TRANSFER OF UNCLAIMED DIVIDEND TO THE IEPF

During the year under review, there were no amounts of unclaimed or unpaid dividend required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government. Accordingly, no such transfer was made during the financial year.

7. SHARE CAPITAL

During the financial year under review, the **authorized share capital of the Company was increased** from Rs. 8,25,00,000 to Rs.15,00,00,000 vide members resolution passed in Extra-Ordinary General meeting held on 30.04.2024

The issued, subscribed and **paid-up share capital of the Company was increased** from Rs. 7,50,00,000 to Rs.9,52,86,000 pursuant to issue of equity shares on 30.09.2024 in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

As on 31st March, 2025 your Company's Authorized Capital stands at 1,50,00,000 (One crore fifty lakh) Equity Shares of Rs. 10/- (Rupees Ten) each and Paid-Up Capital stands at 95,28,600 (Ninety five lakh twenty eight thousand six hundred) Equity Shares of Rs. 10/- (Rupees Ten) each.

Further, **it is hereby declared that** the Company has:

- a. not issued equity shares with differential rights as to dividend, voting or otherwise;
- b. not issued any sweat equity shares;
- c. not issued employee stock option scheme/plan or exercised any option(s) there under; and
- d. not provided money for purchase of its own shares by employees or by trustees for the benefit of employees.

Between the end of the financial year of the Company to which financial statements relate and the date of the report, the Company raised Rs. 6090 lakhs by **issuing 43,50,000 fresh Equity Shares at an issue price of Rs. 140/-** per share, which included a premium of Rs.130/- per share **through SME IPO**. The issued, subscribed and paid-up share capital of the Company

increased from Rs. 9,52,86,000 to Rs. 13,87,86,000 pursuant to fresh issue of equity shares through SME IPO in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

8. ANNUAL RETURN

In compliance with the provisions of Section 134(3)(a) and 92 of the Companies Act, 2013, the Annual Return of the Company for the financial year ended 31st March, 2025 is hosted on the website of the Company and the web link of the same is – <https://cedaartextile.com/annual-return/>

9. PARTICULARS OF CONTRACTS/ARRANGEMENTS/TRANSACTIONS WITH RELATED PARTY

All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis, in compliance with the provisions of Section 188 of the Companies Act, 2013 and applicable rules.

The **Company had not entered into any contract / arrangement / transaction** with related parties, which could be considered as material in accordance with the Company's Policy on Materiality of and Dealing with Related Party Transactions. Hence, Form AOC-2 containing particulars of such contracts or arrangements is not applicable for the year under review. However, your attention is drawn to the Related Party Disclosure in Note No. 31 of the Financial Statements.

10. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS

The Company has not made any investment, nor given any loan/ guarantee, provided security during the year under review. However, the particulars of Loans, Guarantees and Investments made by the Company are given in the notes to the Financial Statement.

11. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS

Your Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and there were no remaining unclaimed deposits as on 31st March, 2025. Further, the Company has not accepted any deposit or loans in contravention of the provisions of Chapter V of the Companies Act, 2013 and the Rules made there under.

12. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THIS REPORT

Subsequent to the end of the financial year, there has been a material development affecting the financial position of the Company. The Company received approval from the National Stock Exchange of India Limited (NSE) for the listing of its equity shares under the SME IPO on the NSE Emerge Platform. The equity shares of Cedaar Textile Limited got listed w.e.f. 7th July, 2025.

This transition to a publicly listed SME entity is a significant milestone that is expected to enhance the Company's visibility in financial markets, improve access to capital, and strengthen its corporate governance and compliance framework.

Other than the aforementioned development, there was no further material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

13. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 read with Schedule V of the SEBI (LODR) Regulation, 2015, the Management Discussion and Analysis Report is presented in a separate section forming part of this Annual Report.

14. CORPORATE GOVERNANCE

The Company is listed on the NSE Emerge and exempted from provisions of corporate governance as per Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence, no Corporate Governance Report is required to be disclosed with Annual Report. It is pertinent to mention that your Company is committed to maintaining the highest standards of Corporate Governance.

15. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

(a)	In the preparation of the annual accounts for the year ended on 31st March, 2025 , the applicable accounting standards had been followed along with proper explanation relating to material departures;
(b)	They had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
(c)	They had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
(d)	They had prepared the annual accounts on a going concern basis;
(e)	They had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively; and
(f)	They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

16. SEBI COMPLAINTS REDRESS SYSTEM (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its status. Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. The Company has not received any complaints on the SCORES during financial year 2024-25.

17. DECLARATION BY DIRECTOR(S)

The Board has received declarations from all the Directors under Section 164 and other applicable provisions, if any, of the Companies Act, 2013, confirming that none of the Directors of the Company is disqualified under the provisions of the Companies Act, 2013 ("Act") or the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

18. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

A. Composition of Board of Directors

The Board of Directors of Company comprises a total of 8 (Eight) Directors including 4 (four) Independent Directors as on 31.03.2025.

The members of the Board have varied experience in the various fields of business and administration, ultimately creating a synergy and uplifting the overall performance of the Company, while playing a significant role in policy formulation and decision-making process and also, providing guidance to the executive management to discharge their functions effectively.

Sr	DIN	Name of Director	Designation	Category
1.	08702551	Rajesh Mittal	Managing Director	Promoter
2.	08702573	Virender Goyal	Executive Director	Promoter
3.	00205392	Monnappa Nachappa Bachangada	Non-Executive	Promoter
4.	00205250	Bachangada Monnappa Saraswathi	Non-Executive	Promoter
5.	00694714	Kamta Nath Pandey	Non-Executive	Independent
6.	09636972	Yogendra Kumar Singhal	Non-Executive	Independent
7.	05155631	Rajesh Bansal	Non-Executive	Independent
8.	00878512	Vinay Aggarwal	Non-Executive	Independent

B. Changes in Directors

DIN	Name of Director	Date	Nature of Change
00694714	Kamta Nath Pandey	11.09.2024	Appointment as Additional Director As Non-Executive Independent Director
09636972	Yogendra Kumar Singhal	11.09.2024	Appointment as Additional Director As Non-Executive Independent Director
05155631	Rajesh Bansal	11.09.2024	Appointment as Additional Director As Non-Executive Independent Director
00410434	Yatish Chandra Gupta	11.09.2024	Appointment as Additional Director

			As Non-Executive Independent Director
08702551	Rajesh Mittal	30.09.2024	Change in designation Director to Managing Director
00205392	Monnappa Nachappa Bachangada	30.09.2024	Change in designation Executive to Non- Executive Director
00205250	Bachangada Monnappa Saraswathi	30.09.2024	Change in designation Executive to Non- Executive Director
00694714	Kamta NathPandey	30.09.2024	Change in designation As Non-Executive Independent Director
09636972	Yogendra Kumar Singhal	30.09.2024	Change in designation As Non-Executive Independent Director
05155631	Rajesh Bansal	30.09.2024	Change in designation As Non-Executive Independent Director
00410434	Yatish Chandra Gupta	30.09.2024	Change in designation As Non-Executive Independent Director
00410434	Yatish Chandra Gupta	24.03.2025	Cessation As Non-Executive Independent Director
00878512	Vinay Aggarwal	27.03.2025	Appointment as Additional Director As Non-Executive Independent Director

C. Directors seeking appointment/re-appointment at the ensuing Annual General Meeting

In the ensuing AGM, the Board of Directors is proposing the following appointment/re-appointment as set out in the notice of AGM:

- Mrs. Bachangada Monnappa Saraswathi (DIN: 00205250) Non-Executive Director of the company, is liable to retire by rotation and being eligible offers herself for re-appointment;
- Mr. Vinay Aggarwal (DIN: 00878512) appointed as an Additional Director by the Board of Directors w.e.f. 27.03.2025 is proposed to be regularized as Non-Executive, Independent Director, who shall not be liable to retire by rotation.
- Mr. Jay Prakash Singh (DIN: 11328640) appointed as an Additional Director by the Board of Directors w.e.f. 22.10.2025 is proposed to be regularized as Executive, Non-Promoter/Professional Director, who shall be liable to retire by rotation.

D. Key Managerial Personnel (KMP)

As on March 31, 2025, the Company comprised of the following Key Managerial Personnel:

S. No.	PAN	Name of KMP	Designation
1.	AEFPG6425A	Virender Goyal	Chief Financial Officer (CFO)
2.	BCCPP8350B	Neha Parbhakar Rawat	Company Secretary

However, Ms. Neha Parbhakar Rawat has resigned from the office of Company Secretary of the Company w.e.f. 31.07.2025 and Ms. Anushka Jain was appointed as Company Secretary of the Company w.e.f. 01.08.2025

19. ANNUAL EVALUATION OF BOARD OF ITS PERFORMANCE, OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Company has established a framework for performance evaluation in line with applicable regulatory provisions and in compliance with the Act and the performance evaluation of the Board and its Committees were carried out during the year under review.

The evaluation was made in the overall context of the effectiveness of the Board and the respective Committees in providing guidance to the operating management of the Company, level of attendance in the Board/Committee meetings, constructive participation in the discussion on the agenda items, effective discharge of the functions and roles of the Board/Committees.

The evaluation framework for assessing the performance of directors comprises of the following key areas:

(a) For Independent Directors:

- Knowledge and Skills
- Professional conduct
- Duties, Role and functions

(b) For Executive Director:

- Performance as Team Leader / Member
- Evaluating Business Opportunity and analysis of Risk Reward Scenarios
- Key Set Goals and Achievements
- Professional Conduct and Integrity
- Sharing of Information with the Board

The evaluation involves self-evaluation by the Board Member and subsequently assessment by the Board of directors. A member of the Board will not participate in the discussion of his/her evaluation.

20. COMMITTEES OF THE BOARD

The Company has following 3 (three) Committees as follows:

A. Audit Committee

The Audit Committee of the Company was constituted ("Audit Committee"), as per the applicable provisions of the Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, by Board of Directors of Company in their meeting held on September 11, 2024 and reconstituted on March 27, 2025.

The Committee meeting was held once on 05.12.2024

The composition of the Audit Committee as at 31.03.2025 are given hereunder:

Name of Director	Designation of Committee	Nature of Directorship
Yogendra Kumar Singhal	Chairman	Non-Executive & Independent Director
Rajesh Bansal	Member	Non-Executive & Independent Director
Kamta Nath Pandey	Member	Non-Executive & Independent Director
Rajesh Mittal	Member	Managing Director

The Company Secretary served as the Secretary to the Committee.

Note: Mr. Yatish Chandra Gupta, who was a Chairman of Audit Committee, resigned from the Directorship of the Company with effect from March 24, 2025 and subsequently ceased to be Chairman of the Audit Committee also.

B. Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company was constituted ("NRC Committee"), as per the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, by Board of Directors of Company in their meeting held on September 11, 2024 and reconstituted on March 27, 2025.

The Committee meeting was held twice on 04.10.2024 and 27.03.2025

The composition of the Nomination and Remuneration Committee as at 31.03.2025 are given hereunder:

Name of Director	Designation of Committee	Nature of Directorship
Rajesh Bansal	Chairman	Non-Executive & Independent Director
Yogendra Kumar Singhal	Member	Non-Executive & Independent Director
Kamta Nath Pandey	Member	Non-Executive & Independent Director

Note: Mr. Yatish Chandra Gupta, who was a Chairman of Nomination and Remuneration Committee, resigned from the Directorship of the Company with effect from March 24, 2025 and subsequently ceased to be Chairman of the Nomination and Remuneration Committee also.

