KANDOI GROUP

KG PETROCHEM LIMITED

Corporate Office: 6th Floor, No.602, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan
Email Id: manish@bhavik.biz Website: www.kgpetrochem.com
Contact No.: 9983340261 CIN: L24117RJ1980PLC001999

To **August 03, 2026**
The Manager
Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400001 MH

Scrip Code: 531609

Subject: Notice and Annual Report of the 46th Annual General Meeting for the FY 2025-2026

Respected Sir/Madam,

Pursuant to SEBI (LODR) Regulations, 2015, please find enclosed herewith Notice of the 46th Annual General Meeting (AGM) of the Company and Annual Report for the financial year 2025-26. The same is also made available on the website of the Company at https://www.kgpetrochem.com/investors/reports-and-filling/annual-report/.

The Schedule of 46th AGM of the Company is as under:

Event	Date	Time (IST)
Commencement of E-Voting	Sunday, August 23, 2026	9:00 A.M.
End of E-voting	Tuesday, August 25, 2026	5:00 P.M.
Annual General Meeting	Wednesday, August 26, 2026	12:00 P.M.

Pursuant to the green initiative, the applicable circulars of the MCA & SEBI and in compliance with the requirements of the Companies Act, 2013 & the SEBI (LODR) Regulations, 2015, Notice convening the 46th AGM and the Annual Report of the Company for the Financial Year 2025-26 is being sent to the members through electronic mode.

This is for your information and records.

Thanking You,
Yours faithfully,
***for* KG Petrochem Limited**

NAVITA KHUNTETA Digitally signed by NAVITA KHUNTETA Date: 2026.08.03 11:48:36 +05'30'

Navita Khunteta
M. No: A35214
Company Secretary cum Compliance Officer

Encl: Copy Of Annual Report 2025-26

KANDOI GROUP

ANNUAL REPORT

2025-2026

KG PETROCHEM LIMITED

CIN: L24117RJ1980PLC001999

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Gauri Shanker Kandoi (DIN: 00120330)
Chairman cum Whole Time Director

Mr. Manish Singhal (DIN: 00120232)
Managing Director

Mrs. Prity Singhal (DIN: 02664482)
Whole Time Director

Mr. Sanjay Sharma (DIN: 11186380)
Executive Director (Presently from 09.07.2025)

Mrs. Vani Jain (DIN: 08260267)
Independent Director (till 27.05.2026)

Mr. Vikas Damani (DIN: 00385807)
Independent Director

Mr. Dilip Kumar Bhatia (DIN: 11154630)
Independent Director (Presently from 09.07.2025)

Mr. Anand Mishra (DIN : 00288257)
Independent Director

Mr. Anjal Kejriwal (DIN: 11331629)
Additional Independent Director (Presently from 27.05.2026)

STATUTORY AUDITORS
M/s HC Bothra & Associates
Chartered Accountants,
J-9, Scheme-J, Behind IOCL
Petrol Pump, Sahakar Marg,
Jaipur-302015 Rajasthan

SECRETARIAL AUDITOR
M/s ARMS & Associates LLP
Practicing Company Secretaries
E-251, Vardhman Path, Opp. Jyoti Nagar, Gate No.2, Lal Kothi Scheme Vidyut Bhawan, Jaipur-302015 Raj.

REGISTRAR & SHARE TRANSFER AGENT
M/s Niche Technologies Private Limited
Room No. 7A & 7B, 7th Floor
3A Auckland Place, Kolkata-700017 WB

BOARD COMMITTEES

Audit Committee
Mr. Dilip Kumar Bhatia (Chairperson)
Mr. Anand Mishra
Mr. Vikas Damani

Nomination & Remuneration Committee
Mr. Dilip Kumar Bhatia (Chairperson)
Mr. Anand Mishra
Mr. Vikas Damani

Stakeholders Relationship Committee
Mr. Dilip Kumar Bhatia (Chairperson)
Mr. Gauri Shanker Kandoi
Mr. Manish Singhal

Corporate Social Responsibility Committee
Mr. Gauri Shanker Kandoi (Chairperson)
Mr. Manish Singhal
Mr. Dilip Kumar Bhatia

Finance Committee
Mr. Gauri Shanker Kandoi (Chairperson)
Mr. Manish Singhal
Mr. Dilip Kumar Bhatia

CHIEF FINANCIAL OFFICER
Mrs. Prity Singhal

COMPANY SECRETARY & COMPLIANCE OFFICER
Mrs. Navita Khunteta

DEPOSITORY PARTICIPANT
National Securities Depository Ltd.
Central Depository Services (India) Ltd

PRINCIPAL BANKERS

SBI HDFC BANK

REGISTERED OFFICE

C-171, ROAD NO.9J,
VKI Area, Jaipur-302013,
Rajasthan

CORPORATE OFFICE

6th Floor, No.602, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan

WORKS

- Plot No. SP-4/3, RIICO Industrial Area, Village & Post Keswana, Tehsil Kotputli, District Jaipur-303108 Rajasthan
- Plot No. SP-4/3A, RIICO Industrial Area, Village & Post Keswana, Tehsil Kotputli, District Jaipur-303108 Rajasthan
- Plot no. SP-3-5-B, RIICO Industrial Area, Village Keswana, Teh. Kotputli, Jaipur-303108 Rajasthan
- C-171, Road No.9J, VKI Area, Jaipur-302013 Rajasthan

CONTENT

CHAIRMAN'S MESSAGE

Dear Shareholders,

It gives me immense pleasure to present the Annual Report of the Company for the financial year ended 31 March 2026.

The financial year 2025–26 was characterized by a dynamic and evolving business environment, driven by changing customer preferences, volatility in raw material prices, and shifting market conditions, including the impact of tariff measures imposed by the U.S. Government on the textile industry. Despite these challenges, the Company remained committed to operational excellence, enhancing customer satisfaction, and pursuing sustainable growth. Through a focused approach to efficiency, quality, and market responsiveness, the Company continued to strengthen its business performance and maintain its competitive position in the industry.

During the year under review, the Company achieved a revenue from operations of INR 313.65 crores reflecting the continued trust of our customers and the dedication of our employees. The Company reported a Profit After Tax of ₹4.45 crores, demonstrating resilience and prudent financial management amid a competitive business landscape.

The textile industry continues to play a pivotal role in India's manufacturing sector and export economy. Driven by increasing demand for quality products, innovation, and sustainable manufacturing practices, the sector offers significant growth opportunities. The Company remains committed to leveraging these opportunities through product diversification, process improvements, enhanced operational efficiencies, and a strong focus on quality.

Our strategy continues to focus on strengthening customer relationships, expanding market presence, optimizing costs, and improving productivity across the value chain. We are also committed to adopting modern technologies and best industry practices to enhance competitiveness and create long-term value for all stakeholders.

The achievements of the year would not have been possible without the unwavering support of our customers, business partners, lenders, regulatory authorities, and shareholders. I would also like to express my sincere appreciation to our employees whose dedication, commitment, and hard work continue to drive the Company's success.

As we move into the next financial year, we remain optimistic about the future and confident in our ability to capitalize on emerging opportunities while maintaining our focus on sustainable growth, profitability, and value creation.

On behalf of the Board of Directors, I thank all our stakeholders for their continued trust and support.

KG PETROCHEM LIMITED

<u>Corporate Office:</u> 602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan
Email Id: manish@bhavik.biz **Website: www.kgpetrochem.com**
Contact No.: 9983340261 **CIN: L24117RJ1980PLC001999**

NOTICE

NOTICE is hereby given that the **46th(forty Sixth**) Annual General Meeting of the Members of KG PETROCHEM LTD will be held on Wednesday, 26/08/2026 at 12:00 PM at 602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan to transact the following business:

<u>ORDINARY BUSINESS:</u>

1. To receive, consider and adopt the audited Financial Statements of the company for the period ended 31st March, 2026 together with Report of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Gauri Shanker Kandoi (DIN: 00120330), who retires by rotation at this AGM and being eligible, offers himself for re-appointment.

<u>SPECIAL BUSINESS:</u>

3. To consider and approve the re-appointment of Mr. Manish Singhal (DIN 00120232), as Managing Director of the Company.

To consider and, if thought fit, to pass with or without modification the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Manish Singhal (DIN: 00120232) as Managing Director of the Company for a further period of 3 (Three) years with effect from 01st August, 2026 to 31st July, 2029, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors of the Company (including Nomination and Remuneration Committee) to alter and vary the terms and conditions of the said re-appointment, including remuneration, in such manner as may be agreed between the Board and Mr. Manish Singhal, subject to the provisions of the Companies Act, 2013 and Schedule V thereto."

Nature of Duties	The Managing Director shall, devote his whole time and attention to the business and operations of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries and/or associated companies, including performing duties as assigned by the Board from time to time by serving on the boards of such companies or any other executive body or any committee of such a company.
Salary inclusive of all allowances	Rs.20,00,000/- per month or as may be decided by the board of directors but not more than 20,00,000/- p.m.
Perquisites in addition to salary	1. Housing: The expenditure incurred by the Company on hiring unfurnished accommodation addition to salary subject to a Ceiling of sixty percent of the salary. In case the accommodation is owned or taken on lease by the Company, the company shall deduct ten percent of the salary of the appointee. 2. Expenditure incurred by the company on Gas, Electricity, Water etc. will be valued as per Income Tax Rules, 1962. 3. Medical/Hospitalization Expenses Reimbursement of Expenses incurred for the appointee and the family in accordance with the rules of the company. 4. Leave Travel Concession: Leave Travel Concession for self and family in accordance with the rules of the company. 5. Club Fees: Fees of Clubs subject to maximum of two clubs, admission and life membership fees to be paid as per rules of the Company. 6. Personal Medical/ Accident Insurance etc.: Coverage for Personal Medical/ Accident Insurance/ Keyman Insurance or any other coverage as per rules of the Company and annual premium for the same to be paid by the company. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes. Notes: For the purpose of perquisites stated herein above, family means spouse, dependent children and dependent parents of the appointee.

	Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule. Perquisites shall be evaluated at actual cost.
Retirement Benefits	1. Company's Contribution towards Provident Fund, Super-annuation fund or Annuity Fund shall be as per the Rules of the Company and this amount shall not be included in the computation of the ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act 1961. 2. Gratuity payable shall be in accordance with the rule of the company. 3. Earned Leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable of leave at the end of the tenure, if any, will not be included in the computation of the ceiling on perquisites.
Other benefits	1. Provision of car with Driver for use in Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the company. 2. The appointee shall be entitled to reimbursement of entertainment expenses actually and properly incurred during the course of legitimate business of the company. 3. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company.
Minimum Remuneration	Where in any financial year during the currency of tenure of the Managing Director, the company has no profits or its profits are inadequate, the company will pay remuneration by way of salary and perquisites not exceeding the limits as specified Sections 198 and all other applicable provisions of the Companies Act, 2013.

4. To consider and approve the re-appointment of Mrs. Prity Singhal (DIN 02664482) as whole-time director of the company.

To consider and, if thought fit, to pass with or without modification the following Resolution as Special Resolution:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), on the recommendation of the Nomination and Remuneration Committee, and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals, consent of Members of the company be and is hereby accorded to re-appoint Mrs. Prity Singhal (DIN:02664482) as Whole-Time Director of the Company, for a period of 3 (Three) years from the expiry of her present term of office, that is, with effect from 1st August, 2026 to 31st July, 2029 with liberty to the Board of Directors [which term shall include the Nomination and Remuneration Committee ("NRC")] to alter and vary the terms and conditions of the said reappointment as it may deem fit."

Nature of Duties	The Whole Time Director shall, devote her whole time and attention to the business and operations of the Company and carry out such duties as may be entrusted to her by the Board from time to time and separately communicated to her and exercise such powers as may be assigned to her, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries and/or associated companies, including performing duties as assigned by the Board from time to time by serving on the boards of such companies or any other executive body or any committee of such a company.
Salary inclusive of all allowances	Rs.20,00,000/- per month or as may be decided by the board of directors but not more than 20,00,000/- p.m.
Perquisites in addition to salary	1. Housing: The expenditure incurred by the Company on hiring unfurnished accommodation addition to salary subject to a Ceiling of sixty percent of the salary. In case the accommodation is owned or taken on lease by the Company, the company shall deduct ten percent of the salary of the appointee. 2. Expenditure incurred by the company on Gas, Electricity, Water etc. will be valued as per Income Tax Rules, 1962. 3. Medical/Hospitalization Expenses Reimbursement of Expenses incurred for the appointee and the family in accordance with the rules of the company. 4. Leave Travel Concession: Leave Travel Concession for self and family in accordance with the rules of the company. 5. Club Fees: Fees of Clubs subject to maximum of two clubs, admission and life membership fees to be paid as per rules of the Company. 6. Personal Medical/ Accident Insurance etc.: Coverage for Personal Medical/ Accident Insurance/ Keyman Insurance or any other coverage as per rules of the Company and annual premium for the

	same to be paid by the company. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes. Notes: For the purpose of perquisites stated herein above, family means spouse, dependent children and dependent parents of the appointee. Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule. Perquisites shall be evaluated at actual cost.
Retirement Benefits	1. Company's Contribution towards Provident Fund, Super-annuation fund or Annuity Fund shall be as per the Rules of the Company and this amount shall not be included in the computation of the ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act 1961. 2. Gratuity payable shall be in accordance with the rule of the company. 3. Earned Leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable of leave at the end of the tenure, if any, will not be included in the computation of the ceiling on perquisites.
Other benefits	1. Provision of car with Driver for use in Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the company. 2. The appointee shall be entitled to reimbursement of entertainment expenses actually and properly incurred during the course of legitimate business of the company. 3. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company.
Minimum Remuneration	Where in any financial year during the currency of tenure of the Whole Time Director, the company has no profits or its profits are inadequate, the company will pay remuneration by way of salary and perquisites not exceeding the limits as specified Sections 198 and all other applicable provisions of the Companies Act, 2013.

5. To consider and approve the re-appointment of Mr. Gauri Shanker Kandoi (DIN 00120330), as Chairman cum whole-time director of the company.

To consider and, if thought fit, to pass with or without modification the following Resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and on the recommendation of the Nomination and Remuneration Committee, and subject to such approvals, permissions and sanctions as may be necessary, consent of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Gauri Shanker Kandoi (DIN: 00120330) as Chairman cum Whole-Time Director of the Company for a further period of three (3) years with effect from 1st August, 2026 to 31st July, 2029, upon the terms and conditions, including remuneration, set out below, with liberty to the Board of Directors (which term shall include the Nomination and Remuneration Committee) to alter and vary such terms and conditions, including remuneration, in such manner as may be agreed to between the Board and Mr. Gauri Shanker Kandoi, subject to the provisions of the Companies Act, 2013."

Nature of Duties	The Whole-Time Director shall, devote his whole time and attention to the business and operations of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its subsidiaries and/or associated companies, including performing duties as assigned by the Board from time to time by serving on the boards of such companies or any other executive body or any committee of such a company.
Salary inclusive of all allowances	Rs.20,00,000/- per month or as may be decided by the board of directors but not more than 20,00,000/- p.m.
Perquisites in addition to salary	1. Housing: The expenditure incurred by the Company on hiring unfurnished accommodation addition to salary subject to a Ceiling of sixty percent of the salary. In case the accommodation is owned or taken on lease by the Company, the company shall deduct ten percent of the salary of the appointee. 2. Expenditure incurred by the company on Gas, Electricity, Water etc. will be valued as per Income Tax Rules, 1962. 3. Medical/Hospitalization Expenses Reimbursement of Expenses

	incurred for the appointee and the family in accordance with the rules of the company. 4. Leave Travel Concession: Leave Travel Concession for self and family in accordance with the rules of the company. 5. Club Fees: Fees of Clubs subject to maximum of two clubs, admission and life membership fees to be paid as per rules of the Company. 6. Personal Medical/ Accident Insurance etc.: Coverage for Personal Medical/ Accident Insurance/ Keyman Insurance or any other coverage as per rules of the Company and annual premium for the same to be paid by the company. Any other benefits, facilities, allowance and expenses as may be allowed under Company rules/schemes. Notes: For the purpose of perquisites stated herein above, family means spouse, dependent children and dependent parents of the appointee. Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule. Perquisites shall be evaluated at actual cost.
Retirement Benefits	1. Company's Contribution towards Provident Fund, Super-annuation fund or Annuity Fund shall be as per the Rules of the Company and this amount shall not be included in the computation of the ceiling on perquisites to the extent these, either singly or put together, are not taxable under the Income Tax Act 1961. 2. Gratuity payable shall be in accordance with the rule of the company. 3. Earned Leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable of leave at the end of the tenure, if any, will not be included in the computation of the ceiling on perquisites.
Other benefits	1. Provision of car with Driver for use in Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the company. 2. The appointee shall be entitled to reimbursement of entertainment expenses actually and properly incurred during the course of legitimate business of the company.

	3. The appointee shall be eligible for Housing, Education and Medical Loan and other Loans or facilities as applicable in accordance with the rules of the company.

6. To appoint Mr. Anjal Kejriwal (DIN: 11331629), as an Independent Non-executive Director of the Company

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and other applicable provisions of the Act, read with rules made there under and the Article of Association and pursuant to the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors Mr. Anjal Kejriwal (DIN:11331629), who was appointed by the Board of Directors as an Additional Director (Independent) of the Company w.e.f. 27th May 2026 and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, rules made there under and Regulation 16(1)(b) (as amended) of the Listing Regulations and who is eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160 of the Act have been received in the prescribed manner, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) consecutive years with effect from 27th May 2026 to 26th May, 2031."

7. To consider and approve the issuance of a Corporate Guarantee in favour of M/s. Suave Casa Ideas Private Limited.

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

"RESOLVED THAT pursuant to the provisions of Section 185, Section 186 (2) and (3) other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Meeting of Board and its Powers) Rules, 2014 (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and approved by the Board of Directors, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board"), which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director(s) or Officer(s) authorised by the

Board to exercise the powers conferred on the Board to provide a corporate guarantee in favour of HDFC Bank Limited for securing the Bank Guarantee to be availed by Suave Casa Ideas Private Limited, for an amount not exceeding Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only), on such terms and conditions as may be finalised by the Board of Directors."

By Order of the Board of Directors
for KG PETROCHEM LTD

Sd/-
Navita Khunteta
M. No: A35214
Company Secretary and Compliance Officer

Date: 30/07/2026
Place: Jaipur

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company (a copy of proxy form is attached). The instrument appointing the proxy should however be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days written notice is given to the Company.

3. Corporate members intending to send their authorized representatives to attend the Meeting on its behalf and to vote through remote e-voting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. Members/ Proxies should bring the attendance slips duly filled-in for attending the meeting and deliver the same at the entrance of the meeting place.

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

6. Members holding shares in single name and in physical form are advised to make nominations in respect of their shareholding in the company.

7. Pursuant to the provisions of Section 91 of the Act and regulation 42 of the Listing Regulation, the Register of Members and Share Transfer Books of the Company will remain closed from Thursday August 20, 2026 to Wednesday August 26, 2026 (both days inclusive).

8. Members seeking further information about the accounts are requested to write at least 7 days before the date of the meeting so that it may be convenient to get the information ready at the meeting.

9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting has been annexed separately.

10. Pursuant to regulations 26(4) and 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the relevant details of Directors seeking Appointments or Reappointment at this AGM are also annexed to this notice.

