Dated: 17.08.2026

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai - 400001

Sub: Submission of 16th Annual Report for the Financial Year 2025-26 pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref.: Shanti Spintex Limited, Scrip Code: 544059

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the **Annual Report of Shanti Spintex Limited for the Financial Year 2025-26**, including the Notice convening the **16th Annual General Meeting (AGM)** of the Company scheduled to be held on **Friday, September 11th, 2026 at 4:00 P.M. (IST)** through **Video Conferencing (VC)/Other Audio-Visual Means (OAVM)**.

The Annual Report is also being sent electronically to those members whose e-mail IDs are registered with the Company/Depositories, in compliance with the applicable provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs.

The Annual Report is also available on the website of the Company at www.shantispintex.com.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Shanti Spintex Limited

MOHINI AGARWAL

Digitally signed by MOHINI AGARWAL
Date: 2026.08.17 17:29:05 +05'30'

Mohini Agarwal

(Company Secretary & Compliance Officer)

Membership No. A47724

Place: Ahmedabad

Encl.: Annual Report for the Financial Year 2025–26

Shanti
SPINTEX

16th ANNUAL REPORT

2025-2026

SHANTI SPINTEX LIMITED

CIN: L17120GJ2010PLC062084

Shanti SPINTEX

ABOUT THE COMPANY

Shanti Spintex Limited is a BSE SME-listed company engaged in the manufacturing of premium denim fabrics. The Company was incorporated in 2010 as Shanti Spintex Private Limited with a vision to deliver high-quality denim fabrics to the apparel industry.

In 2016, the Company commenced commercial production from its state-of-the-art manufacturing facility in Ahmedabad, Gujarat. Equipped with 96 advanced air-jet weaving machines, the facility has an annual production capacity of over 19 million meters of denim fabric. The Company manufactures a diverse range of denim fabrics, including power stretch, knit, rigid, and value-added denim, catering to the evolving needs of its customers.

A significant milestone was achieved in 2023 when the Company was converted into a public limited company, successfully completed its Initial Public Offering (IPO), and its equity shares were listed on the BSE SME Platform.

Today, Shanti Spintex continues to focus on quality manufacturing, operational excellence, and building long-term customer relationships while strengthening its presence in the Indian denim fabric industry.

QUALITY

We are committed to excellence at every step, ensuring superior quality fabrics that meet the highest industry standards

PEOPLE

Our Experienced and dedicated team forms the backbone of our organization and drives our success.

PARTNERSHIP

We build long-term relationships with our customers based on trust, reliability and mutual growth.

OUR STRENGTHS

- State-of-the-art manufacturing facilities
- Wide range of denim fabrics
- Focus on sustainability and responsible manufacturing
- Strong quality control and testing systems
- Timely delivery and customer-centric service

15+ YEARS OF EXPERIENCE

WIDE RANGE OF DENIM FABRICS

COMMITTED TO SUSTAINABILITY

"We take pride in weaving excellence into every fabric and creating value for our customers, employees and stakeholders.

COMPANY MILESTONES

A journey of growth, innovation and sustainable progress marking key milestones in our success story.

2010

INCORPORATION

Shanti Spintex Limited was incorporated as Shanti Spintex Private Limited with a vision to manufacture high-quality denim fabrics and establish a strong presence in the textile industry.

2016

COMMERCIAL PRODUCTION

The Company commenced commercial production from its state-of-the-art manufacturing facility in Ahmedabad, Gujarat, equipped with advanced air-jet weaving technology, marking the beginning of its operations.

2019

CROSSED REVENUE OF Rs. 100 CRORES

2022

COMMISSIONED A WIND ENERGY POWER PLANT

Commissioned a wind energy power plant of combined capacity of 2 MW in the village Likhala, Gujarat.

2023

INSTALLED AN 852-kW ROOFTOP SOLAR PLANT

2023

PUBLIC LISTING

The Company was converted into a public limited company, and successfully completed its Initial Public Offering (IPO). Subsequently, the equity shares of the Company were listed on the BSE SME Platform, marking a significant milestone in its growth journey and reinforcing its commitment to transparency, corporate governance, and sustainable value creation for stakeholders.

2024

CROSSED REVENUE OF Rs. 500 CRORES

2025

CROSSED REVENUE OF Rs. 700 CRORES. ANNUAL CAPACITY UTILIZATION AT 89%

2025

ACQUISITION OF TEESTA SPINTEX PRIVATE LIMITED

The Company completed the acquisition of Teesta Spintex Private Limited, which has now become a wholly owned subsidiary of Shanti Spintex Limited. This strategic move represents a significant step in forward integration, enabling the Company to consolidate its operations, enhance control and improve overall value chain.

CORPORATE INFORMATION

Key information about our organization, leadership and governance framework.

BOARD OF DIRECTORS

1. **Mr. Bharatbhushan O. Agarwal**
(DIN: 00302785)
Chairman, Whole-Time Director

2. **Mr. Rikin B. Agarwal**
(DIN: 02435645)
Managing Director

3. **Mrs. Urmila B. Agarwal**
(DIN: 01909441)
Non- Executive Director

4. **Miss. Kruti Vyas**
(DIN: 10299486)
Non-Executive Independent Director

5. **Mrs. Monika G. Gupta**
(DIN: 07224521)
Non-Executive Independent Director

CHIEF FINANCIAL OFFICER

Mr. Bharatbhushan O. Agarwal

COMPANY SECRETARY & COMPLIANCE OFFICER

LISTED AT

BSE SME Platform
(BSE Scrip Code:544059)

ISIN

INE0QZQ01019

BANKER

- State Bank of India
- Punjab National Bank

AUDIT COMMITTEE

Mrs. Monika G. Gupta	Chairperson
Miss. Kruti Vyas	Member
Mr. Bharatbhushan O. Agarwal	Member

STAKEHOLDER GRIEVANCE & RELATIONSHIP COMMITTEE

Miss. Kruti Vyas	Chairperson
Mrs. Monika G. Gupta	Member
Mrs. Urmila B. Agarwal	Member

NOMINATION & REMUNERATION COMMITTEE

Miss. Kruti Vyas	Chairperson
Mrs. Monika G. Gupta	Member
Mrs. Urmila B. Agarwal	Member

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Mr. Bharatbhushan O. Agarwal	Chairman
Mr. Rikin B. Agarwal	Member
Miss. Kruti Vyas	Member

CONTACT DETAILS

+91 9825801039

info@shantispintex.com

www.shantispintex.com

ADDRESS:

Registered Office: Sub Plot 1, Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad – 382240, Gujarat

Corporate Office: A-1601, Navratna Corporate Park, Ambli Bopal Road, Ahmedabad – 380058, Gujarat.

AUDITORS OF THE COMPANY (as on 31.03.2026)

STATUTORY AUDITOR:
M/s Anil Shah & Co.
(Chartered Accountants)

INTERNAL AUDITOR:
M/s Kunal Agrawal & Associates
(Chartered Accountants)

COST AUDITOR:
M/s Mayur Chhaganbhai Undhad and Co.
(Cost Accountants)

SECRETARIAL AUDITOR:
M/s HDS& Associates
(Company Secretaries)

REGISTRAR AND SHARE TRANSFER AGENT (RTA):

KFINTECH
EXPERIENCE TRANSFORMATION

KFin Technologies Limited

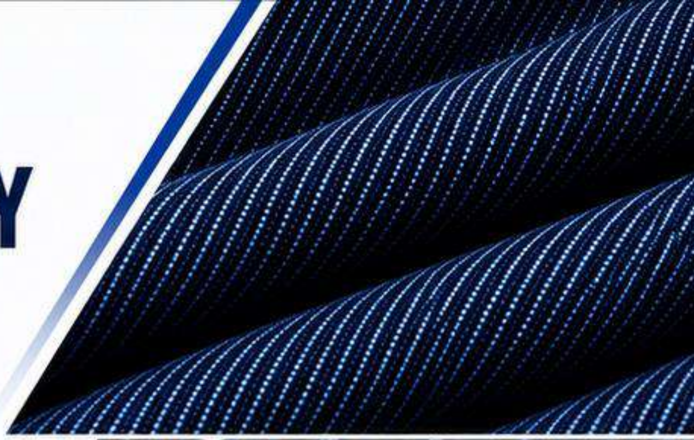
Address: Selenium Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad.

Telephone: +91 40 6716 2222

Facsimile: +91 40 6716 1563

Website: www.kfintech.com

OUR FACTORY & PRODUCTION FACILITY



Equipped with advanced technology, skilled workforce and a commitment to quality – delivering excellence in every meter of fabric we produce.

STATE-OF-THE-ART MANUFACTURING FACILITY
Equipped with advanced air-jet weaving technology

EXPERIENCED & SKILLED WORKFORCE
Focused on precision, quality and efficiency

QUALITY ASSURANCE
Stringent quality control at every stage of production

SUSTAINABLE OPERATIONS
Powered by green energy initiatives for a better tomorrow

HIGH-QUALITY DENIM FABRICS
Delivering superior fabrics for global markets

ADVANCED TECHNOLOGY.
SUPERIOR FABRICS.

We have invested in cutting-edge **Japanese Tsudakoma Air Jet Looms** and enhanced our processes, enabling us to **deliver fabrics with wider width** and consistent, superior quality.

JAPANESE TSUDAKOMA AIR JET LOOMS
World-class Japanese technology delivering precision, speed and reliability.

WIDER FABRIC WIDTH
Advanced looms and optimized processes enable wider width fabrics for versatile applications and enhanced value.

ENHANCED EFFICIENCY & PRODUCTIVITY
Higher output, consistent quality and greater operational efficiency.

WIDER WIDTH
Produce wider fabrics that reduce the need for joins, improve productivity and enhance fabric appearance.

CONSISTENT QUALITY
Precision engineering ensures uniform weave, superior fabric strength and excellent finish.

VERSATILE APPLICATIONS
Ideal for a wide range of denim and fashion fabrics across multiple end-uses.

RELIABLE PERFORMANCE
Built for durability and long-term performance to support our commitment to quality.

THE RESULTS THAT MATTER

PREMIUM QUALITY
Superior fabrics that meet global quality standards.

WIDER & BETTER FABRICS
Enhanced fabric width with improved consistency and aesthetics.

HIGHER PRODUCTIVITY
Optimized processes lead to better output and operational efficiency.

STRONGER CUSTOMER VALUE
Delivering greater value through innovation, quality and reliability.

Innovation at every step. **Excellence** in every fabric.

EXPERIENCED LEADERSHIP TEAM:

A strong team of experienced professionals driving our vision and growth.

Mr. Bharatbhushan Agarwal

(Chairman, Whole-Time Director, and CFO)

With over 43 years in the textile industry, he has been on the Board since 2014. A visionary entrepreneur, he oversees administration and finance, playing a crucial role in expanding the company's operations and driving continuous growth.

Mr. Rikin Agarwal

(Managing Director)

With 10 years of experience in the textile industry, he has been member of Board since 2014. He currently oversees production and marketing, playing a key role in driving company's success

Urmila Agarwal

(Non-Executive Director)

With 25+ years of experience, she offers deep expertise in operations, quality controls and team leadership driving efficiency and growth

Ms. Kruti Vyas

(Independent Director)

A qualified Company Secretary with experience in equity capital markets, Initial Public Offerings (IPOs), regulatory compliances, due diligence, and end-to-end execution of equity fundraising mandates. She has coordinated with SEBI, stock exchanges, legal advisors, auditors, and other intermediaries throughout the listing process.

Mrs. Monika Gupta

(Independent Director)

A seasoned corporate compliance and governance expert, she holds advanced degrees and qualifications, including CS, RV, AIII, ID, and SIA. With extensive legal and financial experience, she drives strategic initiatives and ensures regulatory adherence across industries.

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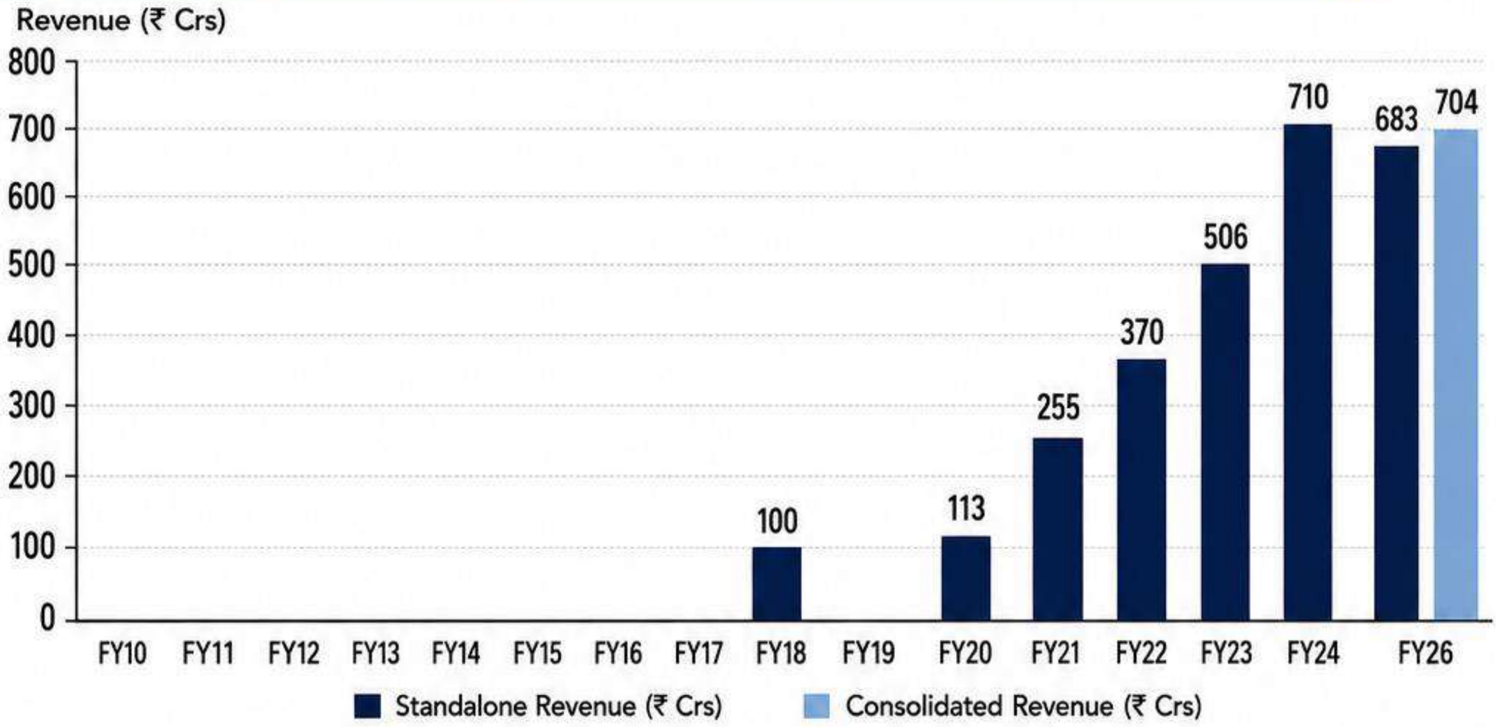
OUR GROWTH JOURNEY

A consistent track record of expansion, operational excellence and value creation, driving sustainable growth year after year.

REVENUE & KEY MILESTONES (FY10–FY26)



	FY10	FY11	FY12	FY13	FY14	FY15	FY16	FY17	FY18	FY19	FY20	FY21	FY23	FY24	FY25	FY26
Utilization	-	-	-	-	-	-	-	-	-	-	29%	48%	-	81%	100%	100%
Milestones	-	-	-	-	-	-	-	-	Revenue crossed ₹100 Cr	-	Utilization at 29%	Revenue ₹255 Cr; 29%	Revenue ₹370 Cr; 48%	Revenue ₹506 Cr; 81%	Revenue ₹710 Cr (Standalone)	Revenue ₹683 Cr (Standalone) ₹704 Cr (Consolidated)

A DECADE OF TRANSFORMATION AND GROWTH

- **Since its incorporation, Shanti Spintex Limited has grown into a leading denim fabric manufacturer, driven by strategic investments and a clear focus on sustainable growth.**
- **The commissioning of the Dholka weaving unit and expansion of production capacity to 19.27 million meters per annum significantly strengthened the Company's manufacturing capabilities.**
- **Operational efficiency has steadily improved, with capacity utilization increasing from 29% in FY21 to 89% in FY25, reflecting enhanced productivity and disciplined execution.**
- **Strong operational performance has driven robust financial growth, with revenue increasing from ₹100 Crore in FY19 to over ₹700 Crore in FY25.**
- **Backed by experienced leadership, a skilled workforce, and a customer-centric approach, the Company remains committed to quality, operational excellence, and sustainable long-term value creation**

INDUSTRY OVERVIEW

INDIAN DENIM FABRIC INDUSTRY

India is one of the world's largest textile and apparel manufacturing hubs, with the denim industry forming a significant segment of the country's textile value chain. Supported by a large domestic consumer base, improving disposable incomes, rapid urbanization, and evolving fashion preferences, demand for denim apparel continues to witness steady growth across age groups and market segments.

The market has expanded beyond traditional denim products, with increasing demand for fabrics offering superior comfort, durability, stretchability, and innovative finishes. This has encouraged manufacturers to invest in advanced technologies and diversify their product offerings.

The industry is further supported by the growing preference for **'Made in India'** products, expansion of organized retail, increasing e-commerce penetration, and rising demand from branded apparel manufacturers, creating significant growth opportunities.

Sustainability has become a strategic priority, with manufacturers adopting renewable energy, water-efficient production processes, resource optimization, and automation to enhance operational efficiency while reducing environmental impact.

Despite challenges such as raw material price volatility and global economic uncertainties, the long-term outlook for the Indian denim industry remains positive, supported by strong domestic consumption, continued manufacturing investments, and increasing focus on value-added products.

KEY DRIVERS OF GROWTH

Large & Growing Domestic Market	Rising Incomes & Changing Lifestyle	Growth of Organized Retail & E-commerce	Technological Advancements	Focus on Sustainability & Green Manufacturing

CHAIRMAN'S MESSAGE

Dear Shareholders,

It gives me immense pleasure to present the 16th Annual Report of our Company for the financial year 2025–26.

Over the years, Shanti Spintex has grown into a trusted name in denim fabric manufacturing, built on a strong foundation of quality, customer satisfaction, operational excellence, and ethical business practices. Our progress reflects the dedication of our employees, the trust of our customers, and the continued confidence of our shareholders.

The year under review marked another phase of steady progress as we strengthened our manufacturing capabilities, improved operational efficiency, and enhanced our market presence. Building on the momentum of surpassing ₹700 crore in revenue in FY 2024–25, we remained focused on improving productivity, optimizing capacity utilization, and creating long-term value for our stakeholders.

During the year, the Company completed the acquisition of Teesta Spintex Private Limited, making it a wholly owned subsidiary. This strategic move strengthens our forward integration strategy, enhances operational efficiencies, and supports our long-term growth objectives.

Sustainability continues to be an integral part of our business philosophy. Our investments in renewable energy, including wind and rooftop solar power, reflect our commitment to responsible manufacturing and environmental stewardship. We believe that sustainable business practices not only contribute to environmental conservation but also create lasting value for our stakeholders

As a BSE SME-listed company, we remain committed to the highest standards of corporate governance, transparency, and compliance. We will continue to invest in technology, strengthen our manufacturing capabilities, and deepen customer relationships to ensure sustainable and profitable growth.

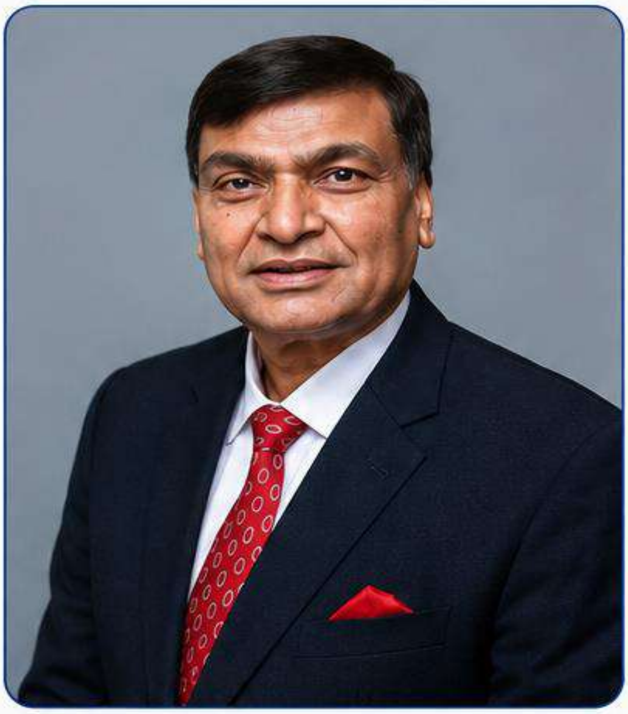
Looking ahead, we remain confident in our ability to achieve sustainable growth and create long-term value for our stakeholders.

I sincerely thank our shareholders, customers, bankers, suppliers, business associates, regulatory authorities, and employees for their continued trust, support, and commitment. We look forward to your continued confidence

Warm regards,

SD/-

Bharatbhushan O. Agarwal
Chairman, Whole-Time Director &
Chief Financial Officer



A Year of Steady Progress and Strategic Growth

- Crossed the ₹700 crore revenue milestone in FY 2024–25
- Completed acquisition of Teesta Spintex Private Limited
- Strengthened commitment to sustainability through renewable energy investments
- Focused on operational excellence and capacity optimization
- Committed to governance, transparency, and creating long-term value for stakeholders

MANAGING DIRECTOR'S MESSAGE

Dear Shareholders,

The Indian textile and denim industry continues to evolve, driven by changing consumer preferences, growing demand for value-added fabrics, and an increasing focus on sustainable manufacturing. Despite challenges such as raw material price volatility and global uncertainties, the industry continues to offer strong long-term growth opportunities.

At Shanti Spintex Limited, we remain focused on aligning our business with these evolving trends through quality manufacturing, operational excellence, and customer-centric solutions. During the year, we strengthened our manufacturing capabilities through efficient capacity utilization, disciplined operations, and prudent cost management, enabling us to consistently deliver premium denim fabrics.

During the year under review, we continued to strengthen our manufacturing capabilities through efficient capacity utilization, disciplined production planning, and prudent cost management. Our state-of-the-art manufacturing facility, equipped with advanced air-jet weaving technology, enables us to deliver consistent quality and a diverse range of denim fabrics suited to the evolving needs of the apparel industry.

Sustainability remains an integral part of our business philosophy. Our investments in renewable energy, including wind and rooftop solar power, reflect our commitment to responsible manufacturing while improving operational efficiency. We believe that sustainable growth can only be achieved by balancing economic performance with environmental responsibility.

Looking ahead, we remain confident in the growth prospects of the Indian denim industry. Backed by a strong manufacturing base, an experienced team, and the continued trust of our stakeholders, we are well positioned to capitalize on emerging opportunities and create sustainable long-term value.

I would like to express my sincere appreciation to our employees, customers, suppliers, business partners, bankers, and shareholders for their continued trust and support. Their confidence inspires us to pursue excellence and achieve new milestones.

Together, we remain committed to building a stronger and more sustainable future for Shanti Spintex Limited.

> "Our focus remains on operational excellence, sustainable growth, and creating long-term value for all our stakeholders."

Rikin B. Agarwal
Managing Director
Shanti Spintex Limited

QUALITY
Commitment to deliver premium quality products

EFFICIENCY
Continuous improvement in processes and productivity

SUSTAINABILITY
Responsible manufacturing for a better tomorrow

TRUST
Building lasting relationships with all our stakeholders

Shanti SPINTEX

DIVERSE PRODUCT PORTFOLIO

Denim Fabric Portfolio >

Power Stretch Spandex Denim

- Used in women's clothing
- Spandex provides stretch & comfort
- 8.50 to 10.50 ounce product weight
- 60" to 66" Width
- 45% to 65% Stretchability

Light Weight Denim

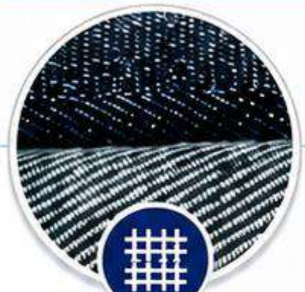
- Used for making shirts, Kurtis's, school uniforms, skirts
- 4.50 to 5.50 ounce Fabric weight
- Made in 2/1 twill weave or silky weave
- 65" to 78" Width

Knit Denim

- Comfortable, stylish fabric with color weft yarns, checks, and bright patterns for kids and youth.
- 11 to 12.50 ounce product weight
- 68" to 78" Width
- 20% to 30% Stretchability

Denim Rigid Denim

- Non stretchable
- Used in work wear, jackets, jeans for men & bell bottom for women
- 12 to 14.50 ounce Weight



Flat Finish 3/1 Denim

- Soft, comfortable fabric
- 3/1 twill weave
- 10 to 12.50 ounce weight
- 64" to 72" width.

Over Dyed Denim

- Dyed with different dark colour like Black, Brown, Olive Green, Blue
- 11 to 13 ounce weight
- Different wash given to denim fabric
- 68" to 75 " width

RENEWABLE ENERGY SOURCE

Powering Today, Sustaining Tomorrow

2022

Commissioned a

WIND ENERGY POWER PLANT

of 2 MW capacity in Amreli, Gujarat

2023

Installed

852 kW

ROOFTOP SOLAR PLANT

at the existing manufacturing unit

50%+

Of Power needs met by

RENEWABLE ENERGY

BUILT FOR GROWTH. FOCUSED ON VALUE.

Strong Fundamentals. Sustainable Future.
Endless Possibilities.

PEAK PERFORMANCE. STRONG DEMAND.

Strong demand for wide-width and value-added fabrics kept us running at peak efficiency.

PREMIUM FABRICS. INNOVATIVE BY DESIGN.

With 75% dobby looms, four-yarn blending, and a rising share of recycled yarns, we've established a firm foothold in the premium, sustainable denim space.

INDIA'S ADVANTAGE. OUR EDGE.

With 90% of inputs from cotton yarn—largely shielded from Chinese competition—and global shifts away from Bangladesh and Vietnam, India is gaining ground. Shanti Spintex is set to accelerate growth across the value chain, fuelled by easing western tariffs.

GLOBAL TRENDS. LOCAL STRENGTH.

As the world realigns its sourcing strategies, India is emerging as the preferred destination—and we are ready to lead.

SUSTAINABILITY THAT POWERS US.

Sustainability is a strategic lever. Over 50% of our power now comes from renewable sources, cutting costs and boosting efficiency.

FINANCIALLY STRONG. FUTURE READY.

With low leverage and strong financial discipline, we're operating from a position of strength.

RUNNING AT FULL CAPACITY.

Reached full capacity utilization of 19.2 million meters in FY2025

> “ With a foundation built on strong fundamentals, innovation, and a clear growth roadmap, Shanti Spintex is poised to capture emerging opportunities and deliver sustained stakeholder value.

FUTURE OUTLOOK

BUILDING TOMORROW. CREATING LASTING VALUE.

POSITIVE INDUSTRY OUTLOOK

The management remains optimistic about the long-term prospects of the Indian textile industry, supported by increasing domestic demand, government initiatives to promote manufacturing and exports, and improving global market conditions.

FOCUS ON SUSTAINABLE GROWTH

The Company will continue to focus on operational efficiency, cost optimization, quality enhancement, customer satisfaction, and sustainable business practices. Efforts will also be directed towards expanding market reach, strengthening existing customer relationships, exploring new business opportunities, and improving profitability through prudent financial and operational management.

STRONG FOUNDATION. STRONGER FUTURE.

The Board believes that the Company's strong business fundamentals, experienced management team, and commitment to excellence will enable it to achieve sustainable growth and create long-term value for all stakeholders.

INTEGRITY. TRANSPARENCY. ACCOUNTABILITY.

STATUTORY REPORTS

Strengthening Governance.
Building Sustainable Value.

GOVERNANCE | COMPLIANCE | DISCLOSURE | RESPONSIBILITY

NOTICE

NOTICE is hereby given that the **16th Annual General Meeting** of the Members of the Company **Shanti Spintex Limited** will be held on **Friday, 11th September, 2026 at 04:00 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:**

ORDINARY BUSINESS:

1. **To receive, consider and adopt** the **Standalone and Consolidated Audited Financial Statements** of the Company for the financial year ended **31st March, 2026**, together with the Reports of the **Board of Directors** and the **Auditors** thereon.

2. **To appoint a director in place of Mr. Urmila B. Agarwal** (DIN: 01909441), who **retires by rotation** and being eligible, offers herself for re-appointment as the Non-Executive Director of the Company.

By Order of the Board of Directors

	SD/-	**SD/-**
Date: 13.08.2026	**BHARATBHUSAN O AGARWAL**	**RIKIN B AGARWAL**
Place: Ahmedabad	**Whole Time Director & CFO**	**Managing Director**
	(DIN 00302785)	**(DIN02435645)**

Notes:

1. The business set out in the Notice of the 16th Annual General Meeting is ordinary business in terms of the provisions of the Companies Act, 2013. Accordingly, no Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is required to be annexed to this Notice.

2. Ministry of Corporate Affairs (MCA) vide its General Circular No. 09/2023 dated 25 September 2023 read with the circulars issued earlier on the subject (collectively referred to as 'MCA Circulars') and SEBI vide its Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 06 October 2023 read with the circulars issued earlier on the subject (collectively referred to as "SEBI Circulars"), have permitted holding Annual General Meeting ("AGM") through VC/ OAVM, without physical presence of the Members at a common venue.

   In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 16th AGM is being conducted through VC/OAVM herein after called as "e-AGM". In view of the same, the registered office of the Company shall be deemed to be the venue of the AGM.

   The Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing (VC) / Other Audio-Visual Means (OAVM) facility for the 16th Annual General Meeting and the attendant enablers for conducting of the e-AGM.

   The Notice of AGM along with the Annual Report for FY-26 is being sent by electronic mode to those members whose e-mail address is registered with the Company/Depositories, unless a member has requested a physical copy of the same. Members may note that the Notice of AGM and Annual Report for FY-26 will also be available on the Company's website www.shantispintex.com, website of the Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com and on the website of KFin Technologies Limited at the website address https://evoting.kfintech.com.

3. Since the AGM is being held through VC/OAVM, **a route map to the venue is not required** and therefore, the same is not annexed to this Notice.

4. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013.

5. Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

6. Appointment of Proxy and Attendance Slip: Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014 provides for appointment of proxy to attend and vote at a general meeting on behalf of the member who is not able to physically attend the AGM. Since the 16th AGM is being held through VC/OAVM and in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 16th AGM and therefore proxy form and attendance slip are not annexed to this Notice.

7. Corporate shareholders/institutional shareholders intending to send their authorized representative(s) to attend and vote at the 16th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to vote, to the Scrutinizer on her e-mail ID at hetidshah@gmail.com with a copy marked to cs@shantispintex.com

8. Members who have not yet registered their e-mail addresses, bank account details and mobile number are requested to register the same with their Depository Participants ("DP") since the shares are held by them in electronic Form.

9. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as applicable provisions of the Companies Act, 2013 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment/ re-appointment at this AGM are also annexed to this Notice.

10. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, there are no unclaimed dividend amounts pending for transfer.

11. The Register of Members and Share Transfer Books of the Company will remain closed from 6 September 2026 (Sunday) to 10 September 2026 (Thursday) (both days inclusive)

12. Investor Grievance Portal maintained by Registrar and Transfer Agent (RTA).

    Members are hereby notified that our RTA, KFin Technologies Limited, based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated June 08, 2023, have created an online application which can be accessed at https://ris.kfintech.com/default.aspx > Investor Services > Investor Support.

Members are required to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting Details.

Quick link to access the signup page: https://kprism.kfintech.com/signup

INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE E-AGM THROUGH VIDEO CONFERENCE / OTHER AUDIO-VISUAL MODE:

i. Attending the e-AGM: Members will be able to attend the AGM through VC/ OAVM or view the live webcast of AGM at https://emeetings.kfintech.com/ by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

ii. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

iii. Further Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.

iv. 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.

v. Facility of joining the AGM through VC/OAVM shall be open 15 minutes before the time scheduled for the AGM.

vi. Those Members who register themselves as speaker will only be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.

vii. Submission of Questions/queries prior to e-AGM:

Members desiring any additional information with regard to Accounts/ Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's investor email-id i.e., info@shantispintex.com at least 2 days before the date of the e-AGM, so as to enable the Management to keep the information ready. Please note that, member's questions will be answered only if they continue to hold the shares as of cut-off date 04.09.2026.

Alternatively, shareholders holding shares as on cut-off date may also visit https://evoting.kfintech.com/ and click on the tab "Post Your Queries Here" to post their queries/ views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID, mobile number. The window shall be activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.

viii. Speaker Registration before e-AGM: Shareholders who wish to register as speakers at the AGM are requested to visit https://emeetings.kfintech.com register themselves between Tuesday, 8 September 2026 (9:00 A.M. IST) to Wednesday, 9 September 2026 (5:00 P.M. IST).

ix. Facility of joining the AGM through VC/OAVM shall be available for 1000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, Institutional Investors, directors, key managerial personnel, chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination, Remuneration and compensation Committee and Auditors are not restricted on first come first serve basis.

x. Members who need technical assistance before or during the AGM, can contact KFintech at https://evoting.kfintech.com/ .

xi. Corporate members intending to send their authorised representatives to attend the Annual General Meeting through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the relevant Board Resolution to the Company.

INSTRUCTIONS FOR E-VOTING:

Procedure for remote e-voting:

i. In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09 December 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

ii. However, in pursuant to SEBI circular no. SEBI/HO/ CFD/CMD/CIR/P/2020/242 dated 09 December 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

iv. The remote e-Voting period commences from 09.00 Hours (IST) on 08th September 2026 to 17.00 Hours (IST) on 10th September 2026

v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on 4th September,2026, the cut-off date.

vi. Any person holding shares in demat/physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com.

However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

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

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:
Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com/ II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.

	2. User not registered for IDeAS e-Services I. To register click on link: https://eservices.nsdl.com/ II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in point no.1 **3. Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e., KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote.
	2. User not registered for Easi/Easiest I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 **3. Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility. II. Once logged-in, 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. III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Members whose email IDs are registered with the Company/Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://emeetings.kfintech.com/

ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on “LOGIN”.