C. Stakeholders' Relationship Committee

Our Company has constituted a Stakeholders Relationship Committee to redress the complaints of the shareholders. The Stakeholders Relationship Committee was constituted as per the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 vide resolution passed at the meeting of the Board of Directors held on September 11, 2024 and reconstituted on March 27, 2025.

The table below highlights the composition and attendance of the members of the Committee as on March 31, 2025

Name of Director	Designation of Committee	Nature of Directorship
Rajesh Bansal	Chairman	Non-Executive & Independent Director
Yogendra Kumar Singhal	Member	Non-Executive & Independent Director
Kamta Nath Pandey	Member	Non-Executive & Independent Director
Virender Goyal	Member	Executive Director

Note: Mr. Yatish Chandra Gupta, who was a Member of Stakeholders Relationship Committee, resigned from the Directorship of the Company with effect from March 24, 2025 and subsequently ceased to be member of Stakeholders Relationship Committee.

During the year under review the Company received no complaints from the shareholders. Thus, no complaint of the shareholders was pending as on 31.03.2025.

21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS AND GENERAL MEETINGS

A. Board of Directors Meetings

During the Financial year 2024-25, the Board met 09 (Nine) times

S. No	Date of Meeting	No. of eligible Directors	No. of Directors Present
1.	25.04.2024	4	4
2.	06.07.2024	4	4
3.	11.09.2024	8	8

4.	30.09.2024	8	8
5.	04.10.2024	8	8
6.	14.10.2024	8	8
7.	05.12.2024	8	8
8.	25.03.2025	8	8
9.	27.03.2025	7	6

B. Number of General Meeting

S. No	Date of Meeting	Type of Meeting	Members entitled to attend the meeting	No. of members Present
1.	30.04.2024	Extra-Ordinary General Meeting	4	3
2.	30.09.2024	Annual General Meeting	4	4

22. SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI).

23. SEPARATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on 25th March, 2025 to review, among other things, the performance of non-independent directors and the Board as whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between Management and the Board and its' Committees which is necessary to effectively and reasonably perform and discharge their duties.

24. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Policy is formulated to provide opportunity to employees and directors to report to management concerns about unethical behaviour, actual or suspected fraud or violation of the Code of Conduct or policy. The mechanism provides for adequate safeguards against victimization of employees and directors who express their concerns and provides for direct access to Chairman/ Chairman of the Audit Committee in exceptional cases.

The policy is applicable to all employees and directors of the Company. Whistle Blower Policy is available on the following link: <https://cedaartextile.com/policies/>

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

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

26. AUDITORS

A. Statutory Auditors

Members of the Company at their 4th Annual General Meeting held on 30th September, 2024, appointed **M/s Kapish Jain & Associates**, Chartered Accountants, Ludhiana (FRN: 022743N), as Statutory Auditors of the Company for a period of consecutive five years in terms of provisions of Section 139 of the Company Act, 2013 to conduct the statutory audit of the company for the period from 01.04.2024 to 31.03.2029.

Report submitted by the Statutory Auditors for the financial year ended 31.03.2025 was self-explanatory in nature, thus no explanations or comments required by the Board under section 134(3)(f) of the Companies Act, 2013.

Further, appointed **M/s Kapish Jain & Associates** resigned as Statutory Auditors of Company w.e.f. 15.10.2025 whereby the Board of Directors of the Company in their meeting held on 22.10.2025 recommends appointment of **M/s Raj Mittal & Associates, Chartered Accountants (FRN: 012468N)** in the ensuing Annual General Meeting for a period of 5 consecutive Financial years from 2025-26 to 2029-30.

B. Secretarial Audit

During the financial 2024-25, M/s. P.S. Bathla & Associates, Practising Company Secretaries were appointed as Secretarial Auditors of the Company. The Report submitted by the Secretarial Auditors for the financial year ended 31.03.2025 in form MR-3 is attached herewith as separate **Annexure** with this report.

Pursuant to the provisions of Regulation 24A & other applicable provisions of the SEBI Listing Regulations read with Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on 04th August 2025 have approved & recommended for approval of Members, appointment of **M/s B. K. Gupta & Associates**, Practising Company Secretaries as Secretarial Auditor for a term of upto 5 (Five) consecutive years, to hold office from 01.04.2025 upto 31.03.2030.

C. Cost Auditor

M/s Hari Govind Singh & Co., Cost and Management Accountants (Firm Registration No. 006762) was appointed as Cost Auditors by the Board of Directors in their meeting held on 11.09.2024 to conduct the cost audit for the financial year 2024-25 in compliance to the provisions of Section 148 of the Companies Act, 2013 read with The Companies (Cost Records and Audit) Rules, 2014. Cost Auditor has submitted its report for the financial year 2024-25.

D. Internal Auditor

M/s IG & Co, Chartered Accountant has been appointed as an Internal Auditor to conduct internal audit of the functions and activities of the Company and maintain internal control systems of the Company.

27. BOARD'S COMMENTS ON QUALIFICATION, RESERVATION & ADVERSE REMARKS OR DISCLAIMER MADE BY:

- **Statutory Auditors:-** Audit Report given by the Statutory Auditors for the financial year under review is self-explanatory thus no comments required from the board in this regard.
- **Cost Auditors:** Cost Audit Report given by the Cost Auditors for the financial year under review is self-explanatory, hence no comments have been given by the board in this regard.
- **Secretarial Auditors:** Secretarial Audit Report given by the Statutory Auditors for the financial year under review is without any qualifications, therefore no comments given by the board in this regard.

28. DETAILS OF FRAUD REPORT BY AUDITOR

During the year under review, no frauds were reported by the auditors to the Audit Committee or the Board under Section 143(12) of the Act read with Rule 13 of the Companies (Audit and Auditors) Rules, 2014.

29. PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES

During the year under review, none of the Directors of the Company were in receipt of remuneration exceeding the limits as prescribed under the provisions of Section 197 of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The necessary disclosure with respect to the remuneration of Directors and employees as required under Section 197(12) of the Companies Act, 2013 and Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been appended as "**Annexure-B**" to this Report.

30. CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of Section 135 and Schedule VII of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014, the Board of Directors of the Company has formed a CSR Policy and the same has been uploaded on the Company's Website: [//https://cedaartextile.com/csr/](https://cedaartextile.com/csr/)

For the financial year 2024-2025, the Company was required to spend an amount of Rs.15.75 lakhs towards CSR. During the year under review, an amount of Rs.1.25 lakhs was available for set off towards CSR obligation as it was over spent during the F.Y. 2023-24.

The balance unspent amount of Rs.14.50 lakhs, which does not relate to any ongoing project, could not be spent during the year due to the time taken in identification and finalization of suitable projects and implementation partners.

The Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is provided in "**Annexure-C**" which is annexed hereto and forms part of the Board's Report.

31. INTERNAL FINANCIAL CONTROL & ITS EFFECTIVENESS

Your Company's internal control system is commensurate with its scale of operations designed to effectively control the operations. The internal control systems are designed to ensure that the financial and other records are reliable for the preparation of financial statements and for maintaining assets. We have documented policies and procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance regarding maintaining proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, and protecting assets from unauthorized use or losses, compliances with regulations.

32. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company has no Subsidiary/Joint Venture or Associate Companies during the year under review.

33. RISK MANAGEMENT POLICY

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework.

The Process of Risk Management include following steps:

- a) Risk Identification and Impact Assessment
- b) Risk Evaluation
- c) Risk Reporting and Disclosures
- d) Risk Mitigating and Monitoring

34. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT

There were no significant and material orders passed by the regulators or courts or tribunals, which would impact the going concern status and the Company's operations in the future.

35. INITIAL PUBLIC OFFER AND LISTING

After the closure of Financial Year under review, the Company vide the letter dated 04th July, 2025 has received the approval of National Stock Exchange for Listing of Equity Shares of Cedaar Textile Limited (SME IPO). The equity shares of the Company got listed on the NSE Emerge Platform (the SME Platform of the National Stock Exchange of India Limited) w.e.f. 07th July 2025.

With this, your Company has transitioned into a SME Listed Company, enhancing its visibility in the financial markets, strengthening its corporate governance practices, and paving the way for greater transparency and access to capital.

36. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards any form of sexual harassment and is committed to providing a safe and conducive work environment for all its employees. The Company has in place a policy on prevention, prohibition, and redressal of sexual harassment at workplace in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder. An Internal Complaints Committee (ICC) has been constituted to redress complaints received regarding sexual harassment.

During the financial year 2024-25, the following are the details of complaints received and disposed of under the Act:

- Number of complaints of Sexual harassment **received** during the year: **NIL**
- Number of complaints **disposed** of during the year: **NIL**
- Number of complaints **pending** for more than 90 days: **NIL**

37. COMPLIANCE WITH MATERNITY BENEFITS ACT, 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. The statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable has been extended to all the eligible women employees. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

38. THE DETAILS OF AN APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR.

During the year under the review, there were no applications made or proceedings pending in the name of the company under the Insolvency and Bankruptcy Code, 2016.

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

During the year under the review, there was no incidence occurred related to one-time settlement of loans taken from banks and financial institutions.

40. ACKNOWLEDGEMENT

Your Directors thank the various Central and State Government Departments, Organizations and Agencies for the continued help and co-operation extended by them. Your Directors sincerely convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support. Your Board of Directors would like to convey their sincere appreciation for the wholehearted support and

contributions made by all the employees at all levels of the Company for their hard work, solidarity, cooperation and dedication during the year.

**By Order of the Board
For CEDAAR TEXTILE LIMITED**

Place: Akbarpur Channa
Date: 23.10.2025

Sd/-
(Virender Goyal)
Director
DIN: 08702573

Sd/-
(Rajesh Mittal)
Managing Director
DIN: 08702551

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. CONSERVATION OF ENERGY

Particulars	Related Disclosures
The steps taken or impact on conservation of energy;	The Company continues to place emphasis on energy conservation as a means of achieving cost reduction and sustainability. The Company has installed and utilized 2000 KWP solar panels at its textile plant situated at Akbarpur Channa, Ludhiana, Punjab, thereby reducing dependency on conventional sources of electricity. This initiative has resulted in a measurable reduction in power costs as well as lowering the Company's carbon footprint.
The steps taken by the Company for utilizing alternate sources of energy	
The capital investment on energy conservation equipment	

B. TECHNOLOGY ABSORPTION

Particulars	Related Disclosures
Efforts made towards technology absorption;	Updation of Technology is a Continuous process. The Company's R&D/QC teams regularly focused on product development, process improvement and quality control at every stage of production.
Benefits derived like product improvement, cost reduction, product development or import substitution;	It has been able to improve without compromising on productivities
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):	Not Applicable
Expenditure incurred on Research and Development	R & D activities have been carried out in the business line product development and process improvement.

PARTICULARS OF EMPLOYEES

[As per section 197(12) read with the Rule 5 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

1. The Ratio of remuneration of each Director and Key Managerial Personnel to the median remuneration for the Financial Year:

Sr. No.	Name	Designation	Remuneration (Rs)	Ratio to Median Remuneration
1.	Rajesh Mittal	Managing Director	12,00,000	94.3:1
2.	Virender Goyal	Director	12,00,000	94.3:1
3.	Neha Parbhakar Rawat	Company Secretary	3,00,000	23.6:1

Explanation:

(i) The expression "median" means the numerical value separating the higher half of a population from the lower half, and the median of a finite list of numbers may be found by arranging all the observations from the lowest value to the highest value and picking the middle one;

(ii) If there is an even number of observations, the median shall be the average of the two middle values.

2. The percentage increase in the remuneration of each Director, CFO & Company Secretary or manager, if any in the financial year: As stated above in item no. (i).