11. The Annual Report of the Company for the year ended March 31, 2026 along with Notice, process and manner of remote e-voting, Attendance Slip and Proxy form are being sent by e-mail to those Members who have registered their e-mail address with the Company or with their respective DP or Registrar and Share Transfer Agents of the Company. Members may note that this Notice and the 46th Annual Report will also be available on the Company's website viz. www.kgpetrochem.com and website of the Stock Exchange where the shares of the Company are listed i.e. BSE Ltd. at www.bseindia.com.

12. Please note that except Members / Proxies / Representatives / Invitees of the Company, no other person shall be allowed to attend the Meeting at the Venue. Relatives and acquaintances accompanying Members will not be permitted to attend the Meeting at the venue.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement will be available for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. August 26, 2026. Members seeking to inspect such documents can send an e-mail to jproffice21@bhavik.biz.

14. In support of the Green Initiative, Members who have not yet registered their email addresses are kindly requested to do so with their respective Depository Participants (DPs) or with the Company's Registrar and Transfer Agent, Niche Technologies Private Limited. Members holding shares in electronic form are requested to register or update their email addresses with their DPs, while those holding shares in physical form may register or update their email addresses directly with the Company or Niche Technologies Private Limited.

15. Members are requested to
    a) intimate to Niche Technologies Private Limited/Company, changes, if any, pertaining to their postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI HO /MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 dated November 3, 2021, in case of Shares held in physical form;
    b) Intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of Shares held in dematerialized form;
    c) Quote their folio numbers/Client ID/DP ID in all correspondence;

d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
e) Register their PAN with their Depository Participants, in case of Shares held in dematerialized form.

16. SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agent for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the Electronic Clearing Service (ECS) / National Electronic Clearing Service (NECS) / National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc. As directed by SEBI, Members holding shares in physical form are requested to submit particulars of their bank account in Form ISR 1 along with the original cancelled cheque bearing the name of the Member to Niche / Company to update their bank account details. Members holding shares in demat form are requested to update their bank account details with their respective Depository Participant ("DP"). The Company or Niche cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Further instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode. Shareholders are requested to ensure that their bank account details in their respective demat accounts are updated, to enable the Company to provide timely credit of dividend in their bank accounts. In case, the Company is unable to pay dividend to any Member by the electronic mode, due to non-availability of the details of the bank account, the Company shall dispatch the dividend warrant/demand draft to such Member by post/courier.

17. The members / investors may send their complaints/ queries, if any to the Company's Registrar and Share Transfer Agents' E-mail id: nichetechpl@nichetechpl.com or to the Company's designated/exclusive E-mail id: jproffice21@bhavik.biz.

18. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA at the above-mentioned address. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

19. As per Regulation 40 of the Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of transmission or transposition of securities. Further SEBI vide its Circular dated January 25, 2022, has mandated that securities shall be issued only in dematerialized mode while processing duplicate / unclaimed suspense / renewal / exchange / endorsement / sub-division /consolidation/transmission/transposition service requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares

and to avail various benefits of dematerialization, Members are advised to dematerialize their shares held in physical form.

20. In compliance with the provisions of Section 108 of the Act, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by CDSL on all resolutions set forth in this Notice.

21. Members holding physical shares may kindly note that if they have any dispute against the Company or the registrar & share transfer agent (RTA) on delay or default in processing the request, they may file for arbitration with the stock exchanges in accordance with SEBI circular dated May 30, 2022.

22. Members are accordingly requested to get in touch with any Depository Participant having registration with SEBI to open a Demat account or alternatively, contact Niche to seek guidance in the demat procedure. Members may also visit website of depositories viz. National Securities Depository Limited at https://nsdl.co.in/faqs/faq.php or Central Depository Services (India) Limited at https://www.cdslindia.com/Investors/open-demat.html for further understanding the demat procedure.

23. In compliance with the provisions of Section 108 of the Act, and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and the provisions of Regulation 44 of the Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by CDSL on all resolutions set forth in this Notice.

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

(i) The voting period begins on Sunday August 23, 2026 at 09:00 A.M. (IST) and ends on Tuesday, August 25, 2026 at 05:00 P.M. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, August 19, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in **India**. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e voting process.

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

	3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

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

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

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

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

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

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; jproffice21@bhavik.biz, if they have voted from individual tab & not uploaded same in the CDSL e voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

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

Other Instructions

I. The Company has appointed Mr. Sandeep Kumar Jain, Designated Partner of M/s. ARMS and Associates LLP, Practicing Company Secretaries to act as the Scrutinizer to scrutinize the remote e voting process in a fair and transparent manner.

II. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

III. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.kgpetrochem.com and on the website of CDSL immediately. The Company shall simultaneously forward the results to Stock Exchanges, where the shares of the Company are listed.

By Order of the Board of Directors
for KG PETROCHEM LTD

Sd/-
Navita Khunteta
M. No: A35214
Company Secretary and Compliance Officer

Date: 30/07/2026
Place: Jaipur

Registered Office:
C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India
Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz;
Website: www.kgpetrochem.com;
CIN: L24117RJ1980PLC001999

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.3:

Board of Directors and Nomination and Remuneration Committee at their meeting held on July 30, 2026 proposed and recommended to re-appoint Mr. Manish Singhal as Managing Director of the Company for the term of three consecutive years effective from August 01, 2026 to July 31, 2029 subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Nomination and Remuneration Committee is of the view that Mr. Manish Singhal's innovative approach, extensive industry experience, and strategic expertise will continue to contribute significantly to the growth and development of the Company.

Considering his exemplary performance as Managing Director and the enhanced responsibilities proposed to be entrusted to him, the Board of Directors has expanded his role to provide end-to-end oversight of the Company's operations, with a particular focus on financial management, foreign exchange matters, policy formulation, and the management of the corporate office.

The remuneration proposed to be paid to Mr. Manish Singhal during his tenure of three years shall remain unchanged and shall be on the same terms as previously approved by the shareholders, i.e., ₹20,00,000 (Rupees Twenty Lakhs only) per month.

Considering the various business cycles wherein the Company may have a situation of inadequate profits as calculated under the provisions of Section 198 and schedule V of the Act in any financial year during a period of 3 years w.e.f. August 01, 2026.

Except the appointee, Mr. Gauri Shanker Kandoi and Mrs. Prity Singhal, none of the Directors, Key Managerial Personnel of the company and their relatives seems to be concerned or interested in the above resolution to the extent of their shareholding, if any, in the company.

Item No.4:

Board of Directors and Nomination and Remuneration Committee at their meeting held on July 30, 2026 proposed and recommended to re-appoint Mrs. Prity Singhal as Whole Time Director of the Company for the term of three consecutive years effective from August 01, 2026 to July 31, 2029 subject to the approval of the shareholders in the ensuing Annual General Meeting.

The Nomination and Remuneration Committee is of the opinion that Mrs. Prity Singhal’s innovative approach, leadership capabilities, and professional expertise will continue to contribute significantly to the growth and long-term success of the Company.

In recognition of her commendable performance as Whole-time Director and considering the enhanced responsibilities proposed to be entrusted to her, the Board of Directors has broadened her role to provide end-to-end oversight of the Company's operations. Her responsibilities will, inter alia, include supervision of financial management, foreign exchange matters, policy formulation, and the management of the corporate office, thereby strengthening the overall strategic and operational framework of the Company.

The remuneration proposed to be paid to Mrs. Prity Singhal's during her tenure of three years shall remain unchanged and shall be on the same terms and conditions as approved by the shareholders, i.e., ₹20,00,000 (Rupees Twenty Lakhs only) per month.

Further, considering the nature of the Company's business and the possibility that the Company may, during any financial year within the period of three years commencing from 1 August 2026, have inadequate profits or no profits as computed in accordance with the provisions of Section 198 and Schedule V of the Companies Act, 2013, approval is being sought for payment of the aforesaid remuneration to Mrs. Prity Singhal's as the minimum remuneration in accordance with the applicable provisions of Schedule V of the Companies Act, 2013, and any statutory modification(s) or re-enactment thereof for the time being in force.

Except the appointee, Mr. Gauri Shanker Kandoi and Mr. Manish Singhal, none of the Directors, Key Managerial Personnel of the company and their relatives seems to be concerned or interested in the above resolution to the extent of their shareholding, if any, in the company.

Item No.5:

The Board of Directors and the Nomination and Remuneration Committee, at their respective meetings held on July 30, 2026, have approved and recommended the re-appointment of Mr. Gauri Shanker Kandoi, who has attained the age of 83 years, as Whole-time Director of the Company for a further period of three (3) consecutive years commencing from August 1, 2026 and ending on July 31, 2029, subject to the approval of the shareholders by way of a Special Resolution.

Mr. Gauri Shanker Kandoi has been associated with the Company for several decades and has played a pivotal role in its growth, operational development and strategic direction. His rich experience, deep understanding of the textile industry, business acumen, leadership qualities and long-standing association with the Company have significantly contributed to the Company's performance and value creation for stakeholders.

The Nomination and Remuneration Committee, after evaluating his qualifications, expertise, experience, performance and continued contribution to the Company, is of the opinion that his continued association with the Company as Whole-time Director would be beneficial to the Company and its stakeholders.

Considering his exemplary performance and the enhanced responsibilities proposed to be entrusted to him, the Board has expanded his role to provide end-to-end oversight of the Company's operations, including strategic planning, financial management, foreign exchange management, policy formulation, business development initiatives and overall management of the corporate office.

Notwithstanding that Mr. Gauri Shanker Kandoi has attained the age of 83 years, the Board is satisfied that his vast experience, leadership capabilities, industry knowledge and continued active involvement in the affairs of the Company justify his re-appointment as Whole-time Director. The Board believes that his continued guidance and stewardship will be instrumental in achieving the Company's long-term objectives and sustaining its growth trajectory.

The remuneration proposed to be paid to Mr. Gauri Shanker Kandoi during the aforesaid tenure shall remain unchanged and shall be on the same terms and conditions as previously approved by the shareholders, i.e., ₹20,00,000 (Rupees Twenty Lakhs only) per month.

Further, considering the cyclical nature of the textile industry and the possibility of inadequacy or absence of profits in any financial year during the tenure commencing from August 1, 2026, approval of the shareholders is also being sought for payment of the aforesaid remuneration as minimum remuneration in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force.

Except the appointee, Mrs. Prity Singhal and Mr. Manish Singhal, none of the Directors, Key Managerial Personnel of the company and their relatives seems to be concerned or interested in the above resolution to the extent of their shareholding, if any, in the company.

Statement of Particulars pursuant to Schedule-V of The Companies Act, 2013

1. **General Information**

Nature of industry	The Company is engaged in the business of manufacturing of Textiles, Garments, and distribution of Polymers with manufacturing facilities located at Rajasthan.
Date or expected date of commencement of commercial production.	The Company is already in production from many years.
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable
Financial performance based on given indicators.	During the financial year ended on 31st March, 2026, the turnover of the Company is Rs. 31,365.62 Lakhs and Profit Before Tax (PBT) is 595.10 Lakhs.

Foreign Investments or collaborators, if any.	No such investment or collaboration except minor Shareholding of Non Resident Indians.

2. Information about the appointee

Name	**Prity Singhal**	**Manish Singhal**	**Gauri Shanker Kandoi**
DIN	02664482	00120232	00120330
Date of Appointment	21/09/2017	29/07/2013	05/09/1998
Date of Birth	03rd December, 1976	10th August, 1972	November 07th, 1943
Designation	Whole-Time Director	Managing Director	Chairman cum Whole-Time Director
Qualifications	BCA	B.Tech from IIT Delhi and M.S. in Chemicals from University of Florida, USA	B.E. in Mechanical from BITS Pilani
Experience in specific functional areas	having experience of more than 16 years in production and export.	Having experience of more than 26 years in management, production and marketing	Carry rich experience of around 61 years in management.
Directorship held in Other public company as on 31st March, 2026	NIL	NIL	NIL
Chairman/Member of the Audit Committee and Stakeholders' GrievanceCommittee in other public company as on 31st March, 2026	NIL	NIL	NIL
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Taking into account the turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.		
Past Remuneration (F.Y. 2025-26)	Rs.72,00,000/- P.A.	Rs.1,08,00,000/- P.A.	Rs.16,00,008/- P.A.
Proposed Remuneration inclusive of all allowances	Not exceeding to Rs.20,00,000/-per month or as may be decided by the board of directors	Not exceeding to Rs.20,00,000/-per month or as may be decided by the board of directors	Not exceeding to Rs.20,00,000/-per month or as may be decided by the board of directors

Disclosure of relationship between directors as on 31st March, 2026	She is related to Key Managerial Personnel as follow: 1. Wife of Managing Director Mr. Manish Singhal 2. Daughter in Law of Chairman Mr. Gauri Shanker Kandoi	He is related to Key Managerial Personnel as follow: 1. Husband of Whole Time Director Mrs. Prity Singhal 2. Son of Chairman Mr. Gauri Shanker Kandoi	He is related to Key Managerial Personnel as follow: 1. Father of Managing Director Mr. Manish Singhal 2. Father in Law of Whole Time Director Mrs. Prity Singhal
Number of shares held in the company as on 31st March, 2026	2,64,049Equity Shares of Rs. 10/- each	14,44,687 Equity Shares of Rs. 10/- each	14,28,798 Equity Shares of Rs. 10/- each
No. of Board Meetings attended during the F.Y. 2025-26	Total 8 Board Meetings held and the same has been attend by her	Total 8 Board Meetings held and the same has been attend by him	Total 8 Board Meetings held and the same has been attend by him

3. **Other information**

Reasons of inadequate profit: Due to lower margin, Company profit is not sufficient to meet the basic salary structure offered to person of such experience.

Steps taken or proposed to be taken for improvement: Company is taking necessary steps to reduce cost and increasing margins.

Expected increase in the productivity and profits in measurable terms: It is expected that with the steps taken company will reduce its direct and indirect cost by 2-5 %.

4. **Disclosures**

Information on the remuneration package of the managerial personnel: The shareholders are notified of the remuneration package of managerial personnel through abstracts of terms circulated to them as well as explanatory statement annexed to the notice of meeting in which proposal of their appointment is placed before the shareholders.

Item No. 6:

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Anjal Kejriwal (DIN: 11331629), as an Additional Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) consecutive years subject to approval of the Members. The Company has, in terms of Section 160 of the Act, received in writing a notice from a Member, proposing his candidature for the office of Director.

The Company has received a declaration from Mr. Anjal Kejriwal to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, Mr. Anjal Kejriwal fulfils the conditions specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Anjal Kejriwal as an Independent Director is now being placed before the Members for their approval.

The Board on the basis of the report of performance evaluation and that his continued association would be of immense benefit to the Company, has recommended re-appointment of Mr. Anjal Kejriwal as an Independent Director for a term of 5 (Five) consecutive years.

Details of Mrs. Vani Jain, are provided in the "Annexure-A" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings("SS-2"), issued by the Institute of Company Secretaries of India (iii) SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015

The Board recommends the resolution as set out at agenda item no. 6 of the accompanying notice for the members' consideration and approval.

Except Mr. Anjal Kejriwal, None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution.

Item No. 7:

As per section 185 of the Companies Act, 2013, a Company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that a special resolution is passed by the company in general meeting and the loans are utilised by the borrowing company for its principal business activities. The Company may have to render support for the business requirements of its group entities in whom any of the Director of the Company is interested / deemed to be interested (collectively referred to as the "Entities"), from time to time.

Board of Directors has placed the request received from M/s. Suave Casa Ideas Private Limited for providing Corporate Guarantee of Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) in connection to secure the Bank Guarantee sanctioned by HDFC Bank Limited to the said company.

The Board of directors of the company in its meeting held on July 30, 2026 proposed to provide Corporate Guarantee not exceeding Rs. 3,50,00,000/- (Rupees Three Crore Fifty Lakh Only) for a guarantee commission of 0.5% p.a., for the purpose of Bank Guarantee to be availed by M/s. Suave Casa Ideas Private Limited.

Therefore, the board of directors recommends the Special Resolution for the approval of members under Item No. 07 of this Notice.

Except Mr. Gauri Shanker Kandoi, Mr. Manish Singhal and Mrs. Prity Singhal or their respective relatives, none of the other Directors, Key Managerial Personnel or their respective relatives in any way, financially or otherwise, concerned or interested in the above resolution.

By Order of the Board of Directors
for KG PETROCHEM LTD

Sd/-
Navita Khunteta
M. No: A35214
Company Secretary and Compliance Officer

Date: 30/07/2026
Place: Jaipur

Registered Office:
C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India
Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz;
Website: www.kgpetrochem.com;
CIN: L24117RJ1980PLC001999

'ANNEXURE-A' TO THE NOTICE

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 on General Meetings]

Name	**Prity Singhal**	**Manish Singhal**	**Gauri Shanker Kandoi**	**Anjal Kejriwal**
DIN	02664482	00120232	00120330	11331629
Date of Appointment	21/09/2017	29/07/2013	05/09/1998	27/05/2026
Date of Birth	03rd December, 1976	10th August, 1972	November 07th, 1943	June 13, 1973
Designation	Whole-Time Director	Managing Director	Chairman cum Whole-Time Director	Independent Non-Executive Director
Qualifications	BCA	B.Tech from IIT Delhi and M.S. in Chemicals from University of Florida, USA	B.E. in Mechanical from BITS Pilani	Commerce graduate from Kolkata University
Experience in specific functional areas	having experience of more than 16 years in production and export.	Having experience of more than 26 years in management, production and marketing	Carry rich experience of around 61 years in management.	Carry over 15 years of entrepreneurial and business management experience in the textile industry. He is presently associated with Creative Designs as Proprietor since December 2010 and has been actively involved in the areas of business operations, administration, and strategic

				management. He possesses sound knowledge of commercial practices, financial management, and business administration. His practical experience and understanding of industry operations are expected to contribute effectively towards the governance and decision-making processes of the Company.
Directorship held in Other public company as on 31st March, 2026	NIL	NIL	NIL	NIL
Chairman/Member of the Audit Committee and Stakeholders' GrievanceCommittee in other public company as on 31st March, 2026	NIL	NIL	NIL	NIL
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Taking into account the turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.			NA

Past Remuneration (F.Y. 2025-26)	Rs.72,00,000/- P.A.	Rs.1,08,00,000/- P.A.	Rs.16,00,008/- P.A.	-
Proposed Remuneration inclusive of all allowances	Not exceeding to Rs.20,00,000/-per month or as may be decided by the board of directors	Not exceeding to Rs.20,00,000/- per month or as may be decided by the board of directors	Not exceeding to Rs.20,00,000/-per month or as may be decided by the board of directors	-
Disclosure of relationship between directors as on 31st March, 2026	She is related to Key Managerial Personnel as follow: 1. Wife of Managing Director Mr. Manish Singhal 2. Daughter in Law of Chairman Mr. Gauri Shanker Kandoi	He is related to Key Managerial Personnel as follow: 1. Husband of Whole Time Director Mrs. Prity Singhal 2. Son of Chairman Mr. Gauri Shanker Kandoi	He is related to Key Managerial Personnel as follow: 1. Father of Managing Director Mr. Manish Singhal 2. Father in Law of Whole Time Director Mrs. Prity Singhal	Mr. Anjal Kejriwal does not have any inter-se relationship with any other Director of the Company.
Number of shares held in the company as on 31st March, 2026	2,64,049Equity Shares of Rs. 10/- each	14,44,687 Equity Shares of Rs. 10/- each	14,28,798 Equity Shares of Rs. 10/- each	-
No. of Board Meetings attended during the F.Y. 2025-26	Total 8 Board Meetings held and the same has been attend by her	Total 8 Board Meetings held and the same has been attend by him	Total 8 Board Meetings held and the same has been attend by him	-

KG PETROCHEM LIMITED

Corporate Office: **602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan**
Email Id: manish@bhavik.biz **Website: www.kgpetrochem.com**
Contact No.: 9983340261 **CIN: L24117RJ1980PLC001999**

Form No. MGT-11
Proxy form
[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L24117RJ1980PLC001999
Name of the Company: KG PETROCHEM LTD
Registered office: C-171, Road No.9J, V.K.I. Area, Jaipur-302013, Rajasthan

Name of the Member(s):	
Registered address:	
Email address:-	
No. of shares held:-	
Folio No/ Client Id:-	
DP ID:-	

I/We, being the member of KG PETROCHEM LTD holding {No of Share} shares of the above named company, hereby appoint

Name:	
Address:	
Email address:-	
Signature:-	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General Meeting of the Company, to be held on the 26th day of August, 2026 at 12:00 PM at 602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. To receive, consider and adopt the audited Financial Statements of the company for the period ended 31st March, 2026 together with Report of the Board of Directors and Auditors thereon
2. To appoint a Director in place of Mr. Gauri Shanker Kandoi (DIN: 00120330), who retires by Rotation at this AGM and being eligible, offers himself for re-appointment.
3. To consider and approve the re-appointment of Mr. Manish Singhal (DIN: 00120232), as Managing Director of the company
4. To consider and approve the re-appointment of Mrs. Prity Singhal (DIN: 02664482) as Whole-Time Director of the Company

5. To consider and approve the re-appointment of Mr. Gauri Shanker Kandoi (DIN: 00120330), as chairman cum whole-time director of the company.
6. To consider and approve the appointment of Mr. Anjal Kejriwal (DIN: 11331629), as Independent Non-Executive Director of the Company.
7. To consider and approve the issuance of a Corporate Guarantee in favour of M/s. Suave Casa Ideas Private Limited.