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the “EVENT” i.e., ‘Shanti Spintex Limited -Annual General Meeting” and click on “Submit”

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/ AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on “Submit”.

xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id hetidshah@gmail.com with a copy marked to evoting@kfintech.com . The scanned image of the above-mentioned documents should be in the naming format “Shanti Spintex Limited”

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/ OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open at least 15 minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members 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.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number and email id.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only a single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for at least 1000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS:

I. **Speaker Registration**: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com/ and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be open from Tuesday, 8 September 2026 (9:00 A.M. IST) to Wednesday, 9 September 2026 (5:00 P.M. IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. **Post your Question**: The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com/ . Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be open Tuesday, 8 September 2026 (9:00 A.M. IST) to Wednesday, 9 September 2026 (5:00 P.M. IST)

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact evoting@kfintech.com/ einward.ris@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 4th September, 2026 (End of Day), being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.

Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com/ einward.ris@kfintech.com.

VI. The results of the electronic voting shall be submitted to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

GENERAL INFORMATION:

1. The Company's equity shares are Listed at BSE Limited (SME Platform), Phiroze JeeJeebhoy Towers, Dalal Street, Mumbai- 400001, Maharashtra, India and the Company has paid the Annual Listing Fees to the said Stock Exchange for the year 2026-2027.

2. Members are requested to send all communication relating to shares to the Company's Registrar and Share Transfer Agent at KFIN Technologies Limited (Unit: Shanti Spintex Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, Telangana State, India.

3. Register of Directors and Key Managerial Personnel (KMP) and their shareholding under Section 170 of the Companies Act, 2013 and the rules made thereunder and Register of Contracts maintained under Section 189 of Companies Act, 2013 and the rules made thereunder are available for inspection at the registered office of the Company.

4. As required under Listing Regulations and Secretarial Standard - 2 on General Meetings details in respect of Directors seeking appointment/ re-appointment at the Annual General Meeting, is separately annexed hereto. Directors seeking appointment/ re- appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

GENERAL INSTRUCTIONS:

(i) Members holding shares either in demat or physical mode who are in receipt of Notice, may cast their votes through e-voting.

(ii) Members opting for e-voting, for which the USER ID and initial password are provided in a separate sheet. Please follow steps under heading 'INSTRUCTIONS FOR E-VOTING' above to vote through e-voting platform.

(iii) The e-voting period commences from 8th September 2026, (09.00 Hours IST) to 10th September 2026, (17.00 Hours IST). to 5.00 P.M. (IST). During this period, the members of the Company, holding shares in demat, as on the cut-off date of 4th September,2026 may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(iv) The Company has appointed M/s. HDS & Associates, Company Secretaries represented by Mrs. Heti Rehen Gandhi, Practising Company Secretary (Membership No. F11884 and CP No. 17840) as the Scrutiniser to conduct the voting process (e-voting and poll) in a fair and transparent manner.

(v) The Scrutinizer shall, within a period not exceeding 2 working days from the conclusion of the Annual General Meeting unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report containing the details with respect to votes cast in favour, against, neutral/ abstained, shall submit the Report to the Chairman of the Company.

(vi) Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 16th Annual General Meeting of the Company scheduled to be held on Friday, 11th September, 2026, the results declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.shantispintex.com/ and on the website of KFintech, https://evoting.kfintech.com/ within 2 working days of conclusion of the Annual General Meeting.

ANNEXURE TO NOTICE:

Details of directors seeking re-appointment at the ensuing Annual General Meeting:

(Pursuant to Secretarial Standard 2 issued by the Institute of Companies Secretaries of India and Regulation 36(3) of SEBI (LODR) Regulations, 2015)

Name of Director:	Mrs. Urmila B. Agarwal
Category:	Non-Executive Director
DIN:	01909441
Nationality	Indian
Date of Birth:	15-06-1959
Age:	67
Qualification:	Completed two years of Bachelor of Commerce program, gaining foundational expertise in accounting, economics, and commerce
Date of First Appointment on the Board	03.01.2025
Expertise in specific functional areas	With 25+ years of experience, she offers deep expertise in operations, quality control, and team leadership driving efficiency and growth.
Terms and Conditions of Appointment/Re-appointment	As per the resolution at item No. 2 of the notice convening this meeting, Mr. Urmila B. Agarwal is liable to retire by rotation at the meeting and eligible for re-appointment.
Shareholding in the Company	1037800 Shares
Disclosure of Relationships between Directors inter-se	Wife of Mr. Bharatbhushan O. Agarwal (WTD) and mother of Mr. Rikin B. Agarwal (Managing Director)
List of Directorship of other Board	1. Rikin Fabrics Private Limited 2. Dulari Fabrics Private Limited
List of Membership / Chairmanship of Committees of other Board	NIL

DIRECTOR'S REPORT

Dear Members,

Your directors are pleased to present the **Annual Report** together with the **Audited Standalone and Consolidated Financial Statements** of **Shanti Spintex Limited** for the financial year ended **March 31, 2026**.

Your directors remain confident that the Company's strong manufacturing base, experienced leadership, prudent financial management, and commitment to innovation and sustainability will continue to drive sustainable growth and enhance shareholder value in the years ahead.

SYNOPSIS OF FINANCIAL PERFORMANCE:

The summarized financial performance of the Company for the financial year ended **March 31, 2026**, is given below. Comparative standalone financial information for the previous financial year (FY 2024–25) has also been provided. **Consolidated financial statements are presented for FY 2025–26 only:**

(Amounts In Lakhs except Equity Shares & EPS)

Particulars	Standalone		Consolidated	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Revenue from Operations	68281.66	70994.01	70421.36	NIL
Other Income	397.04	451.94	430.95	NIL
Total Income	68707.68	71046.43	70852.31	NIL
Total Expense	68120.71	69688.67	69647.51	NIL
Profit Before Tax (PBT)	586.97	1357.76	1204.81	NIL
Less: Tax Expense	138.21	337.75	213.71	NIL
Profit After Tax (PAT)	448.76	1020.01	991.10	NIL
Earnings Per Share (EPS) - Basic & Diluted	2.66	6.04	5.87	NIL

KEY FINANCIAL HIGHLIGHTS:

- Standalone Revenue from Operations stood at **₹68,281.66 Lakhs** as against **₹70,994.01 Lakhs** in the previous year, reflecting a marginal decline of **3.82%**, primarily attributable to lower sales realizations and changing market dynamics.

- The Company maintained a stable revenue base exceeding ₹680 crore despite industry challenges.

- Effective cost control measures resulted in lower operating expenses; however, softer margins impacted standalone profitability.

- FY 2025-26 represents an important milestone with the presentation of the Company's first consolidated financial statements, which reported Revenue from Operations of ₹70,421.36 Lakhs and Profit After Tax of ₹991.10 Lakhs, reflecting the financial contribution of the subsidiary.

OPERATIONAL REVIEW:

The Company continued to prioritize operational excellence through efficient capacity utilization, prudent procurement practices, effective working capital management, and continuous process improvements. These initiatives enabled the Company to optimize costs while maintaining product quality and customer service standards.

Going forward, the Company remains focused on enhancing operational efficiencies, expanding its market presence, strengthening customer relationships, and pursuing sustainable growth while creating long-term value for all stakeholders.

BASIS OF PREPARATION OF FINANCIAL STATEMENTS:

The financial statements of Shanti Spintex Limited have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act.

DIVIDEND:

Your directors have not recommended any dividend for the financial year ended March 31, 2026, in order to conserve resources for future growth and expansion plans of the Company.

RESERVES AND SURPLUS:

The Company's standalone Reserves and Surplus stood at ₹8,339.94 lakhs as on 31st March, 2026, as compared to ₹7,987.99 lakhs as on 31st March, 2025, reflecting an increase during the year primarily attributable to the retention of profits earned by the Company.
On a consolidated basis, the Reserves and Surplus stood at ₹8,886.36 lakhs as on 31st March, 2026, indicating the accumulated reserves of the Group after considering the financial performance of its subsidiary.

CHANGE IN NATURE OF BUSINESS:

There has been no change in the nature of business of the Company during the financial year.

LISTING:

The equity shares of the Company are listed on the **SME Platform of BSE Limited** under **Scrip Code: 544059** and **ISIN: INE0QZQ01019**. The Company has complied with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreement/Listing requirements applicable to SME listed entities.

The Company has paid the annual listing fees for the financial year 2026–27 to the BSE Limited within the prescribed timeline.

SHARE CAPITAL:

The paid-up equity shares capital of the Company as on 31st March 2026 stood at ₹ 16,88,80,000.00/- (Rupees Sixteen Crores Eighty-Eight Lacs and Eighty Thousand Only). There were no changes in the capital structure during the year under review.

PUBLIC DEPOSITS:

During the year under review, the Company has not accepted any public deposits under Section 73 to 76 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

Accordingly, as on 31st March 2026, there were no outstanding deposits, unpaid or unclaimed deposits, or any default in repayment of deposits or payment of interest thereon.

POLICIES:

The updated policies adopted by the Company as per statutory and governance requirements are uploaded on website of the Company at www.shantispintex.com.

SECRETARIAL STANDARDS:

The Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) and notified by the Central Government under Section 118(10) of the Companies Act, 2013.

During the financial year under review, the Company has duly complied with the applicable Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2), to the extent applicable.

INSURANCE:

All assets of the company including inventories, building, plant and machineries are adequately insured.

REGULATORY COMPLIANCE AND DISCLOSURES:

During the year under review, the Company continued to maintain a strong focus on compliance with applicable statutory and regulatory requirements. A matter relating to a single-day delay in filing a disclosure under Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was duly addressed, and the applicable fine was paid. The Company has taken appropriate measures to strengthen its compliance monitoring mechanisms and ensure timely compliance going forward. Further details are provided in the Corporate Governance Report forming part of this Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the financial year under review, there was no change in the composition of the Board of Directors and the Key Managerial Personnel of the Company. The existing Directors and Key Managerial Personnel continued to hold their respective offices throughout the year.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, **Mrs. Urmila B. Agarwal (DIN: 01909441)** retires by rotation at the ensuing Annual General Meeting and, being eligible, offers herself for re-appointment. The Board recommends her re-appointment for the approval of the Members.

The Board places on record its appreciation for the continued guidance, valuable contributions, and dedicated services rendered by all the Directors and Key Managerial Personnel during the year.

a. Composition of the Board and Key Managerial Personnel:

As on the date of this Report, the composition of the Board and Key Managerial Personnel is as under:

Sr. No.	Name	Designation
1.	Mr. Bharatbhushan O. Agarwal	Whole-Time Director, CFO and Chairman
2.	Mr. Rikin B. Agarwal	Managing Director
3.	Ms. Kruti Vyas	Independent Director
4.	Mrs. Monika G. Gupta	Independent Director
5.	Mrs. Urmila B. Agarwal	Non-Executive Director
6.	Mrs. Mohini Agarwal	Company Secretary & Compliance Officer

b. Declaration by Independent Directors:

The Company has received the necessary declarations from **Ms. Kruti Vyas** and **Mrs. Monika G. Gupta**, Independent Directors of the Company, confirming that they continue to meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There have been no material changes and commitments affecting the financial position of the Company that have occurred between the end of the financial year to which the financial statements relate and the date of this Report, except those disclosed elsewhere in this Annual Report, if any.

No event has occurred after the balance sheet date that would have a material impact on the financial position or operations of the Company requiring disclosure under the provisions of the Companies Act, 2013.

DETAILS OF ASSOCIATES / JOINT VENTURE / SUBSIDIARY COMPANIES:

As on March 31, 2026, the Company has **one Wholly Owned Subsidiary**, namely **Teesta Spintex Private Limited**, and does not have any associate company or joint venture within the meaning of the Companies Act, 2013.

Teesta Spintex Private Limited became a Wholly Owned Subsidiary of the Company pursuant to the acquisition of 100% of its equity share capital on **May 9, 2025**. The subsidiary is engaged in activities complementary to the business of the Company and contributes to the Company's long-term growth strategy.

In accordance with the provisions of Section 129(3) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Consolidated Financial Statements of the Company and its subsidiary, prepared in accordance with the applicable Indian Accounting Standards (Ind AS), form part of this Annual Report.

A statement containing the salient features of the financial statements of the Company's subsidiary in Form AOC-1 is annexed to this Report as **Annexure – A**.

CORPORATE GOVERNANCE:

The provisions relating to Corporate Governance as specified under Regulations 17 to 27 and Regulation 46(2)(b) to (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **are not mandatorily applicable** to the Company, as it is listed on the SME Platform of BSE Limited.

Notwithstanding the above, the Company firmly believes that good corporate governance is fundamental to sustainable growth and long-term value creation. The Company is committed to maintaining high standards of transparency, accountability, integrity, and ethical business practices. As a measure of good governance, the Company has voluntarily adopted various governance practices. Accordingly, a separate Report on Corporate Governance is annexed to this Report as **Annexure –B**.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013:

The particulars of loans, guarantees, securities provided and investments made by the Company, if any, covered under the provisions of Section 186 of the Companies Act, 2013, are disclosed in the notes forming part of the Financial Statements.

REPORTING OF FRAUD:

During the year under review, the Statutory Auditors and Secretarial Auditors have not reported any instances of fraud committed by the Company's officers or employees to the Audit Committee under Section 143(12) of the Act, as required for disclosure in this report.

ANNUAL RETURN:

Pursuant to the provisions of Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company as on March 31, 2026, is available on the Company's website and can be accessed at: **www.shantispintex.com**

SIGNIFICANT AND MATERIAL ORDERS:

During the financial year under review, no significant or material orders were passed by any regulator, court, tribunal or statutory authority which would impact the going concern status of the Company or its future operations.

BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the performance of its committees and that of the individual Directors.

The evaluation was carried out based on various parameters, including the composition of the Board and its committees, attendance and participation in meetings, strategic guidance, governance practices, decision-making process, effectiveness of internal controls, and contribution of individual Directors.

The Board expressed its satisfaction with the overall functioning and effectiveness of the Board, its committees and the individual Directors, and is of the opinion that they continue to discharge their duties effectively and contribute significantly towards the growth and governance of the Company.

COMPLIANCE WITH APPLICABLE LAWS:

The Board confirms that, to the best of its knowledge and belief, the Company has complied with all applicable statutory provisions and regulatory requirements during the financial year under review.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT:

The requirement of furnishing a Business Responsibility and Sustainability Report (BRSR) in terms of Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is **not applicable** to the Company, as it is listed on the SME Platform of BSE Limited.

MEETINGS OF THE BOARD:

During the financial year under review, **four (4)** meetings of the Board of Directors were held. The gap between any two consecutive meetings did not exceed one hundred and twenty days, in compliance with the provisions of the Companies Act, 2013, Secretarial Standard-1 on Meetings of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the meetings of the Board, including the attendance of the Directors, are provided in the Corporate Governance Report, which forms part of this Annual Report.

MEETING OF INDEPENDENT DIRECTORS:

Pursuant to the provisions of Schedule IV to the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on **March 19, 2026**, without the attendance of the Non-Independent Directors and members of the Management.

During the meeting, the Independent Directors, inter alia:

- Reviewed the performance of the Non-Independent Directors and the Board as a whole;
- Reviewed the performance of the Chairperson of the Company, taking into account the views of the Executive and Non-Executive Directors; and
- Assessed the quality, quantity and timeliness of the flow of information between the Management and the Board that was necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors expressed satisfaction with the overall functioning and performance of the Board and its Committees.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to the Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is annexed to this Report as **Annexure – C**.

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

The information required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, relating to conservation of energy, technology absorption, and foreign exchange earnings and outgo, is provided in **Annexure – D** forming an integral part of this Board's Report.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to providing and maintaining a safe, secure and respectful work environment free from sexual harassment. In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace, applicable to all employees, including permanent, contractual, temporary employees, trainees and interns, as applicable.

The Policy is available on the Company's website at www.shantispintex.com

During the financial year under review, **no complaint** relating to sexual harassment was received by the Company under the provisions of the said Act.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts or arrangements entered into by the Company with related parties during the financial year were in the ordinary course of business and on an arm's length basis, in compliance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The particulars of contracts or arrangements with related parties referred to under Section 188(1) of the Companies Act, 2013, in the prescribed **Form AOC-2**, are annexed to this Report as **Annexure – E.**

The details of related party transactions, as required under the applicable Indian Accounting Standards (Ind AS), are disclosed in the notes forming part of the Financial Statements. The Company's Policy on Related Party Transactions is available on its website at www.shantispintex.com

NOMINATION AND REMUNERATION POLICY:

The Company has adopted a Nomination and Remuneration Policy in accordance with the applicable provisions of the Companies Act, 2013. The Policy lays down the criteria for appointment, remuneration, performance evaluation, qualifications, positive attributes and independence of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy is available on the Company's website at www.shantispintex.com

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with the provisions of Section 135 of the Companies Act, 2013. The CSR Committee oversees the implementation and monitoring of the Company's Corporate Social Responsibility Policy and recommends CSR activities to the Board.

The Annual Report on Corporate Social Responsibility (CSR) containing the disclosures prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014 forms part of this Board's Report as **Annexure – F.**

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and belief, hereby confirms that:

a. in the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;

b. the Directors have selected such accounting policies and applied them consistently, 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 as at March 31, 2026, and of the profit of the Company for the financial year ended on that date;

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

d. the Directors have prepared the annual accounts on a going concern basis;

e. the Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively; and

f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STRATEGIC FORWARD INTEGRATION AND VALUE CHAIN EXPANSION:

During the financial year under review, **Teesta Spintex Private Limited** became a **100% wholly owned subsidiary** of the Company. The acquisition represents a strategic step towards **forward integration of the Company's textile value chain**, enabling the Group to strengthen its presence across complementary stages of the textile business and create greater operational synergies.

The strategic integration is intended to support enhanced value creation, improved operational coordination and the development of a more integrated business platform. The financial performance and other particulars of the subsidiary for the financial year ended **31st March, 2026** are provided in **Form AOC-1 annexed to this Report**.

The Consolidated Financial Statements of the Company, incorporating the financial results of the subsidiary from the date of acquisition/control, have been prepared in accordance with the applicable provisions of the Companies Act, 2013 and applicable accounting standards.

SAFETY, HEALTH AND ENVIRONMENTAL RESPONSIBILITY:

The Company recognizes the importance of safety, health and environmental responsibility in the conduct of its business. It endeavours to carry out its operations in accordance with the applicable health, safety and environmental laws, rules and regulations. The Company continues to encourage responsible business practices and strives to promote awareness of safety, health and environmental considerations across its operations, while seeking continuous improvement in these areas, commensurate with the nature and scale of its business.

PARTICULARS OF EMPLOYEES:

The disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 form part of this Board's Report as **Annexure – G.**

During the financial year under review, no employee of the Company was in receipt of remuneration in excess of the limits prescribed under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

AUDITORS AND AUDITORS' REPORT:

Statutory Auditors:

M/s. **Anil Shah & Co., Chartered Accountants (Firm Registration No. 100474W),** Statutory Auditors of the Company, continue to hold office in accordance with the provisions of Section 139 of the Companies Act, 2013 and shall continue as the Statutory Auditors of the Company until the conclusion of their term.

The Statutory Auditors' Report on the Standalone and Consolidated Financial Statements for the financial year ended March 31, 2026, does not contain any qualification, reservation, adverse remark or disclaimer of opinion. The notes to the Financial Statements referred to in the Auditors' Report are self-explanatory and do not call for any further comments by the Board.

Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **M/s HDS & Associates, Practicing Company Secretaries**, continue as the Secretarial Auditors of the Company for the financial year ended March 31, 2026, pursuant to their appointment for a term of five consecutive years from FY 2025–26 to FY 2029–30, as approved by the Members at the 15th Annual General Meeting of the Company.

The Secretarial Audit Report in Form MR-3 forms part of this Board's Report as **Annexure – H.** The Report does not contain any qualification, reservation, adverse remark or disclaimer of opinion.

Cost Auditor:

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors, on the recommendation of the Audit Committee, appointed **M/s. Mayur Chhaganbhai Undhad & Co., Cost Accountants,** as the Cost Auditors of the Company for conducting the audit of the cost records of the Company for the financial year 2026–27.

The Cost Audit Report for the previous financial year does not contain any audit qualifications, reservations, adverse remarks, or disclaimers.

Internal Auditor:

Pursuant to the provisions of Section 138 of the Companies Act, 2013, **M/s Kunal Agrawal & Associates., Chartered Accountants (Firm Reg. No. 132720W)**, Internal Auditor of the Company, conducted the internal audit of the Company's operations during the financial year under review. The Internal Auditor periodically reports the audit findings to the Audit Committee, and appropriate corrective actions are taken, wherever considered necessary.

The observations made in the internal audit report, if any, are self-explanatory and do not require any further comments from the Board.

INTERNAL FINANCIAL CONTROL SYSTEM:

The Company recognizes the importance of maintaining an effective internal financial control framework commensurate with the nature and scale of its operations. The internal financial control systems are intended to facilitate the orderly and efficient conduct of business, safeguard the Company's assets, ensure the reliability of financial reporting, and promote compliance with applicable laws, regulations and internal policies.
The Company endeavours to review and strengthen its internal financial control systems on an ongoing basis, wherever considered appropriate.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has in place adequate internal financial controls with reference to the Financial Statements, commensurate with the nature, size and complexity of its business. These controls are designed to provide reasonable assurance regarding the reliability of financial reporting, the preparation of Financial Statements in accordance with applicable accounting standards, safeguarding of assets, prevention and detection of frauds and errors, and compliance with applicable laws and regulations.

The Statutory Auditors have examined the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Company, and their report does not contain any qualification or adverse remark in this regard.

CODE OF CONDUCT:

The Board of Directors of the Company has adopted a Code of Conduct applicable to all Directors and Senior Management Personnel to uphold the highest standards of ethical conduct, integrity and transparency in the conduct of the Company's affairs.

All the Directors and Senior Management Personnel have affirmed their compliance with the Code of Conduct for the financial year ended **March 31, 2026**.

The Code of Conduct is available on the Company's website at **www.shantispintex.com**. A declaration regarding compliance with the Code of Conduct forms part of the **Corporate Governance Report**, which is annexed to this Annual Report.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct to regulate, monitor and report trading by Designated Persons and their Immediate Relatives, as well as a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, in accordance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended.

The Company has also implemented and maintains a Structured Digital Database (SDD) in compliance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015. The aforesaid Codes are available on the Company's website at **www.shantispintex.com**.

VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has established a Vigil Mechanism / Whistle Blower Policy in accordance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The said policy has been disseminated within the organization and has also been uploaded on the Company’s website at **www.shantispintex.com**.

RISK MANAGEMENT POLICY:

The Company has adopted a Risk Management Policy to identify, assess, monitor and mitigate various business risks that may affect its operations and objectives. The Board of Directors oversees the implementation of the risk management framework and periodically reviews the key risks and the measures adopted to address them.

The Risk Management Policy is available on the Company's website at **www.shantispintex.com**.

TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

During the financial year under review, there was **no amount** required to be transferred to the Investor Education and Protection Fund (IEPF) pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013. Accordingly, no shares were required to be transferred to the demat account of the Investor Education and Protection Fund Authority.

CAUTIONARY STATEMENT:

Statements in this Board's Report and the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may constitute "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to various factors, including changes in economic conditions, government policies, market conditions, industry developments, availability of raw materials, demand-supply dynamics and other risks and uncertainties beyond the Company's control.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required under applicable laws.

BOARD'S AFFIRMATION:

The Board believes that the disclosures contained in this Board's Report provide a fair overview of the affairs, performance and state of the Company during the financial year under review and have been made in accordance with the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable statutory and regulatory requirements.

ACKNOWLEDGEMENT:

The Board of Directors places on record its sincere appreciation and gratitude to all employees for their dedication, commitment and valuable contributions during the financial year under review. Their continued efforts and unwavering support have been instrumental in the Company's performance and growth.

The Board also expresses its gratitude to the Company's shareholders, customers, suppliers, bankers, financial institutions, business associates, regulatory authorities and all other stakeholders for their continued trust, confidence and support. The Directors look forward to their continued cooperation in the years ahead.

By Order of the Board of Directors

	SD/-	**SD/-**
Date: 13.08.2026	**BHARATBHUSAN O AGARWAL**	**RIKIN B AGARWAL**
Place: Ahmedabad	**Whole Time Director & CFO**	**Managing Director**
	(DIN 00302785)	**(DIN02435645)**

Shanti SPINTEX

ANNEXURE-A

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries / associates / joint ventures [Pursuant to Section 129(3) of the Companies Act, 2013].

Part A – Subsidiaries

Sl. No.	Particulars	Details (09.05.2025–31.03.2026)
1.	Name of the Subsidiary	Teesta Spintex Private Limited
2.	The date since when subsidiary was acquired	09.05.2026
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	N.A
4.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	N.A
5.	Share capital	270.00
6.	Reserves and surplus	546.42
7.	Total assets	1745.20
8.	Total Liabilities	928.79
9.	Investments	0
10.	Turnover	2405.51
11.	Profit before taxation	617.84
12.	Provision for taxation	58.77
13.	Profit after taxation	542.34
14.	Proposed Dividend	-
15.	Extent of shareholding (in percentage)	100%

Part B – Associates and Joint Ventures

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

Sr. No.	Particulars	Details
1.	Names of Associate Companies / Joint Ventures	Not Applicable

For and on behalf of the Board
Shanti Spintex Limited

SD/- **Bharatbhushan Agarwal** **Whole Time Director & CFO** **DIN: 00302785**	**SD/-** **Rikin Agarwal** **Managing Director** **DIN: 02435645**

Place: Ahmedabad
Date: 13.08.2026

SD/-
Mohini Agarwal
Company Secretary
Membership No. A47724

Shanti SPINTEX

ANNEXURE-B

Report on Corporate Governance

This Report outlines the governance framework and practices followed by the Company during the financial year ended March 31, 2026.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Shanti Spintex Limited believes that sound corporate governance is fundamental to achieving sustainable business growth, enhancing stakeholder confidence, and creating long-term value. The Company is committed to conducting its business with integrity, transparency, accountability, fairness, and ethical practices while complying with all applicable statutory and regulatory requirements.

The Company's governance framework is built on responsible leadership, effective risk management, robust internal controls, and timely disclosures, ensuring that the interests of shareholders and all other stakeholders are protected.

APPLICABILITY OF CORPORATE GOVERNANCE REGULATIONS:

The Equity Shares of the Company are listed on the **BSE SME Platform**.

In terms of Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions relating to Corporate Governance specified under Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) are not applicable to companies listed on the SME Exchange.

Although these provisions are presently not applicable to the Company, Shanti Spintex Limited voluntarily follows good governance practices to the extent applicable and continues to maintain high standards of corporate governance.

BOARD OF DIRECTORS:

The Board provides strategic direction, reviews business performance, oversees risk management, and ensures compliance with applicable laws and regulations.

As on March 31, 2026, the Board comprised **five Directors** with an optimum combination of Executive, Non-Executive and Independent Directors. The Board meets periodically to review business operations, financial performance, strategic initiatives, compliance matters, and significant developments affecting the Company.

Name of Director	Category	DIN	Date of Appointment	Shareholding in the Company
Mr. Bharatbhushan O. Agarwal	Executive; Non-Independent	00302785	20.08.2014	3033800
Mr. Rikin B. Agarwal	Executive; Non-Independent	02435645	20.08.2014	3028400
Ms. Kruti Vyas	Independent Non-Executive	10299486	31.08.2023	NIL
Mrs. Monika G. Gupta	Independent Non-Executive	07224521	22.06.2024	NIL
Mrs. Urmila B. Agarwal	Non-Executive Non-Independent Director	01909441	03.01.2025	1037800

COMPLIANCE WITH REGULATION 17A AND REGULATION 26 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

During the financial year under review, the composition of the Board of Directors and the Committees thereof was in full compliance with the provisions of Regulation 17A and Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The number of directorships and committee positions held by the Directors remained within the prescribed limits stipulated under the SEBI Listing Regulations. The Company has obtained the necessary annual disclosures and declarations from all Directors confirming compliance with the limits on directorships, committee memberships and chairmanships. Based on these disclosures, the Board is satisfied that all Directors have complied with the applicable provisions of the SEBI Listing Regulations throughout the financial year.

The Company believes that adherence to these governance requirements strengthens Board effectiveness, promotes transparency, and reinforces accountability in its decision-making processes.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company conducts familiarization programmes for its Independent Directors to enhance their understanding of the Company's business, industry, operations, regulatory framework, governance practices, and risk management. Directors are also provided with periodic updates on statutory and regulatory developments to enable them to effectively discharge their roles and responsibilities.

Details of the familiarization programme are available on the Company's website www.shantispintex.com.

DETAILS OF NON-EXECUTIVE DIRECTORS' SHAREHOLDING, CONVERTIBLE INSTRUMENTS AND COMPENSATION:

The details of shareholding held by the Non-Executive Directors as on **March 31, 2026** are provided below. None of the Non-Executive Directors holds any convertible instruments issued by the Company. Except for sitting fees, where applicable, the Non-Executive Directors do not receive any remuneration, stock options, or performance-linked incentives from the Company.

Name of Non-Executive Director	Category	Shareholding in the Company (No. of Shares)	Convertible Instruments held (Nos.)	Compensation during the FY 2025-26 (₹ in Lakhs)
Ms. Kruti Vyas	Independent Non-Executive Director	NIL	NIL	1.15 (Sitting Fees)
Mrs. Monika G. Gupta	Independent Non-Executive Director	NIL	NIL	0.22 (Sitting Fees)
Mrs. Urmila B. Agarwal	Non-Executive Non-Independent Director	1,03,800	NIL	-

DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

Except as disclosed below, none of the Directors of the Company is related to any other Director or Key Managerial Personnel within the meaning of the provisions of the Companies Act, 2013.

Name of Director	Related Director(s)	Relationship
Mr. Bharatbhushan O. Agarwal	• Mrs. Urmila B. Agarwal • Mr. Rikin B. Agarwal	Spouse Father
Mrs. Urmila B. Agarwal	• Mr. Bharatbhushan O. Agarwal • Mr. Rikin B. Agarwal	Spouse Mother
Mr. Rikin B. Agarwal	• Mr. Bharatbhushan O. Agarwal • Mrs. Urmila B. Agarwal	Son

MEETINGS AND ATTENDANCE:

The Board of Directors meets at regular intervals to review the Company's performance, strategic initiatives, financial results, compliance matters, and other significant business matters. The Company ensures that adequate notice and relevant information are provided to the Directors in advance of each meeting.

During the financial year ended **March 31, 2026**, the Board of Directors met **4 times** the meetings were held on **May 09, 2025; August 28, 2025; November 14, 2025; and February 27, 2026.** The attendance of the Directors at the Board Meetings and the **15th Annual General Meeting** held during the year are as follows:

Name of Director	Designation	Board Meetings Held	Board Meetings Attended	Attendance at AGM
Mr. Bharatbhushan O. Agarwal	Chairman, Whole-Time Director & CFO	4	4	Yes
Mr. Rikin B. Agarwal	Managing Director	4	4	Yes
Mrs. Urmila B. Agarwal	Non-Executive Director	4	4	Yes
Ms. Kruti Vyas	Independent Director	4	4	Yes
Mrs. Monika G. Gupta	Independent Director	4	3	Yes

Dates of Board Meetings Held During the Financial Year 2025–26			
09.05.2025	28.08.2025	14.11.2025	27.02.2026

BOARD COMPOSITION AND DIRECTORSHIPS AS ON 31ST MARCH, 2026:

The details of the composition of the Board of Directors, including the directorships held by each Director in other companies, together with their memberships and chairmanships of the Audit Committee and Stakeholders' Relationship Committee, including their positions in Shanti Spintex Limited, as on **31st March, 2026,** are set out below.

The disclosure provides an overview of the Board members' governance responsibilities and their participation in the boards and key statutory committees of other listed companies.

The information is presented to provide stakeholders with a clear understanding of the professional commitments and governance responsibilities of each Director. It also reflects the extent of their involvement in key decision-making and oversight functions across various corporate entities, thereby promoting transparency and informed assessment of the Board's overall governance framework.

BOARD COMPOSITION AND DIRECTORSHIPS

AS ON 31ST MARCH, 2026

Name of Director	Category	No. of Directorships in Listed Entities*	No. of Independent Directorships in Listed Entities	Committee Memberships in Listed Entities**	Committee Chairmanships in Listed Entities**
Mr. Bharathbushan O. Agarwal	Chairman, Whole-Time Director & CFO	1	0	1	0
Mr. Rikin B. Agarwal	Managing Director	1	0	0	0
Mrs. Urmila B. Agarwal	Non-Executive Director	1	0	1	0
Ms. Kruti Vyas	Independent Director	0	1	1	1
Mrs. Monika G. Gupta	Independent Director	0	3	5	2

Notes:

* * Excludes directorships in private companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013.
* ** Includes only memberships and chairmanships of the Audit Committee and Stakeholders' Relationship Committee, as applicable, in accordance with Regulation 26 of the SEBI (LODR) Regulations, 2015.

PURSUANT TO THE AMENDMENTS THROUGH SEBI (LODR) (AMENDMENT) (REGULATIONS), 2018 IN SCHEDULE V; THE NAMES OF OTHER LISTED ENTITIES WHERE DIRECTORS OF THE COMPANY ARE DIRECTORS ALONG WITH THE CATEGORY OF DIRECTORSHIP AS AT 31ST MARCH, 2026 ARE APPENDED SEPARATELY BELOW:

Name of Director	Name of Listed Entity in which the concerned Director is a Director	Category of Directorship in the Listed Company
» Mrs. Monika G. Gupta	1. Sampat Aluminium Limited 2. Metroglobal Limited	Non-Executive, Women Independent Director

KEY SKILLS, EXPERTISE AND ATTRIBUTES OF THE BOARD:

In accordance with the provisions of Schedule V(C)(2)(h) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of **Shanti Spintex Limited** comprises individuals with a diverse combination of professional experience, industry knowledge, leadership capabilities and governance expertise.

The collective skills and experience of the Board enable it to provide effective strategic direction, exercise appropriate oversight and guide the Company towards sustainable growth and long-term value creation. The key skills, expertise and attributes represented on the Board include:

Board Skill Matrix as on 31st March, 2026:

SKILLS	MR. BHARAT BHUSHAN AGARWAL	MR. RIKIN AGARWAL	MS. MONIKA GUPTA	MS. KRUTI VYAS	MRS. URMILA AGARWAL
Industry Knowledge	✓	✓	✓	✓	✓
Strategic Planning	✓	✓			✓
Finance & Accounting	✓	✓	✓		
Risk Management	✓		✓	✓	
Corporate Governance		✓	✓	✓	
Legal & Regulatory			✓	✓	✓
CSR & ESG	✓	✓	✓	✓	✓
Leadership & HR	✓	✓	✓	✓	✓

INDEPENDENT DIRECTORS:

The Company has two Independent Directors on its Board, namely **Ms. Kruti Vyas** and **Mrs. Monika G. Gupta**. The Independent Directors bring independent judgment, diverse perspectives and valuable experience to the deliberations of the Board and contribute significantly to the Company's governance and oversight framework.