Sr. No.	Name	Designation	% Increase in Remuneration
1.	Rajesh Mittal	Managing Director	NIL
2.	Virender Goyal	Director	NIL
3.	Neha Parbhakar Rawat	Company Secretary	NIL

3. Percentage increase/decrease in the median remuneration of employees in the financial year: NIL

4. Number of permanent employees on the rolls of company:

As on 31st March, 2025, the total number of employees on roll was 460.

5. Affirmation that the remuneration is as per the remuneration policy of the company:

It is affirmed that the remuneration paid is in accordance with the Remuneration Policy for Directors, KMPs, and Employees adopted by Cedaar Textile Limited."

Note:

1. Non-Executive Independent Directors receive only sitting fees for Board/Committee meetings, as per Section 197(5).

**ANNUAL REPORT ON
CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES**

1. Brief outline on CSR Policy of the Company:

The Board of Directors has adopted a CSR policy inspired by the opportunity to work for a cause of humanity. The CSR initiatives of the Company is focused on activities relating to environment sustainability, eradicating hunger and rural development, education and skill development, health & wellness, women empowerment, support activities and all other activities as duly mentioned in Schedule VII of the Companies Act, 2013 to make substantial improvements in the social framework and upliftment of society.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Rajesh Mittal	Chairman	NIL	NIL
2.	Rajesh Bansal	Member	NIL	NIL
3.	Vinay Aggarwal	Member	NIL	NIL

3. Web-link where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company: <https://cedaartextile.com/csr/>.

4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report): **Not Applicable**

5.

- a) Average net profit of the company as per section 135(5): **Rs. 788 lakhs**
- b) Two percent of average net profit of the Company as per Section 135(5): **Rs. 15.75 lakhs**
- c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: **NIL**
- d) Amount required to be set-off for the financial year, if any: **Rs 1.25 lakhs**
- e) Total CSR obligation for the financial year (6a+6b-6c): **Rs. 14.50 lakhs**

6.

- a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **NIL**
- b) Amount spent in Administrative Overheads: **NIL**
- c) Amount spent on Impact Assessment, if applicable: **NIL**
- d) Total amount spent for the Financial Year [(a)+(b)+(c)]: **NIL**

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

Total Amount Spent for the Financial Year 2024-2025 (in Rs. 'Lakhs)	Amount Unspent (in Rs. 'lakhs)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135		Amount to be transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
NIL	NIL	N.A.	As per Scehdule VII of CSR Rules	14.50	--

(f) Excess amount for set off, if any:

S. No.	Particulars	Amt. (in Rs. 'lakhs)
(i)	2% of average net profit of the company as per section 135(5)	15.75
(ii)	Total amount spent for the Financial Year	NIL
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	NIL

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

S. No.	Preceding F. Y. (s)	Amt. transferred to Unspent CSR Account under Section 135(6) (in Rs. 'Lakhs)	Balance Amt. in Unspent CSR account under Section 135(6) (in Rs. 'Lakhs)	Amount Spent in the Financial Year (in Rs. 'Lakhs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of Section 135, if any		Amount remaining to be spent in succeeding Financial Years (In Rs. 'Lakhs)	Deficiency, if any
					Amount (In Rs. 'Lakhs)	Date of Transfer		
1.	2021-2022	----	----	----	----	----	----	----

2.	2022-2023	----	----	----	----	----	----	----
3.	2023-2024	----	----	----	----	----	----	----

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: NIL

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

During the financial year, the Company was required to spend Rs.14.50 lakhs towards its Corporate Social Responsibility (CSR) activities in accordance with Section 135 of the Companies Act, 2013 and the Companies (CSR Policy) Rules, 2014.

“The Company is in the process of identifying suitable CSR projects and implementing agencies that align with its CSR Policy and Schedule VII of the Companies Act, 2013. The selection and approval process took longer than anticipated, resulting in partial utilization of the CSR funds during the year. The Company shall spend the unspent amount of Rs. 14.50 lakhs as per the provisions of Section 135 of the Companies Act, 2013”

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDING 31st MARCH, 2025

[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]

To
The Members,
CEDAAR TEXTILE LIMITED,
KSSIDC Plot No B-34, Industrial Estate, Yelahanka
New Town, Bangalore, Bengaluru, Karnataka, India, 560064

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s CEDAAR TEXTILE LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the **financial year 1st April, 2024 to 31st March, 2025** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent in the manner and subject to the reporting made hereinafter:

1. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s CEDAAR TEXTILE LIMITED** ("The Company") for the financial year ended on **31st March, 2025** according to the provisions of:
 - I. The Companies Act, 2013 (the Act) and the rules made thereunder;
 - II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; (Not applicable till 31.03.2025)
 - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (Applicable w.e.f. 16.07.2024)
 - 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; (**Not applicable till 31.03.2025**)
 - 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; **(Not applicable till 31.03.2025)**
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable till 31.03.2025)**
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable till 31.03.2025)**
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable till 31.03.2025)**
- (e) 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 as there was no event in this regard)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer agent during the Financial Year under review)**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. **(Not applicable)**

VI. The Company has informed that following Sector Specific laws are applicable to the Company:

- a) Environment Protection Act, 1986 and Environment Impact Assessment Notification S.O 60(E), dated 27-01-1994
- b) Air (Prevention and Control of Pollution) Act, 1981 and Air (Prevention and Control of Pollution) Rules, 1982
- c) Water (Prevention & Control of Pollution) Act, 1974 & Water (Prevention and Control of Pollution) Rules, 1975
- d) Textiles (Development and Regulation) Order, 2001

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

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

I Report that during the period under review the Company has complied with the provisions of The Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

2. I further report that

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

- Adequate notices are given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings have been carried out unanimously as recorded in the minutes of the meetings of Board of Directors and Committee of the Board, as case may be.

I further report that based on the information received and records maintained 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.

I further report that during the audit period, the Company has not undertaken any specific event/ action that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

- The Company's Public issue opened on: 30th June, 2025 and closed on: 2nd July, 2025. Subsequently, listing of securities was allowed w.e.f. 7th July, 2025 on National Stock Exchange.
- The Company got converted from Private to Public on 23rd August, 2024.

For P S Bathla & Associates

Parminster Singh Bathla
Company Secretary

FCS No. 4391

C.P No. 2585

Peer Review No. 1306/2022

SCO-6, Feroze Gandhi Market,

Ludhiana

Place: Ludhiana

Date: 5th September, 2025

UDIN: F004391G001180381

Note: This Report is to be read with my Letter of even date which is annexed as Annexure A and forms an integral part of this report.

To
The Members,
CEDAAR TEXTILE LIMITED,
KSSIDC Plot No B-34, Industrial Estate, Yelahanka
New Town, Bangalore, Bengaluru, Karnataka, India, 560064

My 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. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For P S Bathla & Associates

Parminster Singh Bathla
Company Secretary
FCS No. 4391
C.P No. 2585

Peer Review No. 1306/2022
SCO-6, Feroze Gandhi Market,
Ludhiana

Place: Ludhiana
Date: 5th September, 2025
UDIN: F004391G001180381

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion & Analysis Report highlights a period of strategic transition and significant growth, positioning the company for future expansion. The analysis focuses on key financial performance, operation efficiency, and future strategy funded by the Initial Public Offer ("IPO") proceeds.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian textile industry is world's second largest textile industry, driven by innovations in sustainable fabrics, digital printing, and technical textiles. With the government's focus on initiatives like "Make in India" and the Production Linked Incentive (PLI) scheme, there has been robust growth in domestic manufacturing, export opportunities, and demand for eco-friendly textiles.

Increasing efforts in quality improvement, innovations through R&D programs, and other preferential value-added features have helped India's home textile products become more popular in the global market. The superior quality of Indian home textiles makes companies in India a leader and enjoys a comparative advantage in terms of skilled manpower and in cost of production, relative to major textile producers. The SME segment in India is also increasingly adopting automation and digital supply chain solutions, opening new avenues for integrated textile manufacturers.

Cedaar Textile Limited, with its industry experience and a portfolio focused on high-quality yarn, fabrics, and finished garments, is strategically positioned to leverage these macro trends. The Company is focused on production of high end melange and dyed yarns to increase its margins.

COMPANY OVERVIEW

We, **Cedaar Textile Limited** is an integrated player in the textile value chain, with a core focus on manufacturing, trading, and distribution of various textile goods. The **Company's Objective** is to cater the Top Line Customers Overseas and in India, who produce Garments for renowned Fashion Brands.

The Company leverages its operational setup to handle diverse fibres types and product categories:

Core Products and Materials: The Company's primary operational focus is on materials such as cotton, silk, art silk, polyester, acrylic, modal, rayon, and nylon. This diversified material base allows the company to serve both traditional and modern segments of the clothing and home furnishing markets.

Key Focus areas: With sustainability as the prime focus, the goal is to make global presence in fashion oriented garments by offering value added yarns, go for organic growth in safety wear segment, supply of fire retardant and sustainable products and to increase supply of company's products as per customer demands and preferences.

Operational Integration: The business activities encompass the entire lifecycle of textiles-from buying raw materials to manufacturing finished or semi-finished goods, and selling, importing, and exporting them. The ability to import and export indicates a well-established international trading network and a comprehensive approach to global sourcing and market access.

Market Strategy: The Company's strategy is centered on maintaining operational efficiency and product quality to effectively compete in the high-volume and price-sensitive textile industry. All

Yarns are being offered with **sustainability as the prime focus**, in 100% Organic, Recycle Fibers (Polyester & Cotton) for a Green Environment and Conservation of natural resources. By engaging in both manufacturing and trading, the company can quickly adapt its product mix and inventory levels to meet shifting market demands and seasonal peaks, ensuring timely delivery and supply chain resilience.

IPO AND CAPITAL MARKET DEVELOPMENTS

In June 2025, Cedaar Limited launched its SME IPO on NSE Emerge, offering 43,50,000 fresh equity shares at a price of Rs. 140/- per share, raising a total amount of Rs. 6090 lakhs. The issue was oversubscribed nearly 12 times, reflecting strong investor demand.

The Company received approval from the National Stock Exchange of India Limited (NSE) for the listing of its equity shares under the SME IPO on the NSE Emerge Platform. The equity shares of Cedaar Textile Limited is listed w.e.f. 07th July, 2025.

This transition to a publicly listed SME entity is a significant milestone that is expected to enhance the Company's visibility in financial markets, improve access to capital, and strengthen its corporate governance and compliance framework.

OPPORTUNITIES

The growing global shift toward **sustainable and eco-friendly textiles** offers significant potential for Cedaar's certified product portfolio. Additionally, government initiatives such as the PLI scheme and export incentives provide strong support for expansion and international competitiveness. Rising demand in export markets, particularly in **Bangladesh, Egypt, Portugal, Korea, Europe and the Middle East**, further enhances growth prospects.

The installation of a 2000 KWP Solar Power Plant presents company's sustainability credentials, making it more attractive to **environmentally conscious** global brands.

THREATS

Key challenges include **volatility in raw material prices**, especially cotton and silk. The Company also faces **intense competition from low-cost manufacturing hubs** such as Bangladesh and Vietnam, requiring continuous investment in efficiency and innovation to maintain an edge.

HUMAN RESOURCES AND INTERNAL CONTROLS

We believe that our employees are key contributors to our business success. The Company maintains a team of **skilled and semi-skilled employees** across manufacturing and operations and continues to invest in **training and skill development** to enhance productivity and quality standards. We focus on **attracting and retaining** the best possible talent. Our Company looks for specific skill sets, interests and background that would be an **asset for business**. With planned capacity expansion, the workforce will be scaled up in line with operational requirements.