Signed on this ___ day of _____________ 2026

Signature of Shareholder **Signature of Proxy holder(s)**

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

KG PETROCHEM LIMITED

Corporate Office: **602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan**
Email Id: manish@bhavik.biz **Website: www.kgpetrochem.com**
Contact No.: 9983340261 **CIN: L24117RJ1980PLC001999**

Attendance Slip

46th Annual General Meeting, Wednesday, 26/08/2026 AT 12:00 PM

Folio No. / DP ID Client ID No.	
Name of First named Member/Proxy/ Authorised Representative	
Name of Joint Member(s), if any:	
No. of shares held	

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the 46th Annual General Meeting of the Company on 26th day of August, 2026 at 12:00 PM at 602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan

Member's/Proxy's name in Block Letters **Member's/Proxy's Signature**

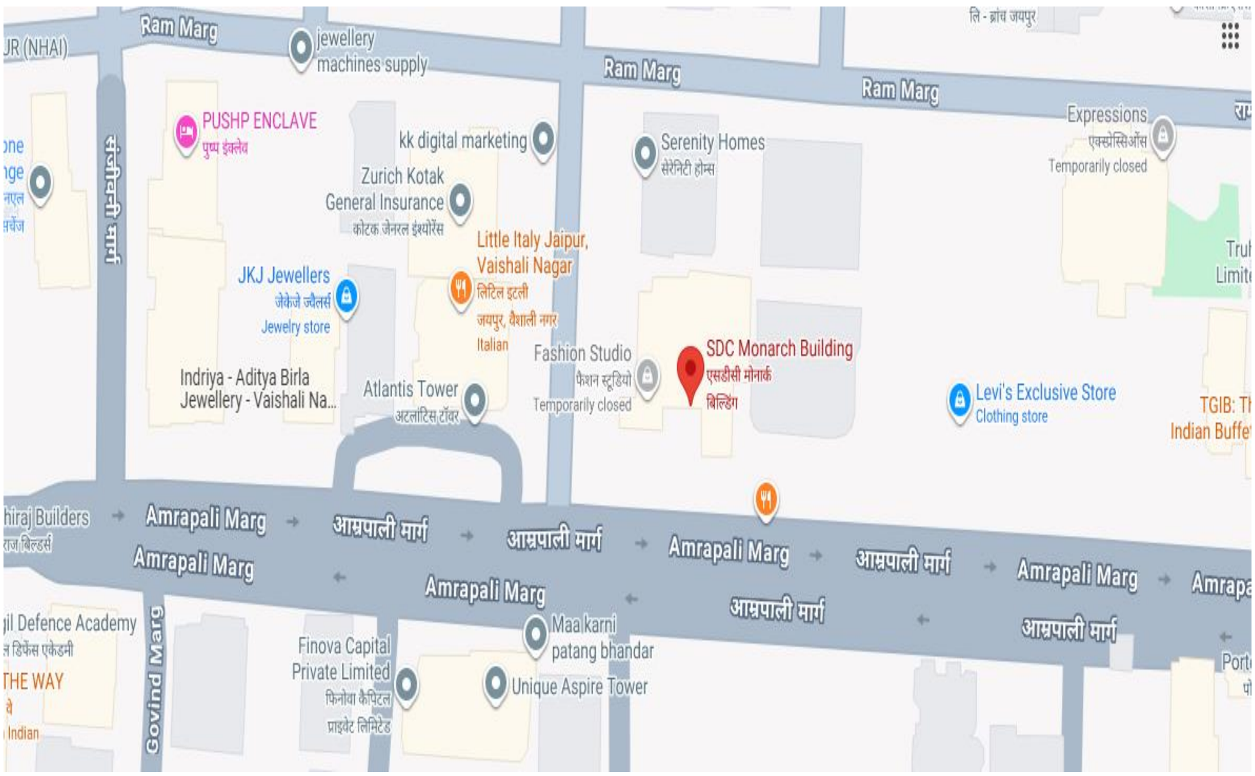
Note(s): 1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.

2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.

KG PETROCHEM LIMITED

Corporate Office: 602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan
Email Id: manish@bhavik.biz **Website:** www.kgpetrochem.com
Contact No.: 9983340261 **CIN:** L24117RJ1980PLC001999

Route Map



KG PETROCHEM LTD
602, 6th Floor, Monarch Building, Amrapali Marg, Vaishali Nagar, Jaipur-302021, Rajasthan

DIRECTORS' REPORT

Dear Members,

The Board of Directors is delighted to present the 46th Annual Report on the business and operations of KG Petrochem Limited ("the Company") along with the summary of audited financial statements for the Financial Year ended March 31, 2026.

1. OVERVIEW OF FINANCIAL PERFORMANCE:

(Rs. In Lakhs except EPS)

Particulars	March 31, 2026	March 31, 2025
Income from Business Operations	31,365.62	37,538.82
Other Income	773.15	403.64
Total Income	**32,138.77**	**37,942.46**
Profit/(Loss) Before Depreciation, Interest & Tax	**2,593.43**	**2,935.88**
Less: Depreciation	1,338.64	1,350.53
Less: Interest	659.69	873.03
Profit/(Loss) Before Tax	**595.10**	**712.34**
Less: Tax Expenses	149.97	161.52
Net Profit/ (Loss) After Tax	**445.13**	**550.82**
Earnings per share (Basic)	8.53	10.55
Earnings per share (Diluted)	8.53	10.55

2. FINANCIAL HIGHLIGHTS ON COMPANY'S PERFORMANCE AND FUTURE OUTLOOK:

During the financial year ended 31 March 2026, the Company continued to operate in a challenging yet opportunity-driven business environment. Despite volatility in raw material prices and intense competition in the textile industry, the Company maintained its focus on operational efficiency, quality enhancement and customer satisfaction.

During the year under review, the Company recorded Revenue from Operations of ₹31,365.62 Lakhs as against ₹37,538.82 Lakhs in the previous financial year. The Company earned a Profit Before Tax of ₹595.10 Lakhs as compared to ₹712.34 Lakhs in the preceding year. Profit After Tax stood at ₹445.13 Lakhs as against ₹550.82 Lakhs in the previous financial year.

The decline in revenue and profitability during the year was primarily attributable to the adverse impact of tariff measures imposed by the U.S. Government, which affected export demand, pricing realisations, and overall business sentiment in the textile sector. Notwithstanding these challenges, the Company continued to focus on cost optimisation, operational efficiencies, product innovation, and market diversification initiatives to mitigate the impact of external factors and strengthen its competitive position.

The outlook for the textile industry remains positive, supported by growing domestic consumption, increasing export opportunities, government initiatives promoting manufacturing and a gradual shift towards value-added textile products. The Company remains committed to strengthening its market position through product innovation, quality enhancement, customer-centric initiatives and operational excellence.

Going forward, the Company will continue to focus on expanding its customer base, improving productivity, optimizing costs, enhancing supply chain efficiencies and exploring new business opportunities. The management remains confident that these strategic initiatives, coupled with the Company's strong operational foundation and experienced leadership team, will enable the Company to achieve sustainable growth and create long-term value for all stakeholders.

The segment-wise performance for the financial year 2025–26 is as follows:

I. Textile Division

During the year, its revenue from operation from Textile Division was Rs. 26,917.98 Lakhs including export sales of Rs 20,794.21 Lakhs (FOB) as against was Rs. 32,976.47 Lakhs including export sales of Rs 28,547.14 Lakhs (FOB) in previous year, the overall performance of the division was well above the industry peers. We have added few new customers and will continue to add more this year as well to improve company's performance compared to previous years.

II. Agency Division

This division looks after the consignment stockiest of GAIL (India) Ltd. for marketing and distribution of polymers in Rajasthan. During the year the Agency Division has sold 8246.06 MT granules amounting to Rs. 8,572.53 Lakhs in comparison of 13805.90 MT granules amounting to Rs. 14,504.06 Lakhs and earned commission of Rs.41.10 Lakhs as compared to last year Rs.60.20 Lakhs. The division has performed well during the year under review.

III. Technical Textile Division

This division looks after the manufacturing of artificial leather through technical textile. During the year, revenue from operation from this division was Rs. 4,406.54 Lakhs including export sales of Rs. 178.47 Lakhs (FOB) as compared to Rs. 4,502.15 Lakhs including export sales of Rs. 335.92 Lakhs (FOB) in previous financial year. The performance of the division has fallen this year due to subdued demand from end-user industries i.e., mainly footwear and automobile. This segment also faces intense competition from low-cost products and due to this company has increased its focus on exports and on the automobile sector which should ramp up operations in this segment in coming years.

3. DIVIDEND

Considering the future expansion plans the Company has not recommended any dividend for the Financial Year 2025-26.

4. AMOUNTS TRANSFERRED TO RESERVES

Your Board proposed to transfer Rs. 48.58 Lakhs to General Reserve in terms of Section 134(3)(j) of the Companies Act, 2013 for the financial year ended on March 31, 2026. Further, the Balance specified in the individual head is detailed as below:

(Rs. In Lakhs)

S. No.	Reserve Head	Opening Balance	Addition	Deduction	Closing Balance
1.	Revaluation Reserve	4,488.04	-	48.58	4,439.46
2.	General Reserve	366.52	48.58	-	415.10
3.	Retained Earnings	12,671.64	445.68	-	13,117.33

5. CHANGE IN NATURE OF BUSINESS, IF ANY

During the period under review, there was no change in business of the Company during the financial year 2025-2026.

6. SUBSIDIARY, JOINT VENTURES, AND ASSOCIATE COMPANIES:

As defined under the Act, the Company does not have any Subsidiaries and does not have Joint Ventures and Associate Companies as of March 31, 2026.

7. CHANGES IN CAPITAL STRUCTURE

The Authorized Share Capital of the Company stands at ₹7,00,00,000 (Rupees Seven Crores only), comprising 70,00,000 (Seventy Lakhs) equity shares of ₹10 (Rupees Ten) each.

The Paid-up Share Capital of the Company is ₹5,22,10,000 (Rupees Five Crores Twenty-Two Lakhs Ten Thousand only), consisting of 52,21,000 (Fifty-Two Lakhs Twenty-One Thousand) equity shares of ₹10 (Rupees Ten) each.

During the year under review, the Company did not undertake any public issue, rights issue, bonus issue, or preferential allotment. Additionally, the Company has not issued any shares with differential voting rights, sweat equity shares, or granted any stock options.

8. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2026 is available on the Company's website and can be accessed at www.kgpetrochem.com.

9. MATERIAL CHANGES AND COMMITMENTS

In pursuance to section 134(3)(L) of the Companies Act, 2013, there are no material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

10. MATERIAL ORDERS

In pursuance to Rule 8 (5) (vii) of the Companies (Accounts) Rules, 2014, no significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

11. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

In accordance with the provisions of Section 186 of the Companies Act and Schedule V of the Listing Regulations, Particulars of Loans, Guarantees and Investments as detailed below:

a. Loans: Company has not advanced Loans during the year under review.

b. Investments: Company has made investments of Rs.2.70 Crores in the Optionally Convertible Debentures of Rs.1.00 Lakhs each of M/s. Suave Casa Ideas Private Limited by obtaining requisite approvals from the Audit Committee and Board of Directors during the financial year.

c. Guarantee:

(i) Company has provided Corporate Guarantee of Rs.24 Crores to secure the Credit Facilities sanctioned by HDFC Bank Limited to M/s. Hex Exports Private Limited during the year by obtaining requisite approvals from the Board of Directors of the Company.

(ii) Company has provided Further Corporate Guarantee of Rs.20 Crores to secure the Credit Facilities sanctioned by HDFC Bank Limited to M/s. Suave Casa Ideas Private Limited during the year by obtaining requisite approvals from the shareholders in the duly conveyed Extra Ordinary General Meeting held on April 28, 2025.

12. RELATED PARTY TRANSACTIONS

During the financial year ended March 31, 2026, all transactions entered into with Related Parties, as defined under Section 188 of the Companies Act, 2013, read with the applicable rules and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), were conducted in the ordinary course of business and on an arm's length basis. The Company does not have any 'Material Subsidiary' as defined under Regulation 16(1)(c) of the Listing Regulations.

Further, during the year under review, no Related Party Transactions were entered into that required prior approval of the shareholders. All such transactions were reviewed, ratified, and approved by the Audit Committee and the Board of Directors, in accordance with the requirements of the Listing Regulations. The Audit Committee and the Board also conducted periodic reviews of these transactions throughout the year.

There were no materially significant Related Party Transactions that could have a potential conflict with the interests of the Company. The necessary disclosures, as required under Accounting Standard (AS) 18, have been provided in Note No. 44 of the Notes to the Financial Statements for the year ended March 31, 2026.

The Company has in place a Policy on the materiality of Related Party Transactions, which is available on its website at www.kgpetrochem.com. Additionally, the Company has established an internal mechanism to identify, monitor, and manage Related Party Transactions effectively.

13. PARTICULARS OF CONSERVATION OF ENERGY, ABSORPTION OF TECHNOLOGY AND FOREIGN EXCHANGE EARNING AND OUTGO

Pursuant to provisions of Section 134(M) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 the details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are attached as **'Annexure-A'** to this report.

14. CREDIT RATING

During the financial year 2025-2026, on the basis of recent development including operational and financial performance of the Company, CARE Rating Agency has reaffirmed stable rating as follows:

Facilities	Ratings
Long Term Bank Facilities	CARE BBB-; Stable
Long Term/ Short term Bank Facilities	CARE BBB-; Stable / CARE A3
Short Term Bank Facilities	CARE A3

Further, the company has been regular in making principal and interest repayments to the Banks and financial institutions.

15. BOARD AND COMMITTEE MEETINGS

The details of Board and Committee meetings held during the financial year ended on March 31, 2026 and the attendance of the Directors are set out in the Corporate Governance Report which forms part of this report.

The frequency of board meetings and quorum at such meetings were in accordance with the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-1 on Meetings of the Board of Directors issued by ICSI. The intervening gap between any two meetings was within the period prescribed by the Companies Act 2013 and the Listing Regulations.

16. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors plays a vital role in overseeing the Company's management and ensuring that both short-term and long-term interests of shareholders and stakeholders are effectively served. This commitment is reflected in our robust corporate governance practices, which promote a well-informed, independent, and efficient Board. The Company continuously reviews its governance framework to maintain alignment with statutory requirements and evolving business needs.

As on March 31, 2026, the Board comprised 8 (Eight) Directors, including 4 (Four) Executive Directors and 4 (Four) Non-Executive Independent Directors. All Independent Directors of the Company have duly registered themselves with the Independent Directors' Database maintained by the Indian Institute of Corporate Affairs (IICA).

The Board consists of individuals from diverse professional backgrounds, bringing extensive experience and expertise in key areas such as Marketing, Finance & Taxation, Economics, Law, and Corporate Governance. The Independent Directors are highly accomplished professionals who actively contribute to Board and Committee deliberations. Their guidance on matters of policy, compliance, and strategic direction significantly enhances transparency and strengthens the decision-making process.

The composition of the Board is in full compliance with the provisions of the Companies Act, 2013 and Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board periodically reviews its composition to ensure it remains suitable for meeting both statutory and business objectives.

Changes in the Board of Directors and Key Managerial Personnel during the year under review:

A) Retirement by Rotation:

- In accordance with the provisions of the Articles of Association of the Company and Section 152 of the Companies Act, 2013, Mr. Manish Singhal, Whole Time Director, was reappointed as a Director liable to retire by rotation at the 45th Annual General Meeting of the Company, based on the recommendation of the Nomination and Remuneration Committee and the outcome of the performance evaluation.

B) Appointment/Re-appointment of Directors and KMPs:

- Mr. Anand Mishra was re-appointed as an Independent Director for a second term of five consecutive years, effective from February 13, 2026 to February 12, 2031, after obtaining requisite approval of the shareholders in the 45TH AGM.
- Mr. Dilip Kumar Bhatia was appointed as an Additional Independent Director effective from July 09, 2025 and thereafter regularized and appointed as Independent Director for term of five consecutive years, effective from July 09, 2025 to July 08, 2030, after obtaining requisite approval of the shareholders in the 45TH AGM.
- Mr. Sanjay Sharma was appointed as Additional Executive Director of the Company effective from July 09, 2025 and thereafter regularized and appointed as Executive Director after obtaining requisite approval of the shareholders in the 45TH AGM.

C) Resignation/Retirement of Directors and KMPs:

- Mr. Ajay Kumar Sharma was resigned from the position of Executive Director of the Company effective from July 31, 2025.
- Mr. Bridhi Chand Sharma ceased to be an Independent Director of the Company with effect from July 9, 2025.

Changes after the close of the financial year:

- Mr. Anjal Kejiwal was appointed as an Additional Independent Director (Non-Executive) by the Board with effect from May 27, 2026.
- Mrs. Vani Jain resigned from the post of Independent Directorship effective from May 27, 2026.

Necessary resolutions seeking the approval of shareholders for the above-mentioned appointments and reappointments, where applicable, have been included in the notice convening the ensuing Annual General Meeting. Relevant details of the Directors retiring by rotation and/or seeking appointment/re-appointment, as required under the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI), are provided in Annexure-A to the Notice of the AGM.

It is confirmed that none of the Directors are disqualified or debarred from being appointed or continuing as Directors as per the provisions of the Companies Act, 2013 and the applicable regulations of the Securities and Exchange Board of India (SEBI).