Both Independent Directors have submitted the requisite declarations confirming that they meet the criteria of independence prescribed under the applicable provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. The Board, after due consideration, is of the opinion that the Independent Directors fulfil the prescribed conditions of independence and are independent of the management of the Company.

SEPARATE MEETING OF INDEPENDENT DIRECTORS:

In accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on **19th March, 2026**, without the presence of Non-Independent Directors and members of the management.

The meeting was attended by **both Independent Directors**, namely **Ms. Kruti Vyas** and **Mrs. Monika G. Gupta**. The Independent Directors, inter alia, reviewed the performance of the Non-Independent Directors and the Board as a whole, assessed the quality, quantity and timeliness of the flow of information between the management and the Board, and evaluated the performance of the Chairperson of the Company.

COMMITTEES OF THE BOARD:

The Board of Directors has constituted the requisite committees to assist it in discharging its responsibilities effectively and to ensure a focused approach towards key areas of governance, financial oversight, stakeholder engagement and other matters requiring specialised attention.

The Committees of the Board operate within clearly defined terms of reference and assist the Board in fulfilling its statutory, regulatory and governance responsibilities. The Committees deliberate on matters placed before them and make recommendations to the Board, wherever required, for its consideration and approval.

As on 31st March, 2026,
the following Committees of the Board were in place:

- Audit Committee — 01
- Nomination and Remuneration Committee — 02
- Stakeholders' Relationship Committee — 03
- Corporate Social Responsibility Committee (CSR) — 04

The composition, terms of reference, meetings held and attendance of the members of these Committees during the financial year ended **31st March, 2026** are set out below:

AUDIT COMMITTEE:

The Audit Committee is constituted in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee assists the Board in fulfilling its oversight responsibilities relating to financial reporting, internal controls, risk management, audit processes and compliance matters.

The Committee reviews the integrity of the financial statements, the adequacy and effectiveness of internal financial controls, the performance and independence of the statutory auditors, and other matters entrusted to it under its terms of reference.

During the financial year under review, The Audit Committee met **Four (4) times** as per following details:

AUDIT COMMITTEE – COMPOSITION, MEETINGS AND ATTENDANCE

COMPOSITION OF THE COMMITTEE				MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR 2025-26			
				Number of Meetings Held: 4			
Sr. No.	Name of Member	Designation in Committee	Category	09.05.2025 Attendance	28.08.2025 Attendance	14.11.2025 Attendance	27.02.2026 Attendance
1.	Mrs. Monika G. Gupta	Chairperson	Independent Director	✗ (Absent)	✔ (Present)	✔ (Present)	✔ (Present)
2.	Ms. Kruti Vyas	Member	Independent Director	✔ (Present)	✔ (Present)	✔ (Present)	✔ (Present)
3.	Mr. Bharatbhushan O. Agarwal	Member	Chairman, Whole-Time Director & CFO	✔ (Present)	✔ (Present)	✔ (Present)	✔ (Present)

Note: The Chairperson of the Audit Committee is an Independent Director. All members of the Committee possess the requisite knowledge and experience to effectively discharge their responsibilities.

NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee is constituted in accordance with the applicable provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. The Committee assists the Board in matters relating to the appointment, re-appointment and evaluation of Directors and senior management personnel, as well as remuneration-related policies. The Nomination and Remuneration Policy is available at www.shantispintex.com.

COMPOSITION OF THE COMMITTEE				MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR 2025-26
				Number of Meetings Held: 1
Sr. No.	Name of Member	Designation in Committee	Category	28.08.2025 Attendance
1.	Ms. Kruti Vyas	Chairperson	Independent Director	✔ (Present)
2.	Mrs. Urmila A. Agarwal	Member	Independent Director	✔ (Present)
3.	Mrs. Monika G. Gupta	Member	Independent Director	✔ (Present)

The Committee functions in accordance with its terms of reference and meets as and when required to discharge its responsibilities effectively.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:

The Corporate Social Responsibility (CSR) Committee has been constituted in accordance with the provisions of Section 135 of the Companies Act, 2013 and the rules made thereunder. The Committee is responsible for formulating and recommending the CSR Policy, identifying priority areas for CSR initiatives, overseeing the implementation and monitoring of CSR activities, and ensuring compliance with the applicable statutory requirements.

The Company's Corporate Social Responsibility (CSR) Policy is available on its website at www.shantispintex.com.

The composition of the Committee and the attendance of its members during the year are provided below:

COMPOSITION OF THE COMMITTEE				MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR 2025-26
Sr. No.	Name of Member	Designation in Committee	Category	Number of Meetings Held: 1
				09.05.2025
				Attendance
1.	Mr. Bharatbhushan O. Agarwal	Chairperson	Chairman, Whole-Time Director & CFO	✔ (Present)
2.	Mr. Rikin B. Agarwal	Member	Managing Director	✔ (Present)
3.	Mrs. Kryti Vyas	Member	Independent Director	✔ (Present)

i The Committee functions in accordance with its terms of reference and meets as and when required to discharge its responsibilities effectively.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee is responsible for overseeing and addressing the grievances and concerns of shareholders and other security holders, including matters relating to transfer/transmission of securities, non-receipt of dividends, annual reports and other investor-related matters.

The Committee reviews the mechanism for redressal of investor grievances and ensures that such grievances are addressed in a timely and effective manner.

The composition of the Committee and the attendance of its members during the financial year are provided below.

STAKEHOLDERS RELATIONSHIP COMMITTEE – COMPOSITION, MEETINGS AND ATTENDANCE

COMPOSITION OF THE COMMITTEE				MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR 2025-26		
				Number of Meetings Held: 3		
Sr. No.	Name of Member	Designation in Committee	Category	09.05.2025 Attendance	28.08.2025 Attendance	14.11.2025 Attendance
1.	Mrs. Kruti Vyas	Chairperson	Independent Director	✓ (Present)	✓ (Present)	✓ (Present)
2.	Mrs. Urmila B. Agarwal	Member	Non-Executive Director	✓ (Present)	✓ (Present)	✓ (Present)
3.	Mrs. Monika G. Gupta	Member	Independent Director	✗ (Absent)	✓ (Present)	✓ (Present)

Note: The Chairperson of the Stakeholders Relationship Committee is an Independent Director. All members of the Committee possess the requisite knowledge and experience to effectively discharge their responsibilities.

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP):

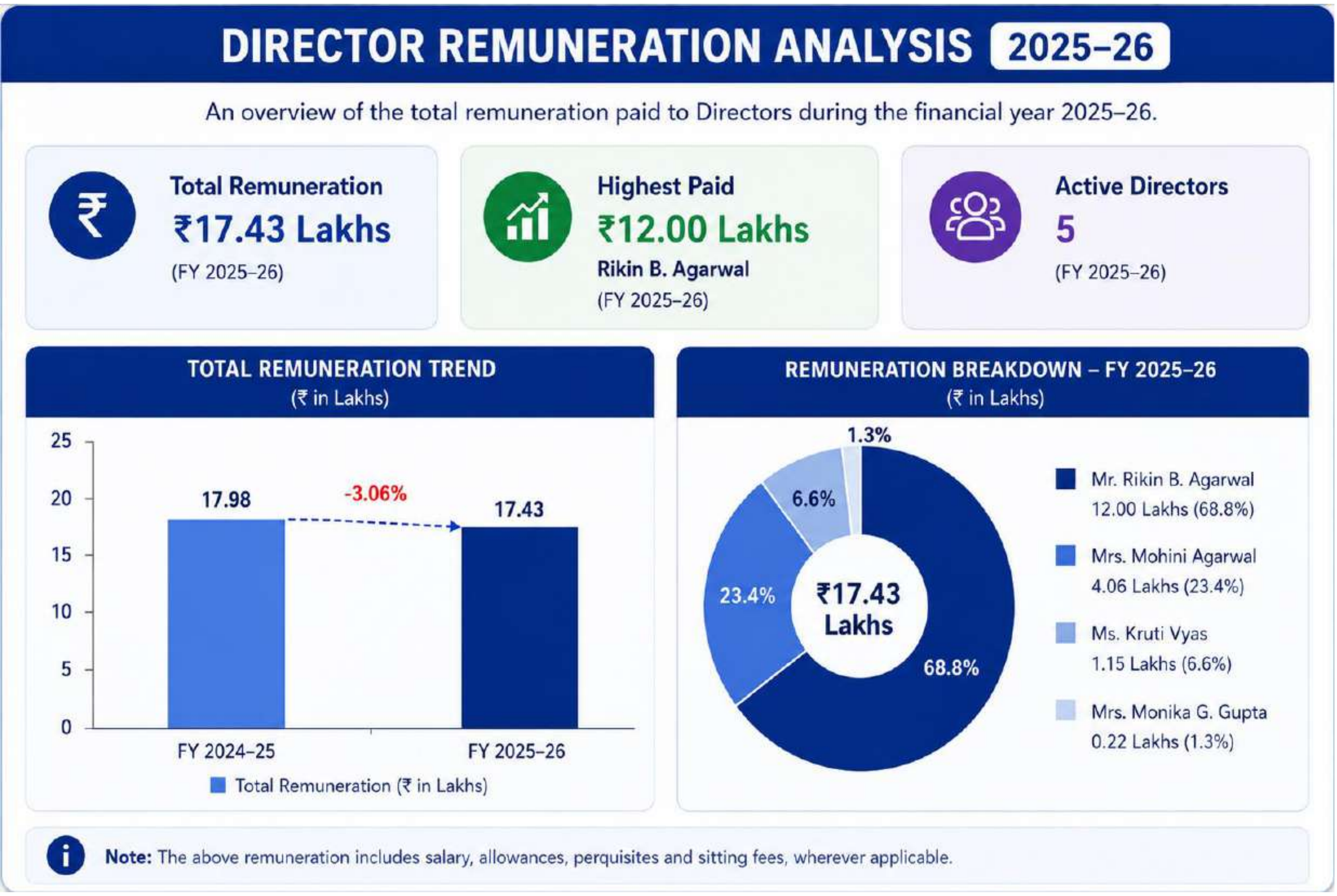
The remuneration of the Directors and Key Managerial Personnel of the Company is determined in accordance with the applicable provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. The remuneration is commensurate with the responsibilities, qualifications, experience and performance of the respective individuals and is approved in accordance with the applicable statutory requirements.

REMUNERATION PAID TO DIRECTORS AND KMP DURING FY 2025–26

(Amount in Lakhs)

	Name	Designation	Remuneration (₹ in Lakhs)
1	Mr. Rikin B. Agarwal	Managing Director	12.00
2	Ms. Kruti Vyas	Independent Director	1.15
3	Mrs. Monika G. Gupta	Independent Director	0.22
4	Mrs. Mohini Agarwal	Company Secretary & Compliance Officer	4.06

Note: The above remuneration includes salary, allowances, perquisites and sitting fees, wherever applicable.



RECONCILIATION OF SHARE CAPITAL AUDIT:

Pursuant to **Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018**, the Company obtains a **Reconciliation of Share Capital Audit Report** from a Practising Company Secretary on a quarterly basis. The report provides an independent reconciliation of the Company's issued and listed share capital with the aggregate number of shares held in dematerialised form with **NSDL and CDSL** and, wherever applicable, in physical form.

During the financial year ended **31st March, 2026**, the reconciliation of the Company's share capital was carried out on a quarterly basis. The issued, listed and admitted capital of the Company was reconciled with the records maintained by the depositories and the Company's Registrar and Share Transfer Agent. **No material discrepancies were reported in the reconciliation of the share capital during the year under review.**

SEBI COMPLAINTS REDRESS SYSTEM (SCORES):

The Company is registered with the **SEBI Complaints Redress System (SCORES)**, an online platform established by the Securities and Exchange Board of India (SEBI) to facilitate the lodging and resolution of investor grievances.

During the financial year ended **31st March, 2026**, the Company **did not receive any investor complaint through the SCORES platform**.

The Company remains committed to addressing investor concerns, if any, promptly and in accordance with applicable statutory and regulatory requirements.

MEANS OF COMMUNICATION:

The Company places significant emphasis on timely, transparent and effective communication with its shareholders and other stakeholders. In compliance with the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, important information relating to the Company is disseminated through appropriate statutory and electronic channels.

The Company communicates with its stakeholders primarily through:

- **Stock Exchange Disclosures:** Statutory disclosures, financial results, corporate announcements and other relevant information are filed with **BSE Limited** within the prescribed timelines.
- **Company Website:** The Company's website www.shantispintex.com provides access to corporate information, financial results, annual reports, policies, shareholding pattern and other relevant disclosures.
- **Annual General Meeting:** The AGM provides an opportunity for shareholders to interact with the Board and seek clarifications on matters relating to the Company.
- **Annual Report:** The Annual Report, containing the audited financial statements, Board's Report, Corporate Governance Report and other statutory disclosures, is provided to the shareholders and made available through electronic means, in accordance with applicable laws.
- **Electronic Communication:** Notices, reports and other relevant information are communicated to shareholders through electronic means, wherever applicable.
- **Investor Queries**: A designated investor grievance email ID: info@shantispintex.com is actively monitored for addressing shareholder queries and concerns.

The Company endeavours to ensure that all material information is disseminated to stakeholders in a timely, consistent and transparent manner.

COMPANY SECRETARY AND COMPLIANCE OFFICER:

During the financial year ended **31st March, 2026**, **Mrs. Mohini Agarwal** continued to serve as the **Company Secretary and Compliance Officer** of the Company. She is responsible for overseeing the Company's secretarial functions, ensuring compliance with applicable statutory and regulatory requirements, and facilitating effective communication with the Board, regulatory authorities, the Stock Exchange and other stakeholders.

The Company remains committed to maintaining robust compliance practices and ensuring timely and accurate disclosures in accordance with applicable laws and regulations.

INFORMATION ON GENERAL BODY MEETINGS:

ANNUAL GENERAL MEETING (AGM):

The Company conducts its Annual General Meeting in accordance with the applicable statutory and regulatory requirements, providing shareholders with an opportunity to participate in the affairs of the Company and interact with the Board of Directors. The details of the **last three Annual General Meetings** are set out below:

Details of the Last Three Annual General Meetings (AGMs):

AGM	Date of AGM	Time	Venue / Mode	Special Resolutions Passed
13th AGM	30.09.2023	4:00 P.M.	Registered office	No
14th AGM	09.09.2024	2:30 P.M.	Conducted through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	No
15th AGM	24.09.2025	4:00 P.M.	Conducted through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)	No

EXTRA-ORDINARY GENERAL MEETING (EGM):

No Extra-Ordinary General Meeting was held during the financial year under review.

POSTAL BALLOT:

During the year under review, no resolution was passed through postal ballot. Further, currently, no resolution is proposed to be passed through postal ballot.

FINANCIAL YEAR:

The Financial Year of the Company is for a period of 12 months commencing from **1st April and ending on 31st March.**

DIVIDEND PAYMENT DATE:

The Board of Directors has not recommended any final dividend for the Financial Year 2025–26.

LISTING STATUS:

The Equity Shares of the Company are listed on the SME Platform of BSE Limited with effect from 27th December, 2023.

PAYMENT OF LISTING FEES:

The Annual Listing Fees for the Financial Year 2025–26 has been duly paid to BSE Limited.

PAYMENT OF DEPOSITORY FEES:

The Annual Custody/Issuer Fees for the Financial Year 2025–26 have been paid to both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

POLICY ON "MATERIAL" SUBSIDIARY:

The Company has Board approved policy on determining Material Subsidiary which can be accessed on the website of the Company www.shantispintex.com.

OUTSTANDING GDRS / ADRS / WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

As on **31st March, 2026**, the Company had **no outstanding** Global Depository Receipts (GDRs), American Depository Receipts (ADRs), warrants or any other convertible instruments. Accordingly, there was no conversion date or potential impact on the equity share capital and shareholding pattern of the Company arising from any such instruments.

DISCLOSURE OF COMMODITY PRICE RISKS AND COMMODITY HEDGING ACTIVITIES:

The Company is engaged in the textile manufacturing business and is exposed to fluctuations in the prices of key raw materials and other commodities used in its operations. The Company closely monitors commodity price movements and undertakes appropriate operational and procurement measures to manage such risks.

During the financial year ended **31st March, 2026**, the Company **did not undertake any commodity hedging activities**.

DETAILS OF NON-COMPLIANCE:

During the financial year ended **31st March, 2026**, the Company made every effort to comply with all applicable statutory and regulatory requirements. **Except as disclosed below, there were no instances of non-compliance during the year under review.**

There was a **single-day delay in filing the disclosure under Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, through the Integrated Financial Filing system in XBRL format.** The delay was inadvertent and occurred due to a bona fide understanding that the disclosure was required to be filed within **24 hours.** The Company subsequently completed the requisite filing, **paid the applicable fine as levied by BSE Limited, and communicated the corrective action to BSE Limited**.

The Company has taken due note of the matter and assures that appropriate measures have been implemented to ensure timely compliance and to prevent recurrence of such delays in the future.

MARKET PRICE DATA:

The equity shares of the Company are listed and traded on the **BSE SME Platform of BSE Limited**. The market price data of the Company's equity shares during the financial year ended **31st March, 2026**, along with the corresponding market index data, is presented below:

Month	High (₹)	Low (₹)	Volume / No. of Shares Traded
Apr-25	75.99	55.50	3,74,000
May-25	67.00	55.00	1,56,000
Jun-25	71.00	56.50	2,20,000
Jul-25	78.95	63.20	1,96,000
Aug-25	75.00	60.00	1,44,000
Sep-25	72.75	60.60	96,000
Oct-25	75.00	57.30	1,46,000
Nov-25	70.50	61.50	70,000
Dec-25	66.00	58.10	56,000
Jan-26	60.01	52.00	48,000
Feb-26	70.00	50.75	2,04,000
Mar-26	63.00	47.10	1,66,000

Note: The above prices are based on data available from BSE and reflect monthly trading activity during the year.

DISTRIBUTION OF SHAREHOLDING:

The distribution of the Company's shareholding as on **31st March, 2026**, categorized according to the number of equity shares held by shareholders, is presented below:

Shareholding Range (No. of Equity Shares)	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Total Shareholding
10,001 – 20,000	497	70.4965%	99,40,000	5.89%
30,001 – 40,000	89	12.6241%	35,60,000	2.11%
50,001 – 1,00,000	68	9.6454%	51,60,000	3.06%
1,00,001 & Above	51	7.2340%	15,02,20,000	88.94%
Total	**705**	**100.0000%**	**16,88,80,000**	**100.00%**

CATEGORY-WISE SHAREHOLDING:

The distribution of the Company's shareholding amongst various categories of shareholders as on **31st March, 2026** is set out below:

Category of Shareholder	No. of Shareholders	No. of Shares Held	% of Shareholding
Promoter & Promoter Group	5	1,24,24,000	73.53%
Alternate Investment Funds	1	90,000	0.53%
Other Financial Institutions	1	10,000	0.06%
Bodies Corporate	20	3,78,000	2.24%
H U F	52	2,96,000	1.75%
Non Resident Indians (NRIs)	10	32,000	0.19%
Resident Individuals	616	36,58,000	21.69%
Total:	**705**	**1,68,88,000**	**100.00%**

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE:

The Company has obtained a certificate from **M/s HDS & Associates, Practicing Company Secretaries**, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs (MCA), or any other statutory authority.

The said certificate is annexed to this Report as **Annexure – 1**.

DEMATERIALIZATION OF SHARES & LIQUIDITY:

The equity shares of the Company are available for trading in dematerialized form through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on 31st March, 2026, **100% of the Company's total paid-up equity share capital was held in dematerialized form**.

The complete dematerialization of the Company's equity shares facilitates efficient transfer and settlement of securities, enhances investor convenience and eliminates the risks associated with the handling and safekeeping of physical share certificates. The brief position of dematerialized shareholding is as follows:

Description	Shares	% Holding
NSDL	2,56,40,000	15.18%
CDSL	1,43,24,000	84.82%
PHYSICAL	-	-
TOTAL	1,68,88,000	100.00%

The Company's equity shares are listed and traded on the SME Platform of BSE Limited. The liquidity of the Company's shares is subject to prevailing market conditions, investor participation and trading activity on the Stock Exchange.

LIQUIDITY

The equity shares of the Company are actively traded on **BSE SME Platform**, ensuring transparency and liquidity in trading.

KEY LIQUIDITY INDICATORS

Trading Platform	BSE SME
Total No. of Trading Days	244
Total No. of Shares Traded	19,72,000
Average Monthly Trading Volume (No. of Shares)	1,64,333
Average Monthly Turnover (₹ in Lakhs)	104.45
Market Price as on 31st March, 2026 (Closing Price)	₹ 52.50
Market Capitalization as on 31st March, 2026 (₹ in Lakhs)	8,87.22

REGISTRAR AND SHARE TRANSFER AGENT:

DETAILS	INFORMATION
Company Name	KFin Technologies Limited
Address	Selenium Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad
Telephone	+91 40 6716 2222
Website	www.kfintech.com

SHARE TRANSFER SYSTEM:

The Company's equity shares are held in dematerialized form and are traded on the SME Platform of BSE Limited. Since **100% of the Company's equity shares are held in dematerialized form**, all transfers of shares are effected through the depository system in accordance with the applicable provisions of law and the procedures prescribed by the Depositories.

In compliance with **Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, the Company obtains a certificate from a Practicing Company Secretary, on a periodic basis, confirming that all share certificates relating to the transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies, as applicable, have been issued within the stipulated time and in accordance with the applicable statutory and regulatory requirements. A copy of the said certificate is duly submitted to the Stock Exchange.

WHISTLE BLOWER POLICY AND ACCESS TO THE AUDIT COMMITTEE:

The Company has implemented a Vigil Mechanism through its Whistle Blower Policy in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy enables Directors and employees to report concerns regarding unethical conduct, suspected fraud or violations of the Company's Code of Conduct in a secure and confidential manner, while providing protection against victimisation.

During the year under review, **no complaint, concern or report was received under the Whistle Blower Policy/Vigil Mechanism**. Further, no individual was denied access to the Audit Committee, and no instance of restriction on such access was reported during the year. The Whistle Blower Policy is available on the Company's website.

RECOMMENDATION OF ANY COMMITTEE OF THE BOARD:

During the year under review, all recommendations made by the Committees of the Board, wherever applicable, were duly considered and accepted by the Board of Directors.

DETAILS OF TOTAL FEES PAID TO STATUTORY AUDITORS:

The details of the total fees paid by the Company and its subsidiary, on a standalone and consolidated basis, respectively, to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditor is a part, for all services rendered during the financial year under review, are disclosed in the Notes to the Standalone and Consolidated Financial Statements forming part of this Annual Report.

DISCLOSURE BY LISTED ENTITY AND ITS SUBSIDIARIES OF 'LOANS AND ADVANCES IN THE NATURE OF LOANS TO FIRMS/ COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT:

During the year under review, neither the Company nor its subsidiary has granted any loans or advances in the nature of loans to firms or companies in which any of the Directors of the Company are interested.

DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at the workplace in accordance with the applicable provisions of the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.** The said policy is available on the Company's website. During the year under review, **no complaint relating to sexual harassment was received by the Company**.

DETAIL	INFORMATION
Number of complaints filed during the Financial Year	NIL
Number of complaints disposed of during the Financial Year	NIL
Number of complaints pending as on end of the Financial Year	NIL

POLICY ON RELATED PARTY TRANSACTIONS:

The Company has formulated a Policy on Related Party Transactions in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy provides a framework for identification, approval, review and disclosure of Related Party Transactions and is available on the Company's website.

During the year under review, all Related Party Transactions entered into by the Company were undertaken on an **arm's length basis** and in the ordinary course of business, wherever applicable. The details of such transactions have been duly submitted to the Stock Exchange, as required under the applicable regulatory provisions, and are disclosed in the **Notes to the Financial Statements** forming part of this Annual Report.

NON-COMPLIANCE OF REQUIREMENTS OF CORPORATE GOVERNANCE REPORT:

As the Company is listed on the **SME Platform of BSE Limited**, the provisions relating to the mandatory submission of a Corporate Governance Report under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. However, the Company has voluntarily included relevant disclosures relating to Corporate Governance in this Annual Report in the interest of transparency and good governance.

Accordingly, there were no instances of non-compliance to report in respect of the mandatory requirements relating to Corporate Governance Report.

DISCRETIONARY REQUIREMENTS:

As specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: The Company, being listed on the SME Platform of BSE Limited, is not mandatorily required to comply with the provisions relating to Corporate Governance under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Company voluntarily provides the following disclosures in the interest of transparency and good corporate governance:

THE BOARD:

The Chairperson of the Company is an Executive Director and does not maintain a separate office at the Company's expense.

SHAREHOLDERS' RIGHTS:

The Company declares its financial results on a half-yearly basis, submits the same to the Stock Exchange and also places them on its website. Further, all significant events and disclosures are made available on the Company's website for the benefit of shareholders.

MODIFIED OPINION(S) IN AUDIT REPORT:

The Statutory Auditor has issued an unmodified opinion on the financial statements of the Company for the financial year ended 31st March, 2026.

REPORTING OF INTERNAL AUDITOR:

The Internal Auditor of the Company reports directly to the Audit Committee and is invited to attend its meetings to present observations and findings, wherever applicable.

DETAILS OF SHARES LYING IN SUSPENSE ACCOUNT:

NIL – There are no shares lying in any suspense account as on 31st March, 2026.

OTHER CERTIFICATIONS & DECLARATIONS FOR THE FINANCIAL YEAR 2024–25:

CERTIFICATION BY CHIEF FINANCIAL OFFICER:

In accordance with **Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, the Chief Financial Officer of the Company has issued the requisite certificate to the Board of Directors with respect to the matters specified under the said provisions.

The said certificate is annexed as **Annexure – 2** to this Corporate Governance Report.

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT:

As per Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 A declaration signed by the Managing Director of the Company confirming that all members of the Board of Directors and Senior Management Personnel have affirmed compliance with the **Code of Conduct for Board Members and Senior Management** for the financial year ended 31st March, 2026, is annexed as **Annexure – 3** to this Report.

CERTIFICATION ON CORPORATE GOVERNANCE:

The Company has obtained a certificate issued by the Secretarial Auditor of the Company confirming compliance with the conditions of Corporate Governance, as required under Schedule V, Part E of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which is annexed as **Annexure – 4** to this Report. The Company has also voluntarily included relevant disclosures relating to Corporate Governance in this Annual Report in the interest of transparency and good governance.

CONCLUSION:

The Company remains committed to maintaining high standards of transparency, accountability and good corporate governance. The Company has voluntarily made relevant Corporate Governance disclosures in this Annual Report in the interest of its stakeholders.

By Order of the Board of Directors

	SD/-	**SD/-**
Date: 13.08.2026	**BHARATBHUSAN O AGARWAL**	**RIKIN B AGARWAL**
Place: Ahmedabad	**Whole Time Director & CFO**	**Managing Director**
	(DIN 00302785)	**(DIN02435645)**

ANNEXURE-1

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
SHANTI SPINTEX LIMITED
(Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**)
CIN: **L17120GJ2010PLC062084**
ISIN: INE0QZQ01019
Scrip Code: 544059
Stock Exchange: BSE -SME (Bombay Stock Exchange- Small and Medium Enterprise)

Registered Office: Sub Plot 1, Unit 1, Survey No. 297, Dholi - Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad, Gujarat, India-382240

Corporate Office: A-1601, Navratna Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad, Daskroi, Gujarat, India-380058

We, **HDS & Associates**, Practicing Company Secretaries @ Ahmedabad, Gujarat have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SHANTI SPINTEX LIMITED** (Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**)having CIN: **L17120GJ2010PLC062084** and having registered office at Sub Plot 1, Unit 1, Survey No. 297, Dholi - Integrated Spinning Park Dholi, Dholka, Ahmedabad, Gujarat, India-382240 (hereinafter referred to as 'the Company'), produced before us for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that **none of the Directors** on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

SR. No.	Name of Director	DIN	Designation	Date of Appointment	Date of Cessation
1.	Bharatbhushan Omprakash Agarwal	00302785	Whole-time director	20/08/2014	-
2.	Rikin Bharatbhushan Agarwal	02435645	Managing Director	20/08/2014	-
3.	Urmila Bharatbhushan Agarwal	01909441	Non Executive Director	03/01/2025	-

HDS & ASSOCIATES COMPANY SECRETARIES FCS 11884, COP 17840 PR 1507/2021

4.	Monika Gaurav Gupta	09376887	Non Executive Independent Director	22/06/2024	-
5.	Kruti Vyas	10299486	Non Executive Independent Director	31/08/2023	-

There are no changes in the Directorship and the Key Managerial Personnel of the Company since the last Annual General meeting.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mrs. Urmila Bharatbhushan Agarwal (DIN: 01909441), Director of the Company, retires by rotation at the ensuing Annual General Meeting ("AGM") and, being eligible, has offered herself for re-appointment.

There has been No Changes in the Directorship and Key Managerial Personnel of the Company since the Last Annual General Meeting.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company.

Our responsibility is to express an opinion based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For HDS& Associates
(Practicing Company Secretaries)
Cop. No: 17840

Date: 13-07-2026
Place: Ahmedabad

Sd/-
CS Heti R. Gandhi
(Proprietor)
M. No. F11884
Pr. No. 1507/2021
UDIN: F011884H000820989

ANNEXURE-2

COMPLIANCE CERTIFICATE

(Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
Shanti Spintex Limited
Sub Plot Unit Survey No. 297 Dholi Integrated Spinning Park Limited,
Dholi Dholka Ahmedabad 382240

We, Rikin B. Agarwal, Managing Director and Bharatbhushan O. Agarwal, Chief Financial Officer of **Shanti Spintex Limited** ("the Company"), hereby certify to the Board that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31.03.2026 and that to the best of our knowledge and belief:
i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
(d) We have indicated to the Auditors and the Audit Committee:
i. significant changes in internal control over financial reporting during the year;
ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By Order of the Board of Directors

	SD/-	**SD/-**
Date: 28.05.2026	**BHARATBHUSAN O. AGARWAL**	**RIKIN B. AGARWAL**
Place: Ahmedabad	**Whole Time Director & CFO**	**Managing Director**
	(DIN 00302785)	**(DIN 02435645)**

ANNEXURE-3

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT

[Pursuant to Regulation 17(5) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

I, Rikin B. Agarwal, Managing Director of Shanti Spintex Limited, hereby declare that the Company has adopted a Code of Conduct and Business Ethics applicable to all the Members of the Board of Directors and the Senior Management Personnel of the Company.

The Code of Conduct and Business Ethics is posted on the Company's website.

I further confirm that, for the Financial Year ended March 31, 2026, the Company has received affirmations from all the Members of the Board of Directors and the Senior Management Personnel confirming compliance with the provisions of the aforesaid Code of Conduct and Business Ethics.

For the purpose of this declaration, Senior Management Personnel shall have the meaning assigned to it under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

For Shanti Spintex Limited

SD/-

Rikin B Agarwal
Managing Director
(DIN02435645)
Date: 28.05.2026
Place: Ahmedabad

Heti R. Gandhi (F.C.S, B.Com)
300, Platinum Plaza, Opp. IOC Petrol Pump,
Bodakdev, Ahmedabad - 380054
M: +91 99095 87835 E: hetidshah@gmail.com

ANNEXURE-4

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE

To,
The Members
SHANTI SPINTEX LIMITED
(Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**)
CIN: **L17120GJ2010PLC062084**
ISIN: INE0QZQ01019
Scrip Code: 544059
Stock Exchange: BSE -SME (Bombay Stock Exchange- Small and Medium Enterprise)

Registered Office:	Sub Plot 1, Unit 1, Survey No. 297, Dholi - Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad, Gujarat, India-382240
Corporate Office:	A -1601, Navratna Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad, Daskroi, Gujarat, India- 380058

We, **HDS & Associates**, Practicing Company Secretaries @ Ahmedabad, Gujarat have examined the compliance of conditions of Corporate Governance by **SHANTI SPINTEX LIMITED** (Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED)**("the Company") for the year ended March 31st , 2026 as stipulated under Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C,D and E of schedule V of the Securities and Exchange Board of India ((Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management.

Our examination was limited to the procedure and implementation thereof, adopted by the Company for ensuring the compliance of the regulations of Corporate Governance. It's neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with conditions of Corporate Governance as stipulated under the Listing Regulations except those non Compliances/Late Submissions of Compliances as mentioned in the Annexure-2 of the Secretarial Audit Report for the F.Y. 2025-26.

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

For HDS& Associates
(Practicing Company Secretaries)
Cop. No: 17840

Date: 13-07-2026
Place: Ahmedabad

HDS & ASSOCIATES
FCS 11884,
COP 17840
PR 1507/2021
COMPANY SECRETARIES

Sd/-
CS Heti R. Gandhi
(Proprietor)
M. No. F11884
Pr. No. 1507/2021
UDIN: F011884H000821231

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A REVIEW OF OUR PERFORMANCE, STRATEGY AND OUTLOOK

The Management Discussion and Analysis Report provides an overview of the Company's business environment, operational and financial performance, strategy, key risks and concerns, and future outlook.

THIS REPORT COVERS

- INDUSTRY OVERVIEW
- BUSINESS OVERVIEW
- OPERATIONAL PERFORMANCE
- FINANCIAL PERFORMANCE
- STRATEGY AND INITIATIVES
- RISK FACTORS AND CONCERNS
- OUTLOOK AND FUTURE PROSPECTS

INFORMED INSIGHTS. STRATEGIC FOCUS. SUSTAINABLE GROWTH.

Shanti SPINTEX

ANNEXURE-C

Management Discussion and Analysis Report

INTRODUCTION:

Pursuant to Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Management Discussion and Analysis Report ("MD&A") forms part of the Annual Report of Shanti Spintex Limited ("the Company") for the financial year ended **31st March, 2026**.

This report provides an overview and analysis of the Company's business performance, industry environment, financial results, operational performance, opportunities and threats, risk management framework, internal control systems and the outlook for the future. The discussion should be read in conjunction with the audited financial statements and related notes forming part of this Annual Report.