We have an adequate robust system of internal controls in place. We have documented policies and procedures covering all financial and operating functions. These controls have been designed to provide a reasonable assurance regarding maintaining of proper accounting controls for ensuring reliability of financial reporting, monitoring of operations, and protecting assets from unauthorized use or losses, compliances with regulations. We have continued our efforts to align all our processes and controls with global best practices

RISKS AND CONCERNS

Cedaar Textile Limited recognizes that effective risk management is fundamental to achieving sustainable business performance and protecting stakeholder value. The Company has established a structured and proactive risk management framework to identify, assess, and mitigate potential risks across operational, financial, strategic, regulatory, and environmental domains.

Given its domestic market orientation, Cedaar's primary risks relate to raw material price volatility (especially cotton and polyester) and changing consumer demand trends. The Company closely tracks market conditions and adopts timely procurement strategies to reduce the impact of cost fluctuations. To tap the available domestic and international market opportunities, the Company is heading for major expansion in yarn cone dyeing and hank dyeing in the coming year.

In addition, Cedaar places strong emphasis on regulatory compliance and operational risks. It has made continuous efforts to optimize production processes, reduce waste, manage fixed overheads and work towards sustainable environment. Further, regular internal controls, statutory audits, and adherence to quality certifications (ISO, GOTS, OEKO-TEX®) ensure business continuity, transparency, and sustainability of operations.

KEY FINANCIAL RATIOS

The Company has identified the following ratios as key financial ratios

Ratio	For the year ended 31.03.2025	For the year ended 31.03.2024	Reason of change more than 25%
Current ratio (in times)	1.23	1.25	Not Applicable
Debt equity ratio	5.79	10.43	Decreased due to increase in the debts and shareholders funds at year end.
Debt service coverage	1.44	0.93	Increased due to increase in earning available for debts during the year.
Return on equity ratio	63%	35%	Increased due to increase in PAT at end of year.
Inventory turnover ratio	3.10	3.29	Not Applicable
Trade receivables turnover ratio (in times)	7.96	6.71	Not Applicable
Trade payables turnover ratio (in times)	8.86	7.03	Increase due to increase in purchase during the year.
Net capital turnover ratio (in times)	8.49	8.09	Not applicable

Net profit ratio (in %)	6.39%	2.86%	Increased due to increase in operational revenue during the year.
Return on capital	16.13%	12.37%	Increased due to increase in the profit during the year.
Return on investment	6.92%	7.29%	Not applicable

FUTURE OUTLOOK

Management is committed to sustaining the momentum achieved in improving the efficiency of capital deployment. Efforts will be concentrated on further enhancing operational returns, which saw a healthy improvement during the last fiscal year. This includes investing in technology and process improvements that maximize output from the existing asset base, ensuring sustained improvement in profitability relative to the capital employed.

The Company is planning yarn dyeing expansion two to three times in next two years.

The Company is determined to decrease its carbon foot print and subsequent carbon emission. With the execution of the solar plant projects and sustainability as prime focus, the company is dedicated to reduce the production cost of the product and accommodate the future growth requirements.

The company will strategically utilize its expertise across a wide material portfolio (cotton, silk, synthetics) to innovate and introduce value-added products. The goal is to capture higher margins by moving up the value chain. Furthermore, the established import/export infrastructure will be leveraged to systematically increase market share in identified, high-potential international markets.

CAUTIONARY STATEMENT

This Management Discussion and Analysis Report may contain certain forward-looking statements that are based on current expectations, assumptions, and forecasts regarding future events. These statements are subject to known and unknown risks, uncertainties, and market conditions, which may cause actual results, performance, or achievements to differ materially from those expressed or implied. Readers are advised not to place undue reliance on these statements, as the Company undertakes no obligation to publicly update or revise them in light of subsequent developments.

**By Order of the Board
For CEDAAR TEXTILE LIMITED**

Place: Akbarpur Channa
Date: 23.10.2025

Sd/-
(Virender Goyal)
Director
DIN: 08702573

Sd/-
(Rajesh Mittal)
Managing Director
DIN: 08702551

INDEPENDENT AUDITOR'S REPORT

To the Members of **Cedaar Textile Limited**
(formerly known as Cedaar Textile Private Limited)

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **Cedaar Textile Limited** (formerly known as Cedaar Textile Private Limited) ("the Company"), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss and statement of Cash Flow for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, **except for the possible effects of the matter described in the Basis for Qualified Opinion section of our report**, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Amendment Rules, 2021 (as amended from time to time) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025 and profit and its cash flows for the year ended on that date.

Basis of Qualified Opinion

Attention is invited to Note No. 35 of the accompanying annual financial results regarding disclosure of segment information. The Company has not complied with the requirements of Accounting Standard (AS) 17 "Segment Reporting", issued by the Institute of Chartered Accountants of India and notified under the Companies (Accounting Standards) Rules, 2021 as amended from time to time. This qualification arises due to non-disclosure of segment information as prescribed under AS 17. While this non-compliance does not affect the aggregate financial figures reported in the financial statements, it impacts the completeness and transparency of segmental disclosure.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's 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.

The Director's report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of Management and those charged with Governance for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of Financial Statement

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Financial Statements 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements 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.

Report on other Legal and Regulatory Requirements

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.

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) ***Except for the possible effects of the matters described under the Basis for Qualified Opinion paragraph,*** in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Amendment Rules, 2021 (as amended from time to time).
 - e) On the basis of the written representations received from the directors as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 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 Control with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in the "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 has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2025.
 - iv.
 - The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate

Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

- The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (a) and (b) above contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year ended 31 March 2025.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording Audit Trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in addition to this audit trail has been preserved by the company as per statutory requirements for record retention.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

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

For **Kapish Jain & Associates**,
Chartered Accountants
Firm's Registration No.: 022743N

[Amit Kumar Madheshia]
Partner
Membership No.: 521888
UDIN: 25521888BMITYC1123

Place: New Delhi
Date: 25 September 2025

Annexure A referred to in Paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of Cedaar Textile Limited (formerly known as Cedaar Textile Private Limited) on the financial statements for the year ended 31 March 2025.

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible Assets during the year.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of physical verification program adopted by the Company, is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the Company.
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of Rs 5 crore, in aggregate, from banks or financial institution on the basis of security of current assets during the year. In our opinion, the quarterly returns or statements filed by the Company with such bank are not in agreement with the books of account of the Company, for this refer note no. 39 (x) of financial statements.
- iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made investment in, provided any guarantee or security or granted any loans or advance in the nature of loans, secured or unsecured to companies, firms, limited liability partnerships or any others parties during the year.
- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted any loan to its subsidiaries or others during the year.
 - (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, we are in opinion that the terms and conditions of the loan given are, prima facie, not prejudicial to the interest of the Company.
 - (c) In respect of loans and advances in the nature of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments/receipts of principal and interest are regular.
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than 90 days in respect of loans granted to companies, firms, LLPs or other parties.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which has fallen due during the year. Further, no fresh loans were granted to any party to settle the overdue loans.

- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan which is repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of sections 185 and 186 of the Act in respect of loans, investments, guarantees and security, as applicable.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Central Government has specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity and such accounts and records have been maintained.
- (vii) (a) According to the information and explanation given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable **except income tax liability amounting to Rs 10.58 lacs.**
- (b) According to the information and explanations given to us, there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been recorded in the books of accounts during the year.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender during the year.
- (b) According to the information and explanations given to us including confirmations received from banks and financial institution, representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution.
- (c) In our opinion and according to the information and explanations given to us, the term loan obtained by the Company have been applied for the purpose for which the loans were obtained.
- (d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiary companies.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

- (b) According to the information and explanations given to us, the Company has not made any preferential allotment of equity shares to non-promoter category during the year under audit as per the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013 and other applicable provisions. However, during the year, the Company has issued 20,28,600 equity shares having face value of Rs.10 each at a premium of Rs. 130 per share through conversion of unsecured loan from directors. The said allotment has been made in compliance with the provisions of the Companies Act, 2013. Further, the funds raised have been utilised for the purposes for which they were raised.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- (c) According to the information and explanations given to us, the Company has not received any whistle-blower complaints during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standard
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the company has an internal audit system under section 138 of the Act commensurate with size and nature of its business.
- (b) We have considered reports of the Internal Auditors for the period under audit.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) In our opinion and according to the information and explanations given to us, the Company has not spent an amount of Rs 14.50 lacs, as referred to note 40 in the financial statement, in respect of other than ongoing projects under sub-section (5) of section 135 of the said Act.

(xxi)The reporting under clause 3(xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Kapish Jain & Associates,**
Chartered Accountants
Firm's Registration No.: 022743N

[Amit Kumar Madheshia]
Partner
Membership No.: 521888
UDIN: 25521888BMITYC1123

Place: New Delhi
Date: 25 September 2025

Annexure B referred to in Paragraph 2 clause (f) under "Report on Other Legal and Regulatory Requirements" section of the Independent Auditor's Report of even date to the members of Cedaar Textile Limited (formerly known as Cedaar Textile Private Limited) on the financial statements for the year ended 31 March 2025

Independent Auditor's Report on the Internal Financial Controls with reference to the Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the financial statements of Cedaar Textile Limited (formerly known as Cedaar Textile Private Limited) as at the end of the year 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Company on that date.

Responsibilities of Management for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the Internal financial controls 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 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls 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 period are subject to the risk that Internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls systems over financial reporting and such internal financial controls systems over financial reporting were operating effectively as at 31 March 2025, based on internal financial controls systems over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls systems over financial reporting issued by the Institute of Chartered Accountants of India.

For **Kapish Jain & Associates**,
Chartered Accountants
Firm's Registration No.: 022743N

[Amit Kumar Madheshia]
Partner
Membership No.: 521888
UDIN: 25521888BMITYC1123

Place: New Delhi
Date: 25 September 2025

Balance Sheet as at 31st March, 2025
(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	Note No	As at 31 st March, 2025	As at 31 st March, 2024
Equity & Liabilities			
Shareholders fund			
a) Share capital	3	952.86	750.00
b) Reserve and surplus	4	5,614.58	1,773.52
		6,567.44	2,523.52
Non-current liabilities			
a) Long-term borrowings	5	3,305.37	7,267.79
b) Deferred tax liability	6	424.05	305.22
c) Other non-current liabilities		-	-
d) Long-term provisions	7	45.72	31.36
		3775.14	7,604.37
Current Liabilities			
a) Short-term borrowings	5	8,247.28	7,347.11
b) Trade payables	8		
a) total outstanding dues of micro enterprises and small enterprises		219.81	105.64
b) total outstanding dues other than micro and small enterprises		2541.43	1432.54
c) Other current liabilities	9	693.95	520.68
d) Short-term provisions	10	560.89	288.36
		12,263.36	9,694.33
Total Equity & Liability		22,605.94	19,822.22
Assets			
Non-current assets			
a) Property, Plant and Equipment and Intangible Assets			
- Property, plant and equipment	11	7650.12	7,720.66
- Intangible assets	12	33.42	43.83
- Capital work-in-progress	13	43.13	1.92
		7,726.67	7,766.41
b) Non-current investments		-	-
c) Deferred tax assets		-	-
d) Long-term loans and advances	14	237.47	238.21
e) Other non-current assets		-	-
		7,964.14	8,004.62
Current assets			
a) Current investments		-	-
b) Inventories	15	10,938.65	7,337.32
c) Trade receivables	16	1,923.38	2,365.93
d) Cash and bank balances	17	881.50	845.30
e) Short-term loans and advances	18	609.90	1,092.85
f) Other current assets	19	288.37	176.20
		14,641.80	11,817.60
Total Assets		22,605.94	19,822.22
The accompanying notes are an integral part of these financial statements			
This is the Statement of Balance Sheet referred to in our report of even date.			