17. DECLARATION BY INDEPENDENT DIRECTORS

Pursuant to the provisions of section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, all Independent Directors of the Company have given declaration that they meet the criteria of independence.

It is to be further noted that as per the provisions of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (as amended from time to time), all four Independent Directors of the company have registered their name as Independent Directors in Database of IICA and Mr. Anand Mishra, Mr. Dilip Kumar Bhatia and Mr. Vikas Damani have passed the online proficiency self-assessment test and Mrs. Vani Jain is exempted to clear the said online proficiency self-assessment test.

The terms & conditions for the appointment of Independent Directors are given on the website of the Company' website and can be accessed at i.e. www.kgpetrochem.com.

Further, in terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties. The Independent Directors have also confirmed that they have complied with the Company's code of conduct prescribed in Schedule IV to the Companies Act, 2013.

18. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In compliance with the requirements of the Act and the Listing Regulations, the Company has put in place a familiarization program for the Independent Directors with regard to their roles, rights and responsibilities in the Company and provides details regarding the nature of the industry in which the Company operates the business models of the Company etc. which aims to provide insight to the Independent Directors to understand the business of the Company. Upon induction, the Independent Directors are familiarized with their roles, rights and responsibilities.

The details of the familiarization program for Independent Directors are available on the Company's website and can be accessed at www.kgpetrochem.com.

19. FORMAL ANNUAL EVALUATION

The Board of Directors have carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

The performance of the board was evaluated by the Board after seeking input from all the directors based on criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking input from the committee members based on criteria such as the composition of committees, effectiveness of committee meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. In a separate meeting of independent directors, performance of non-independent directors, the Board as a whole and Chairman of the Company was evaluated, considering the views of executive directors and non-executive directors.

The Chairman's performance evolution was linked to both the functioning of the board as well as the performance of each director. Independent directors reviewed the performance of the chairman of the Company after seeking inputs from the executive directors and non-executive directors.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors based on criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

At the board meeting that followed the meeting of the independent directors and meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

The performance evaluation of Managing Directors and Executive Directors of the Company was carried out by all the directors (excluding the director being evaluated). The Board found the evaluation satisfactory, and no observations were raised during the said evaluation in current year as well as in previous year.

20. <u>AUDITOR AND REPORT THEREON</u>

STATUTORY AUDITOR

M/s. H C Bothra & Associates, Chartered Accountants, Jaipur (Firm Registration Number: 008950C) were appointed as Statutory Auditors of the Company, at the Annual General Meeting held on September 25, 2024 for a period of five years from the conclusion of 44th Annual General Meeting till the conclusion of 49th Annual General Meeting to be held for the Financial Year 2028-29.

In this regard and rules made there-under, the Company has received certificate from the in accordance with provisions of Section 141 of the Act.

M/s. HC Bothra & Associates, Chartered Accountants, have submitted their Report on the Financial Statements of the Company for the Financial Year 2025-26, which forms part of the Annual Report 2025-26.

There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Reports that may call for any explanation from the Directors.

As per sub-section 12 of section 143 of the Act during the financial year no fraud was reported by the Auditor of the Company in their Audit Report.

SECRETARIAL AUDITOR

Pursuant to provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, Company has appointed M/s. ARMS & Associates LLP, Company Secretaries as Secretarial Auditors for a term of five consecutive financial years commencing from April 1, 2025 till March 31, 2029 in the 45th AGM.

Accordingly, Secretarial Audit for the Financial Year 2025-26 and Secretarial Audit Report in Form MR-3 is enclosed herewith as 'Annexure-B'. Pursuant to provisions of Regulation 24A of Listing Regulations, the Secretarial Auditors have also issued Annual Secretarial Compliance Report for the F.Y. 2025-26. Both the reports do not contain any qualification, reservation or adverse remark.

INTERNAL AUDITOR

In accordance with the provisions of section 138 of the Act and rules made thereunder, the Board of Directors of the Company has appointed M/s Arpit Vijay & Co., Chartered Accountants, Jaipur (FRN: 017737C) as Internal Auditor of the Company for the financial year 2025-2026.

The Company received Internal Audit Reports on a quarterly basis, which were duly reviewed and approved by the Audit Committee and the Board of Directors. The reports did not contain any qualifications. The notes to the accounts are self-explanatory, and the observations, wherever applicable, were appropriately addressed by the management.

During the financial year 2025-2026, no fraud was reported by the Internal Auditor of the Company in their Audit Report.

M/s Arpit Vijay & Co., Chartered Accountants, Jaipur have been re-appointed by the Board, to conduct the Internal Audit of the Company.

COST AUDITOR

In compliance with Section 148, coupled with Sub Rule (3) of Rule 4 of the Companies (Cost Records & Audit) Rules, 2014, it is affirmed that the requirement for Cost Audit during the financial year 2025-2026 does not apply to the company. This exemption is warranted as the company's operations do not meet the criteria stipulated within the rules. Even though the company's turnover exceeded Rs. 100.00 Crores during the aforementioned financial year, the nature of the company's business activities falls beyond the purview of Rule 3 of the Companies (Cost Records & Audit) Rules, 2014.

21. NUMBER OF MEETINGS OF BOARD

Eight (8) meetings of the Board were held during the year. For details of meetings of the Board, please refer to the Corporate Governance Report, which is a part of this report.

22. COMMITTEES OF BOARD

The Board of Directors of the Company has constituted the following Committees:

a) Audit Committee
b) Corporate Social Responsibility Committee
c) Nomination and Remuneration Committee
d) Stakeholders Relationship Committee
e) Finance Committee

During the year, all recommendations made by the committees were approved by the Board. The Committees' composition, charters and meetings held during the year and attendance thereat, are given in the Report on Corporate Governance forming part of this Annual Report.

23. INSIDER TRADING PREVENTION CODE

Pursuant to the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments thereto, the Company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by Designated Persons' ("the Code").

The Code is applicable to Promoters, Members of the Promoter Group, Directors (including Independent Directors), Key Managerial Personnel (KMPs), Designated Employees, Connected Persons, Immediate Relatives of the above categories and any other persons who are expected to have access to Unpublished Price Sensitive Information (UPSI) relating to the Company. The Compliance Officer shall regulate, monitor and report trading adherence to the PIT Regulations. The same is available on the website of the Company at www.kgpetrochem.com.

24. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in conformation with Section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations, to report concerns about unethical behavior, actual or suspected fraud or violation of the Code. This Policy is available on the Company's website at www.kgpetrochem.com. It also provides for adequate safeguards against the victimization of employees who avail the mechanism and allows direct access to the chairperson of the audit committee in exceptional cases. During the year, no person was denied access to the audit committee.

25. CORPORATE SOCIAL RESPONSIBILITY

The company's CSR initiatives and activities are aligned to the requirements of Section 135 of the Act. Company works primarily towards environment sustainability, preventive health care, eradication of hunger, education, women empowerment, contributions to public funded Universities, Indian Institute of Technology (IITs) health and hygiene. The initiatives undertaken by the Company on CSR activities during the year and the brief outline of the CSR policy of the Company and are set out in **'Annexure C'** and **'Annexure D'** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. This Policy is available on the Company's website and can be accessed at www.kgpetrochem.com.

26. RISK MANAGEMENT POLICY

The Company has developed a very comprehensive Risk Management Policy under which all key risk and mitigation plans are compiled in three stages i.e. Risk assessment/ evaluation, Risk Reporting and Management of the risk evaluated and reported. The objective of the policy is to create and protect shareholders' value by minimizing threats or losses and identifying and maximizing opportunities. The Risk Management Policy defines the risk management approach across the enterprise at various levels including documentation and reporting.

27. POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE

In order to prevent sexual harassment of women at workplace "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" was notified on December 09, 2013, under the said Act, every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

In terms of the provisions of the said Act, the Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace.

Company has formed an "Internal Complaints Committee" for prevention and redressal of sexual harassment at workplace. The Committee is having requisite members and is chaired by a senior woman member of the organization. The following is a summary of sexual harassment complaints received and disposed of during the year 2025-2026: -

Details of Complaints	
Number of complaints at the beginning of FY 2025-2026	Nil
Number of complaints of sexual harassment received in the FY 2025-2026	Nil
Number of complaints disposed off during the year to FY 2025-2026	Nil
Number of complaints to be carried down to FY 2025-2026	Nil
Number of complaints pending for more than ninety days	Nil

28. DISCLOSURE UNDER THE MATERNITY BENEFIT ACT, 1961

The provisions of the Maternity Benefit Act, 1961 are applicable to the Company. However, during the financial year 2025–26, there were no instances requiring compliance under the said Act. The Company remains committed to adhering to all applicable labour and welfare legislations.

29. HUMAN RESOURCE MANAGEMENT, HEALTH AND SAFTEY

During the year the Company had cordial relations with workers, staff and officers. The shop floor management is done through personal touch, using various motivational tools and meeting their training requirements. The company has taken initiative for safety of employees and implemented regular safety audits, imparted machine safety training, wearing protective equipment's etc.

Company's continued to focus on attracting new talent while investing in organic talent development to help employees acquire new skills, explore new roles and realize their potential. The Company believes in empowering its employees through greater knowledge, team spirit and developing greater sense of responsibility. The total number of regular employees as of March 31,2026, was 1273.

30. NOMINATION AND REMUNERATION POLICY

The Company's policy on Appointment and Remuneration of Directors, Senior Management Personnel and other matters as per the provisions of section 178 (3) of the Act is available on the Company's website and can be accessed at www.kgpetrochem.com.

Further, the salient features of the policy have been disclosed in the Corporate Governance Report, which is a part of this Report.

31. PARTICULARS OF EMPLOYEES

In terms of the first proviso to Section 136 of the Act, the Reports and Accounts are being sent to the shareholders excluding the information required under Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. Any shareholder interested in obtaining the same may write to the Company Secretary at the Registered Office of the Company. The said information is available for inspection by the Members at the Registered Office of the Company on any working day of the Company up to the date of the 46th Annual General Meeting.

The statement containing information as required under the provisions of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **'Annexure-E'** and forms part of this Report.

32. DEPOSITS

During the financial year under review, your Company has neither invited nor accepted or renewed any fixed deposit from public, shareholders or employees and no amount of principal or interest on deposits from public is outstanding as at the Balance Sheet date in terms of provisions of section 73 to 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

33. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The details in respect of internal financial control and their adequacy are included in the Management Discussion and Analysis, which is a part of this report.

34. STATUS OF CASES FILED UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

The company has neither made any application nor any application was made against the Company during the financial year 2025-2026.

35. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review as stipulated under Listing Regulations is presented in a separate section forming part of this Report.

36. CORPORATE GOVERNANCE

The Company has complied with the requirements of corporate governance as stipulated under the listing regulations. The corporate governance report and certificate from practicing Company Secretary confirming compliance of conditions as required by Regulation 34(3) read with Part E of Schedule V of the Listing Regulations are forming part of this Report.

37. CODE OF BUSINESS CONDUCT AND ETHICS FOR DIRECTORS AND SENIOR MANAGEMENT

The code of conduct has been circulated to all the members of the Board and Senior Management Personnel and they have affirmed their compliance with the said code of conduct for the financial year ended on March 31, 2026.

A declaration to this effect signed by Mr. Manish Singhal, Managing Director and Mrs. Prity Singhal, Chief Financial Officer of the Company stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of Board of Directors and senior management is annexed as "Annexure 1" to the Corporate Governance Report forming part of this Report.

38. LISTING OF EQUITY SHARES

The equity shares of the Company are listed on BSE Ltd. on the Main Board Platform in the list of 'X' Group. Further the listing fees for the Financial Year 2026-2027 have been duly paid by the company.

39. DEMATERIALISATION OF SHARES

The Company's shares are compulsorily traded on the floor of the stock exchanges in electronic form by all investors. Equity shares of the Company representing 97.72 percent of the Company's equity share capital are dematerialized as on March 31, 2026. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE902G01016.

40. DETAILS OF NON-COMPLIANCE BY THE COMPANY

No penalties, strictures, or fines have been imposed by SEBI or any other statutory authority on the Company in relation to any matter concerning the capital markets during the financial year under review.

41. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") there was no dividend which is unclaimed/ unpaid for more than seven years, hence the company is not required to transfer any amount to Investor Education and Protection Fund.

42. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

i) in the preparation of annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanations and disclosures relating to material departures, if any;

ii) they have selected such accounting policies and applied them consistently, and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of the affairs of the Company as at March 31, 2026 and of the profit of the Company for year ended on that date;

iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
iv) the annual accounts have been prepared on a going concern basis;
v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.

43. COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards, i.e. SS-1 and SS-2 issued by the Institute of Company Secretaries of India.

44. ACKNOWLEDGEMENT

The Board extends its sincere gratitude to customers for their continued support and appreciates the efforts of employees and the management team for their contribution to the Company's sustained performance. It also acknowledges the support of all stakeholders, including financial institutions, regulators, and business partners. Special thanks are given to the Independent and Non-Executive Directors for their strategic guidance in maintaining the Company's leadership in the Fabrics Industry.

By Order of the Board of Directors
***for* KG Petrochem Ltd**

Sd/-
Gauri Shanker Kandoi
Chairman cum Whole-Time Director
DIN: 00120330

Jaipur, July 30, 2026

Registered Office:
C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India
Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz; Website: www.kgpetrochem.com;
CIN: L24117RJ1980PLC001999

ANNEXURE-A

Conservation Of Energy, Technological Absorption, Foreign Exchange Earning and Outgo

I. CONSERVATION OF ENERGY

a. The step taken or impact on conservation of energy

Conservation of energy remains a key focus area for the Company in its pursuit of sustainable operations. Several initiatives have been undertaken across manufacturing units to reduce the overall energy footprint and promote efficient power usage. These efforts are aimed at optimizing production processes while minimizing non-essential energy loads. The major steps taken include:

- The Company continues to monitor and prioritize energy conservation across all operations. These initiatives have resulted in cost savings and reduced machine downtime, contributing to overall operational efficiency.
- Energy conservation is treated as a continuous and evolving process. The Company consistently identifies new areas for improvement and undertakes appropriate investments to enhance energy efficiency.
- Ongoing measures implemented for energy conservation include:
    1. Adoption of energy-efficient lighting systems and optimization of natural light utilization in the workplace.
    2. Reduction of energy losses through system audits and corrective measures.
    3. Replacement of outdated and energy-intensive equipment with modern, energy-efficient alternatives.

       These steps reflect the Company's commitment to responsible energy usage and long-term environmental sustainability.

b. Impact of above measures:

The implementation of these energy conservation measures has led to improved environmental sustainability and more efficient utilization of power resources. The reduction in energy consumption has significantly contributed to lowering operational expenses and has resulted in a decrease in the overall cost of production.

c. The steps taken by the company for utilizing alternate source of the energy

The company has installed 1.8 MW solar plant in its Textile Unit and 250 KW solar plant in its Technical Textile Unit as an initiative of energy conservation. The company has saved total electricity Approx. 6556 unit per day.

II. TECHNOLOGY ABSORPTION

a. The efforts made towards technology absorption

The Company continues to make focused efforts towards adopting and integrating advanced technologies to enhance operational efficiency and product quality.

b. The benefits derived like product improvement, cost reduction, product development or import substitution

- Enhanced product quality and increased productivity.
- Better fuel efficiency and reduction in emissions, contributing to environmental sustainability.

c. In case of imported technology: NIL

III. <u>FOREIGN EXCHANGE EARNING & OUTGO</u>

Foreign exchange earnings	:	Rs. 20,972.68 Lakhs (FOB)
Foreign exchange outgo	:	Rs. 555.61 Lakhs

By Order of the Board of Directors
***for* KG Petrochem Ltd**

Sd/-
Gauri Shanker Kandoi
Chairman cum Whole-Time Director
DIN: 00120330

Jaipur, July 30, 2026

<u>Registered Office:</u>
C-171, Road No.9J, V.K.I. Area, Jaipur-302013, Rajasthan, India
Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz; Website: www.kgpetrochem.com;
CIN: L24117RJ1980PLC001999

Annexure-B

Form MR-3

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

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

To,
The Members,
KG Petrochem Ltd
C-171, Road No.9J, V.K.I. Area,
Jaipur-302013 Rajasthan

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KG Petrochem Ltd (CIN L24117RJ1980PLC001999) (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 my opinion thereon.

Based on our verification of the company 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, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2026 (“Audit Period”) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

i. The Companies Act, 2013 (the Act) and the rules made there under;
ii. The Securities Contract (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the audit period)**
v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
   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 and amendments from time to time;

d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(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 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**

f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer 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 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the audit period)**

vi. As confirmed and certified by the management, the Company has complied with all the applicable laws, including general and sector-specific laws, to the extent applicable to its business operations.

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

i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.

ii. The Listing Agreements entered into by the Company with Stock Exchange

iii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act and Listing Regulations.

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

Majority decision is carried through while the dissenting members’ views are captured (if any) 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 operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period there were no specific events/ actions having a major bearing on the company's affairs.

For ARMS & Associates LLP
Company Secretaries
ICSI URN: P2011RJ023700
PR 6756/2025

Sd/-
Lata Gyanmalani
Partner
FCS 10106 CP No.9774
UDIN: F010106H000581413
Jaipur, June 04, 2026

This report is to be read with our letter of even date which is annexed as ***'Annexure –1'*** *and form an integral part of this report.*

<u>**Annexure – 1**</u>

To,
The Members,
KG Petrochem Ltd
C-171, Road No.9J, V.K.I. Area,
Jaipur-302013 Rajasthan

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 process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process 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. Wherever required, we have obtained the Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit Report is neither an 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 ARMS & Associates LLP
Company Secretaries
ICSI URN: P2011RJ023700
PR 6756/2025

Sd/-
Lata Gyanmalani
Partner
FCS 10106 CP No.9774
UDIN: F010106H000581413
Jaipur, June 04, 2026

Annexure-C

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company: KG Petrochem Limited (KGPL) believes in corporate excellence and social welfare. This corporate philosophy is the force for integrating Corporate Social Responsibility (CSR) into KGPL values, culture, operation and business decisions at all levels of the organization. Being a responsible corporate citizen, KGPL has a long and cherished tradition of commendable initiatives, institutional programmes and practices of corporate social responsibility which plays a role to improving life of the people and the surrounding environment. With this belief, the Company is committed to make substantial improvements in the social framework and education of the nearby community.