INDUSTRY OVERVIEW – DOMESTIC DENIM FABRIC MARKET:

The domestic denim fabric industry in India continued to witness structural growth during **FY 2025–26**, supported by the expanding Indian apparel and clothing market, a large and youthful consumer base, rising disposable incomes, increasing urbanisation and the growing preference for casual, comfortable and versatile clothing. Denim has evolved from being primarily associated with jeans to becoming an important fabric category across shirts, jackets, dresses, skirts, kidswear and other lifestyle applications.

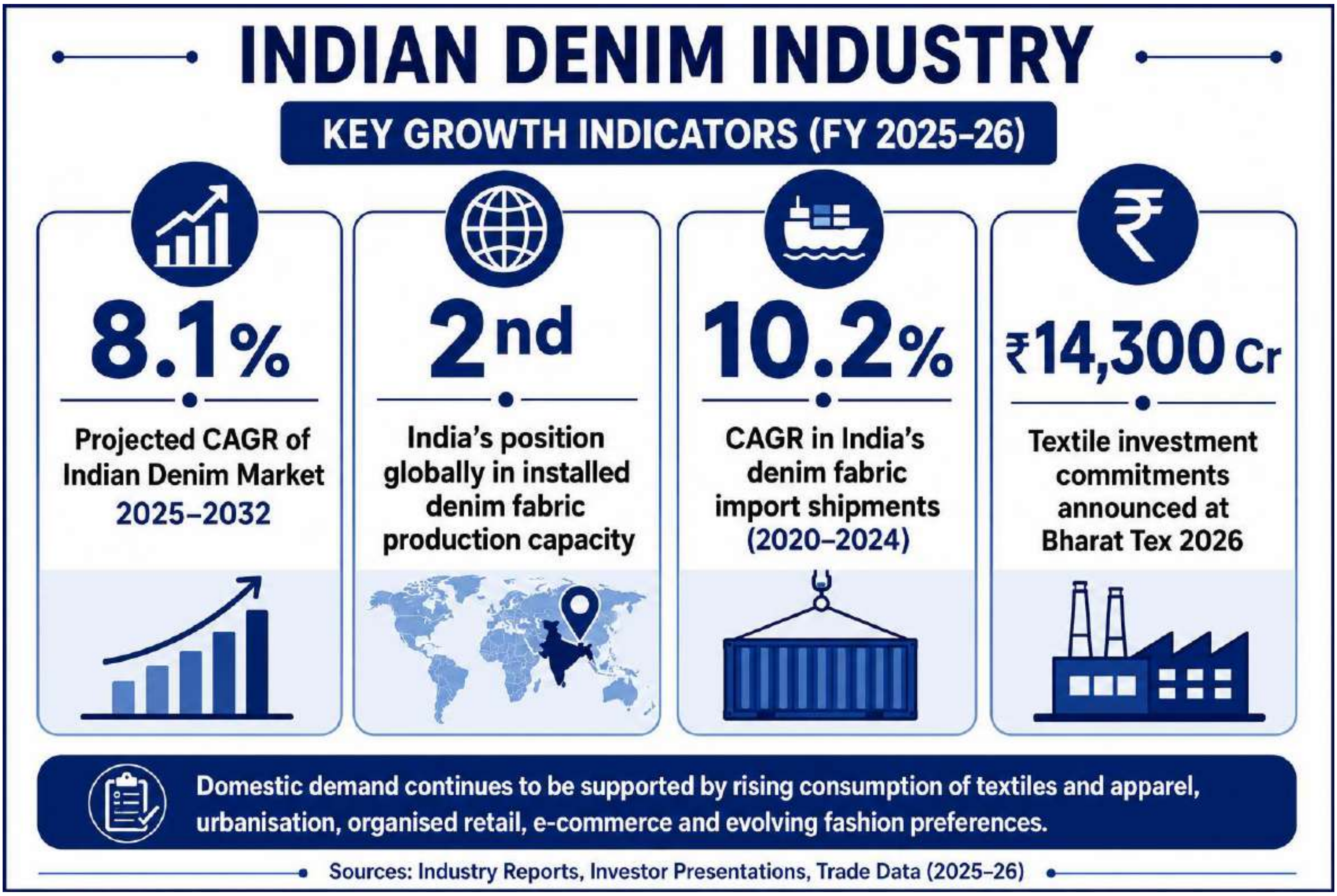
The domestic demand environment remains favourable. A recent study released by the **Ministry of Textiles in April 2026**, based on the *Market for Textiles and Clothing: National Household Survey 2024*, noted robust growth in domestic textile demand over the past 15 years, reaffirming the importance of domestic consumption as a key growth driver for the Indian textile sector.

The Indian denim market is being supported by the increasing penetration of organised retail, branded apparel, e-commerce and digital marketplaces. The growing influence of Western fashion trends, changing consumer preferences and the increasing adoption of casual wear have contributed to the broader use of denim across urban and semi-urban markets. Industry estimates indicate that the Indian denim jeans market generated revenue of approximately **US$2.62 billion in 2025** and is projected to grow at a CAGR of approximately **8.3% during 2026–2033**, reflecting the continuing growth potential of the domestic denim consumption market.

The denim fabric market is also witnessing increasing focus on sustainable manufacturing, water conservation, eco-friendly dyeing and finishing processes, and the adoption of technology to improve product development and reduce environmental impact.

The domestic denim value chain, however, continues to face challenges including volatility in cotton and other raw material prices, fluctuations in energy and processing costs, intense competition and changing consumer preferences. During FY 2025–26, raw material availability and cotton price dynamics remained important considerations for textile manufacturers. The Government's measures relating to cotton imports and raw material availability also reflected the importance of maintaining a stable supply environment for the domestic textile industry.

Looking ahead, the domestic denim fabric market is expected to benefit from the continued expansion of organised apparel retail, e-commerce, branded fashion and the growing preference for casual and lifestyle clothing. Opportunities are also emerging in premium, stretch, sustainable and value-added denim products. Companies with manufacturing capabilities, product flexibility, efficient operations, strong customer relationships and the ability to respond quickly to changing market requirements are expected to be well positioned to participate in the long-term growth of the domestic denim market.



For Shanti Spintex Limited, the Company's established presence in the denim and textile value chain, together with its focus on operational efficiency and forward integration through its wholly owned subsidiary, provides a platform to participate in the evolving domestic denim market and pursue sustainable, long-term growth.

COMPANY OVERVIEW:

Shanti Spintex Limited is a denim fabric manufacturing company with a presence in the textile industry since its incorporation in 2010 and commercial production commencing in 2016. The Company is engaged in the manufacture of a diverse range of denim fabrics, catering to evolving requirements across the fashion and apparel value chain. Its product portfolio includes various denim constructions, shades, weights and finishes, enabling the Company to serve a wide range of customer requirements.
The Company's manufacturing operations are supported by modern air-jet weaving technology and specialised equipment, including Japanese technology-based Tsudakoma air-jet machines, advanced dobby and cam-motion systems and multi-colour weft insertion capabilities. The Company has an installed capacity of approximately **19.2 million metres per annum** and a manufacturing area of approximately **46,757 square metres**.

Sustainability and responsible manufacturing continue to be integral to the Company's operating philosophy. The Company has invested in renewable energy capabilities, with installed renewable energy capacity of approximately **2.85 MW**, supporting its objective of reducing its environmental footprint and improving the sustainability of its manufacturing operations. The Company also continues to focus on innovation, quality, process efficiency and the development of denim fabrics that combine functionality, comfort and contemporary design.

With a combination of manufacturing expertise, technological capabilities, a diversified denim product portfolio and a growing focus on sustainable production practices, the Company continues to strengthen its capabilities as a specialised denim fabric manufacturer.

KEY FINANCIAL HIGHLIGHTS:

During the financial year ended **31st March, 2026**, the Company continued to maintain a strong operating scale, with **Consolidated Revenue from Operations of ₹70,421.36 lakhs** and **Consolidated Profit After Tax of ₹991.10 lakhs**. The Company's consolidated financial performance reflects the combined operations of **Shanti Spintex Limited and its 100% wholly owned subsidiary, Teesta Spintex Private Limited**, acquired during the year.

The Company's Standalone Revenue from Operations stood at ₹68,281.66 lakhs and Standalone Profit After Tax stood at ₹448.76 lakhs. **The Company's Basic and Diluted EPS stood at ₹2.66 on a standalone basis and ₹5.87 on a consolidated basis.**

KEY FINANCIAL RATIOS:

During FY 2025–26, the Company maintained a satisfactory liquidity position, with a Current Ratio of **1.31 times**. The Debt Service Coverage Ratio improved significantly to **5.97 times**, indicating a strong capacity to service its debt obligations. The Inventory Turnover Ratio increased to **41.80 times**, reflecting efficient inventory management. The Debt–Equity Ratio stood at **0.39 times**, indicating a moderate level of financial leverage. The Net Profit Ratio stood at **0.66%**, while Return on Equity and Return on Capital Employed stood at **4% and 8%, respectively**, reflecting the profitability and capital efficiency during the year under review. The Company's Return on Investment stood at **7%** during the year. Overall, the financial ratios reflect the Company's liquidity, operational efficiency, capital structure and profitability position during FY 2025–26.

SHANTI SPINTEX LIMITED

RATIO ANALYSIS – YEAR ON YEAR COMPARISON

Statement of Standalone Ratios as at 31st March, 2026

FY 2024–25 (Previous Year) | FY 2025–26 (Current Year)

All ratios are as per Standalone Financial Statements

1. LIQUIDITY & LEVERAGE RATIOS

RATIO	FY 2024–25 (Previous Year)	FY 2025–26 (Current Year)	% CHANGE	REASON FOR THE VARIANCE OF 25% OR MORE
Current Ratio	1.42	1.31	-7.7%	-
Debt–Equity Ratio	0.14	0.39	+175.9%	Increase in borrowing by 189.00% and decrease in net profit by 56.00% during the year.
Debt Service Coverage Ratio	0.93	5.97	+539.8%	-

2. EFFICIENCY & RETURNS RATIOS

RATIO	FY 2024–25 (Previous Year)	FY 2025–26 (Current Year)	% CHANGE	REASON FOR THE VARIANCE OF 25% OR MORE
Inventory Turnover Ratio	35.33	41.80	+18.3%	-
Trade Receivables Turnover Ratio	8.93	7.44	-16.7%	-
Trade Payables Turnover Ratio	11.18	11.02	-1.5%	-
Net Capital Turnover Ratio	16.67	14.61	-12.4%	-
Net Profit Ratio	1.44%	0.66%	-54.3%	Reduction in profit by 56.00% and a turnover reduction of 3.85%.
Return on Equity (ROE)	11%	4%	-7.0 pp	Decrease in net profit by 56.00%.
Return on Capital Employed (ROCE)	13%	8%	-5.0 pp	Reduction in profit by 56.33%.
Return on Investment (ROI)	6%	7%	+1.0 pp	-

Note: Variances of more than 25% (increase or decrease) have been highlighted. Ratio formulas are as per the Notes to Financial Statements.

OPERATIONAL PERFORMANCE:

During FY 2025–26, the Company continued to focus on maintaining operational efficiency, strengthening manufacturing processes and optimising the utilisation of its production capabilities. The Company remained focused on quality, process discipline and cost management across its operations.

The Company's operational performance was supported by its established manufacturing infrastructure and focus on efficient resource utilisation. During the year, the Company also continued to pursue its strategy of strengthening its presence across the textile value chain through the forward integration represented by its **100% wholly owned subsidiary, Teesta Spintex Private Limited**.

The Company remains focused on improving productivity, enhancing operational efficiencies and strengthening its manufacturing capabilities to support sustainable business growth.

STRATEGIC INITIATIVES:

The Company's strategic focus during the year was directed towards broadening its business platform and strengthening its position across the textile value chain. In this regard, A key strategic initiative was the acquisition of Teesta Spintex Private Limited as a 100% wholly owned subsidiary marked an important step towards forward integration and expanding the Company's operational ecosystem.

The Company also continues to assess opportunities for enhancing its product capabilities, improving value creation across its business operations and developing a more integrated approach to its textile activities. Going forward, the strategic focus will remain on strengthening the Company's business foundation, pursuing appropriate growth opportunities and creating sustainable long-term value for stakeholders.

OPPORTUNITIES AND THREATS (SWOT ANALYSIS):

Strengths:

- Established presence in the denim fabric manufacturing sector.
- Integrated manufacturing infrastructure and established production capabilities.
- Diverse product portfolio catering to varied customer requirements.
- Strong industry experience and established relationships across the textile value chain.
- Focus on sustainable manufacturing, including renewable energy initiatives.

Opportunities:

- Growing domestic demand for denim and casual apparel.
- Expansion of organised retail, branded apparel and e-commerce.
- Increasing demand for value-added, stretch, premium and sustainable denim fabrics.
- Opportunities arising from forward integration through the Company's wholly owned subsidiary.
- Government initiatives supporting domestic textile manufacturing and value-chain development.

Threats:

- Volatility in cotton and other raw material prices.
- Fluctuations in energy, labour and other operating costs.
- Intense competition from domestic and international textile manufacturers.
- Changes in consumer preferences and fashion trends.
- Macroeconomic conditions, regulatory changes and disruptions in domestic or global supply chains.

The Company continues to monitor these factors closely and adopts appropriate business and operational measures to manage risks and capitalise on emerging opportunities.

CHALLENGES AND RISK MANAGEMENT:

The Company operates in a competitive and dynamic textile industry and is exposed to various business and operational risks, including fluctuations in cotton and other raw material prices, changes in energy and operating costs, market competition, evolving customer preferences and broader economic conditions. The textile industry is also subject to changes in government policies, regulations and domestic and global supply-chain conditions.

The Company adopts a proactive approach towards identifying and managing these risks through regular monitoring of business and market developments, prudent financial management, operational controls and appropriate business planning. The Company also focuses on maintaining strong customer relationships, efficient resource utilisation and operational discipline to mitigate potential business risks.

OUTLOOK:

The outlook for the Company remains focused on strengthening its position in the denim and textile value chain while responding to evolving market opportunities and industry dynamics. The Company intends to build upon its established manufacturing capabilities and industry experience, with continued emphasis on product quality, operational discipline and strong customer relationships.

The Company's forward integration provides an opportunity to further develop its business ecosystem and explore synergies across the textile value chain. The Company will continue to evaluate opportunities for growth, value enhancement and business development in line with prevailing market conditions.
The Management remains cautiously optimistic about the long-term prospects of the denim and textile sector and is focused on pursuing sustainable growth while creating long-term value for all stakeholders.

CONCLUSION:

The Company remains focused on building upon its existing capabilities while adapting to the changing dynamics of the textile industry. With a disciplined approach to business, continued focus on execution and a clear strategic direction, the Company aims to convert emerging opportunities into sustainable long-term value for its stakeholders.

ANNEXURE-D

Conservation Of Energy, Technology Absorption, And Foreign Exchange Earnings And Outgo

Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, the particulars relating to conservation of energy, technology absorption, and foreign exchange earnings and outgo for the financial year ended March 31, 2026, are set out below:

A. CONSERVATION OF ENERGY:

(i) THE STEPS TAKEN OR IMPACT ON CONSERVATION OF ENERGY:

The Company continues to focus on the efficient utilisation of energy and conservation of resources across its operations. The Company has adopted various measures to improve energy efficiency, reduce wastage and optimise the consumption of electricity and other energy resources.

The Company regularly monitors energy consumption and undertakes appropriate measures for the effective utilisation of energy, wherever feasible. The key measures undertaken include:

a. Identification and Monitoring of High-Energy Load Centres:

- Continuous identification and monitoring of energy-intensive equipment, including compressors and other major load centres.
- Regular tracking of power consumption of critical equipment to ensure optimal energy performance.

b. Utilisation of Energy-Efficient Lighting Systems:

- Use of energy-efficient lighting systems across the facilities to reduce electricity consumption.
- Adoption of LED lighting and automatic lighting controls, wherever feasible.

c. Optimisation of Equipment Usage:

- Operational measures to minimise unnecessary power consumption by switching off idle machines and equipment.
- Optimisation of workflows and lighting arrangements to illuminate only active areas and minimise unproductive energy consumption.

d. Monitoring and Control of Auxiliary Equipment:

- Regular monitoring of energy consumption by auxiliary equipment.
- Implementation of necessary operational adjustments to improve overall energy efficiency.

e. Employee Awareness and Engagement:

- Promotion of awareness among employees regarding the importance of energy conservation.
- Encouragement of employee participation in energy-saving practices and initiatives.

f. Sustainability Integration:

- Continued utilisation of the Company's in-house renewable energy assets, comprising solar and wind energy, which together meet approximately 90% of the energy requirements of the facility.
- Reduction in the carbon footprint per metre of fabric produced through the increased integration of clean energy sources and continuous optimisation of energy efficiency across operations.

(ii). THE STEPS TAKEN BY THE UNIT FOR UTILIZING ALTERNATE SOURCES OF ENERGY:

Shanti Spintex Limited continues to actively utilise renewable energy solutions to reduce its dependence on conventional power sources. The Company operates a **2 MW windmill located in Amreli, Gujarat, and an 852-kW rooftop solar power plant installed at its manufacturing facility**. Together, these renewable energy assets meet approximately 90% of the energy requirements of the facility.

The continued integration of solar and wind energy has contributed to improved energy self-sufficiency, reduced reliance on conventional sources of power and a lower carbon footprint, thereby supporting the Company's commitment to long-term sustainability and environmental responsibility.

(iii) THE CAPITAL INVESTMENT ON ENERGY CONSERVATION EQUIPMENT:

While the Company made substantial investments in solar and wind energy infrastructure during FY 2022–23, no significant additional capital investment was made specifically towards energy conservation equipment during the financial year ended March 31, 2026.

During the year under review, the Company continued to derive the benefits of its existing renewable energy infrastructure and energy-efficient systems, which contributed to the conservation of energy and reduction in dependence on conventional sources of power.

B. TECHNOLOGY ABSORPTION:

During the financial year ended March 31, 2026, the Company did not undertake any significant import of technology. The Company continues to focus on the effective utilisation and optimisation of existing technologies and processes in its operations.

(i) EFFORTS MADE TOWARDS TECHNOLOGY ABSORPTION:

The Company continued to utilise and optimise existing technologies and modern manufacturing practices to improve operational efficiency, product quality and resource utilisation. Suitable technological improvements were adopted wherever feasible.

(ii) BENEFITS DERIVED AS A RESULT OF THE ABOVE EFFORTS:

The efforts towards technology absorption have contributed to improved operational efficiency, enhanced product quality, better resource utilisation and optimisation of manufacturing processes.

(iii) DETAILS OF IMPORTED TECHNOLOGY (IMPORTED DURING THE LAST THREE YEARS FROM THE BEGINNING OF THE FINANCIAL YEAR):

During the last three financial years, no technology has been imported by the Company.

(iv) EXPENDITURE INCURRED ON RESEARCH AND DEVELOPMENT (R&D):

During the financial year ended March 31, 2026, the Company did not incur any expenditure on Research and Development.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

The details of foreign exchange earnings and outgo during the financial year ended March 31, 2026, are as follows:

(Amount in lakhs)

Particulars	F.Y 2025-26	F.Y 2024-25
Foreign exchange earnings	0.00	32.90
Foreign exchange Outgo	0.00	0.00

ANNEXURE-E

FORM AOC-2

Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contracts, arrangements and transactions entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013, including certain transactions entered into on an arm's length basis, are disclosed in the prescribed Form AOC-2 annexed hereto.

DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARM'S LENGTH BASIS:

During the financial year under review, the Company did not enter into any contract or arrangement or transaction with related parties which was not at arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARM'S LENGTH BASIS:

During the financial year 2025–26, the Company entered into related party transactions in the ordinary course of business and on an arm's length basis. All such transactions were reviewed and approved by the Audit Committee and the Board, wherever applicable, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of such transactions are set out below:

SL. No.1.	Particulars	Details	
a)	Name (s) of the related party & nature of relationship	Bharatbhushan O. Agarwal	Whole-Time Director
		Deepika R. Agarwal	Related Party
		Rikin Agarwal HUF	Related Party
		Bharatbhushan Agarwal HUF	Related Party
		Sparsh Fabrics Private Limited	Related Party Entity
b)	Nature of contracts/ arrangements/transaction	Loan Taken and Paid Back	
c)	Duration of the contracts/ arrangements/transaction	N.A.	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.	
e)	Amount (in Lakhs)	Bharatbhushan O. Agarwal	207.5
		Deepika R. Agarwal	367.50
		Rikin Agarwal HUF	15.00
		Bharatbhushan Agarwal HUF	15.00
		Sparsh Fabrics Private Limited	802.71
f)	Date of approval by the Board	09.05.2025	
g)	Amount paid as advances, if any	N.A.	

SL. No.2.	Particulars	Details	
a)	Name (s) of the related party & nature of relationship	Rikin Fabrics Private Limited	Related Party Entity
		Teesta Spintex Private Limited	Subsidiary Company
b)	Nature of contracts/ arrangements/transaction	Loan Given and Received Back	
c)	Duration of the contracts/ arrangements/transaction	N.A.	

d)	**Salient terms of the contracts or arrangements or transaction including the value, if any**	**N.A.**	
e)	Amount (in Lakhs)	Rikin Fabrics Private Limited	9.00
		Teesta Spintex Private Limited	921.26
f)	Date of approval by the Board	09.05.2025	
g)	Amount paid as advances, if any	N.A.	

SL. No.3.	**Particulars**	**Details**	
a)	Name (s) of the related party & nature of relationship	Sparsh Fabrics Private Limited	Related Party Entity
		Teesta Spintex Private Limited	Subsidiary Company
b)	Nature of contracts/ arrangements/transaction	Purchases	
c)	Duration of the contracts/ arrangements/transaction	N.A.	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.	
e)	Amount (in Lakhs)	Sparsh Fabrics Private Limited	0.53
		Teesta Spintex Private Limited	462.67
f)	Date of approval by the Board	09.05.2025	
g)	Amount paid as advances, if any	N.A.	

SL. No.4.	**Particulars**	**Details**	
a)	Name (s) of the related party & nature of relationship	Sparsh Fabrics Private Limited	Related Party Entity
b)	Nature of contracts/ arrangements/transaction	Sales	
c)	Duration of the contracts/ arrangements/transaction	N.A.	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.	
e)	Amount (in Lakhs)	Sparsh Fabrics Private Limited	15.17

f)	**Date of approval by the Board**	**09.05.2025**
g)	Amount paid as advances, if any	N.A.

By Order of the Board of Directors

	SD/-	**SD/-**
Date: 13.08.2026	**BHARATBHUSAN O AGARWAL**	**RIKIN B AGARWAL**
Place: Ahmedabad	**Whole Time Director & CFO**	**Managing Director**
	(DIN 00302785)	**(DIN02435645)**

ANNEXURE-F

Report on Corporate Social Responsibility ("CSR")

Pursuant to the provisions of **Section 135 of the Companies Act, 2013**, read with the **Companies (Corporate Social Responsibility Policy) Rules, 2014**, the Company has undertaken a review of its Corporate Social Responsibility ("CSR") obligations for the financial year ended **31st March, 2026**. The Company remains committed to contributing towards social welfare and community development through activities falling within the areas specified under **Schedule VII of the Companies Act, 2013**. The relevant details of the Company's CSR initiatives and expenditure for the year under review are set out below.

BRIEF OUTLINE OF THE COMPANY'S CSR POLICY:

The Company recognises its responsibility towards society and is committed to conducting its business in a manner that contributes to inclusive and sustainable development. The Company's CSR initiatives are guided by the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and Schedule VII to the Companies Act, 2013, as amended from time to time.

The Company's CSR initiatives are focused on supporting activities relating to education, healthcare, environmental sustainability, community development and other areas permitted under Schedule VII of the Companies Act, 2013.

The Company's CSR Policy is available on the website of the Company at www.shantispintex.com

CSR VISION:

The Company's CSR vision is to contribute meaningfully to the well-being of communities and support inclusive and sustainable development. Through responsible initiatives in areas such as education, healthcare, environmental sustainability and community welfare, the Company seeks to create a positive and lasting social impact while conducting its business responsibly.

CSR MISSION

The Company's CSR mission is to support meaningful initiatives that improve community well-being, promote inclusive development and contribute to environmental sustainability. Through responsible and need-based interventions, the Company aims to create a positive and lasting impact while upholding its commitment to responsible corporate citizenship.

COMPOSITION OF CSR COMMITTEE:

During the financial year under review, the CSR Committee of the Company comprised **three Directors**, including the Chairperson and Members representing the Whole-Time Director, Managing Director and Independent Director. The composition of the Committee is in accordance with the applicable provisions of the Companies Act, 2013.

During the year, the **CSR Committee held one meeting on 09th May, 2025**. The details of the composition of the Committee and the attendance of its members at the meeting are set out below:

Name of Member	Designation	Category	Number of meetings of CSR Committee held during the year (09.05.2025)	Number of meetings of CSR Committee attended during the year
Bharatbhushan O. Agarwal	Chairperson	Whole-Time Director	**1**	**1**
Rikin B. Agarwal	Member	Managing Director	**1**	**1**
Kruti Vyas	Member	Independent Director	**1**	**1**

RESPONSIBILITY STATEMENT OF THE CSR COMMITTEE:

The CSR Committee confirms that the implementation and monitoring of the CSR Policy and CSR activities of the Company are in compliance with the CSR objectives and policy of the Company.

The CSR Committee further confirms that the CSR activities undertaken during the financial year ended **31st March, 2026** were in accordance with the applicable provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the CSR Policy of the Company.

WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED:

The details of the composition of the CSR Committee, CSR Policy and CSR Projects approved by the Board are available on the website of the Company at www.shantispintex.com

DETAILS OF IMPACT ASSESSMENT:

The provisions relating to impact assessment of CSR projects, as prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014, were **not applicable to the Company during the financial year ended 31st March, 2026**. Accordingly, the Company was not required to undertake any independent impact assessment of its CSR projects during the year under review.

AVERAGE NET PROFIT OF THE COMPANY FOR THE LAST THREE FINANCIAL YEARS:

The average net profit of the Company for the three immediately preceding financial years, calculated in accordance with Section 135 of the Companies Act, 2013, is as follows:

Sr. No.	Financial Year	Profit before Tax (₹ in Lacs)
1	2022-23	1,413.88
2	2023-24	1,789.74
3	2024-25	1,357.76
Total		**4,561.38**
Average Net Profit		**1,520.46**
2% of Average Net Profit (Prescribed CSR Expenditure)		**30.4092**

PRESCRIBED CSR EXPENDITURE:

The **average net profit of the Company for the last three financial years is ₹1,520.46 lakhs**. The prescribed CSR expenditure, being **2% of the average net profit**, amounts to **₹30.41 lakhs** for the financial year under review.

DETAILS OF CSR AMOUNT SPENT DURING THE FINANCIAL YEAR:

The details of CSR amount spent during the financial year are set out below:

Sr. No.	Particulars	Amount (₹ in Lakhs)
(a)	Amount spent on CSR Projects	**31.00**
(b)	Amount spent on Administrative Overheads	**0.00**
(c)	Amount spent on Impact Assessment, if applicable	**0.00**
(d)	**Total amount spent for the financial year**	**31.00**
(e)	CSR amount spent as a percentage of average net profit	**2.04%**

MANNER IN WHICH THE AMOUNT SPENT DURING THE FINANCIAL YEAR:

During the financial year under review, the Company contributed towards CSR activities through donations to eligible charitable organisations for activities falling within the areas specified under **Schedule VII of the Companies Act, 2013**. The details of the CSR expenditure incurred during the financial year ended **31st March, 2026** are set out below:

Sr. No.	Name of the Implementing Agency	CSR Project / Activity	Schedule VII Activity (Companies Act, 2013)	Location	Amount Spent (₹ in Lakhs)
1	Jay Harihar Krupa Foundation	Providing support for student education, including fees, books and school dresses; conducting medical camps and distributing food to poor people and students	Promoting education and healthcare under Schedule VII of the Companies Act, 2013	Ahmedabad, Gujarat	11.00
2	GRD Welfare Federation	Feeding homeless, poor and needy people with healthy and nutritious meals	Eradication of hunger, poverty and malnutrition under Schedule VII of the Companies Act,	Across India	20.00
	Total				31.00

CSR AMOUNT SPENT OR UNSPENT FOR THE FINANCIAL YEAR:

During the financial year ended 31st March, 2026, the Company had a prescribed CSR obligation of ₹30.4092 lakhs. Against this requirement, the Company spent ₹31.00 lakhs on eligible CSR activities, thereby fully complying with the provisions of Section 135 of the Companies Act, 2013.

As the Company has spent an amount in excess of the prescribed CSR obligation, **there was no unspent CSR amount as on 31st March, 2026**. Accordingly, no amount was required to be transferred to the Unspent CSR Account or to any fund specified under Schedule VII of the Companies Act, 2013.

DETAILS OF UNSPENT CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS:

The Company did **not have any unspent CSR amount** pertaining to the preceding three financial years. Accordingly, there was **no amount outstanding** in the Unspent CSR Account and no amount remained pending for transfer or utilisation under the provisions of **Section 135 of the Companies Act, 2013**.

EXCESS AMOUNT FOR SET-OFF:

In accordance with Rule 7(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has excess CSR expenditure and surplus arising from CSR activities available for set-off against future CSR obligations. The details of the excess amount available for set-off during the preceding three financial years are set out below:

Financial Year	Particulars	Amount Available for Set-off (₹ in Lakhs)
2023–24	Surplus arising out of CSR projects/programmes/activities	0.54
2024–25	Excess CSR expenditure incurred during the year	0.65
2025–26	Excess CSR expenditure incurred during the year	0.59
Total Amount Available for Set-off		1.78

Note: The excess amount spent shall remain as surplus with the Company and may be set off against future CSR obligations, as and when required, subject to the recommendation of the CSR Committee and approval of the Board, from time to time.

IN CASE OF CREATION OR ACQUISITION OF CAPITAL ASSET:

No capital asset was created or acquired out of the CSR expenditure incurred during the financial year ended 31st March, 2026. Accordingly, the relevant disclosure requirements under the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable.

REASON FOR NOT SPENDING THE FULL 2% OF THE AVERAGE NET PROFIT AS PER SECTION 135(5):

The Company has **fully complied** with the CSR expenditure requirements prescribed under **Section 135(5) of the Companies Act, 2013**. During the financial year ended **31st March, 2026**, the Company spent **₹31.00 lakhs** towards CSR activities against the prescribed CSR obligation of **₹30.4092 lakhs**. Accordingly, **there was no shortfall in CSR expenditure**, and hence this disclosure is **not applicable**.

CONCLUSION:

The Company remains committed to fulfilling its social responsibilities through focused CSR initiatives undertaken in accordance with its CSR Policy and the applicable provisions of the Companies Act, 2013. The Company will continue to support initiatives that contribute to sustainable community development and create lasting social impact.

SD/-

Bharatbhushan O. Agarwal
Chairman of CSR Committee
(DIN 00302785)

Date: 13.08.2026
Place: Ahmedabad

ANNEXURE-G

DISCLOSURE OF REMUNERATION

Statement of Disclosure of Remuneration under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

INTRODUCTION:

Pursuant to the provisions of **Section 197 of the Companies Act, 2013** read with **Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**, the disclosures relating to the remuneration of Directors, Key Managerial Personnel and employees are provided in this Annexure.

The Company has in place a **Nomination and Remuneration Policy**, which aims to ensure that the remuneration paid to Directors, Key Managerial Personnel and senior management is fair, reasonable and aligned with individual performance, responsibilities, industry benchmarks and the long-term interests of the Company and its stakeholders.

The details of remuneration, prescribed disclosures and other information required under the aforesaid provisions are set out in the succeeding sections of this Annexure. In compliance with the applicable provisions of the Companies Act, 2013, the statement containing particulars of employees, where required, forms part of this Annexure.

RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN REMUNERATION OF THE EMPLOYEES OF THE COMPANY FOR THE FINANCIAL YEAR 2025-26:

Pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the ratio of the remuneration of the Managing Director to the median remuneration of the employees of the Company is set out below. For the purpose of this disclosure, sitting fees paid to the Directors have not been considered as remuneration.

Name of Director	Annual Remuneration (₹)	Median Remuneration of Employees (₹)	Ratio
Mr. Rikin B. Agarwal (Managing Director)	12,00,000	2,60,652	4.60 : 1

THE PERCENTAGE INCREASE / (DECREASE) IN REMUNERATION OF EACH DIRECTOR, CHIEF FINANCIAL OFFICER, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY OR MANAGER, IF ANY:

Name	Designation	FY 2025–26 (₹)	FY 2024–25 (₹)	% Increase / (Decrease)
Mrs. Mohini Agarwal	Company Secretary & Compliance Officer	4,06,464	3,53,077	15.12%

Note: There was **no increase or decrease in the remuneration** of the Directors, Chief Financial Officer, Chief Executive Officer or Manager during the financial year, except as disclosed above.

THE PERCENTAGE INCREASE IN THE MEDIAN REMUNERATION OF EMPLOYEES DURING THE FINANCIAL YEAR:

The median remuneration of the employees of the Company for the financial year ended **31st March, 2026** stood at **₹2,60,652.00 per annum**, as against **₹2,62,080.00 per annum** in the previous financial year. Accordingly, the median remuneration of employees **decreased by 0.54%** during the financial year.

THE NUMBER OF EMPLOYEES ON THE ROLLS OF THE COMPANY:

As on 31st March, 2026, the Company had a total of **91** employees on its rolls.

AVERAGE PERCENTILE INCREASE IN THE SALARIES OF EMPLOYEES OTHER THAN THE MANAGERIAL PERSONNEL IN THE LAST FINANCIAL YEAR AND ITS COMPARISON WITH THE PERCENTILE INCREASE IN THE MANAGERIAL REMUNERATION AND JUSTIFICATION THEREOF; AND WHETHER THERE ARE ANY EXCEPTIONAL CIRCUMSTANCES FOR INCREASE IN THE MANAGERIAL REMUNERATION:

The average increase in the salaries of employees, other than the managerial personnel, during the financial year was in the range of **5% to 10%**, based on individual performance, experience, responsibilities and prevailing industry standards. During the year, **there was no increase in the remuneration of the managerial personnel**, except for the Company Secretary, in line with her enhanced responsibilities and continued contribution to the Company. **No exceptional circumstances** existed for any increase in the remuneration of the managerial personnel during the financial year.

AFFIRMATION THAT THE REMUNERATION IS AS PER THE REMUNERATION POLICY OF THE COMPANY:

It is hereby affirmed that the remuneration paid to the Directors, Key Managerial Personnel and other employees during the financial year was in accordance with the **Nomination and Remuneration Policy** of the Company and is consistent with the provisions of the **Companies Act, 2013** and the rules made thereunder.