For KAPISH JAIN & ASSOCIATES
Chartered Accountants

Amit Kumar Madheshia
Partner
Membership No. 521888
Place: New Delhi
Date: September 25, 2025

For and on behalf of the board of directors of
CEDAAR TEXTILE LIMITED

VIRENDER GOYAL
Director & Chief Finance Officer
DIN: 08702573
Place: Indore

RAJESH MITTAL
Managing Director
DIN: 08702551
Place: Bangalore

ANUSHKA JAIN
Company Secretary
Membership No. A74894
Place: Ludhiana

Statement of Profit and loss for the year ended 31st March 2025

(All amounts in ₹ lacs, unless otherwise stated)

Particulars	Note No	For the year ended 31 st March 2025	For the year ended 31 st March 2024
I Revenue from operations	20	20,786.87	18,928.62
II Other income	21	146.68	148.96
III Total income (I+II)		20,933.55	19,077.58
IV Expenditure			
(a) Cost of material consumed	22	14,872.66	11,069.70
(b) Changes in inventories of work-in-progress and finished goods	23	(1,586.29)	(469.56)
(c) Employee benefit expenses	24	1,506.74	1,757.01
(d) Finance costs	25	1,133.59	1,148.13
(e) Depreciation and amortization expenses	26	408.35	367.07
(f) Other expenses	27	2,968.44	3,690.45
Total expenses (IV)		19,303.49	17,562.80
V Profit before exceptional items and tax (III-IV)		1,630.06	1,514.78
VI Exception items	28	-	(20.75)
VII Profit before tax (V-VI)		1,630.06	1,535.53
VIII Tax expenses			
Current tax		307.35	312.55
Current tax for earlier year		-	4.11
Deferred tax charge/ (benefit)		118.83	9.25
Total tax expenses		426.18	325.91
IX Profit / (Loss) for the Year (VII-VIII)		1,203.88	1,209.62
Earnings per equity share (not annualised for the period ended 31 December 2024)	29		
[Nominal value per share: ₹10 (previous year: ₹10)]		10.00	10.00
Basic (in ₹)		14.13	16.13
Diluted (in ₹)		14.13	16.13

The accompanying notes are an integral part of these financial statements

This is the Statement of Balance Sheet referred to in our report of even date.

For and on behalf of the board of directors of

For KAPISH JAIN & ASSOCIATES

Chartered Accountants

Firm's Registration No.: 022743N

CEDAAR TEXTILE LIMITED

Amit Kumar Madheshia

Partner

Membership No. 521888

Place: New Delhi

Date: September 25, 2025

VIRENDER GOYAL

Director & Chief Finance Officer

DIN: 08702573

Place: Indore

RAJESH MITTAL

Managing Director

DIN: 08702551

Place: Bangalore

ANUSHKA JAIN

Company Secretary

Membership No. A74894

Place: Ludhiana

Statement of Cash Flow for the year ended 31st March 2025

(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax as per Statement of Profit & Loss	1,630.06	1,535.53
Adjusted for:		
a) Depreciation	408.35	367.07
b) Interest expenses	1,098.38	1,148.13
c) Unrealized foreign currency (gain)/loss	(18.57)	(32.26)
d) Interest income	(61.51)	(17.87)
Operating profit before working capital changes	3,056.71	3,000.60
a) Decrease / (Increase) in inventories	(3,601.32)	(2,453.68)
b) Decrease / (Increase) in trade receivable	461.12	54.18
c) Decrease / (Increase) in short term loans and advances	483.70	214.50
d) Decrease / (Increase) in other current assets	(55.58)	40.16
e) Increase / (Decrease) in trade payables	1,223.06	4.61
f) Increase / (Decrease) in short term provisions	(0.62)	12.96
g) Increase / (Decrease) in long term provisions	14.36	(33.51)
h) Increase / (Decrease) in other current liabilities	173.29	(101.26)
Cash generated from operations		
Net income tax (paid)/refund	(34.19)	(117.21)
Net Cash Generated/(Used) From Operating Activities (A)	1,720.53	621.35
B. CASH FLOW FROM INVESTING ACTIVITIES		
a) (Purchase) / sale of property, plant and equipment & intangible assets	(368.61)	(693.70)
b) Proceed/(Investment) in fixed deposit	(32.87)	187.92
c) Interest & other income	4.86	118.47
Net Cash Generated/(Used) From Investing Activities (B)	(396.62)	(387.31)
C. CASH FLOW FROM FINANCING ACTIVITIES		
a) Interest & finance costs	(1,098.38)	(1,148.13)
b) (Repayments) of long-term borrowings	(2,107.64)	(1,728.68)
c) Proceeds of long-term borrowings	985.27	1,119.79
d) (Repayments) / proceeds of short-term borrowings	900.17	1,522.86
Net Cash Generated/(Used) From Financing Activities (C)	(1,320.58)	(234.16)
Net Increase / (Decrease) in cash and cash equivalents (A+B+C)	3.33	(0.12)
Cash and cash equivalents at the beginning of the year	4.13	4.25
Cash and cash equivalents at the end of the year	7.46	4.13
Cash and cash equivalents comprise of:		
Cash on hand	2.78	2.47
Balance with banks		
- in current accounts	4.68	1.66
Total	7.46	4.13

Notes:

- The above Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard 3 Cash Flow Statement, specified under Section 133 of the Companies Act, 2013.
- Figures in brackets indicate cash out flow.
- Previous years figures have been regrouped/reclassified wherever necessary to confirm to current years classification.

The accompanying notes are an integral part of these financial statements

This is the Cash Flow Statement referred to in our report of even date.

For KAPISH JAIN & ASSOCIATES

Chartered Accountants

Firm's Registration No.: 022743N

Amit Kumar Madheshia

Partner

Membership No. 521888

Place: New Delhi

Date: September 25, 2025

For and on behalf of the board of directors of

CEDAAR TEXTILE LIMITED

VIRENDER GOYAL

Director & Chief Finance Officer

DIN: 08702573

Place: Indore

RAJESH MITTAL

Managing Director

DIN: 08702551

Place: Bangalore

ANUSHKA JAIN

Company Secretary

Membership No. A74894

Place: Ludhiana

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

1. Background

CEDAAR TEXTILE LIMITED (Formerly known as Cedaar Textile Private Limited) is a Company limited by shares domiciled in India, with its registered office situated at KSSIDC Plot No. B-34, Industrial Estate, Yelahanka New Town, Bangalore, Karnataka, India, 560064. The Company has been incorporated under Companies Act, 2013 on 28 September 2020 (CIN U17299KA2020PLC139070). The Company primarily engaged in operations of manufacturing, buying, selling, importing, exporting and dealing in textiles, cotton, silk, art silk, rayon, nylon and other goods or merchandise whether textile felted, netted or looped.

2. Summary of significant accounting policies

i. Basis of Preparation

The 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 and the relevant provisions of the Companies Act 2013, as applicable. The financial statements of the Company are prepared under the historical cost convention using the accrual method of accounting. The accounting policies adopted in the preparation of the financial statements are consistent with those of the previous year. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the 2013 Act.

ii. Use of estimates

The preparation of financial statements requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

iii. Property, Plant and Equipment

Tangible assets

Tangible assets are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price, borrowing costs, if capitalization criteria are met and any cost attributable to bringing the assets to its working condition for its intended use which includes taxes, freight, and installation and allocated incidental expenditure during acquisition and exclusive of Input tax credit (IGST/CGST and SGST) or other tax credit available to the Company.

When parts of an item of tangible assets have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure relating to tangible assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Intangible assets

Acquired intangible assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible asset will not exceed ten years from the date when the asset is available for use is considered by the management. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly.

iv. Depreciation on property, plant and equipment

Depreciation on these assets commences when the assets are ready for their intended use which is generally on commissioning. Based on internal assessment and technical evaluation the management believes the useful life as given below best represent the period over which management expects to use these assets. Hence, the useful lives for these assets are different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013. The companies uses straight line method and the estimated useful lives of property, Plant and equipment of the Companies are as follows:

Particulars Useful life in years

Factory Building	30
Residence Building	60
Plant and machinery	15
Software and ERP	6
Land	0
Furniture and fixture	10
Power Plant	40
Solar Power Plant	22
Vehicles	6
Computer	6

v. Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets' net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation/amortization is provided on the revised carrying amount of the asset over its remaining useful life.

vi. Foreign currency translation

Initial recognition:

Foreign currency transactions are recorded in the reporting currency by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion:

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction; non-monetary items which are carried at fair value or other similar valuation denominated in a foreign currency are reported using the exchange rates that existed when such values were determined.

Exchange differences:

Exchange differences arising on the settlement of monetary items or on reporting the Company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they occur.

vii. Revenue recognition

Revenue is recognized to the extent, that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Revenue from sale of goods

Revenue from sale of goods is recognized when the significant risks and rewards of ownership of the goods are transferred to the buyer.

Interest income

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

viii. Cash and cash equivalents

Cash and cash equivalents include cash in hand, demand deposits with banks. Bank overdrafts are shown within borrowings in current liabilities in balance sheet.

ix. Employees Benefit

Employee benefits in the form of Provident Fund and Employee State Insurance Scheme are defined contribution plans and the contributions are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective funds.

Short-term employee benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and are recognized in the Statement of Profit and Loss in the period in which the employee renders the related service.

Gratuity is a post-employment benefit and is in the nature of a defined benefit plan. The liability recognized in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the balance sheet date. The defined benefit obligation is calculated at the balance sheet date by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are charged to the Statement of Profit and Loss in the year in which such gains or losses are determined.

x. Inventories

Inventories are valued at lower of cost and net realizable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct cost and related overheads.

Provision of obsolescence on inventories is considered on the basis of management's estimate based on demand and market of the inventories.

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

xi. Income taxes

Tax expense for the period comprises of current tax, deferred tax and Minimum alternate tax credit considered in determining the net profit or loss for the year.

Current tax

Provision for current tax is recognized on the basis of estimated taxable income for the current accounting year in accordance with the Income-tax Act, 1961.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts, and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the reporting date.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively 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 carry forward of losses, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed at each balance sheet date and are written-down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

At each reporting date, the Company reassesses the unrecognized deferred tax assets, if any.

xii. Provisions, Contingent Liability and Contingent Asset Provisions

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

Contingent liabilities

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation cannot be made.