2. The Composition of the CSR Committee as on March 31, 2026, is as under:

Sr. No.	Name of Director	Designation/ Nature of Directorship	No. of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during year
1	Mr. Gauri Shanker Kandoi	Chairman, Executive Director	1	1
2	Mr. Manish Singhal	Member, Executive Director	1	1
3	Mr. Dilip Kumar Bhatia	Member, Non- Executive, Independent Director	1	1

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company: www.kgpetrochem.com
4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.: NA
5. (a) Average net profit of the company as per section 135 (5): *₹706.53 lakhs*

   (b) Two percent of average net profit of the company as per section 135 (5): *₹14.13 lakhs*

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: *Nil*

   (d) Amount required to be set off for the financial year, if any.: *₹5.23 lakhs*

   (e) Total CSR obligation for the financial year (5b+5c-5d): *₹8.90 lakhs*

6. **(a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project).:**

- Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the project	Item from the list of activities in Schedule VII	Local area (Yes/No)	Location of the project		Project Duration	Amount allocated for the project (in Lakhs)	Amount spent in the current financial year (in Lakhs)	Amount transferred to unspent CSR Account for the project as per section 135(6) (in Lakhs)	Mode of Implementation Direct (Yes/ No)	Mode of Implementation Agency	
				State	District						Name	CSR Registration Number
NIL												

- Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the project	Item from the list of activities in Schedule VII	Local area (Yes/No)	Location of the project		Project Duration	Amount allocated for the project (in Lakhs)	Amount spent in the current financial year (in Lakhs)	Amount transferred to unspent CSR Account for the project as per section 135(6) (in Lakhs)	Mode of Implementation Direct (Yes/ No)	Mode of Implementation Agency	
				State	District						Name	CSR Registration Number
1.	Donation for school fees at Saraswati Adarsh Bal	(ii)	Yes	Rajasthan	Kothputli	1 year	0.23	0.23	N.A.	Yes	N.A.	-

	Vidhya Mandir											
2.	Indian Institute of Technolog y, Delhi	(ix)	No	Delhi	South Delhi	1 year	9.00	9.00	N.A.	Yes	N.A.	-

(b) Amount spent in administrative overheads: Nil

(c) Amount spent on Impact Assessment, if applicable: NA

(d) Total amount spent for the Financial Year [(a)+(b)+(c)].: Rs. 9.30 Lakhs

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

Total Amount spent for the financial year (In Rs.)	**Amount Unspent (in Rs)**				
	Total amount transferred to unspent CSR Account as per section 135(6)		**Amount transferred to any fund specified under schedule VII as per second proviso to section 135(5)**		
2025-2026	**Amount**	**Date of Transfer**	**Name of the fund**	**Amount**	**Date of Transfer**
9.30 Lakhs	-	-	-	-	-

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

Sl. No.	**Particular**	**Amount**
(1)	**(2)**	**(3)**
(I)	Two percent of average net profit of the company as per section135(5)	Rs. 14.13 Lakhs
(II)	Total amount spent for the Financial Year (2025-26)	Rs. 9.30 Lakhs
(III)	Excess amount spent for the current financial year 2025-26 [(ii)-(i)]	Rs. (4.83 Lakhs)
(IV)	Excess amount spent in the previous financial year	Rs. 5.23 Lakh
(V)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(VI)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 0.40 Lakhs

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2023-24	12.00 Lakhs	Nil	NA	NA	NA	12.00 Lakhs

8. **Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:** NA

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

By Order of the Board of Directors
***for* KG Petrochem Ltd**

Sd/-
Manish Singhal
Managing Director
DIN: 00120232

Sd/-
Gauri Shanker Kandoi
Chairman cum Whole-Time Director
DIN: 00120330

Jaipur, July 30, 2026

Registered Office:
C-171, Road No.9J, V.K.I. Area, Jaipur-302013 Rajasthan India
Tel.: 91-141-2331231; Email: jproffice21@bhavik.biz; Website: www.kgpetrochem.com.
CIN: L24117RJ1980PLC001999

Annexure-D

CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

I. PREAMBLE

KG Petrochem Limited believes in corporate excellence and social welfare. This corporate philosophy is the force for integrating Corporate Social Responsibility (CSR) into KG Petrochem Limited values, culture, operation and business decisions at all levels of the organization. Being a responsible corporate citizen, KG Petrochem Limited has a long and cherished tradition of commendable initiatives, institutional programmes and practices of corporate social responsibility which plays a role in improving life of the people and the surrounding environment. With this belief, the Company is committed to make substantial improvements in the social framework of the nearby community.

II. DEFINITION

(a) "Act" means the Companies Act, 2013 and Rules framed there under;
(b) The word "Company", wherever occur in the policy shall mean "KG Petrochem Limited".
(c) "Corporate Social Responsibility (CSR)" means and includes but is not limited to :-
   (i) Projects or programs relating to activities specified in Schedule VII to the Act; or
   (ii) Projects or programs relating to activities undertaken by the Board of Directors of the Company (Board) in pursuance of recommendations of the CSR Committee of the Board as per declared CSR Policy of the Company subject to the condition that such policy will cover subjects enumerated in Schedule Vll of the Act.
(d) "CSR Committee" means the Corporate Social Responsibility Committee of the Board referred to in section 135 of the Act.
(e) "CSR Policy" relates to the activities to be undertaken by the Company as specified in Clause IV of this policy or Schedule VII to the Act and the expenditure thereon, excluding activities undertaken in pursuance of normal course of business of a company.
(f) "Administrative overheads" means the expenses incurred by the company for 'general management and administration' of Corporate Social Responsibility functions in the company but shall not include the expenses directly incurred for the designing, implementation, monitoring, and evaluation of a particular Corporate Social Responsibility project or programme.
(g) "Net profit" means the net profit of a company as per its financial statement prepared in accordance with the applicable provisions of the Act, but shall not include the following, namely:
   (i) any profit arising from any overseas branch or branches of the company, whether operated as a separate company or otherwise; and
   (ii) any dividend received from other companies in India, which are covered under and complying with the provisions of section 135 of the Act: Provided that in case of a foreign company covered under these rules, net profit means the net profit of such company as per profit and loss account prepared in terms of clause (a) of sub-section (1) of section 381, read with section 198 of the Act.
(h) "Ongoing Project" means a multi-year project undertaken by a Company in fulfilment of its CSR obligation having timelines not exceeding three years excluding the financial year in which it was commenced, and shall include such project that was initially not approved as a multi-year project but whose duration has been extended beyond one year by the board based on reasonable justification.

(i) Terms that have not been defined in this policy shall have the same meaning assigned to them under the Companies Act, 2013 and rules made thereunder.

III. INTERPRETATION

Words and expressions used and not defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013 or rules made there under, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other Guidelines/ Regulation(s) promulgated by SEBI/ other statutory authorities and any amended(s) thereto from time to time.

IV. CONSTITUTION OF CSR COMMITTEE

1. The Committee shall consist of a minimum 3 Directors where one of whom shall be Independent Director.
2. Minimum two (2) members shall constitute a quorum for the Committee meeting.
3. Membership of the Committee shall be disclosed in the Annual Report.
4. Terms of the Committee shall be continued unless terminated by the Board of Directors.

V. CHAIRMAN

1. Chairman of the Committee shall be appointed by the Board of Directors or the Committee itself.
2. Chairman of the Company may be appointed as a member or Chairman of the Committee.
3. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
4. Chairman of the CSR Committee should present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

VI. FUNCTION OF CSR COMMITTEE

The CSR Committee shall:
1. Formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in terms of Schedule VII of the Companies Act, 2013 or any amendment thereof.
2. Recommend the amount of expenditure to be incurred on CSR activities and
3. Monitor the CSR policy from time to time.
4. Formulate and recommend to the Board, an annual action plan in pursuance of its CSR policy, which shall include the following, namely:-
    a. the list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act;
    b. the manner of execution of such projects or programmes;
    c. the modalities of utilisation of funds and implementation schedules for the projects or programmes;
    d. monitoring and reporting mechanism for the projects or programmes; and
    e. details of need and impact assessment, if any, for the projects undertaken by the company

Provided that Board may alter such plan at any time during the financial year, as per the recommendation of its CSR Committee, based on the reasonable justification to that effect.

VII. GUIDELINES

(a) Funding & Allocation

1. For achieving its CSR objectives through implementation of meaningful & sustainable CSR programmes, the Board of Directors of KG Petrochem Limited shall ensure that the Company spends at least 2% of its average net profits made during the three immediately preceding financial years, in pursuance of its CSR Policy.

2. If the company fails to spend such amount, the Board shall, in its report, specify the reasons for not spending the amount and, unless the unspent amount relates to any ongoing project, transfer such unspent amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

3. Where a company spends an amount in excess of requirement provided under subsection (5) of section 135, such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that –
   (i) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any;
   (ii) the Board of the company shall pass a resolution to that effect.

4. Any amount remaining unspent under sub-section (5), pursuant to any ongoing project, fulfilling such conditions as may be prescribed, undertaken by a company in pursuance of its Corporate Social Responsibility Policy, shall be transferred by the company within a period of thirty days from the end of the financial year to a special account to be opened by the company in that behalf for that financial year in any scheduled bank to be called the Unspent Corporate Social Responsibility Account, and such amount shall be spent by the company in pursuance of its obligation towards the Corporate Social Responsibility Policy within a period of three financial years from the date of such transfer, failing which, the company shall transfer the same to a Fund specified in Schedule VII, within a period of thirty days from the date of completion of the third financial year.

5. Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year.

6. The CSR amount may be spent by a company for creation or acquisition of a capital asset, which shall be held by –
   (i) a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number; or
   (ii) beneficiaries of the said CSR project, in the form of self-help groups, collectives, entities; or
   (iii) a public authority:

(b) Mode of Implementation

1. CSR programs, projects or activities, will be implemented/undertaken by the Company through one or more of the following methods:
    a. Company by Itself –
        i. The Chairman of the CSR Committee and as agreed upon in the Committee.
        ii. CSR Team consisting
    b. a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80 G of the Income Tax Act, 1961 established by the company, either singly or along with any other company.
    c. a company established under section 8 of the Act, or a registered public trust or a registered society, registered under section 12A and 80G of the Income Tax Act, 1961, and having an established track record of at least three years in undertaking similar activities.
    d. In collaboration with other organizations.
    e. Other entity as specified under the Act/Rules.
2. The allocated CSR budgets/ Corpus will be utilized for CSR activities undertaken within India:
    a. which are not exclusively for the benefit of employees of the Company or their family members; and
    b. which are not undertaken in pursuance of normal course of business of the Company.

(c) CSR Activities

The CSR initiatives of the Company are identified in consultation with the management, social experts, community and other stakeholders. The implementation strategy is planned in a way so as to give sustainable and scalable solutions. The identified focus areas for the Company are:

i) Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water:

ii) promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects;

iii) promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centers and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;

iv) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;

v) protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional art and handicrafts;

vi) measures for the benefit of armed forces veterans, war widows and their dependents, Central Armed Police Forces (CAPF) and Central Para Military Forces (CPMF) veterans, and their dependents including widows;

vii) training to promote rural sports, nationally recognised sports, paralympic sports and olympic sports;

viii) contribution to the prime minister's national relief fund or Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund (PM CARES Fund) or any other fund set up by the central govt. for socio economic development and relief and welfare of the schedule caste, tribes, other backward classes, minorities and women;

ix) (a) Contribution to incubators or research and development projects in the field of science, technology, engineering and medicine, funded by the Central Government or State Government or Public Sector Undertaking or any agency of the Central Government or State Government;

(b) Contributions to public funded Universities; Indian Institute of Technology (IITs); National Laboratories and autonomous bodies established under Department of Atomic Energy (DAE); Department of Biotechnology (DBT); Department of Science and Technology (DST); Department of Pharmaceuticals; Ministry of Ayurveda, Yoga and Naturopathy, Unani, Siddha and Homoeopathy (AYUSH); Ministry of Electronics and Information Technology and other bodies, namely Defense Research and Development Organisation (DRDO); Indian Council of Agricultural Research (ICAR); Indian Council of Medical Research (ICMR) and Council of Scientific and Industrial Research (CSIR), engaged in conducting research in science, technology, engineering and medicine aimed at promoting Sustainable Development Goals (SDGs)

x) Rural development projects;

xi) slum area development;

xii) disaster management, including relief, rehabilitation and reconstruction activities;

Explanation- For the purposes of this item, the term slum area shall mean any area declared as such by the Central Government or any State Government or any other competent authority under any law for the time being in force.

The Above list is illustrative not exhaustive. All activities under the CSR activities should be environment friendly and socially acceptable to the local people and Society and comes under the purview of Schedule VII of Companies Act, 2013 and rules made thereunder, amended from time to time.

(d) Monitoring mechanism

The implementation of the CSR policy and execution of projects, programmes and activities undertaken by the Company shall be carried out under the overall superintendence, control and guidance of the CSR Committee. The CSR Committee shall closely monitor such activities and may also further constitute internal monitoring groups and/or sub-committees for different projects, programmes and activities, as may be required from time to time.

(e) Review

The minutes of the meetings of the CSR Committee shall be placed before the Board of Directors for their information. The Board of Directors shall have the power to make amendments, suggest new measures and/or otherwise amend the powers of the CSR Committee from time to time.

(f) CSR Reporting

1. The Board's Report of a company shall include an annual report on CSR containing particulars specified in Annexure I or Annexure II as applicable;

2. The Board of Directors of the Company shall mandatorily disclose the composition of the CSR Committee, and CSR Policy and Projects approved by the Board on their website i.e. www.kgpetrochem.com, for public access.

3. (a) In case the company having average CSR obligation of ten crore rupees or more in pursuance of subsection (5) of section 135 of the Act, in the three immediately preceding financial years, shall undertake impact assessment, through an independent agency, of their CSR projects having outlays of one crore rupees or more, and which have been completed not less than one year before undertaking the impact study.

   (b) The impact assessment reports shall be placed before the Board and shall be annexed to the annual report on CSR.

   (c) A Company undertaking impact assessment may book the expenditure towards Corporate Social Responsibility for that financial year, which shall not exceed five percent of the total CSR expenditure for that financial year or fifty lakh rupees, whichever is less.

(g) Carry forward of Excess CSR Contribution

In case Company spends an amount in excess of the statutory requirements of the CSR obligation then Company may set off such excess amount against the requirement to spend under this sub-section upto immediate succeeding three (3) financial years and in such manner, as prescribed in CSR rules.

(h) Transfer of unspent CSR Amount

If the Company fails to spend the CSR obligation then the Board shall specify the reasons for the same and:
1. Analyse the "unspent" amount
2. If and to the extent it pertains to "ongoing project" – transfer the unspent amount in a separate bank account [unspent CSR account] –within 30 days of the end of Financial Year
3. Or else, transfer unspent amount to National Unspent Fund, within 6 months of the end of the financial year.

VIII. BOARD RESPONSIBILITY

The Board of Directors of the Company shall ensure that:

1. CSR activities, as per clause 3 of this Policy, are undertaken by the Company.

2. the Company spends, in every financial year, at least two percent of the average net profits of the Company made during the three immediately preceding financial years, in pursuance of this Policy.

3. The Board of a company shall satisfy itself that the funds so disbursed have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect.

4. In case of ongoing project, the Board of a Company shall monitor the implementation of the project with reference to the approved timelines and year-wise allocation and shall be competent to make modifications, if any, for smooth implementation of the project within the overall permissible time period.

5. The board shall ensure that the administrative overheads shall not exceed five percent of total CSR expenditure of the company for the financial year.

IX. REVIEW AND AMENDMENT

The Board may amend, abrogate, modify or revise any or all clauses of this Policy, on recommendation of the CSR Committee and in accordance with the provisions of Companies Act, 2013 and rules framed thereunder as and when required and that will be followed by the CSR Committee.

****

Last Amended August 20, 2021

ANNEXURE-E

ANALYSIS OF MANAGERIAL REMUNERATION

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended the statistical analysis of the remuneration paid to Directors and Key Managerial Personnel (KMP) as against the other employees of the company and with respect to the performance of the company (PAT) is given below:

1. The percentage increase in the remuneration of each director and the ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2025-26:

Name of the Director	Ratio of remuneration to median employee of the company *	Percentage increase in the remuneration for the Financial Year 2025-26 as compared to previous year remuneration
Gauri Shanker Kandoi	7.17 %	N.A*
Manish Singhal	48.42 %	20%
Prity Singhal	32.28 %	20%
Ajay Kumar Sharma	1.68%	N.A*
Sanjay Sharma	3.49%	N.A*

*Median Remuneration of the Employees of the Company is considered to be Rs. 2,23,028/- per year.

2. The percentage increase in remuneration of following Key Managerial Personnel (KMP), if any, in the financial year 2025-26

Name of the KMP	Designation	Percentage increase in the remuneration for the Financial Year 2025-26 as compared to previous year remuneration
Prity Singhal	CFO	20%
Navita Khunteta	Company Secretary	6%

3. The percentage increase in the median remuneration of the employees in the financial year 2025-26: 10.08%

4. The number of permanent employees on the rolls of the company as on March 31, 2026: **1273**

5. Average percentile increase already made in the salaried of the employees other than the Managerial Personnel in the last Financial Year and its comparison with the percentile increase in Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in Managerial Remuneration:

Average % increase in the salary of employees other than managerial Personnel	2026: 10.08%
Average % increase in the salary Managerial Personnel	2026: 1.23%

***The average increase in remuneration of managerial personnel during FY 2025-26 was approximately 1.23%, which was lower than the average increase in remuneration of employees.

It is hereby affirmed that the remuneration paid to employees during the year is as per the Remuneration Policy of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

GLOBAL ECONOMY

The global economy continued to demonstrate resilience during FY 2025-26 despite geopolitical uncertainties, trade disruptions, inflationary pressures, and varying monetary policy responses across major economies. While inflationary trends moderated in several developed economies, global growth remained uneven due to persistent supply chain challenges, elevated interest rates, and geopolitical tensions.

International trade witnessed gradual recovery supported by improving consumer demand and easing logistics constraints. However, uncertainties arising from geopolitical developments, currency fluctuations, and changing trade policies continued to impact business sentiment across sectors, including textiles.

The medium-term outlook for the global economy remains cautiously optimistic, supported by improving inflation trends, technological advancements, and continued investments in manufacturing and infrastructure across emerging economies.

During FY 2025-26, global economic activity remained resilient despite elevated inflation in several economies, geopolitical conflicts, changing trade policies and higher interest rates. However, consumer spending in key developed markets remained cautious, particularly for discretionary products such as home textiles. International trade was also affected by geopolitical tensions and shipping disruptions, resulting in higher logistics costs and longer supply chains. These developments continued to influence export-oriented manufacturing industries worldwide.

INDIAN ECONOMY

India continued to be one of the fastest-growing major economies in the world during FY 2025-26. The country's economic growth was supported by strong domestic consumption, sustained government capital expenditure, expanding manufacturing activities, robust infrastructure development, and a stable financial system.

Government initiatives such as "Make in India", Production Linked Incentive (PLI) Schemes, PM Gati Shakti, and continued focus on ease of doing business have strengthened the manufacturing ecosystem and improved India's competitiveness in global markets.

India's favourable demographic profile, increasing urbanization, growing middle-class consumption, and rising exports continue to provide a strong foundation for long-term economic growth. The outlook for the Indian economy remains positive, supported by healthy domestic demand and increasing investments across sectors.

India's continued emphasis on manufacturing-led growth, infrastructure development, export promotion and ease of doing business has strengthened the country's position as a preferred global sourcing destination. Government initiatives aimed at improving logistics, enhancing manufacturing competitiveness and encouraging investments continue to support long-term industrial growth.

GLOBAL TEXTILE INDUSTRY

The global textile industry witnessed mixed trends during FY 2025-26. Demand for home textile products remained subdued, particularly in the United States, owing to inflationary pressures, cautious consumer spending, inventory rationalization by large retailers and uncertainty arising from changes in U.S. tariff policies. Geopolitical developments and shipping disruptions further affected international trade and export demand. Despite these short-term challenges, long-term industry fundamentals remain favourable, supported by increasing urbanization, rising disposable incomes, growing housing and hospitality sectors, and increasing consumer preference for premium and sustainable home textile products.

INDIAN TEXTILE INDUSTRY

India remains one of the world's largest textile manufacturing hubs with a strong presence across the entire textile value chain, from fibre and yarn production to finished garments and technical textiles.