Heti R. Gandhi (F.C.S, B.Com)
300, Platinum Plaza, Opp. IOC Petrol Pump,
Bodakdev, Ahmedabad - 380054
M: +91 99095 87835 E: hetidshah@gmail.com

ANNEXURE-H

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

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

To,
The Members
SHANTI SPINTEX LIMITED
(Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**)
CIN: L17120GJ2010PLC062084
ISIN: INE0QZQ01019
Scrip Code: 544059
Stock Exchange: BSE -SME (Bombay Stock Exchange- Small and Medium Enterprise)

Registered Office: Sub Plot 1, Unit 1, Survey No. 297, Dholi - Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad, Gujarat, India- 382240

Corporate Office: A-1601, Navratna Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad, Daskroi, Gujarat, India-380058

We, **HDS & Associates**, Practicing Company Secretaries @ Ahmedabad, Gujarat have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHANTI SPINTEX LIMITED** (Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**) vide CIN: **L17120GJ2010PLC062084** (hereinafter called the Company).

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026 complied with the statutory provisions listed hereunder and also state 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.

HDS & ASSOCIATES FCS 11884, COP 17840 PR 1507/2021 COMPANY SECRETARIES

We, **HDS & Associates**, Practicing Company Secretaries @ Ahmedabad, Gujarat have examined the books, papers, minute books, forms and returns filed and other records maintained by SHANTI SPINTEX LIMITED (Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**) for the financial year ended on 31st March, 2026 according to the provisions of -

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

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

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

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

(v) The 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 to the company during the audit period**

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

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ;- **Not applicable to the company during the audit period.**

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;/securities and exchange board of India (share based employee benefits) regulations,2014;-**Not applicable to the company during the audit period**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;- **Not applicable to the company during the Audit Period**

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

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

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;- **Not applicable to the Company during the Audit Period**

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

HDS & ASSOCIATES
FCS 11884,
COP 17840
PR 1507/2021
COMPANY SECRETARIES

vi. Other laws applicable specifically to the company.

The management represent that there are no laws specifically applicable to the company which requires reporting.

We **HDS & Associates**, Practicing Company Secretaries @ Ahmedabad, Gujarat have also examined compliance with the applicable clauses of the following:

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

(ii) The Listing Agreements entered into by the Company with the Stock exchanges in India including Agreement entered in pursuance to securities and exchange board of India (Listing obligations and disclosure requirements) regulations,2015

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

We further observe and report that:-

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors

- During the audit period, the Company acquired 100% of the equity shares of Teesta Spintex Private Limited pursuant to a Share Purchase Agreement dated 09th May, 2025, thereby making it a Wholly Owned Subsidiary of the Company. The Company has complied with the applicable provisions of the Companies Act, 2013, the rules made thereunder, and other applicable laws, to the extent applicable, in connection with the said acquisition.

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

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

- During the reporting period we have found that no penalties have been imposed on the Company by the Stock exchange for the Late Submission / non-Compliances of the Compliances as per SEBI(LODR)Regulations, 2015.

For HDS& Associates
(Practicing Company Secretaries)
Cop. No: 17840

Date: 14-07-2026
Place: Ahmedabad

Sd/-
CS Heti R. Gandhi
(Proprietor)
M. No. F11884
Pr. No. 1507/2021
UDIN: F011884H000825488

(This report is to be read with our letter of even date which is annexed as Annexure 1 and forms an integral part of this report

Heti R. Gandhi (F.C.S, B.Com)
300, Platinum Plaza, Opp. IOC Petrol Pump,
Bodakdev, Ahmedabad - 380054
M: +91 99095 87835 E: hetidshah@gmail.com

Annexure-1

To,
The Members
SHANTI SPINTEX LIMITED
(Formerly Known as **SHANTI SPINTEX PRIVATE LIMITED**)
CIN: L17120GJ2010PLC062084
ISIN: INE0QZQ01019
Scrip Code: 544059
Stock Exchange: BSE -SME (Bombay Stock Exchange- Small and Medium Enterprise)

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

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

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

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

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures 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 HDS& Associates
(Practicing Company Secretaries)
Cop. No: 17840

Date: 14-07-2026
Place: Ahmedabad

HDS & ASSOCIATES
FCS 11884,
COP 17840
PR 1507/2021
COMPANY SECRETARIES

Sd/-
CS Heti R. Gandhi
(Proprietor)
M. No. F11884
Pr. No. 1507/2021
UDIN: F011884H000825488

Anil S. Shah & Co.
Chartered Accountants

Anil S. Shah
F.C.A., B.Com.

Krunal A. Shah
F.C.A., B.Com.

01C

INDEPENDENT AUDITORS' REPORT

UDIN: 26016613XOZMSJ9109

TO,
THE MEMBERS OF
SHANTI SPINTEX LIMITED
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **SHANTI SPINTEX LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, and the statement of Profit and Loss, Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31/03/2026**, and it's Profit and other comprehensive income and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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 there under, 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 standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. In our opinion there is no Key Audit Matter to be reported.

Other Information (or another title if appropriate, such as "Information Other than the Standalone Financial Statements and Auditors' 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 Company's annual report, but does not include the financial statements and our auditors' report there on.

S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error in preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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 in Our opinion and according to the information and explanation given to us, the details of the said Order specified in paragraph 3 and 4 of the order are given to the extent applicable in Annexure "A" to this Report.

2. 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 in Our opinion and according to the information and explanation given to us, the details of the said Order specified in paragraph 3 and 4 of the order are given to the extent applicable in Annexure "A" to this Report.

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

ANIL S. SHAH & CO. CHARTERED ACCOUNTANTS AHMEDABAD

(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, the Company has used accounting software for maintaining its books of accounts which has feature of recording audit trail (edit-log) facilities subject to notes on clause (g) here in after in respect of audit trail (edit –log), no audit trail enabled at the data base level for accounting software tally prime to any direct data.

(c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

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

(e) On the basis of the written representations received from the directors as on 31/03/2026 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2025 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give report of the same in Annexure "B" to this Report.

(g) Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except that no audit trail enabled at the database level for accounting software Tally Prime to log any direct data changes."

As proviso to Rule3(1) of the Companies (Accounts) Rules,2014 is applicable from April1,2023, Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 on preservation of audit trail as per the statutory requirement for record retention is not maintained for the Financial year ended March 31,2026.

(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, remuneration has been paid by the Company to its directors during the year in compliance of the provisions of section 197 of the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.(Refer Note No.36 & No.43.14).

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund by the Company. The question of delay in transferring such sums does not arise.

iv. a) The management has represented that to the best of its knowledge and belief, no funds have been advanced or loaned 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 :

i) 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

ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b) The management has represented that to the best of its knowledge and belief, no Funds have been received by the Company from any persons or entities including foreign entities (Funding Parties). With the understanding, whether recorded in writing or otherwise that the Company shall:

i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ('Ultimate Beneficiaries') by or on behalf of the Funding Party or

ii) Provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries and

c) Based on such audit procedures as considered reasonable and appropriate in the circumstances. Nothing has come to our notice that has caused us to believe that the representations made in sub clause 4(a) and 4(b) above contain any material misstatement.

d) According to the information and explanations given to us the Company has not declared or paid dividend during the year.

Date : 28.05.2026
Place : Ahmedabad

ANIL S. SHAH & CO. ★ AHMEDABAD ★ CHARTERED ACCOUNTANTS

FOR ANIL S SHAH & CO.
(Chartered Accountants)
F.R.N. : 100474W

(CA ANIL S SHAH)
Partner
Membership No. : 016613

Annexure – "A " to the Independent Auditor's report on the standalone financial statements of SHANTI SPINTEX LIMITED for the year ended 31st March, 2026.

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date).

(i) **(a) (A)** The company has maintained proper records showing full particulars including quantitative details and situation of its Property, plant and equipment.

(B) According to the information and explanations given to us The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the periodicity of physical verification of its property, plant and equipment, is reasonable having regard to size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company. The title deeds of the immovable properties (other than immovable properties where the company is the lessee and the lease agreements are duly executed in favor of lessee) disclosed in the standalone 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 during the year.

(e) According to the information and explanation given to us, No proceedings have been initiated or are pending against the Company as at March 31,2026 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) **(a)** 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 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 on the basis of our examination of the records of the Company. The Company is in receipt of any working capital loan during the reporting period, further monthly /quarterly returns/statements file by the company with the bank are in agreement with the books of the accounts of the company.

(iii) **(a) (i)** During the year the Company has granted interest free loan to the Company covered under section 185 of companies act 2013 amounting ₹ 9,00,000/- and balance outstanding at the balance sheet date with respect to such advances as on 31st March,2026 is ₹ NIL/-.

(ii) During the year the Company has granted interest bearing loans to its subsidiary amounting to ₹ 9,05,00,000/- and balance outstanding at the balance sheet date with respect to such advances as on 31st March,2026 is ₹ NIL

(iii) During the year the Company has granted Loans to other parties and balance outstanding as on 31st March, 2026 is as follow.

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Details of loans and advances of the company during the period under audit:

(₹ in lakhs)

	Guarantees	Security	Loans	Advance in nature of loans
Aggregate amount granted/provided during the year				
-Subsidiaries -Company	Nil Nil	Nil Nil	905.00 9.00	Nil Nil
Balance Outstanding as at balance sheet date in respect of above cases -Subsidiaries -Company	Nil Nil	Nil Nil	Nil Nil	Nil Nil

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

(c) According to information and explanations given to us and on the basis of our examination of the records of the Company. In the case of loans and advances given, the repayment of interest and principal has been stipulated on demand and repayments or receipts have been regular and paid whenever it is due.

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

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company. There is no loan granted during the year by the company to settle the over dues of existing loans given to the same party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company. The Company has not given any loans either 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, the Company has given interest bearing loans to it's subsidiary Company, and interest free loan to the company in which director are interested. Further, the Company has not provided any guarantee or security as specified under Section 185 of the Companies Act, 2013.

Further the company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further the Company has complied with the provision of Section 186 of the Companies Act, 2013.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits in terms of section 73 to 76 from the public. Accordingly clause 3(v) of the order is not applicable.

(vi) Pursuant to the rules made by the Central government of India, the Company is required to maintain cost records as specified under section 148(1) of the Act. We have broadly review the same and are of the opinion that prima facie, the prescribe accounts and records have been

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

made and maintained. However, we have not made detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to information and explanations given to us and based on our examination of records of the Company has been generally regular in depositing the undisputed statutory dues including Goods and Service Tax, Provident Fund, Investor education fund, Employee state insurance, Income tax and any other material statutory dues applicable to it with the appropriate authorities.

According to information and explanation given to there is no undisputed statutory tax payable outstanding as at 31st March, 2026 for a period of more than Six Months from the date of they become payable.

Name of the Statue	Nature of Dues	Financial Year.	Amount
Gram Panchayat Tax	Local Tax	2025-26	20000
Gram Panchayat Tax	Local Tax	2024-25	20000
Gram Panchayat Tax	Local Tax	2023-24	20000

(b) According to information and explanations given to us there are no dues of Goods and Service Tax, Provident Fund, Investor education fund , Employee state insurance, Income tax and any other material statutory dues which have not been deposited by the Company on account of dispute except given below :

Name of the Statue	Nature of Dues	Financial Year.	Amount	Forum where dispute is Pending
Income Tax Act.,1961	Income-Tax & Interest	2022-23	677862	CIT-(A)
Income Tax Act.,1961	Income Tax & Interest	2021-22	12050	Rectification at CPC Bengaluru

(viii) According to the information and explanations given by the management, No transactions which are not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961

(ix) (a) According to the information and explanations and on the basis of our examination of the records of the Company, the Company has not defaulted from any loans or borrowings from any lender during the year.

(b) According to the information and explanations given to us and on the basis of our examination the records of the Company, the Company has not been declared willful defaulter by any bank of financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has applied the funds of the term loan for the purpose for which it was obtained.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that during the year no funds raised on short-term basis during the year have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the during the year the Company has

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix) (e) of the order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly clause 3(ix) (f) of the Order is not applicable.

(x) **(a)** During the year the Company has not raised moneys by way of Initial Public Offer. Accordingly clause 3(x) (a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly clause 3(x) (b) of the order is not applicable.

(xi) **(a)** Based on examination of the books and records of the Company and according to the information and explanations given to us, considering principles of materiality outlined in the Standards on Auditing. We report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit during the year.

(b) According to the information and explanations given to us, no report under subsection (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have not received any information about Whistle Blower Complaints from the Company.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with the related parties are in compliance with the Section 177 and 188 of the Companies Act, 2013 where applicable, and the details of the related party transactions have been disclosed in the Standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business of the Company. We have considered the report of internal auditor for the period under audit received till the date of this report.

(xv) In our opinion and according the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly clause 3(xv) (a) of the order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly clause 3(xvi) (b) of the Order is not applicable.

(c) The Company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly clause 3(xvi) (c) of the Order is not applicable.

(d) According to the information and explanations provided to us during the course audit, the Group does not have any CIC. Accordingly the requirements of the clause 3(xv) (d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year:

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly clause 3(xviii) of the order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of the financial liabilities, other information accompanying the financial statements, our knowledge of the board of directors and managements plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanation given to us and the record of the company examined by us, there were no unspent amount required to be transferred to special amount as required by section 135 of the Companies Act, 2013. Accordingly, provisions of sub clause (a) and (b) of clause (xx) of the company's (Auditor's report) order, 2020 are not applicable to the company.

(xxi) There have been no qualification or adverse remarks by the auditor in the Companies (Auditor's Report) Order (CARO) reports of the Companies included in the consolidated financial statements.

Date : 28.05.2026
Place : Ahmedabad

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

FOR ANIL S SHAH & CO.
(Chartered Accountants)
F.R.N. : 100474W

(CA ANIL S SHAH)
Partner
Membership No. : 016613

Annexure - 'B'

To the Independent Auditors' Report to the members of SHANTI SPINTEX LIMITED for the year ended 31st March,2026 on the standalone financial statements

(Referred to in paragraph 2(F) under ' Report on Other Legal and Regulatory Requirements ' section of our report of even date)

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

We have audited the internal financial controls over standalone financial reporting of **SHANTI SPINTEX LIMITED** as at 31st March, 2026 in conjunction with our audit of financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act,2013.

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, except subject to the Company has edit log features in accounting software pursuant to rule 3(1) of the Companies (Accounts) rules , 2014 however no audit trail enabled at the data base level for accounting software tally prime to any direct data, to the best of our information and according to the explanation given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March.2026,based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date : 28.05.2026
Place : Ahmedabad

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

FOR ANIL S SHAH & CO.
(Chartered Accountants)
F.R.N. : 100474W

(CA ANIL S SHAH)
Partner
Membership No. : 016613

SHANTI SPINTEX LIMITED
CIN: L17120GJ2010PLC062084

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31.03.2026

NOTE NO: 1: COMPANY INFORMATION

The company was incorporated as private limited company on 23/08/2010 under the Companies Act, 1956, and converted in to public limited company on 18.08.2023 and Company's equity share are listed on SME emerge platform of BSE with effect from 27th December 2023.The company was primarily engaged in trading of textile products, and has successfully implemented denim weaving plant since 2016-17, at Block No. 297, admeasuring 8660 Sq. Meters on lease hold land from M/s. Dholi Integrated Spinning Park Ltd. Weaving Project phase -1 and phase -2 , at Dholi Integrated Spinning Park, Village Dholi, TA : Dholka, Dist.: Ahmedabad.

NOTE NO: 2: SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of Financial Statements:-

These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Sec 129 & 133 of the Companies Act, 2013, of India. The accounting policies applied by the company are consistent with those used in previous year.

2.2 Disclosure of Accounting Policies:-

The Accounting Principles and policies recognized as appropriate for measurement and reporting of the financial performance and the financial position on mercantile system and recognize items of income and expenditure on accrual basis. The statement on Significant Accounting policy excludes disclosures regarding Accounting Standards in respect of which there are no material transactions during year.

2.3 Revenue recognition:-

Revenue is recognized to the extent that it is probable that economic benefits will flow to the company and the revenue can be reliably measured. Commission/discount Income has been recognized on accrual basis.

2.4 Valuation of Inventories:-

Inventories are measured at cost and net realizable value, whichever is lower. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost necessary to make the sale. Cost in respect of raw materials and stock in trade are determined on FIFO basis. Costs in respect of all other Inventories are computed on weighted average basis method. Finished goods and process stock include cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition.

2.5 Property Plant & Equipment and Capital Work in Progress :-

a)Fixed assets are stated at cost of acquisition or construction. All cost relating to the acquisition and installation of fixed assets (Net of CENVAT/VAT/GST credits where ever applicable) are capitalized and include borrowing costs directly attributable to construction or acquisition of fixed assets, up to the date of asset is put to use and adjustment arising out of exchange rate variation relating to liabilities attributable to those fixed assets.

b)Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date and cost of fixed assets not ready for their intended use before such date are disclosed under capital work-in progress. Work-in progress excludes expenditure pending for capitalization.

2.6 Depreciation :-

(a) Depreciation of Property, Plant and Equipment Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately on straight-line method. Parts of plant and equipment that are technically advised to be replaced at prescribed intervals / periods of operation, insurance spares and cost of inspection/ overhauling are depreciated separately based on their specific useful life provided these are of significant amounts. The depreciation charge for each period is recognised in profit or loss unless it

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

is included in the carrying amount of another asset. Depreciable amount of an item of property, plant and equipment is arrived at after deducting estimated residual value. The depreciable amount of an asset is allocated on a systematic basis over its useful life. The Company reviews the residual value and useful life at each financial year-end and, if expectations differ from previous estimates, the residual value and useful lives are changed prospectively and accounted for as a change in accounting estimate. Depreciation commences when the item of property, plant and equipment is in the location and condition necessary for it to be capable of operating in the manner intended by management.

(b) INTANGIBLE ASSETS:-

Intangible assets acquired separately are measured on initial recognition at cost. The cost of Intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Capitalization cost incurred towards purchase/development of software is amortised using straight line method over its useful life of three years estimated by the management at time of capitalization.

An item of intangible asset initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset [calculated as the differences between the net disposal proceeds and the carrying amount of the net disposal proceeds and the carrying amount of the assets is included in the statement of Profit & Loss when the asses is derecognized.

Goodwill arising on acquisition of business is assessed at each balance sheet date for any impairment loss.

2.7 <u>Leases:-</u>

At inception of contract, the Company assesses whether the Contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates consideration in the contract to each lease component on the basis of their relative standalone price.

As a lessee

i) Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right- of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.
The Company presents right-to-use assets that do not meet the definition of investment property in 'Property, plant and equipment'.

ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company generally uses its incremental borrowing rate at the lease commencement date if the discount rate implicit in the lease is not readily determinable.
After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The carrying amount is remeasured when there is a change in future lease payments arising from a change in index or rate. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.
The Company presents lease liabilities under financial liabilities in the Balance Sheet.

iii) Short term leases and leases of low value of assets

The Company applies the short-term lease recognition exemption to its short-term leases. It also applies the lease of low- value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

As a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.8 Employee Benefits

Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months as at the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period.

Other Long Term Employee Benefits

The known liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

Post-Employment Benefits

- **Defined Benefit Plans**

The known liability, if any, recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. if any liability in a financial year it is charged to Statement of Profit and Loss account. The defined benefit obligation if any, is calculated annually by Actuaries using the projected unit credit method. In other cases, such expenditure are charged to Statement of Profit and Loss Account considering it as Short Term Benefits when it is crystalizes.

- **Defined Contribution Plan**

Defined contributions, if any, to Statutory Schemes are charged to the statement of profit and loss of the year.

Termination Benefit

Expenditure incurred on Voluntary Retirement Scheme is charged to the statement of profit and loss immediately.

2.9 Government Grants

Assistance by government in the form of transfers of resources to the Company in return for past or future compliance with certain conditions relating to operating activities of the entity other than those which cannot reasonably have a value placed upon them or those that cannot be distinguished from normal trading transactions of the Company are termed as government grants. All government grants are identified as either relating to assets or relating to income. Government grants whose primary condition is that a Company qualifying for them should purchase, construct or otherwise acquire long-term assets are identified as grants related to assets. Grants other than those related to assets are identified as related to income. Government grants are recognised when there is a reasonable assurance that the Company will comply with the conditions attaching to them and the grants will be received. A forgivable loan from government is treated as a government grant when there is a reasonable assurance that the entity will meet the terms for forgiveness of the loan. The Company recognises Government grants in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which the grants are intended to compensate. Grants related to assets, including non-monetary grants at fair value, are presented in the balance sheet as deferred income. Deferred income is recognised in profit or loss on the basis the related assets are depreciated or amortised if they are related to asset or under other income when the grant becomes receivable. Grants related to income are presented in profit or loss under other income. Grants received in advance before fulfilment of conditions are recognised as Other Liability classified into current or non- current, as appropriate in the circumstances of the case.

2.10 Borrowing Costs

Interest and other costs that the Company incurs in connection with the borrowing of funds are identified as borrowing costs. The Company capitalizes borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which it is incurred. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. The Company identifies the borrowings into specific borrowings and general borrowings. Specific borrowings are borrowings that are specifically taken for the purpose of obtaining a qualifying asset. General borrowings include all other borrowings except the amount outstanding as on the balance sheet date of specific borrowings for assets that are not yet ready for use. Borrowing cost incurred actually

2.11 Accounting for Investments:-

Long term Investments are stated at cost less amount written off, where there is a diminution in its value of other than temporary nature. Current investments are stated at lower of cost and fair value determined on an individual basis. Gain or loss arising from sale or disposal of investment is accounted at the time of actual sale or disposal in the statement of Profit and Loss.

2.12 Foreign Currency transaction:-

Transaction arising in foreign currencies during the year are converted at the rates closely approximating the rates ruling on the transaction dates. Liabilities and receivables in foreign currency are restated at the year-end exchange rates. All exchange rate differences arising from conversion in terms of the above are included in the statement of Profit and Loss.

2.13 Taxes on Income:-

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized, on timing differences, being the Difference between taxable incomes and accounting income that originates in one period and are capable of reversal in one or more subsequent periods, if any. Minimum Alternate Tax (MAT) Credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during specified period. In the year in which the MAT credit becomes eligible, to be recognized as an asset. In accordance with recommendation contained in the guidance note issued by ICAI, said asset is created by way of credit/reversal of provisions to Profit and Loss A/c and shown as MAT Credit Entitlements in Loans and Advances. The company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that company will pay normal Income Tax during the specified period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, unabsorbed losses and tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and tax credits will be utilised. The carrying amount of deferred tax assets is reviewed at the end of financial year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is expected to be settled or the asset realised, based on tax rates and tax laws that have been substantively enacted by the balance sheet date. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

2.14 Contingencies and Events occurring after Balance sheet date:-

Material Events occurring after Balance sheet date are taken into cognizance. There have been no material changes or events since the date of balance sheet affecting financial statements as on the Balance sheet date. Further, the dates of Balance sheet, no events or circumstances have occurred, through properly excluded from the accounts, are of such importance that they should be disclosed through any medium.

2.15 **Preliminary Expenditure:-**

Preliminary Expenditure is to be apportioned in five equal installments, commencing from the year in which operation has commenced.

2.16 **Preoperative Expenses:-**

As regards in direct expenditure on project implementation/ construction, are treated as preoperative expenditure pending allocation to fixed assets in progress and is shown as "Preoperative Expenses" under "Other Non-Current Assets". The same is transferred to fixed assets on progressive basis and is capitalized along with fixed assets on commencement of commercial activities on pro-rata basis to respective assets.

2.17 **Earnings per Share**

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period 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. (Refer Note 33)

2.18 **Provisions:-**

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an out flow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determine based on best estimate required to settle the obligations at the balance sheet date these are review at each balance sheet date and adjusted to reflect the best estimates.

2.19 **Contingent Liabilities:-**

Contingent Liabilities are determined on the basis of available information and explanations given to us and are disclosed by way of note to the accounts, if any.

SHANTI SPINTEX LIMITED

Sub Plot 1. Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad -382240, Gujarat
CIN: L17120GJ2010PLC062084
BALANCE SHEET AS ON 31st March,2026

(Amount in Lacs)

	Particulars	Note No.	As at 31st March,2026	As at 31st March,2025
A	**EQUITY AND LIABILITIES**			
1	**Shareholders' Funds**			
	(a) Share Capital	3	1688.80	1688.80
	(b) Reserves and Surplus	4	8339.94	7987.99
	(c) Money received against share warrants			
2	Share application money pending allotment		-	-
3	**Non-Current Liabilities**			
	(a) Long-Term Borrowings	5	215.00	215.00
	(b) Defferred tax liabilities (net)	6	866.92	871.29
	(c) Other Long-Term Liabilities	7	60.22	65.82
	(d) Long-term provisions	8	12.74	9.14
4	**Current Liabilities**			
	(a) Short-Term Borrowings	9	3732.71	1152.55
	(b) Trade Payables			
	(i) Total outstanding dues of micro and small enterprises	10	29.59	30.10
	(ii) Total outstanding dues of Creditors other than micro and small enterprises	10	6346.78	5284.51
	(c) Other Current Liabilities	11	128.34	48.17
	(d) Short-term provisions	12	173.67	352.97
	TOTAL		**21594.70**	**17706.34**
B	**ASSETS**			
1	**Non-Current Assets**			
	(a) Property, Plant & Equipment and Intangible assets			
	(i) Property, Plant & Equipment	13	5813.04	6289.38
	(ii) Intangible Assets	13(a)	4.17	0.00
	(iii) Capital Work in Progress		0.00	0.00
	(iv) Intangible assets under development			
	(b) Non-Current Investments	14	405.20	0.00
	(c) Deferred Tax Assets (net)	14.a		
	(d) Long-Term Loans and Advances	15	0.00	0.00
	(e) Other non-current assets	16	191.95	148.87
2	**Current Assets**			
	(a) Current investments	17	2129.58	148.36
	(b) Inventories	18	1097.11	2169.88
	(c) Trade Receivables	19	11403.09	6862.21
	(d) Cash and Bank Balances	20	2.07	791.44
	(e) Short-Term Loans and Advances	21	511.68	1262.56
	(f) Other current assets	22	36.82	33.65
	TOTAL		**21594.70**	**17706.34**

The Schedules referred to above are an integral part of Profit & Loss
Significant Accounting Policies and Notes on Accounts as Note "1 to 43"

As per our report of even date,
UDIN: 26016613XOZMSJ9109

For and on behalf of the Board

For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

Anil Shah
Partner
Membership No : 016613

Bharatbhushan Agarwal
Director
DIN: 302785

Rikin Agarwal
Director
DIN: 2435645

Mohini Singhal
Company Secretary
Membership No. A47724

Place : Ahmedabad
Date: 28.05.2026

Place : Ahmedabad
Date: 28.05.2026

SHANTI SPINTEX LIMITED

Sub Plot 1. Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka Ahmedabad - 382240, Gujarat

CIN: L17120GJ2010PLC062084

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDING ON 31st March,2026

(Amount in Lacs)

	Particulars	Note No.	As at 31st March,2026	As at 31st March,2025
A	**CONTINUING OPERATIONS**			
	Revenue from Operations	23	68281.66	70994.01
2	Other Income	24	426.02	52.41
	Total Income		**68707.68**	**71046.43**
3	**Expenses**			
	(a) Cost of materials consumed	25	65120.96	68309.92
	(b) Purchases of Stock-in-trade	26	0.00	0.00
	(c) Changes in inventories of finished goods, work-in-progess and stock in trade		999.83	-410.47
	(d) Manufacturing Expenses	26.1	766.58	686.97
	(e) Employee Benefits Expense	27	263.18	226.11
	(f) Finance Costs	28	220.08	171.99
	(g) Depreciation & Amortisation Expense	12	507.84	504.41
	(h) Other Expenses	29	242.24	199.73
	Total Expenses		**68120.71**	**69688.67**
4	Profit / (Loss) before exceptional and extraordinary items & tax		586.97	1357.76
5	Exceptional Items		0.00	0.00
6	Profit / (Loss) before extraordinary items & tax		586.97	1357.76
7	Extraordinary Items		0.00	0.00
8	Profit / (Loss) before tax		586.97	1357.76
9	**Tax Expense :**			
	Current Tax		145.00	330.00
	Deferred Tax		-4.38	-2.08
	Tax adujstment of Earlier Years		-2.42	9.83
	Net Tax Expense		138.21	337.75
10	**Profit/ (Loss) from continuing operations for the Year**		**448.76**	**1020.01**
	Profit/(loss) from discontinuing operations		0.00	0.00
	Tax expense of discontinuing operations		0.00	0.00
	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		0.00	0.00
	Profit/ (Loss) after tax (XI + XIV)		**448.76**	**1020.01**
	Earnings Per Equity Share (F. V. of ₹ 10/- each) :	32		
	Basic and Diluted (in ₹)			
	1) Basic		**2.66**	**6.04**
	2) Diluted		**2.66**	**6.04**

The Schedules referred to above are an integral part of Profit & Loss
Significant Accounting Policies and Notes on Accounts as Note "1 to 43 "

As per our report of even date,
UDIN: 26016613XOZMSJ9109
For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

For and on behalf of the Board

Bharatbhushan Agarwal
Director
DIN: 302785

Rikin Agarwal
Director
DIN: 2435645

Anil Shah
Partner
Membership No : 016613
Place : Ahmedabad
Date: 28.05.2026

Mohini Singhal
Company Secretary
Membership No. A47724
Place : Ahmedabad
Date: 28.05.2026

SHANTI SPINTEX LIMITED

Sub Plot 1. Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka Ahmedabad - 382240, Gujarat

CIN: L17120GJ2010PLC062084

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st March,2026.

(Amount in l

	Particulars	Note No.	As at 31st March,2026	As at 31st March,2025
A.	**Cash Flow from Operating Activities**			
	Net Profit After Tax		448.76	1020.01
	Adjustments for :			
	Depreciation and amortisation expense		507.84	504.41
	Interest expenses		220.08	171.83
	Interest and other income on investments		-199.34	-29.87
	Gain on Redumption of Mutual Fund		0.00	0.00
	Deffered tax Asset/ Liabilities		-4.38	-2.08
	Operating Profit Before Working Capital Changes		**972.96**	**1664.30**
	Changes in Working Capital :			
	(Increase)/ Decrease in Inventories		1072.77	-320.46
	(Increase)/ Decrease in Trade Receivables		-4540.88	2107.77
	(Increase)/ Decrease in Advances		750.88	-124.37
	Increase / (Decrease) in Trade Payables		1061.75	-1809.48
	Increase / (Decrease) in Short Term Provisions		-179.30	-13.28
	Increase / (Decrease) in Other Current Liabilities		80.17	-14.51
	(Increase) / Decrease in Other Current Investments		-1981.22	-148.36
	(Increase) / Decrease in Other Current Assets		-3.17	13.93
	(Increase) / Decrease in Other Non- Current Assets		-43.08	9.76
	Increase / (Decrease) in Short Term Borrowings		2580.16	378.91
	Increase / (Decrease) in Other Long Term Liabilities		-5.60	-21.59
			-1207.52	**58.32**
	Net Cash flow from / (used in) Operating Activities		-234.56	1722.62
B.	**Cash Flow from Investing Activities**			
	Aquisition of Property Plant and Equipment		-30.66	-67.84
	Sale of Property Plant and Equipment		0.00	6.52
	Increase/Decrease in Intengible Assets		-5.00	
	Investment in Subsidary Comapany		-405.20	
	Interest Received		199.34	29.87
	Redemption of Mutual Fund		0.00	0.00
	Net Cash from / (used in) Investing Activities		**-241.52**	**-31.45**
C.	**Cash Flow from Financing Activities**			
	Proceeds from IPO of Equity Shares		0.00	0.00
	Share Premium on Issue of IPO		0.00	0.00
	Decrease in Tuff capital subsidy		-96.81	0.00
	Decrease in Long Term Borrowings/Provisions		3.60	-1232.74
	Decrease in Long Term Loans and Advances		0.00	1.61
	Interest expenses		-220.08	-171.83
	Net Cash from / (used in) Financing Activities		**-313.29**	**-1402.97**
	Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)		-789.37	288.20
	Cash & Cash Equivalents at beginning of the year		791.44	503.24
	Cash & Cash Equivalents at end of the year		**2.07**	**791.44**
	Cash and cash equivalents includes the following Amounts			
	Cash on hand		0.02	0.20
	Balance with Bank			
	- In Current Account		2.05	0.98
	- In Fixed Deposit		0.00	790.26
	TOTAL		**2.07**	**791.44**

Note: 1 Statement of Cash Flow has been prepared under the indirect method as set out AS 3 on "Statement of Cash Flows" specified under section 133 of the Companies Act,2013 read with rule 7 of the Compnies (Accounts) Rules,2014.

Note: 2 Figures in bracket indicated cash outflow

The Schedules referred to above are an integral part of Profit & Loss

Significant Accounting Policies and Notes on Accounts as Note "1 to 43 "

As per our report of even date,
UDIN: 26016613XOZMSJ9109
For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

For and on behalf of the Board

Anil Shah
Partner
Membership No : 016613

Bharatbhushan Agarwal
Director
DIN: 302785

Rikin Agarwal
Director
DIN: 2435645

Mohini Singhal
Company Secretary
Membership No. A47724

Place : Ahmedabad
Date: 28.05.2026

Place : Ahmedabad
Date: 28.05.2026

SHANTI SPINTEX LIMITED
CIN: L17120GJ2010PLC062084
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Amounts in Lacs

Note : 3 SHARE CAPITAL	**As at 31st March,2026**		**As at 31st March,2025**	
	No. of Shares	Amountsin Lacs	No. of Shares	Amountsin Lacs
(a) Authorised :				
Equity Shares of ₹10/- each with voting rights	2,00,00,000	2000.00	2,00,00,000	2000.00
(b) Issued, Subscribed & Fully paid-up :				
Equity Shares of ₹10/- each with voting rights	1,68,88,000	1688.80	1,68,88,000	1688.80
	1,68,88,000	1688.80	1,68,88,000	1688.80

The Authorised Share Capital of the Company has been raised from Rs.10 crores consisting of 100,00,000 Equity shares of Rs. 10 ,up to Rs, 20 crores consisting of 200,00,000 Equity shares of Rs. 10 each with the approval of Shareholders in their meeting held on 20th June, 2023.

(a) **Terms / Rights attached to Equity Shares**

The Company has only one class of Equity Shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. Any shareholder whose name is entered in the Register of Members of the Company shall enjoy the same rights and be subject to the same liabilities as all other shareholders of the same class.