Contingent assets

Contingent assets are neither recorded nor disclosed in the financial statements.

xiii. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average numbers of equity shares are adjusted for events such as bonus issue, bonus element in the rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

3. Share Capital

Particulars	As at 31 st March 2025		As at 31 st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Equity Shares of Rs 10/- each fully paid up	1,50,00,000	1,500.00	1,50,00,000	1,500.00
	1,50,00,000	1,500.00	1,50,00,000	1,500.00
Issued, Subscribed & Fully Paid-up Equity Shares of Rs 10/- each fully paid up	95,28,600	952.86	75,00,000	750.00
Total issued, subscribed and fully paid-up share capital	95,28,600	952.86	75,00,000	750.00

a) Reconciliation of equity share capital

Particulars	As at 31 st March 2025		As at 31 st March, 2024	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at the beginning of the year	75,00,000	750.00	2,50,000	25.00
Shares issued during the year {refer note (a) below}	20,28,600	202.86	-	-
Bonus Issued during the year {refer note (b) below}	-	-	72,50,000	725.00
Share outstanding at the end of the year	95,28,600	952.86	75,00,000	750.00

Note

- (a) During the financial year ended 31st March 2025, the Company converted an unsecured loan of ₹ 2,840.04 Lakhs from directors into 20,28,600 equity shares of ₹ 10 each, issued at a premium of ₹ 130 per share, as per applicable provisions of the Companies Act, 2013.
- (b) During the financial year 2023-24, the Company issued 72,50,000 bonus shares to fully paid-up equity shareholders in the ratio of 29:1 (i.e., 29 equity shares for every 1 equity share held), by capitalizing reserves.

b) Rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per Share (As at 31st March 2025 Rs. 10 per share). Each Shareholder is eligible for one vote per share held. The dividend proposed (if any) by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend (if any). In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) Particulars of shareholders holding more than 5 % equity share of the company

Name of the Shareholder	As at 31st March 2025		As at 31st March, 2024	
	No of Shares held	%age of holding	No of Shares held	%age of holding
Monnappa Nachappa Bachangada	37,89,176	39.77%	28,50,000	38.00%
Rajesh Mittal	38,45,228	40.35%	30,00,000	40.00%
Virender Goyal	17,44,196	18.30%	15,00,000	20.00%

d) Details of the shareholding pattern of the promoters at the year end as follows:

Name of the Promoter	As at 31st March 2025		As at 31st March, 2024		% Change during the year
	No of Shares held	%age of holding	No of Shares held	%age of holding	
Monnappa Nachappa Bachangada	37,89,176	39.77%	28,50,000	38.00%	1.77%
Saraswathi Bopiah Monappa	1,50,000	2.00%	1,50,000	2.00%	0.00%
Rajesh Mittal	38,45,228	40.35%	30,00,000	40.00%	0.35%
Virender Goyal	17,44,196	18.30%	15,00,000	20.00%	-1.70%

4. Reserves & Surplus

Particulars	As at 31st March 2025	As at 31st March, 2024
Surplus / (Deficit) in the statement of profit and loss		
Balance as at the beginning of the year	1,773.52	1,288.90
Add: Profit for the year	1,203.88	1,209.62

Less: Utilized for bonus issue	-	(725.00)
Balance as at the end of the year	2,977.40	1,773.52
Security Premium		
Opening balance	-	-
Add: Addition during the Period/year	2,637.18	-
Less: Utilised for Bonus Issue	-	-
Balance as at the end of the period / year	2,637.18	-
Total Reserve & Surplus	5,614.58	1,773.52

5. Borrowings

Particulars	As at 31 st March 2025			As at 31 st March, 2024		
	Long Term	Short Term	Total	Long Term	Short Term	Total
Secured Loans *						
<u>From Banks and financial institutions</u>						
- Term loan	3,305.37	1,451.27	4,756.64	4,427.60	1,038.39	5,465.99
- Repayable on demand	-	6,259.86	6,259.86	-	6,148.72	6,148.72
<u>Unsecured Loans</u>						
<u>From others</u>	-	136.15	136.15	2,840.19	160.00	3,000.19
- Loans from Directors and relatives						
- Loan from others	-	400.00	400.00	-	-	-
Total	3,305.37	8,247.28	11,552.65	7,267.79	7,347.11	14,614.90

Principal terms of Secured Loans and Assets charged as Security

Name of Lender	Purpose	Rate of Interest	Repayment Schedule	Security	Outstanding amount as at 31 st March, 2025	Outstanding amount as at 31 st March, 2024
SIDBI Bank	Term loan (for solar project)	10.30%	78 instalments	First charge in favour of SIDBI by way hypothecation on all movables of the borrower including Plant & Machinery,	653.00	380.00

				equipment, machinery spares etc. and collateral security by way of lien of fixed deposits of Rs. 190.00 lacs and personal guarantee of all the directors.		
HDFC Bank Limited 84879215	Term loan (for plant & machinery)	9.25%	72 instalments	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage of property Village Akbarpur Tehsil Malekotla Ahmedgarh Village Akbarpur Sangrur Punjab 148018	2,334.78	3,285.99
HDFC Bank Limited GECL 8783114	Term loan (for plant & machinery)	9.25%	72 instalments	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage	1,768.87	1,800.00

				of property Village Akbarpur Tehsil Malekotla Ahmedgarh Village Akbarpur Sangrur Punjab 148018.		
HDFC Bank Letter of Credit - 2289	Working Capital	NA	On demand	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage of property Village Akbarpur Tehsil Malekotla Ahmedgarh Village Akbarpur Sangrur Punjab 148018	310.83	460.06
HDFC Bank Limited – Post Shipment Credit (Bill Discounting)	Working Capital	SOFR + 1.75%	12 months	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage of property Village Akbarpur Tehsil Malekotla	238.07	351.66

				Ahmedgarh Village Akbarpur Sangrur Punjab 148018		
HDFC Bank Limited – Pre Shipment Credit	Working Capital	SOFR + 1.75%	12 months	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage of property Village Akbarpur Tehsil Malekotla Ahmedgarh Village Akbarpur Sangrur Punjab 148018	1789.17	1459.95
HDFC Bank Cash credit 592654000 02289	Cash credit	9.25%	On Demand	Primary security accepted LCs drawn on prime banks, book debts of the Company, Cash margin on LC, export debtors, export stock, foreign letter of credit, Industrial Property, plant & machinery of spinning unit and stock of the Company. Collateral security of fixed deposits, GECL guarantee and personal guarantee of all the directors. Equitable Mortgage of property Village Akbarpur Tehsil Malekotla Ahmedgarh Village Akbarpur Sangrur Punjab 148018	1921.27	1915.27

Canara Bank 1250042 81683	Working Capital	9.65%	On Demand	Secondary charge by way of hypothecation of Stocks and Book Debts. Collateral security of factory land and building measuring 233 bighe 10 biswe 14 biswasi at village Akabarpur Ahmedgarh, Distt Sangrur, Punjab 148018. Persoanl guarantee of all the directors.	1985.54	1950.02
ICICI Bank Limited FD OD	Overdraft limit	NA	On Demand	Secured against hypothecation of respective fixed deposits	7.41	4.27
SBI Bank FD OD 423913 27880	Overdraft limit	7.80%	On Demand	Secured against hypothecation of respective fixed deposits	7.58	7.47
Loans from Directors & relatives	Working capital	NA	NA	NA	136.15	3000.20
Loan from others	Working capital	NA	NA	NA	400.00	-

6. Deferred Tax liabilities /(Assets)

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Deferred tax assets in relation to (A):		
Property, plant, equipment & intangible assets	447.70	348.34
Deferred tax assets in relation to (B):		
Provision for employee benefits (Gratuity & Leave encashment)	14.61	11.16
Expenses disallowed as per Income tax Act	9.04	31.96
Net deferred tax liabilities (A-B)	424.05	305.22
Provision for deferred tax liabilities/(assets) during the year		
Opening balance of deferred tax liabilities/(assets)	305.22	295.97
Add: Provisions during the year	118.83	9.25
Closing balance of deferred tax liabilities	424.05	305.22

7. Long Term borrowings

Particulars	As at 31 st March 2025			As at 31 st March, 2024		
	Long Term	Short Term	Total	Long Term	Short Term	Total
Provision for gratuity	30.98	2.62	33.60	17.72	0.16	17.88
Provision for leave encashment	14.74	9.71	24.45	13.64	12.80	26.44
Provision for Income Tax (net of TDS recoverable and Advance Tax)	-	548.55	548.55	-	275.40	275.40
Total	45.72	560.89	606.60	31.36	288.36	319.72

8. Trade Payables

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Trade Payables		
- MSME*	219.81	105.64
- Others	2,541.43	1,432.54
- Disputed dues - MSME*	-	-
- Disputed dues - Others	-	-
Total	2,761.24	1,538.18

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

Ageing analysis of Trade Payables as on 31 March 2025

Particulars	Unbilled	Not Due	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
- MSME	-	-	185.75	34.05	-	-	219.81
- Others	-	-	1913.67	470.69	79.99	77.08	2541.43
- Disputed dues - MSME	-	-	-	-	-	-	-
- Disputed dues - Others	-	-	-	-	-	-	-

Ageing analysis of Trade Payables as on 31 March 2024

Particulars	Unbilled	Not Due	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
- MSME	-	-	105.64	-	-	-	105.64
- Others	-	-	1313.59	100.54	18.30	0.11	1432.54
- Disputed dues - MSME	-	-	-	-	-	-	-
- Disputed dues - Others	-	-	-	-	-	-	-

9. Other Current Liabilities

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Statutory dues payable	37.43	37.41
Salary and wages payables	210.07	201.48
Advances from customer	147.64	76.58
Other payable	298.81	205.21
Total	693.95	520.68

11. Property Plant & Equipment

	Gross Block				Accumulated Depreciation				Net Block as at 31.03.2025
Particulars	01.04.2024	Additions	Disposal	31.03.2025	01.04.2024	For the year	Disposal	31.03.2025	
Furniture & Fittings	51.25	0.19	-	51.44	9.48	4.87	-	14.35	37.09
Vehicles	56.91	-	-	56.91	21.48	8.96	-	30.44	26.47
Computer & Computer Peripherals	46.62	0.93	-	47.55	16.99	8.25	-	25.24	22.31
Electrical Equipment	303.59	-	-	303.59	62.83	19.11	-	81.94	221.65
Plant & Machinery	4304.64	205.62	187.21	4,323.05	742.32	277.87	44.70	975.49	3,347.56
Power Plant	565.14	-	-	565.14	41.58	13.45	-	55.03	510.11
Solar Project	483.37	262.87	-	746.24	0.06	27.46	-	27.52	718.72
Land	1499.09	-	-	1,499.09	-	-	-	-	1,499.09
Factory Building	957.57	0.29	-	957.86	95.04	30.32	-	125.35	832.50
Residential Building	463.69	-	-	463.69	21.42	7.65	-	29.07	434.62
Total	8,731.87	469.90	187.2	9,014.56	1,011.20	397.9	44.70	1,364.44	7,650.12

	Gross Block				Accumulated Depreciation				Net Block as at 31.03.2024
Particulars	01.04.2023	Additions	Disposal	31.03.2024	01.04.2023	For the year	Disposal	31.03.2024	
Furniture & Fittings	48.07	3.18	-	51.25	4.72	4.77	-	9.49	41.76
Vehicles	47.41	9.50	-	56.91	13.86	7.63	-	21.49	35.42

Computer & Computer Peripherals	46.62	-	-	46.62	8.98	8.01	-	16.99	29.63
Electrical Equipment	302.98	0.61	-	303.59	42.73	20.10	-	62.83	240.76
Plant & Machinery	4,100.91	203.73	-	4,304.64	476.82	265.50	-	742.32	3562.32
Power Plant	565.14	-	-	565.14	28.13	13.45	-	41.58	523.56
Solar Project	-	483.37	-	483.37	-	0.06	-	0.06	483.31
Land	1,499.09	-	-	1,499.09	-	-	-	-	1,499.09
Factory Building	957.57	-	-	957.57	64.12	30.91	-	95.03	862.54
Residential Building	463.69	-	-	463.69	14.37	7.05	-	21.42	442.27
Total	8031.48	700.39	-	8731.87	653.73	357.48	-	1011.21	7720.66

12. Intangible assets

Particulars	Gross Block				Accumulated Depreciation				Net Block as on 31.03.2025
	01.04.2024	Additions	Disposal	31.03.2025	01.04.2024	For the year	Disposal	31.03.2025	
Software & ERP	65.66	-	-	65.66	21.83	10.41	-	32.24	33.42
	65.66	-	-	65.66	21.83	10.41	-	32.24	33.42