The Indian textile industry continues to benefit from:

- Strong domestic demand;
- Increasing export opportunities;
- Government support through various policy initiatives;
- Growing demand for technical textiles;
- Availability of skilled manpower and manufacturing infrastructure.

The sector is witnessing increasing investments in modernization, automation, sustainable manufacturing practices, and value-added product segments. Technical textiles continue to emerge as a significant growth driver, creating new opportunities for Indian manufacturers.

The long-term prospects of the Indian textile industry remain favourable, supported by increasing global sourcing from India, rising domestic consumption, and policy support from the Government.

India continues to strengthen its position as a preferred sourcing destination owing to its integrated textile value chain, skilled workforce and competitive manufacturing capabilities. The industry is increasingly focusing on value-added products, sustainability, automation and technical textiles. However, export-oriented manufacturers continued to face challenges during FY 2025-26 due to subdued global demand, fluctuations in raw material prices and changing international trade policies.

COMPANY OVERVIEW

The Company is engaged in the manufacturing and marketing of textile products, garments, technical textiles, and allied products. The Company has established itself as a reliable manufacturer catering to both domestic and international markets.

- The Company has over two decades of established operations in the terry towels and made-ups segment, which continues to be its principal business.

- Apart from textiles, the Company is engaged in the manufacturing of artificial leather and also operates as a consignment stockist of GAIL (India) Limited for polymer products in Rajasthan.
- The manufacturing facility at Kotputli, Rajasthan has an installed capacity of approximately 6,200 MTPA for terry towels and 100 lakh metres for synthetic PU/PVC leather, while the stitching unit and agency division operate from VKI, Jaipur.

The Company's manufacturing facilities are equipped with modern infrastructure and supported by a skilled workforce, enabling it to deliver quality products while maintaining operational efficiency. The Company serves both domestic and international customers and has established long-standing relationships with reputed overseas buyers, contributing to repeat business over the years.

FINANCIAL PERFORMANCE

During FY 2025-26, the Company recorded Revenue from Operations of ₹31,365.62 Lakhs as compared to ₹37,538.82 Lakhs in the previous year.

Total Income stood at ₹32,138.77 Lakhs against ₹37,942.46 Lakhs in FY 2024-25.

Profit Before Tax for the year was ₹595.10 Lakhs as compared to ₹712.34 Lakhs in the previous financial year, while Profit After Tax stood at ₹445.13 Lakhs as against ₹550.82 Lakhs in FY 2024-25.

Despite challenging market conditions and pricing pressures in the textile sector, the Company continued to maintain stable operations through effective cost management, operational efficiencies, prudent financial discipline, and customer-focused business strategies.

During the year, the Company's textile division witnessed lower export volumes, particularly in the U.S. market, owing to subdued demand and tariff-related uncertainties. Despite lower revenues, the Company maintained stable operating profitability through improved cost efficiencies, moderation in raw material costs and improved performance of its artificial leather business. The Company's capital structure further strengthened with lower dependence on external borrowings and improved debt coverage indicators. Despite lower revenues during the year, the Company maintained stable operating margins through effective cost management, moderation in raw material prices and improved profitability in the artificial leather segment.

OPPORTUNITIES AND THREATS

Opportunities

- Increasing demand for premium home textile products.
- Expansion into new export geographies to reduce dependence on traditional markets.
- Growth in the artificial leather segment.
- Increasing demand for sustainable and value-added textile products.
- Leveraging long-standing relationships with reputed international customers.
- Operational efficiencies through cost optimization and technology adoption.

Threats

- Continued uncertainty in global trade policies and tariff structures affecting exports.
- Dependence on the U.S. market for a significant portion of exports.
- Volatility in cotton and other raw material prices.
- Shipping disruptions arising from geopolitical developments.
- Foreign exchange fluctuations, though partially mitigated through prudent hedging practices.
- Competitive pressures in the global textile industry.

BUSINESS OUTLOOK

The Company remains optimistic about its long-term growth prospects despite near-term challenges in the export market. While demand from certain overseas markets continues to remain subdued owing to tariff-related uncertainties and inflationary pressures, the Company expects stability in operations through diversification of customer base and export destinations, improved operating efficiencies and sustained focus on value-added products. Growth in the artificial leather business, prudent working capital management and strengthening customer relationships are expected to support future performance.

RISKS AND CONCERNS

The Company operates in a competitive and dynamic business environment and is exposed to various risks including:

- Concentration of exports in limited geographical markets.
- Customer concentration, with a significant share of revenue generated from key customers.
- Cyclicality of the textile industry.
- Raw material price volatility.
- Foreign exchange risk, mitigated through forward contracts.
- Working capital intensity due to higher inventory and receivable levels.
- Geopolitical developments affecting logistics and international trade.

The Company continuously monitors these risks and has implemented appropriate mitigation measures including inventory management, foreign exchange hedging, supplier diversification, operational controls and compliance monitoring systems.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established adequate internal control systems commensurate with the size, nature and complexity of its operations. These systems are designed to ensure efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

The Internal Auditor periodically reviews the effectiveness of internal controls and submits reports to the Audit Committee. The Audit Committee regularly reviews internal audit findings and monitors implementation of corrective actions wherever necessary.

The Company continues to maintain prudent financial discipline, effective working capital monitoring and comprehensive risk management processes to support sustainable operations. The management believes that the Company's internal control framework is adequate and operating effectively.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Company firmly believes that its employees are its most valuable asset and key contributors to its success. The Company continues to focus on employee development, skill enhancement, performance management, workplace safety and employee engagement.

Industrial relations remained cordial throughout the year. The Company maintains a healthy work environment and continues to invest in training and development initiatives to improve employee productivity and operational excellence.

STATUTORY COMPLIANCE

The Company has complied with all applicable statutory requirements and regulatory provisions. A system of regular compliance reviews and monitoring is in place to ensure adherence to all applicable laws and regulations.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report describing the Company's objectives, expectations, estimates, projections and 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 regulations, taxation policies, foreign exchange fluctuations, raw material prices, demand-supply conditions, competitive pressures and other factors beyond the Company's control. The Company undertakes no obligation to publicly update or revise any forward-looking statements.

REPORT ON CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

At KGPL, corporate governance is built on a value-driven framework that ensures our operations are conducted with fairness, transparency, and accountability. As a responsible organization, we uphold democratic and open processes across all aspects of our business. Over time, we have developed comprehensive guidelines and best practices to ensure timely and accurate disclosure of our financials, performance, leadership, and governance matters.

We are committed to maintaining a Board of appropriate size and capability to effectively fulfill its responsibilities. Additionally, we regularly review our systems, policies, and delegation structures to ensure a robust and effective framework for risk management and internal control.

II. BOARD COMPOSITION

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, regional and industry experience, cultural and geographical background, age, ethnicity, race, gender, knowledge and skills, including expertise in financial, global business, leadership, board service and governance, sales and marketing, risk management which will ensure that KGPL retains its competitive advantage.

i. As on March 31, 2026, the total Board strength comprises of 8 (Eight) Directors out of which 4 (Four) Directors are Executive Directors and 4 (Four) are Non- Executive Independent Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 and 152 of the Act. The composition of the Board also complies with the provisions of the Companies Act, 2013 and Regulation, 17(1)(a) and 17(1)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(hereinafter referred to as SEBI Regulations)

ii. None of the Directors on the Board:

a) holds directorships in more than ten public companies;

b) serves as Director or as independent directors in more than seven listed entities; and

c) who are the Executive Directors serves as an independent director in more than three listed entities.

Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026, have been made by the Directors.

iii. Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed there under. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

iv. Eight Board Meetings were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on:

April 01, 2025, May 28, 2025, July 09, 2025, August 13, 2025, November 12, 2025 and December 26, 2025, January 05, 2026, and February 11, 2026.The necessary quorum was present for all the meetings.

The names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting ("AGM"), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/Memberships held by them in other public limited companies as on March 31, 2026 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Act. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public limited companies in which he/she is a director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name, DIN and Designation of the Director	Category	Number of Board Meetings attended during the FY 2025-26	Whether attended last AGM held on September 18, 2025	Number of Directorships in other Public Companies		Number of Committee positions held in other Public Companies		Directorship in other listed entity (Category of Directorship)
				Chairperson	Member	Chairperson	Member	
Mr. Gauri Shanker Kandoi DIN:00120330 Chairman cum Whole Time Director	Non-Independent, Executive	8	Yes	-	-	-	-	-
Mr. Manish Singhal DIN: 00120232 Managing Director	Non-Independent, Executive	8	Yes	-	-	-	-	-
Mrs. Prity Singhal DIN: 02664482 Whole Time Director	Non-Independent, Executive	8	Yes	-	-	-	-	-
Mr. Ajay Kumar Sharma DIN: 09404189 Director	Non-Independent, Executive	3	NA	-	-	-	-	-
Mr. Anand Mishra DIN: 00288257 Director	Independent, Non-Executive	8	Yes	-	-	-	-	-
Mrs. Vani Jain DIN: 08260267 Director	Independent, Non-Executive	8	Yes	-	-	-	-	-
Mr. Bridhi Chand Sharma DIN: 08370330 Director	Independent, Non-Executive	3	NA	-	-	-	-	-
Mr. Vikas Damani DIN:00385807 Director	Independent, Non-Executive	8	Yes	-	-	-	-	-

Mr. Sanjay Sharma DIN: 11186380 Director	Non-Independent, Executive	5	Yes	-	-	-	-	-
Mr. Dilip Kumar Bhatia DIN: 11154630 Director	Independent, Non-Executive	5	Yes	-	-	-	-	-

i. During financial year 2025-2026, one meeting of the Independent Directors was held on February 11, 2026. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors.

ii. The Board periodically reviews the compliance reports of all laws applicable to the Company.

iii. Details of equity shares of the Company held by the Directors as on March 31, 2026 are given below:

Name of the Director	**Category**	**Number of equity shares**
Mr. Gauri Shanker Kandoi	Non- Independent, Executive	14,28,798
Mr. Manish Singhal	Non- Independent, Executive	14,44,687
Mrs. Prity Singhal	Non- Independent, Executive	2,64,049

iv. Non-executive Independent Directors of the company do not hold shares more than 2% of total capital of the company as on March 31, 2026.

v. The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board:

Global Business	Understanding of global business dynamics, across various geographical markets and regulatory jurisdictions.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries/fields from where they come.

Skills/ Expertise/ Competence of the Board of Directors

As per the sub clause 'h' of clause 2 of part C of Schedule V of SEBI (LODR) Regulations, 2015 the Board has identified the following list of core skills/ expertise/ competencies required in the context of the Company's business which are available with the Board:

- Industry Experience, Research & Development and Innovation
- Global Business
- Corporate Governance
- Financial, Regulatory/ Legal and Risk Management

Name of the Director	**Area of Expertise**
Mr. Gauri Shanker Kandoi	Leadership/Operational Experience, Industry experience, Global Business, Financial, Regulatory/ Legal & Risk Management
Mr. Manish Singhal	Leadership/Operational Experience, Strategic and Planning, Industry experience, Research & Development and Innovation, Global Business
Mr. Sanjay Sharma	Purchase, Stores, and other related operational functions
Mrs. Prity Singhal	Strategic and Planning, Industry experience, Global Business
Mr. Dilip Kumar Bhatia	Risk Governance, Financial Prudence
Mr. Anand Mishra	Leadership/Operational Experience, Strategic and Planning, Industry experience, Research & Development and Innovation, Global Business
Mrs. Vani Jain	27 years in field of management, sales and marketing
Mr. Vikas Damani	Experience in Transmission Line, Substation, Hardware and Accessories.

III. BOARD COMMITTEES

i. There are five Board Committees as on March 31, 2026, details of which are as follows:

<table>
<tr><th>Name of the committee</th><th>Extract of terms of reference</th><th colspan="2">Category and composition</th><th>Other details</th></tr>
<tr><td rowspan="4">Audit Committee</td><td rowspan="4">Committee is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations and Section 177 of the Act.

1. Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position as well as to ensure that correct, sufficient and credible information are disclosed;
2. Recommending to the Board the appointment, re-appointment and replacement/ removal of Statutory Auditor and fixation of audit fee and payment of any other service;
3. Reviewing with Management, the annual financial statements before submission to the Board for approval, focusing primarily on:
a. Matters required being included in the Directors' Responsibility Statement included in the report of the Board of Directors.
b. Any changes in accounting policies and practices thereof and reasons for the same.</td><td>Name</td><td>Category / Designation</td><td rowspan="4">• Five meetings of the Audit Committee were held during the year under review and the gap between two meetings did not exceed one hundred and twenty days. The said meetings were held on: April 01, 2025, May 28, 2025, August 13, 2025, November 12, 2025 and February 11, 2026. The necessary quorum was present for all the meetings.
• Committee invites such of the executives as it considers appropriate, representatives of the statutory auditors and internal auditors, to be present at its meetings.
• The Company Secretary acts as the Secretary to the Audit Committee.
• Minutes of the Audit Committee Meetings are</td></tr>
<tr><td>Mr. Dilip Kumar Bhatia</td><td>Independent, Non-Executive/ Chairperson</td></tr>
<tr><td>Mr. Vikas Damani</td><td>Independent, Non-Executive/Member</td></tr>
<tr><td>Mr. Anand Mishra</td><td>Independent, Non-Executive/ Member</td></tr>
</table>

	c. Major accounting entries involving estimates based on the exercise of judgment by management. d. Significant adjustments made in the financial statements arising out of Audit findings. e. Compliance with Stock Exchange and other legal requirements concerning financial statements. f. Disclosure of related party transactions. g. The going concern assumption and compliance with Accounting Standards. h. Qualifications in draft audit report. 4. The Audit Committee shall have authority to investigate into any matter in relation to the items specified in section 177(4) of Companies Act, 2013 or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the Company; 5. To seek information from any employee; 6. To obtain outside legal and professional advice; 7.To seek approval or any subsequent modification of transactions of the company with related parties; 8. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;		circulated to all the Members of the Audit Committee and thereafter discussed and noted at the subsequent Board Meetings.

	9. Reviewing with the management, the statement of uses/ application of funds raised through an issue i.e. public issue, rights issue, preferential issue, etc; 10.Reviewing, with the management, performance of Statutory and Internal Auditors, and adequacy of the Internal Control Systems; 11.Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit; 12.Discussion with Internal Auditors on any significant findings and follow up there on; 13.Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature and reporting the matter to the board; 14.Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern; 15.To review the functioning of the Whistle Blower mechanism, in case the same is existing; 16.Approval of appointment of CFO after		

	assessing the qualifications, experience & background, etc. of the candidate; 17.Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/ investments existing as on the date of coming into force of this provision; 18.Review the management discussion and analysis of financial condition and results of operations; 19.Review the statement of significant related party transactions (as defined by the Audit Committee), submitted by management; 20.Review the management letters/letters of internal control weaknesses issued by the Statutory Auditors; 21.Review the Internal Audit reports relating to internal control weaknesses; and The appointment, removal and terms of remunerations of the Chief Internal Auditor shall be subject to review by the Audit Committee; 22.Review the: a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);		

<table>
<tr>
<td></td>
<td>b. Annual statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice in terms of Regulation 32(7).
23. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Nomination & Remuneration Committee</td>
<td>Committee is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations and Section 178 of the Act.

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of performance of independent directors and the board of directors;
3. Devising a policy on diversity of Board of Directors;
4. Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;</td>
<td><table>
<tr><th>Name</th><th>Category/Designation</th></tr>
<tr><td>Mr. Dilip Kumar Bhatia</td><td>Independent, Non-Executive/Chairperson</td></tr>
<tr><td>Mr. Anand Mishra</td><td>Independent, Non-Executive/ Member</td></tr>
<tr><td>Mr. Vikas Damani</td><td>Independent, Non-Executive/Member</td></tr>
</table></td>
<td>• Two meetings of the Nomination & Remuneration Committee were held during the year under review. The said meetings were held on July 09, 2025 and August 13, 2025. The necessary quorum was present for all the meetings.
• The Company Secretary acts as Secretary to the Committee.
• The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee.
• Minutes of the Nomination and Remuneration Committee Meetings are circulated to all the Members of the Nomination and Remuneration Committee and thereafter discussed and</td>
</tr>
</table>

<table>
<tr>
<td></td>
<td>5. Whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
6. Recommended to the Board, all remuneration, in whatever form, payable to Senior Management;
7. Such other matters as the Board may from time to time request the Nomination and Remuneration Committee to examine and recommend/ approve;

Any other work and policy, related and incidental to the objectives of the Committee as per provisions of the Act and rules made there-under and the SEBI Regulations.</td>
<td></td>
<td>noted at the subsequent Board Meetings.</td>
</tr>
<tr>
<td>Stakeholder Relationship Committee</td>
<td>Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations and Section 178 of the Act.

1. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
2. Review of measures taken for effective exercise of voting rights by shareholders;</td>
<td><table>
<tr><th>Name</th><th>Category/Designation</th></tr>
<tr><td>Dilip Kumar Bhatia</td><td>Independent, Non-Executive/Chairperson</td></tr>
<tr><td>Gauri Shanker Kandoi</td><td>Executive Director/Member</td></tr>
<tr><td>Manish Singhal</td><td>Executive Director/Member</td></tr>
</table></td>
<td>• One Meeting of Stakeholder Relationship Committee was held during the year under review on February 11, 2026. The necessary quorum was present for the meeting.
• The Company Secretary acts as Secretary to the Committee.

• Investor Grievance Redressal: During the financial year 2025-26 no complaints were received and</td>
</tr>
</table>

<table>
<tr>
<td></td>
<td>3. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
4. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.</td>
<td></td>
<td>resolved by the Company. Further, no complaint was pending as on March 31, 2026.</td>
</tr>
<tr>
<td>Corporate Social Responsibility Committee</td>
<td>Committee is constituted in line with the provisions of Section 135 of the Act.

1. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company in areas or subject, specified in Schedule VII of the Companies Act, 2013;
2. Recommend the amount of expenditure to be incurred on the Corporate Social Responsibility activities;
3. Monitor the Corporate Social Responsibility Policy of the company from time to time.</td>
<td><table>
<tr><td>Name</td><td>Category/ Designation</td></tr>
<tr><td>Gauri Shanker Kandoi</td><td>Executive Director/Chairperson</td></tr>
<tr><td>Manish Singhal</td><td>Executive Director/Member</td></tr>
<tr><td>Dilip Kumar Bhatia</td><td>Independent, Non-Executive/Member</td></tr>
</table></td>
<td>• One Meeting of Corporate Social Responsibility Committee was held during the year under review on February 11, 2026.
The necessary quorum was present for the meeting.</td>
</tr>
<tr>
<td>Finance Committee</td>
<td>Finance Committee oversight responsibilities with respect to the monitoring the Company's financial resources, including its capital management and recovery and resolution</td>
<td><table>
<tr><td>Name</td><td>Category/ Designation</td></tr>
<tr><td>Gauri Shanker Kandoi</td><td>Executive Director/Chairperson</td></tr>
<tr><td>Manish Singhal</td><td>Executive</td></tr>
</table></td>
<td>• Two Meetings of Finance Committee were held during the year under review on May 08, 2025 and May 16, 2025,</td>
</tr>
</table>

	planning processes. The brief description of terms of reference of Finance Committee, inter alia, includes the following: • review the Corporation's capital structure and annual capital plan, including its capital adequacy and capital planning process, stress-testing and related activities, capital raising, capital distributions, as well as approve and recommend to the full Board approval of our annual capital plan submission and capital management policy; • review financial aspects of the Corporation's recovery and resolution plans, and • review any additional matters that the Board of Directors may direct to the Committee.		Director/Member	The necessary quorum was present for all the meeting.
		Dilip Kumar Bhatia	Independent, Non-Executive/Member	
		`		

ii. Nomination and Remuneration Committee-other details

Criteria for performance evaluation of Independent Directors and the Board:

As per the provisions of the SEBI Regulations, the Nomination and Remuneration Committee (the "Committee") has laid down the evaluation criteria for performance evaluation of Independent Directors and the Board. The manner for performance evaluation/ assessment of the Directors (including Independent Directors), KMPs and the senior officials of the Company is conducted on an annual basis and to satisfy the requirements of the Companies Act, 2013 and SEBI Regulations.