In the event of liquidation of the Company, Equity Shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of the equity shares held by the shareholders.

(b) **Details of Shareholders holding more than 5 % (percent) shares in the Company**

	As at 31st March,2026		**As at 31st March,2025**	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Equity Shares of ₹ 10 each fully paid-up				
Name of the Shareholders				
1. Bharatbhushan O. Agarwal	30,33,800	17.96%	30,33,800	17.96%
2. Rikin B. Agarwal	30,28,400	17.93%	30,28,400	17.93%
3. Urmiladevi B. Agarwal	10,37,800	6.15%	10,37,800	6.15%
4. Kautilya Traders Pvt. Ltd.	27,72,000	16.41%	27,72,000	16.41%
5. Vijay Subham Contrade Pvt. Ltd.	25,52,000	15.11%	25,52,000	15.11%

(c) **Reconciliation of number of shares outstanding is set out below:**

	As at 31st March,2026		**As at 31st March,2025**	
	No. of Shares	Amountsin Lacs	No. of Shares	Amountsin Lacs
Equity shares at the beginning of the year	1,68,80,000	1688.80	1,68,88,000	1688.80
Add: Bonus Shares issued during the year				
Less: Buy Back				
Equity shares at the end of the year	1,68,80,000	1688.80	1,68,88,000	1688.80

Note :3.1 During the financial year 2023-24 the Company has issued bonus shares in the ratios 1:1out of share premium account on 02.08.2023vide Board resolution passed on 31.07.2023 and

Note No : 3.2 During F.Y.2023-24 ,Company was converted from closely held to Public Limited Company on 18.08.2023 and had completed its Initial Public Offering ("IPO")of 26,88,000/- new equity share of face value of Rs.10/- each at premium of Rs.60/- per equity share aggregating to Rs.18,81,60,000/- and offer for sale number of equity shares 17,76,000 of face value of Rs.10/- each at premium of Rs.60/ . expenses related to IPO Rs.1,36,27,552/- was debited against securities premium Account as per Section 52 of Companies Act,2013. Pursuant to the IPO , the equity shares of company have to got listed on the SME Platform of BSE on 27th December, 2023.

(f) **Shareholding of Promoters as at 31-03-2026**

S. No.	**Promotor**	**No. of Shares**	**% of total shares**	**% Change during the year**
1	Bharatbhushan O. Agarwal	30,33,800	21.36%	0.00%
2	Rikin B. Agarwal	30,28,400	21.33%	0.00%
	Total	60,62,200	42.69%	0.00%

Shareholding of Promoters as at 31-03-2025

S. No.	**Promotor**	**No. of Shares**	**% of total shares**	**% Change during the year**
1	Bharatbhushan O. Agarwal	30,33,800	21.36%	0.00%
2	Rikin B. Agarwal	30,28,400	21.33%	0.00%
	Total	60,62,200	42.69%	0.00%

As per records of the Company, including its registers of Shareholders / Members and other declarations received from Shareholders regarding beneficial Interest, the above shareholding represents both legal and beneficial ownerships of shares.

Note : 4 RESERVES AND SURPLUS		**31/03/2026**	**31/03/2025**
1) Capital Reserve : Balance as per last year	452.67	452.67	452.67
less : Tuff subsicdy w/offF	96.81	96.81	
2) Securities Premium Account :			
balance at the beginning of the year	2874.52		
Securities Premium Account balance at the end of the year		2874.52	2874.52
		3230.38	3327.19
3) Surplus in the Statement of Profit and Loss :			
Opening Balance		4660.79	3640.79
Add : Profit for the year		448.76	1020.01
Closing Balance		5109.56	4660.79
		8339.94	7987.99

SHANTI SPINTEX LIMITED
CIN: L17120GJ2010PLC062084
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Amounts in Lacs

Note : 5 LONG-TERM BORROWINGS	**31/03/2026**	**31/03/2025**
Secured:		
Unsecured:		
From Body Corporates	215.00	215.00
(Non interest bearing)	215.00	215.00

Note : 6 DEFERRED TAX LIABILITIES	**31/03/2026**	**31/03/2025**
Opening Balance	-871.29	-873.37
Current Year DTA		
i) Difference in WDV between Books & Tax return & Gratuity	4.38	2.08
	-866.92	**-871.29**

Note : 7 OTHER LONG-TERM LIABILITIES	**31/03/2026**	**31/03/2025**
Trade Payable		
Creditors for MSME	0.00	0.00
Creditors for Others	60.22	65.82
	60.22	65.82

Trade Payables ageing schedule as at 31-03-2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3	
(i)	MSME (Refer note no. 6.1)		**0.00**			0.00
(ii)	Others				60.22	60.22
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	Total	0.00	0.00	0.00	60.22	60.22

Trade Payables ageing schedule as at 31-03-2025

Sl. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3	
(i)	MSME (Refer note no. 6.1)	**0.00**				
(ii)	Others	**0.00**	0.96	**64.86**	0.00	65.82
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	Total	0.00	0.96	64.86	0.00	65.82

Note No. 6.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company.

Note No.:6.2 Outstanding Balances are subject to confirmation and reconciliation, if any.

Note : 8 LONG-TERM PROVISIONS	**31/03/2026**	**31/03/2025**
Provision for Grautity	12.74	**9.14**
	12.74	9.14

Note : 9 SHORT-TERM BORROWINGS	**As at 31st March,2026**	**As at 31st March,2025**
(a) Secured Loans :		
(i)Cash credit Limits From Punjab National Bank LTD.	3732.71	1152.55
Refer Note No : 9.1 for terms & conditions		
	3732.71	1152.55

Note No : 9.1 The Company has availed Secured Cash Credit limit of Rs. 45.00 Crore (Rupees forty five Crore) against hypothecation of current assets as stated in sanction letter from Punjab National Bank , bearing interest rate 8.70% with monthly rest, for 12 months, subject to renewable every year and other terms and condition as stated in sanction letter dt., 29.06.2024.

1) PRIMARY SECURITIES:

As provided in sanction letter, exclusive charge on entire Current Assets of the Company (present & future) including stock of raw materials, stock in progress, finished goods, consumables, receivables/book debts , stores and spares etc., having bank margin 25 %.

2) COLLATERAL OF SECURITY:

Factory land and building at weaving unit no 1, Situated and lying on freehold bonafied industrial purpose land being Surevy no 297 paiki having plot area of 8650.36 Sq.Mts. undivided area (out of total area of 64851 Sq.Mts.), in the scheme known as "the spinning park "Situated at Mouje village, Dholi, Dholka, Ahmedabad Dholka-382240.

BOUNDED BY: NORTH: Open land, SOUTH: Road EAST: Road WEST: S N 301

(3) PERSONAL GUARANTEE:

Personal Guarantee provided/given by Mr. Bharatbhusan Agarwal and Mr. Rikin Bharatbhusan Agarwal as mention in Sanction letter.

The charge of Punjab National Bank has been registered with Registrar of Company on 07.10.2024

SHANTI SPINTEX LIMITED
CIN: L17120GJ2010PLC062084
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Amounts in Lacs

Note : 10 TRADE PAYABLES	**31/03/2026**	**31/03/2025**
Total outstanding dues of micro & small enterprises (refer note no. 9.1)	29.59	30.10
Total outstanding dues of creditors other than micro & small enterprises		89.60
Total outstanding dues of Other creditors	6346.78	5194.91
	6376.37	5314.61

Trade Payables ageing schedule as at 31st March,2026

Sl. No.	**Particulars**	**Outstanding for following periods from due date of payment**				**Total**
		Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
(i)	MSME	29.59				29.59
(ii)	Others	6346.78		0.00	0.00	6346.78
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	Total	6376.37	0.00	0.00	0.00	6376.37

Trade Payables ageing schedule as at 31st March,2025

Sl. No.	**Particulars**	**Outstanding for following periods from due date of payment**				**Total**
		Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
(i)	MSME	**119.70**				**119.70**
(ii)	Others	5194.91		0.00	0.00	5194.91
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	Total	5314.61	0.00	0.00	0.00	5314.61

Note No. 10.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company

Note No.: 10.2 Outstanding Balances are subject to confirmation and reconciliation, if any.

Note : 11 OTHER CURRENT LIABILITIES	**31/03/2026**	**31/03/2025**
Statutory Liabilities	12.53	11.46
Unpaid Expenses	115.80	36.71
	128.34	48.17

Note : 12 SHORT-TERM PROVISIONS	**31/03/2026**	**31/03/2025**
Provision for Employee Benefits	26.73	22.18
Provision for Current Tax	145.00	330.00
Provision for Income Tax A.Y.2019-20	0.77	0.77
Short Term Provision for Gratuity	0.83	0.03
Short Term Provision for ROC fees	0.35	0.00
	173.67	352.97

Note:13 <u>NON -CURRENT ASSETS</u>

PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS COST BLOCK				DEPRECIATION BLOCK				Net Block	Net Block
	Gross Block (Opening)	Gross Block - (Addition)	Gross Block - (Deletion)	Gross Block - (31/03/2026)	Depreciation (Opening)	Depreciation - Addition / Amortization	Depreciation - (Deduction)	Depreciation (Closing)	Net Block as on 31.03.2026	Net Block as on 31.03.2025
Plant & Machinery	6090.96	30.30	0.00	6121.26	2404.61	302.24	0.00	2706.86	3414.40	3686.35
Office Equipment	32.04	0.00	0.00	32.04	12.87	6.09	0.00	18.95	13.09	19.18
Renewable Energy	1622.18	0.00	0.00	1622.18	187.04	77.72	0.00	264.76	1357.42	1435.14
Vehicle	101.53	0.00	0.00	101.53	60.62	11.83	0.00	72.45	29.07	40.90
Factory Building	979.44	0.00	0.00	979.44	719.00	93.05	0.00	812.05	167.39	260.44
Free Hold Land	280.86	0.00	0.00	280.86	0.00	0.00	0.00	0.00	280.86	280.86
Lease Land	230.00	0.00	0.00	230.00	19.86	2.21	0.00	22.06	207.94	210.14
Office Building	276.62	0.00	0.00	276.62	8.15	4.38	0.00	12.53	264.10	268.48
Furniture & Fixures	99.87	0.36	0.00	100.23	11.97	9.49	0.00	21.46	78.78	87.90
Total of current year	**9713.50**	**30.66**	**0.00**	**9744.17**	**3424.12**	**507.00**	**0.00**	**3931.12**	**5813.04**	**6289.38**
Figures of previous year	**9652.19**	**67.84**	**6.52**	**9713.50**	**2919.71**	**504.41**	**0.00**	**3424.12**	**6289.38**	**6732.47**

Note:13(a) **Intangible fixed assets**

	GROSS COST BLOCK				DEPRECIATION BLOCK				Net Block	Net Block
	Gross Block (Opening)	Gross Block - (Addition)	Gross Block - (Deletion)	Gross Block - (31/03/2026)	Depreciation (Opening)	Depreciation - Addition / Amortization	Depreciation - (Deduction)	Depreciation (Closing)	Net Block as on 31.03.2026	Net Block as on 31.03.2025
Software	0.00	5.00	0.00	5.00	0.00	0.83	0.00	0.83	4.17	0.00
Total of current year	**0.00**	**5.00**	**0.00**	**5.00**	**0.00**	**0.83**	**0.00**	**0.83**	**4.17**	0.00
Figures of previous year	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	

Grand Total of current year	***9713.50***	***35.66***	***0.00***	***9749.17***	***3424.12***	***507.84***	***0.00***	***3931.96***	***5817.21***	***6289.38***
Grand Total of previous year	***9652.19***	***67.84***	***6.52***	***9713.50***	***2919.71***	***504.41***	***0.00***	***3424.12***	***6289.38***	***6732.47***

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Note : 14 NON-CURRENT INVESTMENTS		**31/03/2026**	**31/03/2025**
A	Trade Investments		
		0.00	0.00
B	Inverstment in Subsidary		
	Teesta Spintex P.ltd.	405.20	0.00
	27,00,000 (P.Y. NIL) of equIty shares of Rs.10/- each	405.20	0.00
	(Refer Note No : 38.2The Company has invested in its subsidiary Company on 09.05.2025)		

Note : 15 LONG-TERM LOANS AND ADVANCES	**31/03/2026**	**31/03/2025**
	0.00	0.00

Note : 16 OTHER NON-CURRENT ASSETS	**31/03/2026**	**31/03/2025**
Security Deposits		
Gujarat Pollution Control Board	0.50	0.50
UGVCL(C.Y. includes accured interest)	96.15	95.54
Vat Deposit	0.20	0.20
Security Deposit CDSL	0.90	0.90
Security Deposit Torrent power ltd	3.10	3.08
Security Deposit NSDL	0.90	0.90
Rajeshwari Cotspin ltd (in CIRP)	10.00	0.00
Fixed Deposits with Bank - SBI		
SBI (Refer Note No. 20)	34.15	0.00
Long term Trade Receivables		
Secured, considered good	0.00	0.00
Unsecured considered good	46.05	47.75
Doubtful	0.00	0.00
(Refer Note No. 16.1)	191.95	148.87

Note No.16.1 Out standing balances are subject to confirmation and recociliatin, if any.

Long Trade Receivables ageing schedule as at 31-03-2026

Sl. No.	**Particulars**	**Outstanding for following periods from due date of payment**					**Total**
		Less than 6 months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i)	Undisputed Trade receivables - considered good	0.00			0.00	46.05	46.05
(ii)	Undisputed Trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Disputed trade receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
	Total	0.00	0.00	0.00	0.00	46.05	46.05

Long Trade Receivables ageing schedule as at 31-03-2025

Sl. No.	**Particulars**	**Outstanding for following periods from due date of payment**					**Total**
		Less than 6 months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	
(i)	Undisputed Trade receivables - considered good	0.00		47.75	0.00	0.00	47.75
(ii)	Undisputed Trade receivables - considered doubtful	0.00	0.00	**0.00**	**0.00**	0.00	**0.00**
(iii)	Disputed trade receivables - considered good	0.00	0.00	0.00	0.00	0.00	**0.00**
(iv)	Disputed trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	**0.00**
	Total	**0.00**	**0.00**	**47.75**	**0.00**	**0.00**	**47.75**

Note : 17 CURRENT INVESTMENTS		**31/03/2026**	**31/03/2025**
CURRENT INVESTMENTS (Quated at Cost)			
Shares -	PMS (Dream strategy) (M.V.Rs. 70.91 (P.Y. Rs. 66.31)	68.08	70.29
	Investment in Shares & Securitoes (Kifs Securties Investment) M.V. as on 31.03.2026 Rs. 1995.48	1653.59	0.00
	Sunrise investment opportunities fund ,NAV as on 31.03.2026 Rs.307.09/-	329.03	0.00
	PMS (India Raising) (M.V.Rs.70.40/- (P.Y.Rs. 70.58)	78.87	78.06
	Refer Note 17 (i)	2129.58	148.36

Note No : 17(i) The market Value of queted current investment as on 31.03.26 is Rs. 2439.47 (P.Y. Rs. 136.89)
The Share/securities are held by Hem Securities Limited under Port folio Management scheme

Note : 18 INVENTORIES		**31/03/2026**	**31/03/2025**
(i)	Raw Materials	369.95	442.89
(ii)	Work in Progress	15.03	515.79
(iii)	Finished Goods		
	(a) Grey Fabrics	329.99	143.37
	(b) Finshed Fabrics	382.14	1067.83
		1097.11	2169.88

Note No. 18.1 The closing stock is as taken valued and certified by the Management

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Note : 19 TRADE RECEIVABLES	31/03/2026	31/03/2025
Secured, considered good	0.00	0.00
Unsecured considered good	11403.09	6862.21
Doubtful	0.00	0.00
	11403.09	6862.21

Trade Receivables ageing schedule as at 31-03-2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed Trade receivables - considered good	11403.09		**0.00**	0.00	**0.00**	11403.09
(ii)	Undisputed Trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Disputed trade receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11403.09	0.00	0.00	0.00	0.00	11403.09

Trade Receivables ageing schedule as at 31-03-2025

Sl. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months -	1-2 years	2-3 years	More than 3	
(i)	Undisputed Trade receivables - considered good	6861.62	0.59	0.00	0.00	0.00	6862.21
(ii)	Undisputed Trade receivables - considered doubtful	0.00	0.00	**0.00**	0.00	**0.00**	0.00
(iii)	Disputed trade receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed trade receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
	Total	6861.62	0.59	0.00	0.00	0.00	6862.21

Note No.:19.1 Outstanding Balances are subject to confirmation and reconciliation, if any.

Note : 20 CASH EQUIVALENTS AND BANK BALANCES	31/03/2026	31/03/2025
Balances with Banks		
In Current Accounts	2.05	0.98
Cash in Hand	0.02	0.20
In Deposite Account		
Term Deposits with Nationalised Bank		
a) Fixed Deposits with Punjab National Bank having maturity of more than 3 months	0.00	757.66
b) Fixed Deposits with State Bank of India having maturity of more than 3 months (Refer Note No.20.2)	0.00	32.59
c) Fixed Deposits with state bank of india having maturity of more than 12 months (Refer Note No.20.2)	34.15	0.00
Less: Fixed Deposits with state bank of india having maturity of more than 12 months (Refer Note No.16)	34.15	0.00
	2.07	791.44

Note No. 20.1 : Fixed Deposits are incusive of accrued interest thereon.
Note No. 20.2 Deposit with bank are under lien against bank guarantee isssued and are inclusive of accrued interest as on 31.03.2026 Rs.34.15 (Previous year Rs. 32.59)

Note : 21 SHORT-TERM LOANS AND ADVANCES	31/03/2026	31/03/2025
Unsecured considered good		
Loan and Advances to related parties		
a) Subsidiaries - Teesta Spintex Pvt ltd.		0.00
b) Others		
Other Loans and Advances		
Balances with Statutory Authorities	0.00	0.00
Inverted IGST Claim Refund	0.00	48.83
State GST Refund Receivable (Phase 1)	68.78	631.01
Tuff Capital Subsidy Receivable A/c (Phase 1)	0.00	56.96
Tuff Capital Subsidy Receivable A/c (Phase 2)	0.00	229.05
GST receivable	12.87	5.04
TDS / TCS Receivable	80.37	73.33
Advance Income Tax for F.Y. 2024-25	0.00	203.00
Advance to staff	0.05	0.00
Advance Income tax F.Y. 2025-26	30.00	0.00
Other advances recoverable in cash or in kind or for value to be received		
Advance for puchase of Assets & other expences	0.10	0.10
Balance with Hem Securities ltd under port folio management	3.54	9.00
Interst receivable on -SBI FD	0.60	0.68
PrePaid Expenses	7.20	5.56
UGVCL surplus unit claim receivable (windmill)	8.17	0.00
Trade Security Deposit -Visal Fabrics	300.00	0.00
	511.68	1262.56

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Note : 22 OTHER CURRENT ASSETS	**31/03/2026**	**31/03/2024**
Income Receivable for WindMill/Solar Roof Top Power Generation	36.81	33.65
Other Debtors	0.01	0.00
	36.82	33.65

Note : 23 REVENUE FROM OPERATIONS	**31/03/2026**	**31/03/2025**
(a) Sale of Products		
Sale of Goods	0.00	0.00
Fabrics Sales , Less: Disscount	50764.34	70275.79
Weaving Job Work income	231.22	0.20
Yarn / Bottom Yarn Sales	16889.06	233.18
Export Sales	0.00	32.90
(b) Supply of Services		
Wind Mill Power Generation Income (Gross)	303.83	352.16
Solar Roof Top genetation Income (Gross)	93.20	99.78
	68281.66	**70994.01**

Note : 24 OTHER INCOME	**31/03/2026**	**31/03/2025**
Interest on Fixed Deposit	193.06	23.60
Interest on Deposit with UGVCL / Torrent	6.08	6.08
Interest on Deposit with Torrent Power	0.20	0.20
Prior Period Income	0.81	10.27
Scrap & Wastage Sales	5.99	1.70
Income From Investment AIF (Exempted)	75.42	0.00
Excess prov.written off	0.58	-0.31
Rebate / Kasar Vatav	0.23	0.69
Dividend from Company	0.60	0.34
Custom duty draw back	0.00	0.38
Sundry Creditors w/off	0.00	0.05
Short Term capital gain on sale of Shares/NCD	146.51	8.28
Actuarial Gain (Gratuity)	0.00	1.15
Long term loss on sale shares	-3.47	0.00
	426.02	52.41

Note : 25 COST OF MATERIALS CONSUMED	**31/03/2026**	**31/03/2025**
MATERIALS CONSUMED :		
Opening Stock	442.89	532.90
Add: Purchases (Yarn, Fabric & Others, etc.)	65048.03	68219.91
Less: Closing Stock	369.95	442.89
(As taken and valued and certified the management)		
	65120.96	68309.92

Note : 26 CHANGES IN INVENTORIES	**31/03/2026**	**31/03/2025**
(i)Work in Progress	-485.53	398.70
(ii)Finished Goods		
(a) Grey Fabrics	186.62	28.80
(b) Finshed Fabrics	-700.92	-17.03
	-999.83	410.47

Note 26.1 MANUFACTURING EXPENSES :		
Drawing & Knotting Charges	18.78	16.62
Inspection Charges	6.04	6.11
Electricity Charges	550.23	600.12
Windmill Operating Expenses	76.30	52.29
Solar Operation Expenses	13.69	11.83
IDR Division Exp	101.53	0.00
	766.58	686.97

Note : 27 EMPLOYEE BENEFITS EXPENSE	**31/03/2026**	**31/03/2025**
Managerial Remuneration	17.44	16.48
Salary & Wages	239.49	204.17
Contribution to Employee Deposit Linked Insurance Scheme	0.04	0.05
Staff Welfare Expenses, Medical exp	0.32	0.19
Gratuity Expenses	4.41	3.78
Providend Fund Employer	1.41	1.38
Provident Fund Exp	0.06	0.06
	263.18	226.11

Note.27.1 Retirement Benefits	**31/03/2026**	**31/03/2025**
A) **Defined Benefit Plans:**		
Particulars		
i) **Amounts recognised in the Balance Sheet in respect of Gratuity**		
Present Value of the funded Defined Benefit Obligations at the end of the year	9.16	7.55
Fair Value of Plan Assets	0.00	0.00
Net (Asset)/ Liability	9.16	9.16

Amounts in Lacs

	Employee Benefits Expenses in		
	Current Service Cost	3.69	3.24
	Interest on Net Defined Benefit Liability /(Assets)	0.64	0.55
	Net actuarial (gain)/loss recognised in the period	0.08	-1.15
	Expenses to be recognised in P&L	4.41	2.64
ii)	**Reconciliation of Present Value of the Obligation and the Fair Value of the Plan of Assets :**		
	Change in Net Liabilities/ (Assets)		
	Opening gross Defined Benefit Liabilities/(Assets)	9.16	7.55
	Expenses Charged to Profit & Loss	4.41	1.61
	Amount Recognised Outside Profit and Loss -OCI		
	Employer Contribution		
	Closing Net Defined Benefit Liabilities/ (Assets)	13.57	9.16
iii)	**Quantitive Sensitivity Analysis for Significant Assumption is as below :**		
	Incease/ Decrease in Present Value of Defined Benefits Obligation at the end of the year		
	Particulars		
	Deined Benefit Obligation (Base)	13.57	7.55
	Liability with 1.00 % Increase in Discount Rate	12.68	6.79
	Liability with 1.00 % Decrease in Discount Rate	14.57	8.46
	Liability with 1.00 % Increase in Rate of Salary Increase	14.58	8.47
	Liability with 1.00 % Decrease in Rate of Salary Increase	12.65	6.77
	Liability with 1.00 % Increase in Withdrawal Rate	13.62	7.56
	Liability with 1.00 % Decrease in Withdrawal Rate	13.49	7.51

Particulars		
Principal Actuarial Assumptions at the Balance Sheet Date		
Discount Rate	7.75 % per annum	7.00% per annum
Salary Escalation		
Salary Escalation - Staff	5.00 % per annum	5.00% per annum
Mortality Rate during Employment	IALM 2012-14	IALM 2012-14
Rate of Employee Turnover	10.00% per annum	10.00% per annum

Current Liability		
Current Liability (Short Term)	0.83	0.03
Non Current Laibility (Long Term)	12.74	9.14
Total Liability	13.57	9.16

Benefits Valued		
Normal Retirement Age	60Years	60Years
Salary	Last drawing qualifying salary	Last drawing qualifying salary
Vesting Period	5 years of service	5 years of service
Benefits on Normal Retirement	15/26*Salary*Past service (yr.)	15/26*Salary*Past service (yr.)
Benefit on early exit due to death and diability	As above except that no vesting conditions apply	As above except that no vesting conditions apply
Limit	20.00	20.00

Note : 28 FINANCE COSTS	**31/03/2026**	**31/03/2025**
Interest on Wind Mill Loan	0.00	69.06
Interest on Car Loan	0.00	0.12
Interest on PNB CC A/c	192.72	15.19
Interest on Term Loan	0.00	51.76
Interest on GECL Loan	0.00	22.18
Other Borrowing Costs (Bank charges)	7.45	5.65
Interest on Late payment of GST	0.00	0.00
Interest on Late payment of TDS	0.00	0.01
Intererst on late payment of PF	0.00	0.00
Interest on Sharafi	8.57	
Mortgage Charges / Legal Exp	11.35	8.02
	220.08	171.99

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Note : 29 OPERATING AND OTHER EXPENSES	31/03/2026	31/03/2025
OTHER DIRECT EXPENSES :		
Loading & Unloading Expenses	20.84	15.65
Catch Code Yarn	1.92	2.63
Insurance Expenses	17.41	13.40
Rent, Rates & Taxes	0.43	2.78
Freight Expenses	0.00	3.70
Plant Expenses	1.16	0.71
Plant Sundry Material	0.00	0.14
	41.76	39.01
Payments to Auditor (Refer Note : 29.1)	2.50	1.90
Car Hire	2.30	2.83
Petrol/Disel Expenses [car & tractor]	5.48	6.50
Conveyance Expenses	0.25	0.21
Commission & Brokerage	20.76	0.47
Computer Repairing	0.71	0.56
Consultancy & Professional Fess		5.80
CSR Activities	31.00	24.00
Electric Exp Navratna office	2.78	2.67
Housekeeping Expenses	10.11	9.77
Factory Exp	0.00	0.08
Factory Licence Fees	0.52	0.28
GST Expenses	0.07	3.33
Car Insurance Charges	1.57	1.25
Internet Broadband Expenses	0.45	0.48
Investor Relation Services Exp	8.45	3.40
Lease Rent Expense	0.04	0.04
Legal and Professional Fees	8.10	13.88
GPCB Consent Fees	0.11	0.11
Mobile Expenses	0.36	0.26
Office Expenses	4.43	7.23
Outward Freight Expenses	64.75	37.02
Park Maintenance Expenses	5.46	5.46
Penalty	0.01	0.02
Postage & Courier	0.08	0.08
Prior Period Expenses	0.26	5.49
Photography Editing, and Cinemetography	0.00	0.18
Printing & Stationery	1.44	1.04
Repairs and Maintenance	11.86	3.98
ROC Expenses		0.09
Round Off	0.00	0.00
Portfolio Exp	1.71	1.32
Sundry Debtors w/off	0.23	0.00
Property Tax (Navratna)	1.09	1.07
Tally Cloud User Fees	0.35	0.58
Travelling Expenses	2.34	1.21
Vehicle Repairing	2.06	13.78
Water Expenses	1.84	1.12
Annual Listing Fees (BSE) & Other Expenses	2.80	2.64
PiT Archive Structured Digital Database Software	0.03	0.13
Office Maintenance exp	3.59	0.00
Website Development	0.57	0.00
Foreign Currency Exchange Loss	0.04	0.48
	200.48	160.72

Note: 29.1

	31/03/2026	31/03/2025
Payments to the Auditor		
As auditors - statutory audit fees	2.00	1.40
Tax Audit report	0.25	0.25
Income Tax Return	0.25	0.25
Others	0.00	0.00
	2.50	1.90

Note : 30 Disclosure required under companies Act, 2013.

Directors Remuneration

Particulars	Current year(Rs)	Last year (Rs)
Remuneration to Director		
1) Rikin BharatBhushan Agarwal	12.00	12.00
2) Bhavik Talati	0.00	4.48
Contribution to superannuation fund	Nil	Nil

Note: 31 **LEASE EXPENSES**

Operating Lease : Rental is expenses with reference to lease terms and other considerations

(a) The company has taken on sub- lease land at Village Likhala, Taluka Savar Kundla, District Amreli, owned by Government of India and leased by Gujrat Fluorochemicals . The total lease rent paid on the same amounting to Rs. 0.15 and taken on lease w.e.f. .29.12.2021

(b) The company has taken on lease land at Survey No. 402, Dholi Integrated Spinning Park Limited from Dholi Integrated Spinning Park Limited. The total lease rent paid on the same amounting to Rs. 0.04 and taken on lease w.e.f. 21-09-2015.

Paricular s	Current year(Rs)	Last year (Rs)
Not later than one year	0.19	0.19
Later than one year and not later than five years	0.77	0.77
Later than five years	4.54	4.54
Lease payment recognised in profit & loss A/c for the period	0.19	0.19
The total yearly lease payment is	0.19	0.19
Minimum lease per annum	0.19	0.19

Note: 32 In accordance with accounting standard 22 "Accounting for Taxes on Income" (AS22) issued by the ICAI. The company has accounted for deferred taxes during the year.

Following are the major components of deferred tax assets/ (liabilities) :

(Rs.)

Component	Deferred Tax Assets / (Liabilities) as at 01.04.2025	Current year DTA / (DTL)	Deferred Tax Assets / (Liabilities) as at 31.03.2026
Opening Balance	-871.29		-871.29
1) Difference in depreciation between accounting books and tax return & Gratuity		4.38	4.38
Total	-871.29	4.38	-866.92

Note: 33 Earning Per Share

(Rs.)

Particulars	**31/03/2026**	**31/03/2025**
Numerator used for calculating Basic and Diluted Earning Per Share (Profit After Tax)	448.76	1020.01
Nominal Value per Share	10	10
Weighted Average No. of Shares used as denominator for calculating Basic and Diluted Earning Per Share	168.88	168.88
Basic and Diluted earning per share (Rs)	2.66	6.04

Note: 34 **Related party Discloser (Accounting Standard 18)**

Description of relationship	**Names of related parties**
Key Management Personnel	1) Bharatbhushan Agrawal 2) Rikin Agarwal 3) Sejal Ronak Agrawal(w.e.f. 31.08.2023 & resigned w.e.f.14.06.2024) 4) Kruti Vyas(w.e.f.31.08.2023) 5) Mohini Singhal (C.S. w.e.f. 02.08.2023) 6) Bhavik Rameshbhai Talati (w.e.f.31.07.2023 & resigned w.e.f.01.01.2025) 7) Urmiladevi Agrawal (w.e.f. 03.01.2025) 8) Monika Gaurav Gupta (w.e.f 22.06.2024)
Associates	Rikin Fabrics Pvt. Ltd. Sparsh Fabric Pvt. Ltd Teesta Spintex Pvt. Ltd (Till 08.05.25)
Subsidiary	Teesta Spintex Pvt. Ltd (w.e.f.09.05.25)
Relatives Of Key Management Personnel	1) Deepika Agrawal 2) Sneha Bhavik Talati

List of Relatives of Key Managerial Personnel amd Enterprise over which Key Management Perosnnel and their relative excersie significant influence with whom transaction have taken place during the year.

NIL

A Transaction with related parties

PARTICULARS	Key Manegerial Personnel		Relatives of Key Managerial Personnel		Associates		Subsidiary	
	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25	2025-26	2024-25
1) LOAN TAKEN (Un secured loan)								
Rikin Agarwal	0.00	80.00						
Sparsh Fabrics P ltd					802.71	2162.00		
Bharat bhushan agarwal	207.50	0.00						
deepika Rikin Agarwal			367.50	0.00				
Rikin Agarwal HUF			15.00	0.00				
Bharat Bhushan Agarwal HUF			15.00	0.00				
2) LOANS GIVEN								
Rikin Agarwal	0.00	100.00						
Teesta Spintex Pvt ltd							921.27	0.00
Rikin Fabrics Pvt Ltd.					9.00	0.00		
3) LOAN RECEIVED BACK								
Rikin Agarwal	0.00	100.00						
Teesta Spintex Pvt ltd							921.27	0.00
Rikin Fabrics Pvt Ltd.					9.00			
4) LOAN RETURN								
Bharat Bhushan Agarwal	207.50				0.00	0.00		
Rikin Agarwal	0.00	80.00						
Sparsh Fabrics P ltd					802.71	2162.00		
deepika Rikin Agarwal			367.50	0.00				
Rikin Agarwal HUF			15.00	0.00				
Bharat Bhushan Agarwal HUF			15.00	0.00				
5)Material Advance Given								
Rikin Checmical	0.00	0.00						
5)Material Advance Received								
Rikin Checmical	0.00	0.00						
4) PURCHASES								
Sparsh Fabrics Pvt. Ltd.					0.53	123.09		
Rikin Fabrics Pvt. Ltd.					0.00	614.38		
Teesta Spintex Pvt ltd					32.47	488.69	430.20	
Bharat Bhushan Agarwal Prop Bharat Polyfab					0.00	12.13		
5) SALES								
Sparsh Fabrics Pvt. Ltd.					15.17	257.34		
Teesta Spintex Pvt ltd					0.00	1.51		
Bharat Bhushan Agarwal Prop Bharat Polyfab	0.00	37.05						
6) REMUNARATION								
1) Rikin Agarwal	12.00	12.00						
2)Mohini Singhal	4.06	3.53						
3) Bhavik Talati	0.00	4.48						
4) Sneha Talati			0.00	4.48				
7) SITTING FEE								
1) Sejal Ronak Agrawal	0.00	0.12						
2) Kruti Vyas	1.15	1.00						
3) Monika Gaurav Gupta	0.23	0.38						
OUTSTANDING BALANCES:-								
1) LOAN TAKEN								
2) LOAN GIVEN								
3)DEBTORS								
4)CREDITORS								
5) SALARY PAYABLE								
1)Rikin Agarwal	0.85	0.85						
2)Mohini Singhal	0.40	0.30						
6) SITTING FEES PAYABLE								
1) Monika Gaurav Gupta	0.07	0.00						

Note: 35 **Foreign Exchange Earnings/outgoings**

		Foreign Exchange Earnings/outgoings	Foreign Exchange Earnings/outgoings
Particluar		2025-26	2024-25
Revenue in foreign currency		0.00	32.90
Out going Expenditure in foreign currency		0.00	0.00

Note: 36 **Contingent liabilities and commitments (to the extent not provided for)**

₹

Contingent liabilities	As at 31 March, 2026	As at 31 March, 2025
(a)Claims against the Company not acknowledged as debt	NIL	NIL
(b) Unexpired Guarantees		
GEDCO against the transmission charges	31.13	31.13
(c) Other money for which the Company is contingently liable	NIL	NIL
(d) Income tax Liability for A.Y. 2022-23	6.78	6.78
(e) Income tax Liability for A.Y. 2021-22	0.12	7.57
(f) Other commitments : The estimated amount of contracts remaining to be executed on capital account and not provided for against which advance have been paid	0.00	0.00

Note 37: Provision for current year's income tax aggregating Rs. 145.00(P.Y. Rs. 330.00) has been made on estimated basis for the accounting year ended on 31.03.2026. The actual tax liabilities of the company will be determined on the basis of taxable income of the company for F.Y year 2025-26

Note 38.1: During F.Y.2023-24 ,Company was converted from closely held to Public Limited Company on 18.08.2023 and had completed its Initial Public Offering ("IPO")of 26,88,000 new equity share of face value of Rs.10/- each at premium of Rs.60/- per equity share aggregating to Rs.1881.60 and offer for sale number of equity shares 17.76 of face value of Rs.10/- each at premium of Rs.60/ . expenses related to IPO Rs.136.27 was debited against securities premium Account as per Section 52 of Companies Act,2013. Pursuant to the IPO , the equity shares of company have to got listed on the SME Platform of BSE on 27th December, 2023.