Particulars	Gross Block				Accumulated Depreciation				Net Block as on 31.03.2024
	01.04.2023	Additions	Disposal	31.03.2024	01.04.2023	For the year	Disposal	31.03.2024	
Software & ERP	60.57	5.09	-	65.66	12.24	9.59	-	21.83	43.83

13. Capital Work in progress

Ageing schedule as at 31st March, 2025

Particulars	Amount of CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	43.13	-	-	-	43.13
Project Temporarily suspended	-	-	-	-	-
Total	43.13	-	-	-	43.13

Completion schedule as at 31st March, 2025

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	43.13	-	-	-	43.13

Project Temporarily suspended	-	-	-	-	-
Total	43.13	-	-	-	43.13

Ageing schedule as at 31st March, 2024

	Amount of CWIP for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	1.92	-	-	-	1.92
Project Temporarily suspended	-	-	-	-	-
Total	1.92	-	-	-	1.92

Completion schedule as at 31st March, 2024

	To be completed in				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress	1.92	-	-	-	1.92
Project Temporarily suspended	-	-	-	-	-
Total	1.92	-	-	-	1.92

14. Long Term Loans & Advances

Particulars	As at 31st March 2025	As at 31st March, 2024
Unsecured and considered goods		
-Security Deposit	237.47	238.21
Total	237.47	238.21

15. Inventories

Particulars	As at 31st March 2025	As at 31st March, 2024
Raw material	5130.78	3281.98
Work in progress	2376.26	1958.80
Finished Goods	3225.58	2656.75
Others	206.03	39.79
Total	10938.65	7337.32

16. Trade receivables

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Secured & Considered Goods	-	-
Unsecured & Considered Goods**	1923.38	2365.93
Doubtful	-	-
Total	1923.38	2365.93

***As per the assessment and representations of the management, trade receivables outstanding for more than six months are considered fully recoverable. Consequently, no provision for doubtful debts has been recognized in respect of these balances.*

Ageing analysis of Trade receivables as on 31st March, 2025

Outstanding for the following period from the due date of payment								
	Unbilled	Not due	Less than 6 months	6 months to 1 year	1-2 years	2- 3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	-	-	-	1771.07	43.36	65.51	43.45	1923.38
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-

Ageing analysis of Trade receivables as on 31st March, 2024

Outstanding for the following period from the due date of payment								
	Unbilled	Not due	Less than 6 months	6 months to 1 year	1-2 years	2- 3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	-	-	1742.84	500.60	43.78	76.45	2.36	2365.93
Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered doubtful	-	-	-	-	-	-	-	-

17. Cash & Bank balances

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Cash and cash equivalent		
Cash in hand	2.78	2.47

Balances with bank		
Current accounts	4.68	1.66
Other bank balances		
Balance in deposit accounts with original maturity of more than 3 months and less than 12 months *	874.04	841.17
Total	881.50	845.30

* All fixed deposits as at 31st March 2025 and 31st March 2024 are under lien against borrowings

18. Short Term Loans and Advances

Particulars	As at 31 st March 2025	As at 31 st March, 2024
<i>Unsecured & considered good;</i>		
Advances to suppliers	204.85	176.73
Advances to others	23.97	15.83
Prepaid expenses	101.62	30.72
Advances to employees	22.27	2.20
Balance with government authorities	257.19	867.37
Total	609.90	1,092.85

19. Other Current assets

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Accrued interest on fixed deposit	59.72	3.08
Deferred expenses	114.52	114.42
Export incentive receivable	114.13	58.70
Total	288.37	176.20

20. Revenue from operations

(All amounts in ₹ in lacs, unless otherwise stated)

Particulars	As at 31 st March 2025	As at 31 st March, 2024
Sale of Products	20,513.37	18,546.69
Other operating revenue		
Export incentives	271.18	367.97
Discount & compensations	2.32	13.96

Total	20786.87	18928.62
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21. Other Income

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Interest on fixed deposits	59.32	68.16
Interest income	2.19	17.87
Gain on foreign exchange fluctuation	24.65	62.84
Insurance Claim	45.56	-
Other Income	14.96	0.09
Total	146.68	148.96

22. Cost of material consumed

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Opening stock of raw material	3,281.98	1,183.56
Add: Purchase during the year (refer note (a) below)	16,721.46	13,168.12
Less: Closing stock of raw material	5,130.78	3,281.98
Total	14,872.66	11,069.70

Note (a) - Value of imported and indigenous materials

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Material purchased:		
Imported	-	-
Indigenous	16,721.46	13,168.12

23. Changes in inventories of work in progress and finished goods

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Stock at the beginning of the year (A)		
Finished goods	2,056.75	2,169.45
Work-in-progress	1,958.80	1,376.54
	4,015.55	3,545.99

Stock at the end of the year (B)		
Finished goods	3,225.58	2,056.75
Work-in-progress	2,376.26	1,958.80
	5,601.84	4,015.55
Total (A+B)	(1,586.29)	(469.56)

24. Employee Benefit Expenses

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Salaries, wages & bonus	1,400.31	1,616.77
Gratuity & leave encashment expenses	18.30	5.67
Contribution to provident and other funds	72.66	91.01
Staff welfare	15.47	43.56
Total	1506.74	1757.01

25. Financial Costs

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Interest on		
Working capital	618.41	545.53
Term loan	476.42	550.66
Income tax	-	3.49
MSME vendor	8.21	3.54
Other interest cost	3.54	32.91
Loan processing and documentation charges	27.01	12.00
Total	1,133.59	1,148.13

26. Depreciation and amortization Expenses

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Depreciation on property, plant & equipment	397.94	357.48
Amortization on intangible assets	10.41	9.59
Total	408.35	367.07

27. Other Expenses

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Power & fuel	1,284.54	1,729.33
Inward freight & cartage	52.42	36.86
Labour & job work expenses	102.41	153.53
Consumables expenses	520.59	527.90
Auditor's remuneration (refer note (a) below)	11.00	15.00
Insurance	37.09	6.76
Legal & professional fees	36.51	58.18
Other expenses/office expenses	3.47	2.44
Postage & courier	5.24	12.89
Printing & stationery	2.30	5.26
Telephone & fax	2.33	2.70
Travelling & conveyance	52.19	63.96
Rent	4.61	10.03
Bank charges	86.96	107.94
Repair & maintenance		
-Building	12.27	19.94
-Vehicle	2.01	6.73
-Machine	183.73	160.58
-Others	38.77	130.57
Entertainment expenses	0.33	0.03
C&F/ FOB expenses	80.19	87.18
CHA expenses	195.31	240.80
Marketing & brokerage	60.19	167.57
Guest house expenses	0.98	4.06
Discount allowed	73.62	97.00
Foreign exchange loss	5.56	-

Security clearing expenses	5.81	17.55
CSR expenses (refer note 35)	-	12.92
Delayed payment charges	15.13	2.16
Subscription & membership	2.29	2.28
General Charges	11.49	8.30
Loss on sale of fixed assets	79.10	-
Total	2968.44	3690.45

Note (a) - Auditor's remuneration		
Statutory audit fees	10.00	10.00
Tax audit fees	1.00	1.00
Other services	-	4.00
Total	11.00	15.00

28. Exceptional items

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
Prior period expenses		
Reversal of employee retirement benefit expenses for earlier years	-	(9.70)
Reversal of excess salary expenses related to earlier years	-	(11.05)
Total	-	(20.75)

29. Earning per equity share (EPS not annualized for the period ended 31st December, 2024)

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
Net Loss after tax available for equity shareholders (A)	1,203.88	1,209.62
Weighted average number of equity shares (B)	85,17,079	75,00,000
Basic EPS (A/B) (₹)	14.13	16.13
Diluted EPS (A/B) (₹)	14.13	16.13
Nominal value per equity share (₹)	10.00	10.00

30. Contingent liabilities and capital commitments

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
a) Contingent liabilities		
Outstanding Bank Guarantees	-	-
Claims received but not acknowledged by the Company		
- TDS and Income Tax Demand	12.21	51.37
- GST Demand	-	-
b) Estimated amounts of contracts remaining to be executed on capital account and not provided for (net of advances)	-	244.95
c) The Company does not have any long-term commitments/contracts including derivative contracts for which there will be any material foreseeable losses.	-	-

31. Statement of Related Parties and Transactions

The Company has entered into following related party transactions for the periods covered under audit. Such parties and transactions are identified as per accounting standard 18 issued by Institute of Chartered Accountants of India.

Particulars	
a) Enterprises exercising significant control	
Holding Company	NA
Subsidiary Company	NA

b) Name of the key managerial personnel/Entity/Relative of KMPs	Relationship
Mr. Rajesh Mittal	Managing Director
Mr. Virender Goyal	Director
Mr. Virender Goyal	Chief Finance Officer
Mr. Monnappa Nachappa Bachangada	Director
Ms. Bachangada Monnappa Saraswathi	Director
Ms. Anushka Jain (w.e.f. 01-08-2025)	Company Secretary
Ms. Neha Parbhakar Rawat (w.e.f. 04-10-2024 to till 31-07-2025)	Company Secretary
Mr. Vinay Aggarwal (w.e.f. 27-03-2025)	Additional Independent Director

Mr. Kamta Nath Pandey (w.e.f. 11-09-2024)	Independent Director	
Mr. Yogendra Kumar Singhal (w.e.f. 11-09-2024)	Independent Director	
Mr. Rajesh Bansal (w.e.f. 11-09-2024)	Independent Director	
Ms. Manisha Monappa Bachangada	Relatives of Key Management Personnel	
Ms. Chetna Mittal	Relatives of Key Management Personnel	
M/s APOP International Private Limited	Entities owned or significantly influenced by key management personnel or other relatives	
M/s Auburn Design Private Limited	Entities owned or significantly influenced by key management personnel or other relatives	
M/s M.R. Fabrics & Apparels, Partnership	Entities owned or significantly influenced by key management personnel or other relatives	
c) Transactions with Related Parties		
Particulars	For the year ended 31 st March 2025	For the year ended 31st March, 2024
Remuneration paid to		
Mr. Rajesh Mittal	12.00	24.00
Mr. Virender Goyal	12.00	24.00
Mr. Monnappa Nachappa Bachangada	2.50	5.00
Ms. Bachangada Monnappa Saraswathi	2.50	5.00
Interest income from		
M/s Auburn Design Private Limited	2.19	8.25
Advance given during the year		
M/s APOP International Private Limited	-	69.17
Advance paid during the year		
M/s APOP International Private Limited	5.00	42.95
Unsecured borrowing taken during the year		
Mr. Rajesh Mittal	1.00	128.38

Mr. Virender Goyal	-	35.00
Ms. Manisha Monappa Bachangada	-	350.00
M/s M.R. Fabrics & Apparels Partnership	30.00	25.00
Ms. Chetna Mittal	25.00	-
Unsecured borrowing repaid during the year		
Mr. Rajesh Mittal	-	78.88
Ms. Manisha Monappa Bachangada	75.00	250.00
M/s M.R. Fabrics & Apparels Partnership	30.00	-
Sale of Goods to		
M/s Auburn Design Private Limited	-	4.77
M/s M.R. Fabrics & Apparels Partnership	-	2.23
Brokerage charges Paid to		
M/s M.R. Fabrics & Apparels Partnership	-	93.66
Loans converted into equity		
Mr. Rajesh Mittal	1,183.32	-
Mr. Virender Goyal	341.88	-
Ms. Manisha Monappa Bachangada	1,314.85	-

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Remuneration payable		
Mr Rajesh Mittal	31.46	24.00
Mr Virender Goyal	31.46	24.00
Mr Monnappa Nachappa Bachangada	7.50	5.00
Ms Bachangada Monnappa Saraswathi	7.50	5.00
Unsecured loan		
Mr Rajesh Mittal	1.00	1183.32
Mr Virender Goyal	-	341.88
Ms. Chetna Mittal	25.00	-

Mr Monnappa Nachappa Bachangada	35.15	1350.00
Ms Manisha Monappa Bachangada	75.00	100.00
M/s M.R. Fabrics & Apparels Partnership	-	25.00
Receivable from		91.1
M/s APOP International Private Limited	27.27	22.27
M/s Auburn Design Private Limited	15.44	13.25
Payable to		
M/s M.R. Fabrics & Apparels Partnership	91.15	113.47

32. In opinion of the Board, the loans & advances and other current assets have a value, which if realized in the ordinary course of business, will not be less than the value stated in the Balance Sheet.