The following criteria assist in determining how effective the performances of the Directors (including Independent Directors)/ KMPs/ Senior officials have been:

1. leadership & stewardship abilities;
2. contributing to clearly define corporate objectives & plans;
3. communication of expectations & concerns clearly with subordinates;
4. obtain adequate, relevant & timely information from external sources;
5. review & approval achievement of strategic and operational plans, objectives, budgets;
6. regular monitoring of corporate results against projections ;
7. identify, monitor & mitigate significant corporate risks;
8. assess policies, structures & procedures;
9. direct, monitor & evaluate KMPs, senior officials;
10. review management's succession plan;
11. effective meetings;
12. assuring appropriate board size, composition, independence, structure;
13. clearly defining roles & monitoring activities of committees;
14. review of corporation's ethical conduct.

Evaluation on the aforesaid parameters was conducted by the Independent Directors for each of the Executive/ Non-Independent Directors, in a separate meeting of the Independent Directors.

The Board evaluated/ assessed each of the Directors along with its own performance and that of the committees on the aforesaid parameters and in the manner as laid down below.

- **Of the Board as a whole:**

The performance of the Board was evaluated from the reviews/feedback of the directors themselves. The broad parameters for reviewing the performance of the Board, inter alia, contained the following:

i. Development of suitable strategies and business plans at appropriate time and its effectiveness;
ii. Implementation of robust policies and procedures;
iii. Size, structure and expertise of the Board;
iv. Oversight of the Financial Reporting Process, including Internal Controls;
v. Willingness to spend time and effort to learn about the Company and its business.

- **Of Individual Director(s):**

Evaluation of Managing Director/Whole time Director /Executive Director: The performance evaluation of Managing Director, Executive Director of the Company was done by all the directors including Independent Directors.

- **Evaluation of Independent Directors:**
  i. The Schedule IV of the Companies Act, 2013, i.e. "Code for Independent Directors" provides for the evaluation of Independent Directors.
  ii. Under the view of this provision, the performance evaluation of ID's was done by the entire Board of Directors, excluding the director being evaluated on the basis of the following criteria and including the parameters of evaluation of individual directors:
  iii. Exercise of objective independent judgment in the best interest of Company and;

- **Evaluation of Committees:**

The performance of the Committees of the Board was evaluated by the Directors, on the basis of the terms of reference of the Committee being evaluated. The broad parameters/criteria for reviewing the performance of all the Committees, inter alia, were

i. Discharge of the functions and duties as per the terms of reference;
ii. Process and procedures followed for discharging the functions;
iii. Effectiveness of suggestions and recommendations received;
iv. Size, structure and expertise of the Committee; and
v. Conduct of the meetings and procedures followed in this regard

- **Details of Remuneration paid to Directors during financial year 2025-26**

During the year, the Company has paid remuneration as mentioned below:

Name of the Director	**Designation**	**Salary and allowances**	**Stock options/ Performance Incentive**	**Total**
Mr. Gauri Shanker Kandoi	Chairman cum Whole Time Director	16,00,008	-	16,00,008
Mr. Manish Singhal	Managing Director	1,08,00,000	-	1,08,00,000

Mrs. Prity Singhal	Whole-Time Director	72,00,000	-	72,00,000
Mr. Ajay Sharma (Ceased on July 31, 2025)	Executive Director	3,75,000	-	3,75,000
Mr. Sanjay Sharma (Appointed on July 09, 2025)	Executive Director	7,78,032	-	7,78,032

Notes:

a) The Company does not have any pecuniary relationship with any Non-Executive Independent Director except for reimbursement of traveling expenses to the Directors for attending Board Meeting. No sitting fee is paid for attending the meetings of Board/ Committees of Directors.

b) The company has issued memorandum of terms and conditions of appointment including remuneration to Managing Director and Whole-Time Director of the Company.

➢ **Remuneration Policy:**

In accordance with the provisions of section 178 of the Act, the Board, on the recommendation of the Nomination and Remuneration Committee, has framed a Remuneration Policy providing (a) criteria for determining qualifications, positive attributes and independence of directors and (b) a policy on remuneration for directors, key managerial personnel and other employees.

The Policy is directed towards a compensation philosophy and structure that will reward and retain talent and provides for a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. The policy is placed on Company website www.kgpetrochem.com.

- **Remuneration to the Managing Director/ Whole-time Director:**

The Managing Director/ Whole-time Director shall be eligible for remuneration as per the ceiling limit prescribed under the Companies Act, 2013 and in accordance to the special resolution passed in the General Meeting. The same be decided and approved by the Board on the recommendation of the Committee and shall be within the overall remuneration as per law.

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

The Non-executive/ Independent Directors of the Company may be paid sitting fees, if any, as per the applicable Regulations and no sitting fee shall be paid to Executive Directors. The quantum of sitting fees will be determined as per the recommendation of Nomination and Remuneration Committee and approved by the Board of Directors of the Company.

- **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Personnel in accordance with the provisions of Schedule V of the Companies Act, 2013.

iii. Number of committee meetings held and attendance records

Name of the Committee	**Audit Committee**	**Nomination and Remuneration Committee**	**Stakeholders' Relationship Committee**	**Corporate Social Responsibility Committee**	**Finance Committee**
No. of Meetings held	5	2	1	1	2
Date of meetings	April 01, 2025, May 28, 2025, August 13, 2025, November 12, 2025, February 11, 2026	July 09, 2025 and August 13, 2025	February 11, 2026	February 11, 2026	May 08, 2025 May 16, 2025
No. of Meetings Attended					
Name of Member					
Mr. Gauri Shanker Kandoi	-	-	1	1	2
Mr. Manish Singhal	-	-	1	1	2
Mr. Ajay Sharma (Ceased on July 31, 2025)	-	-	-	-	-
Mrs. Prity Singal	-	-	-	-	-

Mrs. Vani Jain	-	-	-	-	-
Mr. Bridhi Chand Sharma Ceased on July 09, 2025)	2	1	-	-	2
Mr. Anand Mishra	5	2	-	-	-
Mr. Vikar Damani	5	2	-	-	-
Mr. Sanjay Sharma (Appointed on July 09, 2025)	-	-	-	-	-
Mr. Dilip Kumar Bhatia (Appointed on July 09, 2025)	3	1	1	1	-
Whether quorum was present for all the meetings	The necessary quorum was present for all the above committee meetings.				

IV. GENERAL BODY MEETINGS

i. General Meeting

a. Annual General Meeting ("AGM"):

S. No.	Day, Date and Time of AGM/EGM	Venue	Special Resolution Passed
1.	43rd AGM on September 15, 2023 at 12:30 P.M	Video Conferencing	1. Appointment of Mrs. Vani Jain (DIN: 08260267) as an Independent Non-Executive Director of the Company. 2. Approve the Re-appointment of Mr. Gauri Shanker Kandoi (DIN:00120330), as Chairman cum Whole-Time Director of the Company 3. Approve the re-appointment of Mr. Manish Singhal (DIN: 00120232), as Managing Director of the Company. 4. Re-appointment of Mrs. Prity Singhal (DIN: 02664482), Whole-Time Director of the company
2.	44th AGM on September 25, 2024 at 11:15 A.M	Physical	1. Appointment of Mr. Bridhi Chand Sharma, as Non-Executive Independent Director of the Company for the Second Term of Five Consecutive Years

3.	45th AGM on September 18, 2025 at 12:00 A.M	Physical	1. Re-appointment of Mr. Anand Mishra as an Independent Non-Executive Director for a second term of 5(five) years. 2. Appointment of Mr. Dilip Kumar Bhatia (DIN: 11154630) as a Non-Executive Independent Director of the Company and Approval of his Appointment despite having attained the Age of 75 years. 3. Appointment of Mr. Sanjay Sharma (DIN: 11186380) as Executive Director of the Company.

b. Extraordinary General Meeting:

During the Financial Year, One extraordinary general meeting of the members was held on April 28, 2025.

c. Postal Ballot

No resolution passed through Postal ballot during the financial year 2025-2026.

V. PLEDGE OF SHARES:

No Pledge has been created over the Equity Shares held by the Promoters and/or Promoter Group Shareholders during the financial year ended 31st March, 2026.

VI. REVIEW OF LEGAL COMPLIANCE REPORTS:

Alike the previous years, the Board, during the year, periodically reviewed the reports placed by the management with respect to adherence and compliance with various laws and regulations applicable on the Company. The Internal Auditors also reviewed the compliance status of the Company within their terms of reference and reported to the Audit Committee accordingly.

VII. MEANS OF COMMUNICATION

Financial Results:

The quarterly, half-yearly and annual financial results of the Company are published in Business Remedies in Hindi (Vernacular) language and Financial Express in (English)Language. The results are also displayed on the Company's website www.kgpetrochem.com.

The Company has regularly furnished, by way of online electronic uploading on BSE Listing Centre the quarterly/ half-yearly/ annual audited results to the Stock exchanges i.e. BSE within the timelines prescribed by SEBI in this regard.

Website & Newsletter:

The Company's website www.kgpetrochem.com contains a dedicated functional segment called 'Investors Information' where all the information needed by the shareholders is available, including the Corporate Governance Report, Shareholding Patterns, Financial Results, Annual Reports and other relevant intimations sent to exchanges.

News Releases, Presentations, etc:

The official news, release, presentation that may be made to the Shareholders at the Annual General Meeting and the presentation as may be done to the analysts are posted on the Company's website www.kgpetrochem.com.

BSE Corporate Compliance & Listing Centre (the "Listing Centre"):

The Listing Centre of BSE is a web based application designed by BSE for corporates. All periodical compliance filings like Shareholding Pattern, Corporate Governance Report, Media Releases, etc. are filed electronically on the Listing Centre.

SEBI Online Complaints Redress System (SCORES):

The investor complaints are processed in a centralized web based complaints redressal system. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its current status.

VIII. GENERAL SHAREHOLDER INFORMATION

(i) Annual General Meeting

Day and Date	: Wednesday August 26, 2026
Time	: 12:00 P.M.
Venue	: 6th Floor, No.602, Monarch Building, Amrapali Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021, Rajasthan
Contact Number	: 9983340261

(ii) Financial Year

April 1, 2025 to March 31, 2026

(iii) Date of Book Closure/ Record Date

Thursday August 20, 2026 to Wednesday August 26, 2026

Record date: Wednesday August 19, 2026

(iv) **Listing on Stock Exchange**

BSE Limited (BSE)
Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001; Scrip Code: 531609

Listing Fees as applicable have been paid.

(v) **Registrar & Share Transfer Agent**

Name and Address	: Niche Technologies Pvt. Ltd 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017 West Bengal
Telephone	: (033) 22806616
Fax	: (033) 22156823
E-mail	: nichetechpl@nichetechpl.com
Website	: www.nichetechpl.com

(vi) **Share Transfer System**

In respect of shares held in dematerialized mode, the transfer takes place instantaneously between the transferor, transferee, and the Depository Participant through electronic debit/ credit of the accounts involved.

(vii) **Shareholding as on March 31, 2026:**

a) Distribution of Shareholding as on March 31, 2026

Sr. No.	Shareholding Range (No. of Shares)	No. of Holders	% of Total Holders	Total Shares Held	% of Total Shares
1	1 – 500	584	85.0073%	47,017	0.9005%
2	501 – 1,000	67	9.7525%	58,086	1.1125%
3	1,001 – 5,000	17	2.4745%	33,146	0.6349%
4	5,001 – 10,000	3	0.4367%	21,431	0.4105%
5	10,001 – 50,000	5	0.7278%	1,10,420	2.1149%

Sr. No.	Shareholding Range (No. of Shares)	No. of Holders	% of Total Holders	Total Shares Held	% of Total Shares
6	50,001 – 1,00,000	1	0.1456%	52,600	1.0075%
7	1,00,001 and Above	10	1.4556%	48,98,300	93.8192%
Total	**–**	**687**	**100.0000%**	**52,21,000**	**100.0000%**

b) Categories of equity shareholding as on March 31, 2026

Category	No. of shares held	% of shareholding
Promoter & Promoter Group	38,98,034	74.66
Public – Institutions	-	-
Public – Non Institutions	13,22,966	25.34
Total	**52,21,000**	**100.00**

c) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holder of GDRs and ADRs) as on March 31, 2026

Sr. No.	Name of shareholders	No. of Equity shares	% of holding
1	M T Financial Services Private Limited	208000	3.984
2	Manik Chand Fogla	35200	0.674
3	Neelam Mittal	15339	0.294
4	Prabhudayal Fogla	12300	0.236
5	Pratyush Mittal	36598	0.701
6	Prudential Capital Markets Ltd.	52600	1.007
7	Sanjay Bansal	260175	4.983
8	Siddharth Kedia	102300	1.959
9	Vandita Jain	253900	4.863
10	Vidit Jain	175891	3.369

(viii) **Dematerialization of shares and liquidity**

The Company has established connectivity with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to handle dematerialization of shares. As on March 31, 2026, a total of 51,01,950 equity shares which form 97.72% of the share capital stand dematerialized.

(ix) **Outstanding GDRs/ ADRs/ warrants or any convertible instruments, conversion date and likely impact on equity**

The Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments as on March 31, 2026, as such instruments have not been issued in the past.

(x) **Commodity price risk or foreign exchange risk and hedging activities**

The Company does not deal in commodities and hence the disclosure pursuant to SEBI Circular dated November 15, 2018 is not required to be given.

(xi) **Green Initiative in Corporate Governance**

As per the MCA Circular Nos. 17/2011 dated April 21, 2011 & 18/2011 dated April 29, 2011, Ministry of Corporate Affairs has undertaken a Green Initiative in Corporate Governance whereby the shareholders desirous of receiving notices, documents and other communication from the Company through electronic mode, can register their e-mail addresses with the Company. As a responsible citizen, your Company strongly urge our shareholders to support the Green Initiative by giving positive consent by registering/ updating your email addresses with your respective Depository Participants or the Registrar and Transfer Agents of the Company, **Niche Technologies Private Limited** for the purpose of receiving soft copies of various communications including the Annual Report.

(xii) **Plant Location**

a. Bhavik Terryfab (A Unit of K G Petrochem Ltd.), Plot no. SP-4/3, RIICO Industrial Area, Village Keswana, Teh. Kotputli, Jaipur-303108 Rajasthan
b. Mantika Hometex (A Unit of K G Petrochem Ltd.) C-171, Road No. 9J, VKI Area, Jaipur-302013 Rajasthan
c. Ultra Polycoats (A Unit of K G Petrochem Ltd.), Plot no. SP-4/3A, RIICO Industrial Area, Village Keswana, Teh. Kotputli, Jaipur-303108 Rajasthan
d. Anusha Texfab (A Unit of K G Petrochem Ltd.) Plot no. SP-3-5-B, RIICO Industrial Area, Village Keswana, Teh. Kotputli, Jaipur-303108 Rajasthan

(xiii) **Corporate Identification Number (CIN)**

The Company is registered with the Registrar of Companies, Jaipur, Rajasthan. The CIN allotted to the Company by the Ministry of Corporate Affairs is L24117RJ1980PLC001999.

(xiv) **Address for correspondence**

KG Petrochem Ltd
6th Floor, No.602, Monarch Building, Amrapali Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021
Tel.: 0141-2331231
Fax: 0141-2332845
Email id: jproffice21@bhavik.biz
Website: www.kgpetrochem.com
Designated e-mail address for Investor Services: jproffice21@bhavik.biz

(xv) **Credit Rating**

Credit Rating of the company obtained from Care ratings as on 31st March 2026;

Facilities	**Amount(₹ Crore)**	**Rating**	**Rating Action**
Long term bank Facilities	4.74 (Reduced from 13.02)	CARE BBB-; Stable	Reaffirmed
Long Term / Short Term Bank Facilities	67.00 (Reduced from 91.00)	CARE BBB-; Stable / CARE A3	Reaffirmed
Short Term Bank facilities	15.75	CARE A3	Reaffirmed
Total Facilities	**87.49 (Rupees Eighty-Seven Crore Forty-Nine Lakh Only)**		

IX. OTHER DISCLOSURES

Particulars	Statutes	Details	Website link for details/policy
Reconciliation of Share Capital Audit	Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and SEBI Circular No. D&CC/FITTC/Cir-16/2002 dated December 31, 2002.	A Qualified Practicing Company Secretary carried out the Quarterly Reconciliation of Share Capital Audit to reconcile the total admitted equity capital with National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) of the total issued and listed Equity Share Capital. The Report on Reconciliation of Share Capital confirms that the total issued/paid up capital of the Company admitted with depositories is in agreement with the capital of the Company listed with the Stock Exchanges. Further none of the shares of the company are lying in suspense account as on March 31, 2026.	
Familiarization Programme:	Regulations 25(7) and 46 of SEBI Listing Regulations	Details of familiarization program imparted to Independent Directors are available on the Company's website.	www.kgpetrochem.com
Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2018	Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014	In terms of 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	

		the Workplace. Company has formed an "Internal Complaints Committee" for prevention and redressal of sexual harassment at workplace. The Committee is having requisite members and is chaired by a senior woman member of the organization. Further, the Company has not received any complaint of sexual harassment during the financial year 2025-26. During the financial year 2025-26, no complaints have been received by the members of the committee. Hence, no complaint is pending at the end of the financial year.	
Related party transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Act	All related party transactions that were entered into during the financial year were on arm's length basis and in the ordinary course of business of the Company. There is no materially significant related party transaction made by the Company with Promoters, Directors, Key Managerial Personnel or other Designated Persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions of your Company had been ratified and confirmed by the Audit Committee and Board of Directors, as required under the	www.kgpetrochem.com

		Listing Regulations. The policy on related party transactions as approved by the Board is uploaded on the Company's website.	
Details of non-compliance by the Company, penalty, strictures imposed on the Company by the stock exchange, or Securities and Exchange Board of India or any statutory authority on any matter related to capital markets during the last three financial years.	Reg 34 and as per the SEBI circular no. *SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 (Chapter-VII(A)-Penal Action for Non-Compliance)*	During the F.Y. 2023-24, Fine amount of ₹ 4720/- levied on the company pursuant to Regulation 34 of LODR on account of delay in submission of Disclosure Annual report. However Company has submitted reply on the same and fine was waived off from the end of BSE.	
	Reg. 23 (9) Submission of Disclosure on Related Party Transactions	During the F.Y. 2022-23, Fine amount of ₹ 5,900/- levied on the company pursuant to Regulation 23 (9) of LODR on account of delay in submission of Disclosure of Related Party Transaction. Here Company has made their submission dated 19/07/2022 and made the payment of ₹ 5,900/- in the favor of BSE Ltd. Through Banking Channels dated 12/08/2022.	
	Other than above during the last three years, there were no strictures or Penalties imposed by SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to capital markets.		
Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI Listing Regulations	The Company has this Policy and has established the necessary vigil mechanism for directors and employees to report concerns about	www.kgpetrochem.com

		unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.	
Discretionary requirements	Schedule II Part E of the SEBI Listing Regulations	• The Company's standalone financial statements for the financial year ended as on March 31, 2026 were not qualified. • The Company follows a robust process of communicating with the shareholders which has been mentioned in the report under "Means of Communication." • The Internal Auditor of the Company directly submits Internal Audit Report to the Audit Committee on quarterly basis.	
Code of Conduct	Regulation 17 of the SEBI Listing Regulations	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2026. A certificate by the Chief Financial Officer and Managing Director, on the compliance declarations received from the members of the Board and Senior Management forms part of this report.	www.kgpetrochem.com

Financial Statements/ Accounting Treatments:
In the preparation of Financial Statements, the Company has followed the Accounting Standards issued by the Institute of Chartered Accountants of India to the extent applicable.