Note 38.2: During the year the, Company has aquired 100% share of Teesta Spintex Pvt. Ltd w.e.f. 09.05.2025, the Teesta Spintex Pvt. Ltd Company has became Subsidiary Company of Shanti Spintex Limited.

Note : 39 **Others**

39.1 In the opinion of the Board, all the current assets, Loans and advances have a value on the realization in the ordinary course of the business at least equal to the amount at which they are stated.

39.2 Balances of sundry debtors, sundry creditors and loans and advances etc., are subject to confirmation and reconciliation, and consequential adjustment, if any.

39.3 Previous year figures have been regrouped/ rearranged so as to make them comparable with current year's figures.

Note : 40 There is no Expenditure incurred on employees in receipt of remuneration of not less than Rs.24.00(Rupees twenty four lakh only) per annum or Rs 2.00 (rupees two lac only) per month, if employed throughout the year or part of the year.

Note :41 Note No. 6.1 & 9.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company.

Note: 42 Segment Reporting

For Management Purpose, the Company is currently organised into two major operating activities – 1) Textile Manufacturing and 2) Renewable energy : Windmill Operations and rooftoop solar energy .These divisions are the basis on which the Company reports its primary segment information
(i) Segment assets and liabilities:
Company is having two segments of business, Assets and Liabilities are bifurcated segment wise.
(ii) Segment revenue and expenses
Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter- corporate deposits, Profit on sale of investments, Interest expense, Provision for Contingencies and Income-tax.
The company operates primarily in India and there is no other significant geographical segment

PARTICULARS	31/03/2026	31/03/2026	31/03/2026	31/03/2025	31/03/2025	31/03/2025
	Textile	Renewable Energy	TOTAL	Textile	Renewable Energy	TOTAL
REVNUE						
Domestic Income	67884.63	397.04	68281.66	70542.07	451.94	70994.01
Export Income	NIL	NIL	NIL	NIL	NIL	NIL
Inter-segment Income	NIL	NIL	NIL	NIL	NIL	NIL
RESULTS	NIL	NIL	NIL	NIL	NIL	NIL
Segment Results	NIL	NIL	NIL	NIL	NIL	NIL
Unallocated Corporate Exps	NIL	NIL	67900.63	NIL	NIL	69516.84
Operating Profit	NIL	NIL	NIL	NIL	NIL	NIL
Interest Expense	220.08	NIL	220.08	102.77	69.06	171.83
Interest Income	NIL	NIL	NIL	NIL	NIL	NIL
Other Income	426.02	NIL	426.02	52.41	NIL	52.41
Deferred tax	NIL	NIL	-4.38	NIL	NIL	-2.08
Income tax	NIL	NIL	142.58	NIL	NIL	339.83
Net Profit	NIL	NIL	448.76	NIL	NIL	1020.01
OTHER INFORMATION						
Segment assets	20237.28	1357.42	21594.70	16271.20	1435.14	17706.34
Unallocated Corporate Asset	NIL	NIL	NIL	NIL	NIL	NIL
Total Assets	20237.28	1357.42	21594.70	16271.20	1435.14	17706.34
Segment Liabities	11565.96	0.00	11565.96	8029.56	0.00	8029.56
Unallocated Corporate Liabities	NIL	NIL	NIL	NIL	NIL	NIL
Capital Expenduture	NIL	NIL	NIL	NIL	NIL	NIL
Depreciation	430.11	77.72	507.84	426.75	77.66	504.41
Other on Capital Expenditure	NIL	NIL	NIL	NIL	NIL	NIL

Notes to Financial statements for the year ended 31st March,2026

Note: 43 Other Statutory Disclosure

43.1 (a)There is no such property wherein there is an issue with the tiltle, hence the title deeds related disclosures are not given

(b)The company does not have any investment in property hence, comment related to revaluation is not made

(c)During the year, the company has not revalued it's intangible assets or any asset of Property, Plant & Equipment , hence, disclosure related to revaluation is not made

(d)The company has given loans and advances which are either repayable on demand or are without specifying any terms or period of repayment. The disclosures related to loans and advances given to related party are given as under -

	31.03.26		31.03.25	
Type of Borrower	Amount of loan or advance in the nature of loan outstanding 31.03.2026	percentage to the total loans and advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding 31.03.2025	percentage to the total loans and advances in the nature of loans
Promoters	NIL	NIL	NIL	NIL
Directors	NIL	NIL	NIL	NIL
KMPs	NIL	NIL	NIL	NIL
Related Parties	NIL	NIL	NIL	NIL

43.2 Ageing schedule of CWIP is given during the year:

For FY 2025-26

(a) For Capital-work-in progress

(Amount in Lacs)

CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**		**More than 3 years**	
No such Project	-	-	-	-	-
	-				-
There is no capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original					

(Amount in Lacs)

CWIP	**To be completed in**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects	**No such CWIP**				

For FY 2024-25

(b) For Capital-work-in progress

(Amount in Lacs)

CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**		**More than 3 years**	
					-

(Amount in Lacs)

CWIP	**To be completed in**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects	**No such CWIP**				

43.3 The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

43.4 As on the reporting date, the company has borrowings from banks or financial institutions which is sanctioned as on 29.06.2024 and started utilising it from 27.12.2024 on the basis of security of current assets and for which quarterly returns are submitted and the details therof are as they are as under .

	As submitted to Bank		As Per Books		Remaks
	Book Debts (within six -Month)	Stock	Book Debts(within 90 days) out standing as on quarte end	Stock	
Q1	9064.46	1923.02	9064.49	1922.89	Refe Note 43.4.1
Q2	5091.35	1869.36	5091.35	1869.14	
Q3	8476.72	1593.86	8486.71	1464.90	
Q4	11347.54	1094.26	11347.54	1094.26	

43.4.1 The above fgure has been provided as per a copy of statement submitted to the bank duly acknowledge(sign) by the bank and the figure as per book are system genrated. The minor differences may arose due to the timing difference in recording transaction and statement submitted to bank having been prepared on provisional and estimated figure prior

43.5 The company is not declared a wilful defaulter by any bank or financial Institution or other lender.

43.6 The company does not have any transactions with struck off Companies.

43.7 There is no registration of charge or satisafaction /modification of charge which is required to be registered with ROC is pending.

43.8 Company has complied with with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017

43.9 Ratios for FY 25-26 and FY 24-25 are presented as under:

Ratio	Numerator	Denominator	**Current period**	**Previous period**	**% variance**	**Reason for variance**
- Current Ratio	Current Assets	Current Liabilities	**1.31**	**1.42**	**-8%**	
- Debt-Equity Ratio	Total Debt	Shareholder's Equity	**0.39**	**0.14**	**176%**	**See Note 43.9.1**
- Debt Service Coverage Ratio	Earnings for debt service	Debt service (Interest & Lease Payments + Principal Repayments)	**5.97**	**0.93**	**540%**	**See Note 43.9.2**
- Return on Equity Ratio	Net profit after tax - Preference Dividend	Average shareholder's equity	**4%**	**11%**	**-58%**	**See Note 43.9.3**
- Inventory turnover ratio	Cost of goods sold	Average Inventory	**41.80**	**35.33**	**18%**	
- Trade Receivables turnover ratio	Net Credit sales (Gross credit sales - sales return)	Average Trade Receivables	**7.44**	**8.93**	**-17%**	
- Trade payables turnover ratio	Net credit purchase (Gross credit purchases - purchase return)	Average Trade payables	**11.02**	**11.18**	**-1%**	
- Net capital turnover ratio	Net sales (Total sales - sales Return)	Working capital (Current assets - Current liabilities)	**14.61**	**16.67**	**-12%**	
- Net profit ratio	Net profit after tax	Net sales (Total sales - Sales Return)	**0.66%**	**1.44%**	**-54%**	**See Note 43.9.4**
- Return on Capital employed	Earnings before interest and tax	Capital Employed (Tangible Net worth + Total Debt + Deferred Tax Liability)	**8%**	**13%**	**-37%**	**See Note 43.9.5**
- Return on investment	Interest (Financial Income)	Investment	**7%**	**0.00**	**600%**	**Not comparable**

Reason for variances by more than 25% yearly

43.9.1 Debt-Equity Ratio has changed due to an increase in borrowing by 189% and a decrease in net profit by 56% during the year.

43.9.2 Debt Service Coverage Ratio has changed due to increase in interest expenses by 28.00% and also increase in borrowing by 189.00%

43.9.3 Return on Equity Ratio has changed due to decrease in net profit by 56.00%.

43.9.4 Net Profit Ratio has changed due to a reduction in profit of 56.00% and a turnover reduction of 3.85%.

43.9.5 Return on capital employed : Due to decrease in net profit by 56.00%.

43.10 During the year, company has not entered in any scheme of arrangements as specified in Section 230 to Section 237 of the Companies Act,2013

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

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries,

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

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

43.13 The company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

43.14 1) During the Financial year 2024-2025 the Income Tax department has made order u/s 147 on 28.03.2025 for Assessment year 2021-22 raising the demand of Rs.7.57 during the year the department has rectify u/s 154 on 04.03.2026 raising the demand Rs.0.12 however no provision is made during the year, management is preferring rectification application u/s 154, Management is of the view that substential demand raised will be reduced, leaving no material liability for tax payable hence no provision has been made in the account during the year.

2) During the preceding year u/s 147 & u/s143(3) for Assessment Year 2022-23 on 31.03.2024, raised the demand of Rs.6.78 for Assessment year 2022-23 , the company has filed an appeal with Income Tax department before CIT-A for Assessment year 2022-23. In view of preferring appeal no provision have been made of tax & interest payable total amounting to Rs.6.78 has been made in the accounts. Till date the appeal is pending for hearing.

3) During the year the Company has received intimation u/s 143(1) dated 25.05.2026 raising the demand of Rs.0.85 , The Management is preferring rectification u/s 154,Management is of the view that substential demand raised will be reduced, leaving no material liability for tax payable hence no provision has been made in the account during the year.

43.15 The Company has complied with the provision of section 135 of the Companies Act,2013.

(1)Amount required to be spent by Company during the year Rs.30.41

(2)(a)Amount of expenditure incurred Rs.11.00 payment made to Jay Harihar Krupa Foundation having project to provide poor student educationsuport,provide fees,books,school dress etc., Medical Camps, Daily Food Distrrbution for poor people and students location Ahmedabad.

(2)(b) Amount of expenditure Incurred Rs.20.00 payment made to GRD Welfare Federation having project of involovement in feeding the necessarry people with healthy and nutritious meal across india. stop the hunger and start te hoping.

3) Short fall at to end of the year Rs. Nil/-(P.Y. Nil)

Signatures to Notes on Account Note no :1 to 43

UDIN: 26016613XOZMSJ9109
For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

Bharatbhushan Agarwal
Director
DIN: 44287

Rikin Agarwal
Director
DIN: 100474W

Anil Shah
Partner
Membership No : 016613

Mohini Singhal
Company Secretary
Membership No. A47724

Place: Ahmedabad
Date: 28.05.2026

Place : Ahmedabad
Date: 28.05.2026

INDEPENDENT AUDITORS' REPORT

UDIN: 26016613CWOHQZ4155

TO,
THE MEMBERS OF
SHANTI SPINTEX LIMITED
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **M/s SHANTI SPINTEX LIMITED** ("the Holding Company") and its Subsidiary Company **TEESTA SPINTEX LIMITED** (collectively referred to as " the Group") which comprise the Consolidated Balance Sheet as at 31st March, 2026, Consolidated Statement of Profit and Loss for the year ended 31st March, 2026, Cash Flow Statement for the year ended on that date, notes to the financial statements and a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the State of Affairs of the Company as at 31st March 2026 and its Profit and Cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. In our opinion there is no Key Audit Matter to be reported.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report, but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of the Auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Responsibility of Management for Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards referred to in Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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, the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

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

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

Report on Other Legal and Regulatory Requirements

1) As required by clause (xxi) of paragraph 3 of the Companies (Auditor's Report) Order,2020 ("CARO") issued by the Central Government in terms of subsection (11) of section 143 of the Act, we state that neither there have been any qualification or adverse remark by the respective auditors nor any by us.

2) As required by section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

   b) In our opinion proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books the Company has enablement of edit log feature in accounting software pursuant to rule 3(1) of the Companies(Accounts) Rules,2014.(Audit Trail)
   c) The Consolidated Balance Sheet and Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement along with Notes to accounts, dealt with by this Report are in agreement with the books of accounts.

   d) In our opinion, the aforesaid Consolidated Balance Sheet and Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement comply with the Accounting Standards referred to in Section 133 of the Companies Act, 2013 ("the Act"), read with Rule 7 of Companies (Accounts) Rules, 2014.

   e) On the basis of written representations received from the directors as on 31st March 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on 1st March 2026, from being appointed as a director in terms of Section 164 (2) of the Companies Act, 2013.
   f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report.

   g) Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except that no audit trail enabled at the database level for accounting software Tally Prime to log any direct data changes."

   As proviso to Rule3(1) of the Companies (Accounts) Rules,2014 is applicable from April1,2023, Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014 on preservation of audit trail as per the statutory requirement for record retention is not maintained for the Financial year ended March 31,2026.

   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 year is in accordance with the provisions of section 197 of the Act.

   i) 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 Consolidated financial statement has disclosed the impact on pending litigations on its financial position to its consolidated financial statement as stated in Note No 36 & 43.14.

ANIL S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

"Annexure A"

To the Independent Auditor's Report referred REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **SHANTI SPINTEX LIMITED** ("the Holding Company") and its Subsidiary Company **TEESTA SPINTEX LIMITED** (collectively referred to as "the Group") as on March 31, 2026 in conjunction with our audit of the Consolidated Financial Statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act,2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these consolidated financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these consolidated financial statements.

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

SHANTI SPINTEX LIMITED
CIN: L17120GJ2010PLC062084

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31.03.2026

NOTE NO: 1: COMPANY INFORMATION

The company was incorporated as private limited company on 23/08/2010 under the Companies Act, 1956, and converted in to public limited company on 18.08.2023 and Company's equity share are listed on SME emerge platform of BSE with effect from 27th December 2023.The company was primarily engaged in trading of textile products, and has successfully implemented denim weaving plant since 2016-17, at Block No. 297, admeasuring 8660 Sq. Meters on lease hold land from M/s. Dholi Integrated Spinning Park Ltd. Weaving Project phase -1 and phase -2 , at Dholi Integrated Spinning Park, Village Dholi, TA : Dholka, Dist.: Ahmedabad.

NOTE NO: 2: SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation of Financial Statements:-

These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Sec 129 & 133 of the Companies Act, 2013, of India. The accounting policies applied by the company are consistent with those used in previous year.

2.2 Disclosure of Accounting Policies:-

The Accounting Principles and policies recognized as appropriate for measurement and reporting of the financial performance and the financial position on mercantile system and recognize items of income and expenditure on accrual basis. The statement on Significant Accounting policy excludes disclosures regarding Accounting Standards in respect of which there are no material transactions during year.

2.3 Revenue recognition:-

Revenue is recognized to the extent that it is probable that economic benefits will flow to the company and the revenue can be reliably measured. Commission/discount Income has been recognized on accrual basis.

2.4 Valuation of Inventories:-

Inventories are measured at cost and net realizable value, whichever is lower. Net realizable value is the estimated selling price in the ordinary course of business less estimated cost necessary to make the sale. Cost in respect of raw materials and stock in trade are determined on FIFO basis. Costs in respect of all other Inventories are computed on weighted average basis method. Finished goods and process stock include cost of conversion and other costs incurred in acquiring the inventory and bringing them to their present location and condition.

2.5 Property Plant & Equipment and Capital Work in Progress :-

a) Fixed assets are stated at cost of acquisition or construction. All cost relating to the acquisition and installation of fixed assets (Net of CENVAT/VAT/GST credits where ever applicable) are capitalized and include borrowing costs directly attributable to construction or acquisition of fixed assets, up to the date of asset is put to use and adjustment arising out of exchange rate variation relating to liabilities attributable to those fixed assets.

b) Advances paid towards the acquisition of fixed assets outstanding at each balance sheet date and cost of fixed assets not ready for their intended use before such date are disclosed under capital work-in progress. Work-in progress excludes expenditure pending for capitalization..

2.6 Depreciation :-

(a) Depreciation **of Property, Plant and Equipment** Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately on straight-line method. Parts of plant and equipment that are technically advised to be replaced at prescribed intervals / periods of operation, insurance spares and cost of inspection/ overhauling are depreciated separately based on their specific useful life provided these are of on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

As a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

2.8 Employee Benefits

Short Term Employee Benefits

Short term employee benefit obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within twelve months as at the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period.

Other Long Term Employee Benefits

The known liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

Post-Employment Benefits

- **Defined Benefit Plans**

  The known liability, if any, recognised in the balance sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods. if any liability in a financial year it is charged to Statement of Profit and Loss account. The defined benefit obligation if any, is calculated annually by Actuaries using the projected unit credit method. In other cases, such expenditure are charged to Statement of Profit and Loss Account considering it as Short Term Benefits when it is crystalizes.

- **Defined Contribution Plan**

  Defined contributions, if any, to Statutory Schemes are charged to the statement of profit and loss of the year.

Termination Benefit

Expenditure incurred on Voluntary Retirement Scheme is charged to the statement of profit and loss immediately.

2.9 Government Grants

Assistance by government in the form of transfers of resources to the Company in return for past or future compliance with certain conditions relating to operating activities of the entity other than those which cannot reasonably have a value placed upon them or those that cannot be distinguished from normal trading transactions of the Company are termed as government grants. All government grants are identified as either relating to assets or relating to income. Government grants whose primary condition is that a Company qualifying for them should purchase, construct or otherwise acquire long-term assets are identified as grants related to assets. Grants other than those related to assets are identified as related to income. Government grants are recognised when there is a reasonable assurance that the Company will comply with the conditions attaching to them and the grants will be received. A forgivable loan from government is treated as a government grant when there is a reasonable assurance that the entity will meet the terms for forgiveness of the loan. The Company recognises Government grants in profit or loss on a systematic basis over the periods in which the entity recognises as expenses the related costs for which

2.14 **Contingencies and Events occurring after Balance sheet date:-**

Material Events occurring after Balance sheet date are taken into cognizance. There have been no material changes or events since the date of balance sheet affecting financial statements as on the Balance sheet date. Further, the dates of Balance sheet, no events or circumstances have occurred, through properly excluded from the accounts, are of such importance that they should be disclosed through any medium.

2.15 **Preliminary Expenditure:-**

Preliminary Expenditure is to be apportioned in five equal installments, commencing from the year in which operation has commenced.

2.16 **Preoperative Expenses:-**

As regards in direct expenditure on project implementation/ construction, are treated as preoperative expenditure pending allocation to fixed assets in progress and is shown as "Preoperative Expenses" under "Other Non-Current Assets". The same is transferred to fixed assets on progressive basis and is capitalized along with fixed assets on commencement of commercial activities on pro-rata basis to respective assets.

2.17 **Earnings per Share**

Basic earnings per share is calculated by dividing the profit or loss for the period attributable to the equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period 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. (Refer Note 33)

2.18 **Provisions:-**

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an out flow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determine based on best estimate required to settle the obligations at the balance sheet date these are review at each balance sheet date and adjusted to reflect the best estimates.

2.19 **Contingent Liabilities:-**

Contingent Liabilities are determined on the basis of available information and explanations given to us and are disclosed by way of note to the accounts, if any.

S. SHAH & CO. AHMEDABAD CHARTERED ACCOUNTANTS

SHANTI SPINTEX LIMITED

Sub Plot 1. Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka, Ahmedabad -382240, Gujarat

CIN: L17120GJ2010PLC062084

CONSOLIDATED BALANCE SHEET AS ON 31st March,2026

Rs. In Lacs

	Particulars	Note No.	31st March,2026
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' Funds**		
	(a) Share Capital	3	1688.80
	(b) Reserves and Surplus	4	8886.36
	(c) Money received against share warrants		
2	Share application money pending allotment		
3	**Non-Current Liabilities**		
	(a) Long-Term Borrowings	5	980.68
	(b) Defferred tax liabilities (net)	6	923.94
	(c) Other Long-Term Liabilities	7	60.22
	(d) Long-term provisions	8	13.65
4	**Current Liabilities**		0.00
	(a) Short-Term Borrowings	9	3732.71
	(b) Trade Payables		0.00
	(i) Total outstanding dues of micro and small enterprises	10	42.10
	(ii) Total outstanding dues of Creditors other than micro and small enterprises	10	6372.66
	(c) Other Current Liabilities	11	130.56
	(d) Short-term provisions	12	238.22
	TOTAL		**23069.90**
B	**ASSETS**		
1	**Non-Current Assets**		
	(a) Property, Plant & Equipment and Intangible assets		
	(i) Property, Plant & Equipment	13	7237.53
	(ii) Intangible Assets	13(a)	4.17
	Goodwill		135.20
	Softwear		
	(iii) Capital Work in Progress		0.00
	(iv) Intangible assets under development		0.00
	(b) Non-Current Investments	14	0.00
	(c) Deferred Tax Assets (net)	14.a	0.00
	(d) Long-Term Loans and Advances	15	0.00
	(e) Other non-current assets	16	206.26
2	**Current Assets**		0.00
	(a) Current investments	17	2129.58
	(b) Inventories	18	1108.35
	(c) Trade Receivables	19	11437.22
	(d) Cash and Bank Balances	20	46.82
	(e) Short-Term Loans and Advances	21	727.92
	(f) Other current assets	22	36.85
	TOTAL		**23069.90**

The Schedules referred to above are an integral part of Profit & Loss
Significant Accounting Policies and Notes on Accounts as Note "1 to 43"

As per our report of even date,

UDIN: 26016613CWOHQZ4155

For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

For and on behalf of the Board

Bharatbhushan Agarwal
Director

Rikin Agarwal
Director

Anil Shah
Partner
Membership No : 016613
Place : Ahmedabad
Date: 28.05.2026

Mohini Singhal
Company Secretary
Membership No. A47724
Place : Ahmedabad
Date: 28.05.2026

SHANTI SPINTEX LIMITED

Sub Plot 1. Unit 1, Survey No. 297, Dholi Integrated Spinning Park Limited, Dholi, Dholka

CIN: L17120GJ2010PLC062084

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDING ON 31st March

	Particulars	Note No.	31st March 2026
A	**CONTINUING OPERATIONS**		
	Revenue from Operations	23	70420.87
2	Other Income	24	432.54
	Total Income		**70853.42**
3	**Expenses**		
	(a) Cost of materials consumed	25	66348.77
	(b) Purchases of Stock-in-trade	26	0.00
	(c) Changes in inventories of finished goods, work-in-progess		0.00
	and stock in trade		999.83
	(d) Manufacturing Expenses	26.1	851.76
	(e) Employee Benefits Expense	27	319.94
	(f) Finance Costs	28	281.48
	(g) Depreciation & Amortisation Expense	12	556.74
	(h) Other Expenses	29	290.09
	Total Expenses		**69648.61**
4	Profit / (Loss) before exceptional and extraordinary items & tax		1204.81
5	Exceptional Items		0.00
6	Profit / (Loss) before extraordinary items & tax		1204.81
7	Extraordinary Items		0.00
8	Profit / (Loss) before tax		1204.81
9	**Tax Expense :**		
	Current Tax		203.77
	Deferred Tax		12.35
	Tax adujstment of Earlier Years		-2.42
	Net Tax Expense		213.71
10	**Profit/ (Loss) from continuing operations for the Year**		**991.10**
	Profit/(loss) from discontinuing operations		
	Tax expense of discontinuing operations		
	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		
	Profit/ (Loss) after tax (XI + XIV)		**991.10**

Earnings Per Equity Share (F. V. of ₹ 10/- each) :	32	
Basic and Diluted (in ₹)		
1) Basic		**5.87**
2) Diluted		**5.87**

The Schedules referred to above are an integral part of Profit & Loss
Significant Accounting Policies and Notes on Accounts as Note "1 to 43 "

As per our report of even date,
UDIN: 26016613CWOHQZ4155
For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

For and on behalf of the Board

Bharatbhushan Agarwal
Director

Rikin Agarwal
Director

Anil Shah
Partner
Membership No : 016613
Place : Ahmedabad
Date: 28.05.2026

Mohini Singhal
Company Secretary
Membership No. A47724
Place : Ahmedabad
Date: 28.05.2026

SHANTI SPINTEX LIMITED

CIN: L17120GJ2010PLC062084
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Amounts in ₹

Note	: 3 SHARE CAPITAL	As at 31st March,2026	
		No. of Shares	Amounts in ₹
	(a) Authorised :		
	Equity Shares of ₹10/- each with voting rights	2,00,00,000	2000.00
	(b) Issued, Subscribed & Fully paid-up :		
	Equity Shares of ₹10/- each with voting rights	1,68,88,000	1688.80
		1,68,88,000	1688.80

The Authorised Share Capital of the Company has been raised from Rs.10 crores consisting of 100,00,000 Equity shares of Rs. 10 ,up to Rs, 20 crores consisting of 200,00,000 Equity shares of Rs. 10 each with the approval of Shareholders in their meeting held on 20th June, 2023.

(a) **Terms / Rights attached to Equity Shares**

The Company has only one class of Equity Shares having a par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. Any shareholder whose name is entered in the Register of Members of the Company shall enjoy the same rights and be subject to the same liabilities as all other shareholders of the same class.

In the event of liquidation of the Company, Equity Shareholders will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of the equity shares held by the shareholders.

(b) **Details of Shareholders holding more than 5 % (percent) shares in the Company**

	As at 31st March,2026	
	No. of Shares	% of Holding
Equity Shares of ₹ 10 each fully paid-up		
Name of the Shareholders		
1. Bharatbhushan O. Agarwal	30,33,800	17.96%
2. Rikin B. Agarwal	30,28,400	17.93%
3. Urmiladevi B. Agarwal	10,37,800	6.15%
4. Kautilya Traders Pvt. Ltd.	27,72,000	16.41%
5. Vijay Subham Contrade Pvt. Ltd.	25,52,000	15.11%

(c) **Reconciliation of number of shares outstanding is set out below:**

	As at 31st March,2026	
	No. of Shares	Amounts in ₹
Equity shares at the beginning of the year	1,68,80,000	1688.80
Add: Bonus Shares issued during the year(Refer Note No : 3.1		
Add: Issue of shares under IPO during the year (Refer Note No :39)		
Less: Buy Back		
Equity shares at the end of the year	1,68,80,000	1688.80

Note :3.1 During the financial year 2023-24 the Company has issued bonus shares in the ratios 1:1out of share premium account on 02.08.2023vide Board resolution passed on 31.07.2023.
Note No : 3.2 During F.Y.2023-24 ,Company was converted from closely held to Public Limited Company on 18.08.2023 and had completed its Initial Public Offering ("IPO")of 26,88,000/- new equity share of face value of Rs.10/- each at premium of Rs.60/- per equity share aggregating to Rs.18,81,60,000/-and offer for sale number of equity shares 17,76,000 of face value of Rs.10/- each at premium of Rs.60/ . expenses related to IPO Rs.1,36,27,552/- was debited against securities premium Account as per Section 52 of Companies Act,2013. Pursuant to the IPO , the equity shares of company have to got listed on the SME Platform of BSE on 27th December, 2023.

(f) **Shareholding of Promoters as at 31-03-2026**

S. No.	Promotor	No. of Shares	% of total shares
1	Bharatbhushan O. Agarwal	30,33,800	21.36%
2	Rikin B. Agarwal	30,28,400	21.33%
	Total	60,62,200	42.69%

Amounts in ₹

Shareholding of Promoters as at 31-03-2025

S. No.	Promotor	No. of Shares	% of total shares
1	Bharatbhushan O. Agarwal	30,33,800	21.36%
2	Rikin B. Agarwal	30,28,400	21.33%
	Total	60,62,200	42.69%

As per records of the Company, including its registers of Shareholders / Members and other declarations received from Shareholders regarding beneficial Interest, the above shareholding represents both legal and beneficial ownerships of shares.

Note	: 4 RESERVES AND SURPLUS	Consolidated As at 31st March,2026
	1) Capital Reserve : Balance as per last year	452.67
	less : Tuff subsicdy w/offF	96.81
	2) Securities Premium Account : Balance at the beginning of the year & at the year end	2874.52
	Sub total	3230.38
	3) Surplus in the Statement of Profit and Loss :	0.00
	Opening Balance	4664.87
	Add : Profit for the year	991.10
		0.00
	Closing Balance	5655.97
		8886.36

Note	: 5 LONG-TERM BORROWINGS	Consolidated As at 31st March,2026
	Secured:	
	Punjab National Bank -Term Loan A/c	765.68
		765.68
	Less: Current Maturities of Term Loan	0.00
		765.68
	Unsecured:	
	From Body Corporates	215.00
	(Non interest bearing)	980.68
	Refer Note No. 5.1	
	Details of Term Loan and Security Provided	

(**A**) TERMS OF REPAYMENT	Rate of Interest		Consolidated As at 31st March,2026
Term Loan :-	At present @ 10% p.a. based on present IRR B1 subject to change from time to time as per Bank's/RBI gidelines &		**765.68**
Principal Repayable in Total 28 Quarterly installmennts commencing during financial year 2025-26, and ending during financial year 2031-32 .			

Amounts in ₹

(B) (i) Primary Security with Bank for Term Loan :-

Exclusive charge on Plant & Machineries, Furniture fixtures, Equipments and any types of Fixed assets created out bank finance, entire block assets of the Company.

(ii) Other Security with bank for Term Loan:

Term Loan shall also have second charge on the entire current assets (Present & Future) of the Company.

(C) Additionally secured by mortgage of properties situted at Industrial non agricultural land bearing Survey No.402 (old survey No.2paiki)paiki admeasuring about 11279 Sq. Meters of Mouje Dholi, ,Taluka Dholka, Registeration Ditrict, Ahmedabad. Along with super structure there on owned in the name of M/s. Teesta Spintex Pvt.Limited and corporate guarantee

(D) Guarantee Personal Guarantee

(i) Shri Rikin Agarwal
(ii) Shri Mukesh Agrawal
(iii) Shri Ravi Bansal

Corporate Guarantee

(i) Teesta Spintex Pvt. Ltd.

(E) The Charge is Registered with ROC.

Note	**: 6 DEFERRED TAX LIABILITIES**	**Consolidated As at 31st March,2026**
	Opening Balance	911.59
	Current Year DTA	0.00
	Difference in WDV between Books & Tax return and Gratuity	12.35
		0.00
		923.94

Note	**: 7 OTHER LONG-TERM LIABILITIES**	**Consolidated As at 31st March,2026**
	Trade Payable	
	Creditors for MSME	0.00
	Creditors for Others	60.22
		60.22

Note : Trade Payable Ageing as per Annexure " A "

Note	**: 8 LONG-TERM PROVISIONS**	**Consolidated As at 31st March,2026**
	Provision for Grautity	**13.65**
		13.65

Note	**: 9 SHORT-TERM BORROWINGS**	**Consolidated As at 31st March,2026**
	(a) Secured Loans :	
	Cash credit Limits From Punjab National Bank LTD.	3732.71
	Refer Note No : 9.1 for terms & conditions	0.00
		0.00
		3732.71

Amounts in ₹

Note No : 9.1 The Company has availed Secured Cash Credit limit of Rs. 45.00 Crore (Rupees forty five Crore) against hypothecation of current assets as stated in sanction letter from Punjab National Bank , bearing interest rate 8.70% with monthly rest, for 12 months, subject to renewable every year and other terms and condition as stated in sanction letter dt., 29.06.2024.

1) PRIMARY SECURITIES:

As provided in sanction letter, exclusive charge on entire Current Assets of the Company (present & future) including stock of raw materials, stock in progress, finished goods, consumables, receivables/book debts , stores and spares etc., having bank margin 25 %.

2) COLLATERAL OF SECURITY:

Factory land and building at weaving unit no 1, Situated and lying on freehold bonafied industrial purpose land being Survey no 297 paiki having plot area of 8650.36 Sq.Mts. undivided area (out of total area of 64851 Sq.Mts.), in the scheme known as "the spinning park "Situated at Mouje village, Dholi, Dholka, Ahmedabad Dholka-382240.

BOUNDED BY: NORTH: Open land, SOUTH: Road EAST: Road WEST: S N 301

(3) PERSONAL GUARANTEE:

Personal Guarantee provided/given by Mr. Bharatbhusan Agarwal and Mr. Rikin Bharatbhusan Agarwal as mention in Sanction letter.