33. Balances appearing under loans & advances, trade receivables, trade payables, current assets and current liabilities are subject to confirmation in certain cases.

34. Corporate Social Responsibility (CSR)

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Current year obligation (2% of average net profit of last three years)	15.75	11.67
Previous year pending obligation	(1.25)	-
Amount spent on CSR activities during the year		
Construction/Acquisition of assets	-	-
On purposes other than above	-	12.92
Pending obligation towards expenditure on CSR	14.50	-
Excess amount spent on CSR for the year	-	(1.25)

35. Segment Reporting

The Company is primarily engaged in the business of manufacturing, buying, selling, importing, exporting, and dealing in textiles, including cotton, silk, art silk, rayon, nylon, and other related goods. Accordingly, the Company has multiple reportable segments as defined under Accounting Standard (AS) 17. However, segment-wise disclosure of revenue, results, assets, and liabilities has not been provided in the accompanying financial statements.

36. The name of the Company has been changed from M/s Cedaar Textile Private Limited to M/s Cedaar Textile Limited vide fresh certificate of incorporation received from Ministry of Corporate Affairs dated 22 August 2024.

37. Employee Benefits Plans

Defined contribution plans:

The Company makes Provident fund and Employee State Insurance Scheme contribution which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a

specified percentage of the payroll costs to the fund. The contribution payable to these plans by the Company are at rates specified in the rules of the schemes. Employer's contribution to Provident Fund and Employee's State Insurance Scheme recognised as expenses in the Statement of Profit and Loss for the year are as under:

Particulars	For the year ended 31st March 2025	For the year ended 31st March, 2024
Contribution to provident fund and other funds	72.66	91.01

Defined benefit plans:

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

i) **Amount recognized in the statement of profit and loss is as under:**

Particulars	Leave encashment		Gratuity benefits	
	For the year ended 31st March 2025	For the year ended 31st March, 2024	For the year ended 31st March 2025	For the year ended 31st March, 2024
Current service cost	5.22	7.01	9.60	6.42
Past service cost including curtailment gains/losses	-	-	-	-
Interest cost	1.43	1.88	1.27	0.69
Actuarial (gain)/loss, net	(8.65)	(11.40)	4.85	1.07
Amount recognized during the year	(2.00)	(2.51)	15.72	8.18

ii) **Movement in the present value of defined benefit obligation recognized in the balance sheet is as under**

Particulars	Leave encashment		Gratuity benefits	
	For the year ended 31st March 2025	For the year ended 31st March, 2024	For the year ended 31st March 2025	For the year ended 31st March, 2024
Present value of defined benefit obligation as at the start of the year	26.44	34.39	17.88	9.70
Current service cost	5.22	7.01	9.60	6.42
Past service cost	-	-	-	-
Interest cost	1.43	1.88	1.27	0.69

Actuarial (gain)/loss on obligation	(8.65)	(11.40)	4.85	1.07
Benefits paid	-	(5.44)	-	-
Present value of defined benefit obligation as at the end of the year	24.45	26.44	33.60	17.88
Current position of obligation as at the end of the year	9.71	12.80	2.62	0.16
Non-current position of obligation as at the end of the year	14.74	13.64	30.98	17.72

iii) **Economic assumptions:**

The principal assumptions are the discount rate and salary growth rate. The discount rate is generally based upon the market yield available on the Government bonds at the accounting date with a term that matches that of the liabilities and the salary growth rate takes account of inflation, seniority, promotion and other relevant factors on long term basis.

Particulars	Leave encashment		Gratuity benefits	
	For the year ended 31 st March 2025	For the year ended 31 st March, 2024	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
Discount rate	6.55%	7.15%	6.55%	7.15%
Salary growth rate	7.00%	7.00%	7.00%	7.00%

iv) **Demographic assumptions:**

Particulars	Leave encashment		Gratuity benefits	
	For the year ended 31 st March 2025	For the year ended 31 st March, 2024	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
Retirement age	58 Years	58 Years	58 Years	58 Years
Mortality table	IALM(2012-14)	IALM(2012-14)	IALM(2012-14)	IALM(2012-14)
Leave availment ratio	-	-	-	-
Withdrawal rates				
Upto 34 years	50%	50%	50%	50%
From 35 to 54	40%	40%	40%	40%
Above 54 years	40%	40%	40%	40%

These assumptions were developed by management with the assistance of independent actuarial appraisers. Discount factors are determined close to each year-end by reference to government bonds and that have terms to maturity approximating to the terms of the related obligation. Other assumptions are based on management's historical experience.

38. Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006 which came into force from 2nd October 2006, certain disclosures are required to be made relating to Micro and Small Enterprises.

The Management has identified enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of amounts payable to such enterprises as at March 31, 2024 has been made based on the information available with the Company. The information has been determined to the extent such parties have been identified on the basis of information available with the Company. Auditors have placed reliance on such information provided by the Management.

Particulars	For the year ended 31 st March 2025	For the year ended 31 st March, 2024
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of the interest due thereon remaining unpaid to any supplier as at the end of each accounting year**		
- Principal amount due to micro and small enterprises	211.61	102.10
- Interest due to micro, small and Medium enterprises	8.21	3.54
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act 2006.	-	-
The amount of Interest accrued and remaining unpaid at the end of each accounting period	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

The details of amounts outstanding to micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 are as per available information with the Company.

**Dues to Micro, Small and Medium Enterprises including interest have been determined to the extent such parties have been identified on the basis of information collected by the Management an information collected in this regard.

39. Additional regulatory information

- The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

- ii. The company does not hold any benami property as defined under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. No proceeding has 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 there under.
- iii. The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- iv. There are no transactions / relationship with struck off companies.
- v. The Company does not have any transaction not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income-tax Act, 1961). Further, there was no previously unrecorded income and no additional assets were required to be recorded in the books of account during the year.
- vi. The Company has neither traded nor invested in Crypto currency or Virtual Currency during the year ended March 31, 2025. Further, the Company has also not received any deposits or advances from any person for the purpose of trading or investing in Crypto Currency or Virtual Currency.
- vii. The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current year.
- viii. The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, and there are no companies beyond the specified layers.
- ix. The Company has not advanced, loaned, or invested funds (including borrowed funds, share premium, or any other source or kind of funds) to any other person or entity, including foreign entities ("Intermediaries"), with the understanding (whether recorded in writing or otherwise) that the Intermediary shall, whether directly or indirectly: lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries), or provide any guarantee, security, or the like on behalf of the ultimate beneficiaries. However, due to the limitations in the availability of complete data and documentation, the Company is unable to independently verify or trace whether any such arrangements exist. The management has represented that, to the best of its knowledge and belief, no such transactions have taken place during the reporting period.
- x. The Company has filed quarterly returns or statements with such banks, which are not in agreement with the books of accounts

Name of the Bank	Aggregate Working capital Limit Sanction	Quater Ended	Amount Disclosed as per Quarterly Statement	Amount as per books of Accounts	Difference	Reason For Difference
Canara Bank	2,000.00	30.06.2024	6,033.14	9,982.84	-3,949.70	-
Canara Bank	2,000.00	30.09.2024	4,918.00	8,517.64	-3,599.64	-
Canara Bank	2,000.00	31.12.2024	5,309.58	9,913.02	-4,603.44	-
Canara & HDFC Bank	2,500.00	31.03.2025	8,213.38	10,100.78	-1,887.40	-

- xi. The Company has not entered into any scheme of arrangement approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- xii. The Company does not have any charges or satisfaction of charges which are yet to be registered with the Registrar of Companies beyond the statutory period.
- xiii. The Company has not received any funds from any person(s) or entity(ies), including foreign entities ("Funding Party"), with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (ultimate beneficiaries), or provide any guarantee, security or the like on behalf of the ultimate beneficiaries. However, due to limitations in the availability of complete supporting documentation and data, the Company is unable to independently verify the existence or non-existence of such arrangements, if any. The management has confirmed that, to the best of its knowledge and belief, no such transactions have occurred during the reporting period.

xiv. Analytical Ratio

Ratio	Numerator	Denominator	For the year ended 31st March 2025	For the year ended 31st March, 2024	%age change during the year	Reason of change more than 25%
Current ratio (in times)	Total current assets	Total current liabilities	1.23	1.25	-1%	Not Applicable
Debt equity ratio	Total debts	Shareholders' Equity	5.79	10.43	-44%	Decreased due to increase in the debts and shareholders fund as at year end.
Debt service coverage (in times)	Earnings available for debt services (Net Profit before taxes + Non cash operating expenses like depreciation and other amortization+ Interest + Other non cash adjustments	Debt service (Interest & lease payments + principal repayments)	1.44	0.93	55%	Increased due to increase in earning available for debts during the year.
Return on equity ratio (in %)	Profits for the year less preference dividend (if any)	Average shareholder's equity	63%	35%	80%	Increased due to increase in PAT at end of year.
Inventory turnover ratio	Revenue from operations (in times)	Average inventory	3.10	3.29	-6%	Not Applicable
Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivable	7.96	6.71	19%	Not Applicable
Trade payables turnover	Cost of traded goods and	Average trade payables	8.86	7.03	26%	Increase due to increase in

ratio (in times)	other expenses					purchase during the year.
Net capital turnover ratio (in times)	Revenue from operations	Average working capital	8.49	8.09	5%	Not applicable
Net profit ratio (in %)	Profit for the year	Revenue from operations	6.39%	2.86%	123%	Increased due to increase in operational revenue during the year.
Return on capital employed (%)	Profit before tax and finance cost	Capital employed	16.13%	12.37%	30%	Increased due to increase in the profit during the year.
Return on investment	Income generated from invested funds	Average invested funds	6.92%	7.29%	-5%	Not applicable

40. Events after the Reporting Period

The Company has issued 43,50,000 equity shares with a face value of Rs. 10 each and at a premium of Rs. 130 per share by way of initial public offer ("IPO") and got listed on Emerge Platform of NSE Limited on 07th July 2025.

41. Previous year amounts have been regrouped and/or reclassified wherever necessary to confirm to those of the current year grouping and/or classification.

This is the summary of material accounting policies and other explanatory information referred to in our report of even date.

For and on behalf of the board of directors of

For KAPISH JAIN & ASSOCIATES
Chartered Accountants
Firm's Registration No.: 022743N

CEDAAR TEXTILE LIMITED

Amit Kumar Madheshia
Partner
Membership No. 521888
Place: New Delhi
Date: September 25, 2025

VIRENDER GOYAL
Director & Chief Finance Officer
DIN: 08702573
Place: Indore

RAJESH MITTAL
Managing Director
DIN: 08702551
Place: Bangalore

ANUSHKA JAIN
Company Secretary
Membership No. A74894
Place: Ludhiana