The charge of Punjab National Bank has been registered with Registrar of Company on 07.10.2024

Note	: 10 TRADE PAYABLES	Consolidated As at 31st March,2026
	Total outstanding dues of micro & small enterprises (refer note no	42.10
	Total outstanding dues of creditors other than micro & small enterprises	0.00
	Total outstanding dues of Other creditors	6372.66
		6414.76

Note : Trade Payable Ageing as per Annexure " **B** "

Note	: 11 OTHER CURRENT LIABILITIES	Consolidated As at 31st March,2026
	Statutory Liabilities	14.76
	Unpaid Expenses	115.80
		0.00
		130.56

Note	: 12 SHORT-TERM PROVISIONS	Consolidated As at 31st March,2026
	Provision for Employee Benefits	30.72
	Provision for Current Tax	203.77
	Provision for Income Tax A.Y.2019-20	0.77
	Short Term Provision for Gratuity	0.89
	Provision for electricity Exp	0.94
	Provision for Exp	0.79
	Short Term Provision for ROC fees	0.35
		238.22

Note:13 **NON -CURRENT ASSETS**

PROPERTY, PLANT & EQUIPMENT

Particulars	GROSS COST BLOCK				DEPRECIATION BLOCK				Net Block
	Gross Block (Opening)	Gross Block - (Addition)	Gross Block - (Deletion)	Gross Block - (31/03/2026)	Depreciation (Opening)	Depreciation - Addition / Amortization	Depreciation - (Deduction)	Depreciation (Closing)	Net Block as on 31.03.2026
Plant & Machinery	7133.90	76.92	0.00	7210.81	2448.31	337.92	0.00	2786.23	4424.58
Office Equipment	33.12	0.39	0.00	33.51	13.06	6.29	0.00	19.35	14.15
Renewable Energy	1622.18	0.00	0.00	1622.18	187.04	77.72	0.00	264.76	1357.42
Vehicle	101.53	0.00	0.00	101.53	60.62	11.83	0.00	72.45	29.07
Factory Building	1236.80	5.58	0.00	1242.38	727.60	100.48	0.00	828.07	414.31
Free Hold Land	350.99	0.00	0.00	350.99	0.00	0.00	0.00	0.00	350.99
Lease Land	230.00	0.00	0.00	230.00	19.86	2.21	0.00	22.06	207.94
Office Building	276.62	0.00	0.00	276.62	8.15	4.38	0.00	12.53	264.10
Furniture & Fixures	105.31	0.36	0.00	105.67	12.51	9.95	0.00	22.46	83.21
Electric & Electric Fittings	71.21	0.12	1.04	70.29	5.23	4.06	0.06	9.24	61.05
R.O Plant	33.24	0.00	0.00	33.24	1.39	1.13	0.00	2.52	30.71
Total of current year	**11194.89**	**83.37**	**1.04**	**11277.22**	**3483.77**	**555.97**	**0.06**	**4039.69**	**7237.53**

Note:13(a) **Intangible fixed assets**

	GROSS COST BLOCK				DEPRECIATION BLOCK				Net Block
	Gross Block (Opening)	Gross Block - (Addition)	Gross Block - (Deletion)	Gross Block - (31/03/2026)	Depreciation (Opening)	Depreciation - Addition / Amortization	Depreciation - (Deduction)	Depreciation (Closing)	Net Block as on 31.03.2026
Software	0.00	5.00	0.00	5.00	0.00	0.83	0.00	0.83	4.17
Total of current year	**0.00**	**5.00**	**0.00**	**5.00**	**0.00**	**0.83**	**0.00**	**0.83**	**4.17**
Figures of previous year	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**

Grand Total of current year	***11194.89***	***88.37***	***1.04***	***11282.22***	***3483.77***	***556.80***	***0.06***	***4040.52***	***7241.70***

SHANTI SPINTEX LIMITED

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NOTES FORMING PART OF THE FINANCIAL STATEMENTS

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Note	: 14 NON-CURRENT INVESTMENTS	Consolidated As at 31st March,2026
A	Trade Investments	

Note	: 14.a Deffered Tax Assets	Consolidated As at 31st March,2026
		0.00

Note	: 15 LONG-TERM LOANS AND ADVANCES	Consolidated As at 31st March,2026
		0.00
		0.00

Note	: 16 OTHER NON-CURRENT ASSETS	Consolidated As at 31st March,2026
	Security Deposits	
	Gujarat Pollution Control Board	0.50
	UGVCL(C.Y. includes accured interest)	110.46
	Vat Deposit	0.20
	Security Deposit CDSL	0.90
	Security Deposit Torrent power ltd	3.10
	Security Deposit NSDL	0.90
	Fixed Deposits with Bank - SBI	0.00
	SBI (Refer Note No. 20)	34.15
	Long term Trade Receivables	0.00
	Secured, considered good	0.00
	Unsecured considered good	46.05
	Doubtful	0.00
	(Refer Note No. 16.1)	206.26

Note : Trade Receivable Ageing as per Annexure " **C** "

Note No.16.1 Out standing balances are subject to confirmation and recociliatin, if any.

Note	: 17 CURRENT INVESTMENTS	Consolidated As at 31st March,2026
	CURRENT INVESTMENTS (Quated at Cost)	
	PMS (Dream strategy) (M.V.Rs. 70,90,660/-	68.08
	Investment in Shares & Securitoes (Kifs Securties Investment) M	1653.59
	Sunrise investment opportunities fund ,NAV as on 31.03.2026 R.	329.03
	PMS (India Raising) (M.V.Rs.70,40,630/-	78.87
	Refer Note 17 (i)	2129.58

Note No : 17(i) The market Value of queted current investment as on 31.03.26 is Rs.24,39,47,026/-

The Share/securities are held by Hem Securities Limited under Port folio Management scheme

Note	: 18 INVENTORIES		Consolidated As at 31st March,2026
	(i)	Raw Materials	381.19
	(ii)	Work in Progress	15.03
	(iii)	Finished Goods	0.00
		(a) Grey Fabrics	329.99
		(b) Finshed Fabrics	382.14
			0.00
			1108.35

Note No. 18.1 The closing stock is as taken valued and certified by the Management

Note	: 19 TRADE RECEIVABLES	Consolidated As at 31st March,2026
	Secured, considered good	
	Unsecured considered good	11437.22
	Doubtful	0.00
		11437.22

Note : Trade Receivable Ageing as per Annexure " **D** "

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Note	**: 20 CASH EQUIVALENTS AND BANK BALANCES**	**Consolidated As at 31st March,2026**
	Balances with Banks	
	In Current Accounts	46.46
	Cash in Hand	0.36
	In Deposite Account	
	Fixed Deposits having maturity of more than 12 months	34.15
	Deposite with SBI (Refer Note No.20.2)	
Less:	Fixed Deposits having maturity of more than 12 months	34.15
	(Refer Note No.16)	0.00
		46.82

Note No. 20.1 : Fixed Deposits are incusive of accrued interest thereon.
Note No. 20.2 Deposit with bank are under lien against bank guarantee isssued and are inclusive of accrued interest as on 31.03.2026 Rs.34,14,780/-

Note	**: 21 SHORT-TERM LOANS AND ADVANCES**	**Consolidated As at 31st March,2026**
	Unsecured considered good	
	Loan and Advances to related parties	
	Others	0.00
	Other Loans and Advances	0.00
	State GST Refund Receivable (Phase 1)	68.78
	GST receivable	189.78
	TDS / TCS Receivable	98.42
	Advance to staff	0.05
	Advance Income tax F.Y. 2025-26	50.00
	Other advances recoverable in cash or in kind or for value to be receiv	0.05
	Advance for puchase of Assets & other expences	0.10
	Balance with Hem Securities ltd under port folio management sch	3.54
	Interst receivable	0.60
	PrePaid Expenses	8.42
	UGVCL surplus unit claim receivable (windmill)	8.17
	Trade Security Deposit -Visal Fabrics ltd	300.00
		727.92

Note	**: 22 OTHER CURRENT ASSETS**	**Consolidated As at 31st March,2026**
	Income Receivable for WindMill/Solar Roof Top Power Generati	36.81
	Preliminary Expenses	0.03
	Other Debtors	0.01
		36.85

Note	**: 23 REVENUE FROM OPERATIONS**	**Consolidated As at 31st March,2026**
	(a) Sale of Products	
	Sale of Goods	0.00
	Fabrics Sales , Less: Disscount	52116.48
	Job Work income	1016.31
	Yarn / Bottom Yarn Sales	16889.06
	Sale of Stores	1.98
	(b) Supply of Services	0.00
	Wind Mill Power Generation Income (Gross)	303.83
	Solar Roof Top genetation Income (Gross)	93.20
		70420.87

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Amounts in ₹

Note	: 24 OTHER INCOME	Consolidated As at 31st March,2026
		0.00
	Interest on Fixed Deposit	193.06
	Interest on Deposit with UGVCL / Torrent	6.98
	Interest on Deposit with Torrent Power	0.20
	Prior Period Income	0.81
	Scrap & Wastage Sales	6.48
	Income From Investment AIF (Exempted)	75.42
	Excess prov.written off	0.58
	Rebate / Kasar Vatav	0.23
	Dividend from Company	0.60
	Short Term capital gain on sale of SHARES/NCD	151.17
	Long term loss on sale shares	-3.47
	Interest on Income tax refund	0.48
		432.54

Note	: 25 COST OF MATERIALS CONSUMED		Consolidated As at 31st March,2026
		MATERIALS CONSUMED :	
		Opening Stock	448.92
	Add:	Purchases (Yarn, Fabric & Others, etc.)	66281.05
	Less:	Closing Stock	381.19
		(As taken and valued and certified the management)	
			66348.77

Note	: 26 CHANGES IN INVENTORIES	Consolidated As at 31st March,2026
	(i)Work in Progress	-485.53
	(ii)Finished Goods	
	(a) Grey Fabrics	186.62
	(b) Finshed Fabrics	-700.92
		0.00
		-999.83

Note	26.1 MANUFACTURING EXPENSES :	Consolidated As at 31st March,2026
	Drawing & Knotting Charges	18.78
	Packing and Inspection Charges	47.94
	Electricity Charges	561.50
	Windmill Operating Expenses	76.30
	Solar Operation Expenses	13.69
	IDR Division Exp	101.53
	Finishing Machine Charges	22.30
	Store & Spares Purchase	9.72
		851.76

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Amounts in ₹

Note	**: 27 EMPLOYEE BENEFITS EXPENSE**	**Consolidated As at 31st March,2026**
	Managerial Remuneration	17.44
	Salary & Wages	295.34
	Contribution to Employee Deposit Linked Insurance Scheme	0.04
	Staff Welfare Expenses, Medical exp	0.32
	Gratuity Expenses	5.32
	Providend Fund Employer	1.41
	Provident Fund Exp	0.06
		319.94

Note.27.1 Retirement Benefits		**Consolidated As at 31st March,2026**
A)	**Defined Benefit Plans:**	
	Particulars	
i)	**Amounts recognised in the Balance Sheet in respect of Gratuity**	
	Present Value of the funded Defined Benefit Obligations at the er	10.14
	Fair Value of Plan Assets	0.00
	Net (Asset)/ Liability	9.16
	Amounts recognised in Employee Benefits Expenses in the Statement of Profit and Loss in respect of Gratuity	
	Current Service Cost	3.69
	Interest on Net Defined Benefit Liability /(Assets)	0.64
	Net actuarial (gain)/loss recognised in the period	0.08
	Expenses to be recognised in P&L	4.41
ii)	**Reconciliation of Present Value of the Obligation and the Fair Value of the Plan of Assets :**	
	Change in Net Liabilities/ (Assets)	
	Opening gross Defined Benefit Liabilities/(Assets)	9.16
	Expenses Charged to Profit & Loss	4.41
	Amount Recognised Outside Profit and Loss -OCI	
	Employer Contribution	
	Closing Net Defined Benefit Liabilities/ (Assets)	13.57
iii)	**Quantitive Sensitivity Analysis for Significant Assumption is as below :**	
	Incease/ Decrease in Present Value of Defined Benefits Obligation at the end of the year	
	Particulars	
	Deined Benefit Obligation (Base)	14.54
	Liability with 1.00 % Increase in Discount Rate	13.60
	Liability with 1.00 % Decrease in Discount Rate	15.60
	Liability with 1.00 % Increase in Rate of Salary Increase	15.62
	Liability with 1.00 % Decrease in Rate of Salary Increase	13.57
	Liability with 1.00 % Increase in Withdrawal Rate	14.57
	Liability with 1.00 % Decrease in Withdrawal Rate	14.48

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Amounts in ₹

	Particulars	
	Principal Actuarial Assumptions at the Balance Sheet Date	
	Discount Rate	7.75 % per annum
	Salary Escalation	
	Salary Escalation - Staff	5.00 % per annum
	Mortality Rate during Employment	IALM 2012-14
	Rate of Employee Turnover	10.00% per annum
	Current Liability	
	Current Liability (Short Term)	0.89
	Non Current Laibility (Long Term)	13.65
	Total Liability	14.54
	Benefits Valued	
	Normal Retirement Age	60Years
	Salary	Last drawing qualifying salary
	Vesting Period	5 years of service
	Benefits on Normal Retirement	15/26*Salary*Past service (yr.)
	Benefit on early exit due to death and diability	As above except that no vesting conditions
	Limit	20,00,000

Note	**: 28 FINANCE COSTS**	**Consolidated As at 31st March,2026**
	Interest on PNB CC A/c	192.72
	Interest on Term Loan	60.92
	Other Borrowing Costs /Bank charges	7.93
	Interest on Sharafi	8.57
	Mortgage Charges / Legal Exp	11.35
		281.48

Note	**: 29 OPERATING AND OTHER EXPENSES**	**Consolidated As at 31st March,2026**
	OTHER DIRECT EXPENSES :	
	Loading & Unloading Expenses	50.06
	Catch Code Yarn	1.92
	Insurance Expenses	20.15
	Rent, Rates & Taxes	0.43
	Freight Expenses	2.03
	Plant Expenses	1.98
	Plant Sundry Material	0.00
		76.56

Amounts in ₹

Payments to Auditor (Refer Note : 29.1)	2.70
GST Audit Fees	0.05
Labour Charges	0.04
DP Charges	0.01
Car Hire	2.30
Petrol/Disel Expenses [car & tractor]	5.48
Conveyance Expenses	0.25
Commission & Brokerage	20.76
Computer Repairing	0.71
Consultancy & Professional Fess	1.69
CSR Activities	31.00
Electric Exp Navratna office	2.78
Housekeeping Expenses	10.11
Factory Exp	2.70
Factory Licence Fees	0.52
GST Expenses	0.07
Car Insurance Charges	1.57
Internet Broadband Expenses	0.90
Investor Relation Services Exp	8.45
Inward Frieght (RCM)	0.31
Lease Rent Expense	0.04
Legal and Professional Fees	8.10
GPCB Consent Fees	0.11
Mobile Expenses	0.36
Office Expenses	4.59
Misc. Exp	0.13
Outward Freight Expenses	64.75
Park Maintenance Expenses	5.46
Penalty	0.01
Postage & Courier	0.08
Prior Period Expenses	0.28
Printing & Stationery	2.97
Repairs and Maintenance	12.68
ROC Expenses	0.11
Round Off	0.00
Security Charges	1.49
Portfolio Exp	1.71
Sundry Debtors w/off	1.32
Property Tax (Navratna)	1.09
Tally Cloud User Fees	0.35
Travelling Expenses	2.47
Vehicle Repairing	2.06
Water Expenses	3.92
Annual Listing Fees (BSE) & Other Expenses	2.80
Stamp Duty Exp	0.02
PiT Archive Structured Digital Database Software	0.03
Office Maintenance exp	3.59
Website Development	0.57
Foreign Currency Exchange Loss	0.04
	213.52
Grand total	**290.09**

Note: 29.1
Payments to the Auditor

As auditors - statutory audit fees	2.20
Tax Audit report	0.25
Income Tax Return	0.25
Others	0.05
	2.75

SHANTI SPINTEX LIMITED
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NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Annexure "A" forming part of Note No.7
Trade Payables ageing schedule as at 31-03-2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME (Refer note no. 6.1)	0.00	**0.00**	0.00	**0.00**	0.00
(ii)	Others	0.00	**0.00**	0.00	60.22	60.22
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	0.00	0.00
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	0.00	0.00
	Total	0.00	0.00	0.00	60.22	60.22

Note No. 6.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company.

Note No.:6.2 Outstanding Balances are subject to confirmation and reconciliation, if any.

Annexure "B" forming part of Note No.10
Trade Payables ageing schedule as at 31st March,2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	42.10	**0.00**	**0.00**	**0.00**	42.10
(ii)	Others	6372.66	**0.00**	0.00	0.00	6372.66
(iii)	Disputed dues- MSME	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
(iv)	Disputed dues - Others	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	Total	6414.76	0.00	0.00	0.00	6414.76

Note No. 9.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company

Note No.:9.2 Outstanding Balances are subject to confirmation and reconciliation, if any.

Annexure "C" forming part of Note No.16
Long Trade Receivables ageing schedule as at 31-03-2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed Trade receivables -	0.00	0.00	0.00	0.00	46.05	46.05
(ii)	Undisputed Trade receivables -	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Disputed trade receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed trade receivables -	0.00	0.00	0.00	0.00	0.00	0.00
	Total	0.00	0.00	0.00	0.00	46.05	46.05

Annexure "D" forming part of Note No.19
Trade Receivables ageing schedule as at 31-03-2026

Sl. No.	Particulars	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed Trade receivables -	11437.22		0.00	0.00	0.00	11437.22
(ii)	Undisputed Trade receivables -	0.00	0.00	0.00	0.00	0.00	0.00
(iii)	Disputed trade receivables -	0.00	0.00	0.00	0.00	0.00	0.00
(iv)	Disputed trade receivables -	0.00	0.00	0.00	0.00	0.00	0.00
	Total	11437.22	0.00	0.00	0.00	0.00	11437.22

Note : 30 Disclosure required under companies Act, 2013.

Directors Remuneration

Particulars	Current year(Rs)
Remuneration to Director	
1) Rikin BharatBhushan Agarwal	12.00
2) Bhavik Talati	0.00
Contribution to superannuation fund	Nil

Note: 31 **LEASE EXPENSES**

Operating Lease : Rental is expenses with reference to lease terms and other considerations

(a) The Group has taken on sub- lease land at Village Likhala, Taluka Savar Kundla, District Amreli, owned by Government of India and leased by Gujrat Fluorochemicals . The total lease rent paid on the same amounting to Rs. 15000/-and taken on lease w.e.f. .29.12.2021

(b) The Group has taken on lease land at Survey No. 402, Dholi Integrated Spinning Park Limited from Dholi Integrated Spinning Park Limited. The total lease rent paid on the same amounting to Rs. 4330/- and taken on lease w.e.f. 21-09-2015.

Pariculars	Current year(Rs)
Not later than one year	0.19
Later than one year and not later than five years	0.77
Later than five years	4.54
Lease payment recognised in profit & loss A/c for the period	0.19
The total yearly lease payment is	0.19
Minimum lease per annum	0.19

Note: 32 In accordance with accounting standard 22 “Accounting for Taxes on Income” (AS22) issued by the ICAI. The Group has accounted for deferred taxes during the year.

Following are the major components of deferred tax assets/ (liabilities) :

Component	Deferred Tax Assets / (Liabilities) ; Opeing Balance	Current year DTA / (DTL)	Deferred Tax Assets / (Liabilities) as at 31.03.2026
Opening Balance	-911.59		-911.59
1) Difference in depreciation between accounting books and tax return & Gratuity		-12.35	-12.35
Total	-911.59	-12.35	-923.94

Note: 33 Earning Per Share

Particulars	**31/03/2026**
Numerator used for calculating Basic and Diluted Earning Per Share (Profit After Tax)	991.10
Nominal Value per Share	0.00
Weighted Average No. of Shares used as denominator for calculating Basic and Diluted Earning Per Share	168.88
Basic and Diluted earning per share (Rs)	0.00

Note: 34 **Related party Discloser (Accounting Standard 18)**

Description of relationship	**Names of related parties**
Key Management Personnel	1) Bharatbhushan Agrawal 2) Rikin Agarwal 3) Sejal Ronak Agrawal(w.e.f. 31.08.2023 & resigned w.e.f.14.06.2024) 4) Kruti Vyas(w.e.f.31.08.2023) 5) Mohini Agrawal (C.S. w.e.f. 02.08.2023) 6) Bhavik Rameshbhai Talati (w.e.f.31.07.2023 & resigned w.e.f.01.01.2025) 7) Urmiladevi Agrawal (w.e.f. 03.01.2025) 8) Monika Gaurav Gupta (w.e.f 22.06.2024)
Associates	1)Rikin Fabrics Pvt. Ltd. 2)Sparsh Fabric Pvt. Ltd 3)Teesta Spintex Ltd(Till 08.05.2025)
Relatives Of Key Management Personnel	1) Deepika Agrawal 2) Sneha Bhavik Talati

List of Relatives of Key Managerial Personnel amd Enterprise over which Key Management Perosnnel and their relative excersie significant influence with whom transaction have taken place during the year.

NIL

A Transaction with related parties

PARTICULARS	**Key Manegerial Personnel**	**Relatives of Key Managerial Personnel**	**Associates**	**Subsidiary**
	2025-26	**2025-26**	**2025-26**	**2025-26**
1) LOAN TAKEN (Un secured loan)				
Sparsh Fabrics P ltd			932.71	
Bharat bhushan agarwal	207.50			
Deepika Rikin Agarwal		367.50		
Rikin Agarwal HUF		15.00		
Bharat Bhushan Agarwal HUF		15.00		
2) LOANS GIVEN	.			
Rikin Fabrics Pvt Ltd.			9.00	
3) LOAN RECEIVED BACK				
Rikin Fabrics Pvt Ltd.			9.00	
4) LOAN RETURN				
Bharat Bhushan Agarwal	207.50		0.00	
Rikin Agarwal	300.00			
Sparsh Fabrics P ltd			1117.71	
Deepika Rikin Agarwal		367.50		
Rikin Agarwal HUF		15.00		
Bharat Bhushan Agarwal HUF		15.00		
5)Material Advance Given				
Rikin Chemical	0.46			
5)Material Advance Received back				
Rikin Checmical	0.46			
4) PURCHASES				
Sparsh Fabrics Pvt. Ltd.			0.53	
Teesta Spintex Pvt ltd			32.47	0.00
5) SALES				
Sparsh Fabrics Pvt. Ltd.			166.07	
6) REMUNARATION				
1) Rikin Agarwal	12.00			
2)Mohini Agarwal	4.06			
7) SITTING FEE				
1) Kruti Vyas	1.15			
2) Monika Gaurav Gupta	0.23			

OUTSTANDING BALANCES:-				
1) LOAN TAKEN				
2) LOAN GIVEN				
3)DEBTORS				
4)CREDITORS				
5) SALARY PAYABLE				
1)Rikin Agarwal	0.85			
2)Mohini Agarwal	0.40			
6) SITTING FEES PAYABLE				
1) Monika Gaurav Gupta	0.07			

Note: 35 **Foreign Exchange Earnings/outgoings**

		Foreign Exchange Earnings/outgoings
Particluar		2025-26
Revenue in foreign currency		0
Out going Expenditure in foreign currency		0

Note: 36 Contingent liabilities and commitments (to the extent not provided for)

Contingent liabilities	As at 31 March, 2026
(a)Claims against the Company not acknowledged as debt	NIL
(b) Unexpired Guarantees	
GEDCO against the transmission charges	31.13
(c) Other money for which the Company is contingently liable	NIL
(d) Income tax Liability for A.Y. 2022-23	6.78
(e) Income tax Liability for A.Y. 2021-22	0.12
(f) Other commitments : The estimated amount of contracts remaining to be executed on capital account and not provided for against which advance have been paid	0.00

Note 37: Provision for current year's income tax aggregating Rs. 203.77 has been made on estimated basis for the accounting year ended on 31.03.2026. The actual tax liabilities of the company will be determined on the basis of taxable income of the company for F.Y year 2025-26

Note 38.1: During F.Y.2023-24 ,holding Company was converted from closely held to Public Limited Company on 18.08.2023 and had completed its Initial Public Offering ("IPO")of 26.88 new equity share of face value of Rs.10/- each at premium of Rs.60/- per equity share aggregating to Rs.1881.60 and offer for sale number of equity shares 17.76 of face value of Rs.10/- each at premium of Rs.60/ . expenses related to IPO Rs.136.27 was debited against securities premium Account as per Section 52 of Companies Act,2013. Pursuant to the IPO , the equity shares of company have to got listed on the SME Platform of BSE on 27th December, 2023.

Note 38.2: During the year the,holding Company has aquired 100% Share Holding Of Teesta Spintex Pvt. Ltd w.e.f 09.05.2025,the Company has became Subsidiary Company of Shanti Spintex Limited.

Note : 39 **Others**

39.1 In the opinion of the Board, all the current assets, Loans and advances have a value on the realization in the ordinary course of the business at least equal to the amount at which they are stated.

39.2 Balances of sundry debtors, sundry creditors and loans and advances etc., are subject to confirmation and reconciliation, and consequential adjustment, if any.

39.3 This being first year of consolidation of financial statements previous year figures have not been given.

39.4 1)This being first year of Consolidated of financial statement of holding and its subsidry Company,the figuers of previous period figures in Consolidated statement of profit and loss ended on 31st March,2025 and previous year figures for Consolidated Balance Sheet as on 31st March,2025 have not been provided.
2)This being first year of consolidation of finacial statements for the period and year ended on 31st March,2026 Cash Flow Statements has not been prepared ,
3)This being first year of consolidation of finacial statements for the period and year ended on 31st March,2026 , previous year ratios for the year end and it's varions have not been provided.

Note : 40 There is no Expenditure incurred on employees in receipt of remuneration of not less than Rs.24.00 (Rupees twenty four lakh only) per annum or Rs 2.00 (rupees two lac only) per month, if employed throughout the year or part of the year.

Note :41 Note No. 6.1 & 9.1 During the year the company has gathered information in respect of whether supplier of goods & services are coverd under the MSME Act 2006, the information has been provided as per imformations and explanation provided by the company.

Note: 42 Segment Reporting

For Management Purpose, the Group is currently organised into two major operating activities – 1) Textile Manufacturing and 2) Renewable energy : Windmill Operations and rooftoop solar energy .These divisions are the basis on which the Company reports its primary segment information

(i) Segment assets and liabilities:

Company is having two segments of business, Assets and Liabilities are bifurcated segment wise.

(ii) Segment revenue and expenses

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter- corporate deposits, Profit on sale of investments, Interest expense, Provision for Contingencies and Income-tax.

The company operates primarily in India and there is no other significant geographical segment

PARTICULARS	31/03/2026	31/03/2026	31/03/2026
	Textile	Renewable Energy	TOTAL
REVNUE			
Domestic Income	70024.33	397.04	70421.36
Export Income	NIL	NIL	NIL
Inter-segment Income	NIL	NIL	NIL
RESULTS	NIL	NIL	NIL
Segment Results	NIL	NIL	NIL
Unallocated Corporate Exps	NIL	NIL	69366.02
Operating Profit	NIL	NIL	NIL
Interest Expense	281.48	NIL	281.48
Interest Income	NIL	NIL	NIL
Other Income	430.95	NIL	430.95
Deferred tax	NIL	NIL	12.35
Income tax	NIL	NIL	201.36
Net Profit	NIL	NIL	991.10
OTHER INFORMATION			
Segment assets	21712.49	1357.42	23069.90
Unallocated Corporate Asset	NIL	NIL	NIL
Total Assets	21712.49	1357.42	23069.90
Segment Liabities	12494.75	NIL	12494.75
Unallocated Corporate Liabities	NIL	NIL	NIL
Capital Expenduture	NIL	NIL	NIL
Depreciation	479.02	77.72	556.74
Other on Capital Expenditure	NIL	NIL	NIL

Notes to Financial statements for the year ended 31st March,2026

Note: 43 **Other Statutory Disclosure**

43.1 (a)There is no such property wherein there is an issue with the tiltle, hence the title deeds related disclosures are not given

(b)The Group does not have any investment in property hence, comment related to revaluation is not made

(c)During the year, the Group has not revalued it's intangible assets or any asset of Property, Plant & Equipment , hence, disclosure related to revaluation is not made

(d)The Group has given loans and advances which are either repayable on demand or are without specifying any terms or period of repayment. The disclosures related to loans and advances given to related party are given as under -

	31.03.26	
Type of Borrower	Amount of loan or advance in the nature of loan outstanding 31.03.2026	percentage to the total loans and advances in the nature of loans
Promoters	NIL	NIL
Directors	NIL	NIL
KMPs	NIL	NIL
Related Parties	NIL	NIL

43.2 Ageing schedule of CWIP is given during the year:

For FY 2025-26

(a) For Capital-work-in progress

(Amount in Rs.)

CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**		**More than 3 years**	
No such Project					
	-				-
There is no capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.					

(Amount in Rs.)

CWIP	**To be completed in**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
Projects	**No such CWIP**				

43.3 The Group does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

43.4 As on the reporting date, the Group has borrowings from banks or financial institutions which is sanctioned as on 29.06.2024 and started utilising it from 27.12.2024 on the basis of security of current assets and for which quarterly returns are submitted and the details therof are as they are as under .

	As submitted to Bank		As Per Books		Remaks
	Book Debts (within six - Month)	Stock	Book Debts out standing as on quarte end	Stock	
Q1	9064.46	1923.02	9064.49	1922.89	Refe Note 43.4.1
Q2	5091.35	1869.36	5091.35	1869.14	
Q3	8476.72	1593.86	8486.71	1464.90	
Q4	11347.54	1094.26	11347.54	1094.26	

43.4.1 The above fgure has been provided as per a copy of statement submitted to the bank duly acknowledge(sign) by the bank and the figure as per book are system genrated. The minor differences may arose due to the timing difference in recording transaction and statement submitted to bank having been prepared on provisional and estimated figure prior to finalization.

43.5 The Group is not declared a wilful defaulter by any bank or financial Institution or other lender.

43.6 The Group does not have any transactions with struck off Companies.

43.7 There is no registration of charge or satisafaction /modification of charge which is required to be registered with ROC is pending.

43.8 The Group has complied with with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017

43.9 Ratios for FY 25-26 are presented as under:

Ratio	Numerator	Denominator	**Current period**	**Previous period**	**% variance**	**Reason for variance**
- Current Ratio	Current Assets	Current Liabilities	**1.24**	**NA**	**NA**	**NA**
- Debt-Equity Ratio	Total Debt	Shareholder's Equity	**0.60**	**NA**	**NA**	**NA**
- Debt Service Coverage Ratio	Earnings for debt service	Debt service (Interest & Lease Payments + Principal Repayments)	**7.26**	**NA**	**NA**	**NA**
- Return on Equity Ratio	Net profit after tax - Preference Dividend	Average shareholder's equity	**0.13**	**NA**	**NA**	**NA**
- Inventory turnover ratio	Cost of goods sold	Average Inventory	**127.07**	**NA**	**NA**	**NA**
- Trade Receivables turnover ratio	Net Credit sales (Gross credit sales - sales return)	Average Trade Receivables	**12.13**	**NA**	**NA**	**NA**
- Trade payables turnover ratio	Net credit purchase (Gross credit purchases - purchase return)	Average Trade payables	**20.49**	**NA**	**NA**	**NA**
- Net capital turnover ratio	Net sales (Total sales - sales Return)	Working capital (Current assets - Current liabilities)	**17.08**	**NA**	**NA**	**NA**
- Net profit ratio	Net profit after tax	Net sales (Total sales - Sales Return)	**0.01**	**NA**	**NA**	**NA**
- Return on Capital employed	Earnings before interest and tax	Capital Employed (Tangible Net worth + Total Debt + Deferred Tax Liability)	**0.14**	**NA**	**NA**	**NA**
- Return on investment	Interest (Financial Income)	Investment	**0.07**	**NA**	**NA**	**NA**

43.10 During the year, Group has not entered in any scheme of arrangements as specified in Section 230 to Section 237 of the Companies Act,2013

43.11 The Group has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries,

43.12 The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall :
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

43.13 The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.

43.14 1) During the Financial year 2024-2025 the Income Tax department has made order u/s 147 on 28.03.2025 for Assessment year 2021-22 raising the demand of Rs.7.57, during the year the department has rectify u/s 154 on 04.03.2026 raising the demand Rs.0.12 however no provision is made during the year, management is preferring rectification application u/s 154, Management is of the view that substential demand raised will be reduced, leaving no material liability for tax payable hence no provision has been made in the account during the year.
2) During the preceding year u/s 147 & u/s143(3) for Assessment Year 2022-23 on 31.03.2024, raised the demand of Rs.6.78 for Assessment year 2022-23 , the company has filed an appeal with Income Tax department before CIT-A for Assessment year 2022-23. In view of preferring appeal no provision have been made of tax & interest payable total amounting to Rs.6.78 has been made in the accounts. Till date the appeal is pending for hearing.
3) During the year the Company has received intimation u/s 143(1) dated 25.05.2026 raising the demand of Rs.0.85 ,The Management is preferring rectification u/s 154,Management is of the view that substential demand raised will be reduced, leaving no material liability for tax payable hence no provision has been made in the account during the year.

43.15 The Company has complied with the provision of section 135 of the Companies Act,2013.
(1)Amount required to be spent by Company during the year Rs.3040920/-
(2)(a)Amount of expenditure incurred Rs.11,00,000/- payment made to Jay Harihar Krupa Foundation having project to provide poor student educationsuport,provide fees,books,school dress etc., Medical Camps, Daily Food Distrrbution for poor people and students location Ahmedabad.
(2)(b) Amount of expenditure Incurred Rs.20,00,0000/- payment made to GRD Welfare Federation having project of involovement in feeding the necessarry people with healthy and nutritious meal across india. stop the hunger and start te hoping.
3) Short fall at to end of the year Rs. Nil/-(P.Y. Nil)

Note:-44 **Additional Inforamtion Required By Schedule III**

Name of the entity in the	**Net Assets, i.e., total assets minus total liabilities**		**Share in profit or loss**	
	As % of consolidated net assets	**Amount**	**As % of consolidated profit or loss**	**Amount**
Parent				
Shanti Spintex Limited				
31st March,2026	94.83%	10028.74	72.15%	715.06
Subsidiary				
Indian				
Teesta Spintex Pvt. Ltd.				
31st March,2026	5.17%	546.42	27.85%	276.04
Total				
31st March,2026	100.00%	10575.16	100.00%	991.10

UDIN: 26016613CWOHQZ4155
For M/s ANIL SHAH & CO.
Chartered Accountants
FRN : 100474W

Anil Shah
Partner
Membership No : 016613
Place : Ahmedabad
Date: 28.05.2026

For and on behalf of the Board

Bharatbhushan Agarwal
Director
DIN: 302785

Rikin Agarwal
Director
DIN:2435645

Mohini Singhal
Company Secretary
Membership No. A47724
Place : Ahmedabad
Date: 28.05.2026