Details of fees paid by the company to its Statutory Auditors:
During financial year 2025-26 the company has paid following fees to its Statutory Auditors

Sr. No.	Particulars	Amount Paid in (₹)
1	Statutory Audit Fees	8,56,000/-

Apart from above nothing is paid by the company to the Statutory Auditors.

Certificate from Company Secretary in Practice:

The Company has received a certificate from M/s. ARMS & Associates LLP, Practicing Company Secretaries certified that none of the Directors on the Board of the Company 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 for the financial year ending on March 31, 2026, which is annexed as **Annexure 2** at the end of this report

MD and CFO Certification:

The certificate required under Regulation 17 (8) of SEBI (LODR) Regulations, 2015 duly signed by MD and CFO was placed before the Board and the same is attached to this Report as **Annexure 3**.

Certificate of compliance of Corporate Governance:
The Company has obtained a certificate affirming the compliances of Corporate Governance from M/s Arms & Associates LLP, Practicing Company Secretaries, Jaipur and the same is attached to this Report as **Annexure 4**. During the year under review the company has raised funds through preferential allotment as specified under SEBI Regulations.

ANNEXURE 1

DECLARATION FOR THE COMPLIANCE WITH THE CODE OF CONDUCT

We, Manish Singhal, Managing Director and Prity Singhal, Whole Time Director cum Chief Financial Officer (KMP) of KG Petrochem Ltd, hereby declare that all the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company, applicable to them as laid down by the Board of Directors in terms of Schedule V of SEBI (LODR) Regulations, 2015, for the year ended March 31, 2026.

For **KG Petrochem Ltd**

Sd/-	**Sd/**
Manish Singhal	**Prity Singhal**
(Managing Director)	**(Whole time director cum CFO)**
DIN: 00120232	**DIN: 02664482**

Jaipur, July 30, 2026

ANNEXURE 2

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,
KG Petrochem Ltd
C-171, Road No. 9J, VKI Area, Jaipur-302013 Rajasthan

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **KG Petrochem Ltd** having CIN L24117RJ1980PLC001999 and having registered office at C-171, Road No. 9J, VKI Area, Jaipur-302013 Rajasthan (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 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.

Sl. No.	Name of the Director	DIN	Date of appointment in Company
1.	Gauri Shanker Kandoi	00120330	05/09/1998
2.	Prity Singhal	02664482	21/09/2017
3.	Manish Singhal	00120232	29/07/2013
4.	Sanjay Sharma	11186380	09/07/2025
5.	Vani Jain*	08260267	21/06/2023
6.	Dilip Kumar Bhatia	11154630	09/07/2025
7.	Anand Mishra	00288257	13/02/2021
8.	Vikas Damani	00385807	01/06/2022

- Mrs. Vani Jain ceased from the Board of Directors dated 27/05/2026

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

For ARMS & Associates LLP
Company Secretaries
ICSI URN: P2011RJ023700
PR 6756/2025

Sd/-
Lata Gyanmalani
Partner
FCS 10106 CP No.9774
UDIN: F010106H000981661

Jaipur, July 30, 2026

ANNEXURE 3

MD/CFO CERTIFICATION

Under Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015

To
The Board of Directors
K G Petrochem Limited,
C-171, Road No. 9J, VKI Area, Jaipur-302013 Rajasthan

We, Manish Singhal, Managing Director and Prity Singhal, Whole Time Director cum Chief Financial Officer of the Company, to the best of knowledge and belief, certify that:

A. We have reviewed Financial Statements (Balance Sheet, Statement of Profit & Loss and all the Schedules and Notes to Accounts) and the Cash Flow Statement and Board's Report for the financial year 2025-26 and based on our knowledge and belief and information:

  1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. These statements and other information included in this annual report present a true and fair view of company's affair and are in compliance with current 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 financial year 2025-26 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 we 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:
   1. significant changes in internal control over financial reporting during the year;
   2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the company's internal control system over financial reporting.

For **KG Petrochem Ltd**

Sd/-	**Sd/**
Manish Singhal	**Prity Singhal**
(Managing Director)	**(Whole time director cum CFO)**
DIN: 00120232	**DIN: 02664482**

Jaipur, July 30, 2026

ANNEUXRE 4

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
K G Petrochem Limited
C-171, Road No. 9J, VKI Area, Jaipur-302013 Rajasthan

1. We have examined the compliance of conditions of Corporate Governance of KG Petrochem Limited ("the Company") for the year ended on March 31, 2026 as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [collectively referred to as "SEBI Listing Regulations"].

Management's Responsibility for compliance with the conditions of SEBI Listing Regulations

2. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in SEBI Listing Regulations.

Our Responsibility

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

4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with the Corporate Governance requirements by the Company.

5. We have conducted our examination in accordance with the Guidance Note on Corporate Governance Certificate and the Guidance Manual on Quality of Audit & Attestation Services issued by the Institute of Company Secretaries of India ("ICSI").

Opinion

6. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2026.

7. 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.

Restriction on use

8. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For ARMS & Associates LLP
Company Secretaries
ICSI URN: P2011RJ023700
PR 6756/2025

Sd/-
Lata Gyanmalani
Partner
FCS 10106 CP No.9774
UDIN: F010106H000981725

Jaipur, July 30, 2026

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Independent Auditor's Report

To

The Members of

KG PETROCHEM LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **KG PETROCHEM LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information which are incorporated in the financial statements.

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 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("IND AS") and other accounting principles generally accepted in India of the state of affairs of the Company as at March 31,2026, its Profits (including other comprehensive income), changes in equity and its Cash Flows for the year ended on that date.

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

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H C BOTHRA & ASSOCIATES
CHARTERED ACCOUNTANTS

Basis for Opinion

We conducted our audit of the Financial Statements 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion on Financials Statement.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of the most significance in our audit of the Financial Statements of the Current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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Branch Offices: First Floor, GulabNiwas, M I Road, Jaipur - 302001
ManakBhawan Complex, Kotri Road, Gumanpura, Kota (Raj) -324007

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

On the auditor's report date, we have nothing to report in this regard, as the Annual Report expected to be made available to us after the date of this auditor's report.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (IND AS) as prescribed under Section 133 of the Act read with the Companies (Accounting Standards) Rules, 2021, and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and

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presentation of the Financial Statement that give a true and fair view and are free from material misstatement whether due to fraud or error.

In preparing the Financial Statements, management and board of directors is responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless 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 also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

H.C. BOTHRA & ASSOCIATES
JAIPUR
FRN : 008950C
CHARTERED ACCOUNTANTS

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, also refer to the matter as stated in the paragraph 2(h)(vi) below, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
   c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

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f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) In our opinion and to the best of our information and according to the explanation given to us the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note No-45 to the financial statements.

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- Refer note 53 to the financial statements.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds (which are material either individually or in the aggregate) have been received by the

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Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(v) The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

(vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except the inventory management software through which the entity is maintaining its day-to-day stock records.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

Place: Jaipur
Date: 27th May, 2026

For H C Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner

UDIN: 26401501DROLFN5162

Membership No.: 401501

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CHARTERED ACCOUNTANTS

ANNEXURE-A REFERRED TO IN THE INDEPENDENT AUDITOR'S REPORT ON THE ACCOUNTS OF KG PETROCHEM LIMITED FOR THE YEAR ENDING 31 MARCH, 2026

As required by the Companies (Auditor's report) Order, 2020 issued by the Central Government of India in terms of section 143(11) of the Companies Act, 2013 we report that:

i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:

(a) (A) The company has provided updated records for verification showing full particulars, including quantitative details and relevant details of Property, Plant and Equipment, Investment Property and right-of-use assets.

(B) The Company does not have any Intangible Asset and Hence reporting 3(i)(a)(B) of Order is not applicable.

(b) The Company has a program of physical verification of Property, Plant and Equipment, Investment property and right-of-use assets so to cover all the assets once in a year which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. The document provided by the management contains all particulars. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of property tax receipts and lease agreement for land on which building is constructed, registered sales deed/ transfer deed/ conveyance deed provided to us, we report that the title in respect of self-constructed building and title deed of all other immovable properties (other than properties where the company is the lessee and the lease agreement are duly executed in favour of the lessee), disclosed in the financial statements are held in the name of the company as at balance sheet date.

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(d) During the Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year, hence reporting under clause 3(i)(d) of the Order is not applicable.

(e) Based on the information and explanations furnished to us, no proceedings have been initiated during the year 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) As explained to us, the inventory was physically verified by the management at regular intervals during the year. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. According to information and explanation given to us, all discrepancies have been rectified by the company.

(b) According to the information and explanation given to us and on the basis of our examination of records of the company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, during the year from banks or financial institutions on the basis of security of current assets. The quarterly returns or statements filed by the Company with such banks or financial statements are not in agreement with the books of account of the company. Details are as under (Amount in lakhs):

Quarter	Name of Bank	Item	As per Books	As per Stock Statement	Difference	Remarks
Apr 25-June 25	**SBI/HDFC**	Raw Material	2,739.36	2,739.36	-	Reason is given in Notes to Accounts in Financial Statements.
		WIP	4,528.26	4,528.26	-	
		Finished Goods	1,482.96	1,482.85	0.11	
		Total	**8,750.58**	**8,750.47**	**0.11**	
		Debtors	**9,128.76**	**9,128.76**	**0.00**	
		Creditors	**3,526.28**	**3,526.28**	**0.00**	

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Jul 25-Sep 25	**SBI/HDFC**	Raw Material	2,000.76	2,000.76	-	Reason is given in Notes to Accounts in Financial Statements.
		WIP	3,369.72	3,369.73	(0.01)	
		Finished Goods	1,825.62	1,825.60	0.02	
		Total	**7,196.10**	**7,196.09**	**0.01**	
		Debtors	**8,362.03**	**8,362.01**	**0.02**	
		Creditors	**3,128.02**	**3,130.16**	**(2.14)**	
Oct 25-Dec 25	**SBI/HDFC**	Raw Material	2,063.61	2,063.61	-	Reason is given in Notes to Accounts in Financial Statements
		WIP	4,357.97	4,357.97	-	
		Finished Goods	1,954.66	1,954.59	0.07	
		Total	**8,376.24**	**8,376.17**	**0.07**	
		Debtors	**6,293.54**	**6,293.53**	**0.01**	
		Creditors	**3,531.26**	**3,531.36**	**(0.10)**	
Jan 26 - Mar 26	**SBI/HDFC**	Raw Material	2,122.45	2,122.48	(0.03)	Reason is given in Notes to Accounts in Financial Statements
		WIP	2,434.76	2,434.76	-	
		Finished Goods	2,184.87	2,184.87	-	
		Total	**6,742.08**	**6,742.11**	**(0.03)**	
		Debtors	**9,336.46**	**9,336.46**	**0.00**	
		Creditors	**2,943.05**	**2,943.05**	**0.00**	

iii. The Company has not made investment in any other company during the year and has not provided or stood guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships or any other parties during the year except the following:

The company has provided corporate guarantee amounting to Rs. 2,400 Lakhs and Rs. 2,000 Lakhs to HDFC Bank Limited for the credit facility availed by M/S

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Hex Exports Private Limited and M/S Suave Casa Ideas Private Limited. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities.

iv. In our opinion and according to explanations given to us, the Company has complied with provisions of section 185 and 186 of Companies Act, 2013 in respect of loans, investments, guarantees, and securities.

v. According to the information and explanation given to us, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Section 73 to 76 of the Companies Act, 2013 and rules made there under, to the extent applicable. Accordingly, reporting under clause3(v) of the order is not applicable to the Company.

vi. The maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the period under review. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

(a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax duty of Excise, Value Added Tax, Cess and other material statutory in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

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(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Nature of Dispute	Amount (in Rs.)	Period to which the amount relates	Forum where dispute is pending
Civil Suit against the Company	13,75,622.00	FY 2009-10	Bombay High Court
Service Tax	23,00,456.00	FY 2014-15	Customs, Excise & Service Tax Appellate Tribunal (New Delhi)

viii. According to explanations and information given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. In respect of repayment of dues:

(a) According to the books and records, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any bank, financial institution or any lender.

(b) According to the information and explanations given to us, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority or any other lender.

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(c) According to the information and explanations given to us, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

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

(e) The company do not have any subsidiaries, associates, joint ventures and hence, reporting under clause 3(ix)(e) of the Order is not applicable to the company.

(f) According to the information and explanations given to us the company do not have any subsidiaries, associates, joint ventures and hence, reporting under clause 3(ix)(f) of the Order is not applicable to the company.

x. (a) The Company has not raised money(s) by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any Preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) and hence, reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) According to the information and explanations given to us, no material fraud by the Company or fraud on the Company has been noticed or reported during the year.

(b) As per the information and explanation given to us, No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit

H.C. BOTHRA ASSOCIATES JAIPUR FRN: 008950C CHARTERED ACCOUNTANTS and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the management, there were no whistle blower complaints received by the company during the year and up to the date of this report.

xii. The Company is not a Nidhi Company and hence, reporting under clause 3(xii) of the Order is not applicable on the Company.

xiii. In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion, the Company has an internal audit system in place; however, there remains scope for strengthening the coverage and reporting framework, monitoring of internal controls, review of operating effectiveness, risk management, and governance processes.

(b) We have considered, the internal audit reports for the year under the performance of our audit engagement, issued to the company during the year in determining the nature, timing and extent of our audit procedures.

xv. According to the information and explanations given to us, in our opinion, the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable on the Company.

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

H.C. BOTHRA & ASSOCIATES
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CHARTERED ACCOUNTANTS

xvii. The Company has not incurred any cash losses during the current financial year covered by our audit and in the immediately preceding financial year. Hence reporting under clause (xvii) of the order is not applicable on the Company.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. (a) There are no unspent amounts in respect of other than on-going projects that are required to be transferred to a Fund specified in Schedule VII to the Companies Act, 2013 (the Act), in compliance second proviso to sub-section (5) of section 135 of the Act. This matter has been disclosed in note 52 of the financial statements.

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(b) In respect of ongoing projects, during the year 2023-24 Company has transferred unspent amount to a special account, within a period thirty days from end of the financial year in compliance with provisions of sub section (6)

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of section 135 of the Companies Act. This matter has been disclosed in note 52 of the financial statements.

xxi. The requirement to report on clause 3(xxi) of the order is not applicable to the financial statements of the company.

Place: Jaipur
Date: 27th May, 2026

For H C Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner
Membership No.: 401501

UDIN: 26401501DROLFN5162

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ANNEXURE - B REFERRED TO IN THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF KG PETROCHEM LIMITED FOR THE YEAR ENDING MARCH 31, 2026.

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

We have audited the internal financial controls over financial reporting of **KG PETROCHEM LIMITED** ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's and Board of Director's Responsibilities for Internal Financial Controls

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

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Auditor's 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.

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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.

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Opinion

In our opinion to the best of our information and according to the explanations given to us, the Company has in all material respects judging by the nature and quantum of transactions appearing in the financial statements an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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.

Other Matter

Broadly, the Company is having most of the system in place as required for the compliance of Internal Financial Control over Financial Reporting. However, those systems or controls are having scope of further improvement. Based on our audit procedures, we are of the opinion that Company has rectified all material observations of our audit on internal financial controls over financial reporting to ensure that they do not significantly affect financial reporting on Internal Financial Control as on Balance Sheet date.

Place: Jaipur
Date: 27th May, 2026

For H C Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner
Membership No.: 401501

UDIN: 26401501DROLFN5162

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CIN: L24117RJ1980PLC001999
Registered Office: C-171, Road No. 9J, VKI Area, Jaipur-302013
E-mail: jproffice21@bhavik.biz / Phone : 91-141-2331231

BALANCE SHEET AS AT 31ST MARCH, 2026

(Amount in Lakhs)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	7	8,578.04	9,771.93
(b) Capital work-in-progress	8	510.77	-
(c) Right of use Assets	7A	4,298.99	4,357.42
(d) Financial Assets			
(i) Other Non-Current Financial Assets	9	273.54	272.73
(e) Other Non Current Assets	10	-	-
Current Assets			
(a) Inventories	11	6,742.08	8,895.83
(b) Financial Assets			
(i) Investments	12	306.02	19.65
(ii) Trade Receivables	13	9,224.73	10,170.76
(iii) Cash and Cash Equivalents	14	28.13	51.06
(iv) Other Bank Balances (other than (iii))	14A	-	9.06
(v) Others Current Financial Assets	15	294.03	590.78
(c) Current Tax Assets (Net)	16	-	-
(d) Other Current Assets	17	3,130.85	3,228.87
Total Assets		**33,387.18**	**37,368.09**
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	18	522.10	522.10
(b) Other Equity	19	18,114.09	17,631.19
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	20	106.38	374.45
(b) Deferred Tax Liabilities (Net)	21	232.35	272.40
(c) Other Non Current Liabilities	22	563.65	597.58
(d) Provisions	27	209.35	210.44
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	23	8,380.52	11,727.95
(ii) Trade Payables	24		
(a) Total Outstanding dues of Micro & Small Enterprises		535.59	547.56
(b) Total Outstanding dues of creditors other than Micro & Small Enterprises		3,592.23	3,846.44
(iii) Other Financial Liabilities	25	688.76	1,303.78
(b) Other Current Liabilities	26	241.77	178.78
(c) Provisions	27	106.33	127.71
(d) Current Tax Liabilities (Net)	28	94.05	27.72
Total Equity and Liabilities		**33,387.18**	**37,368.09**

Material accounting policies & Notes to Financial Statements 1 to 55

In terms of our separate Audit Report of even date
FOR H.C. Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner
M. No. 401501

For & on behalf of the Board of Directors
OF KG PETROCHEM LIMITED

(G. S. KANDOI)
Chairman Cum Wholetime Director
DIN: 00120330

(MANISH SINGHAL)
Managing Director
DIN: 00120232

(PRITY SINGHAL)
Wholetime Director cum CFO
DIN: 02664482

(NAVITA KHUNTETA)
Company Secretary
M.No. A35214

Place : JAIPUR
Date: 27.05.2026

UDIN: 26401501DROLFN5162

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CIN: L24117RJ1980PLC001999
Registered Office: C-171, Road No. 9J, VKI Area, Jaipur-302013
E-mail: jproffice21@bhavik.biz / Phone : 91-141-2331231

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(Amount in Lakhs)

	Particulars	Note No.	For the Year ended 31st March,2026	For the Year ended 31st March,2025
I	Revenue From Operations	29	31,365.62	37,538.82
II	Other Income	30	773.15	403.64
III	**Total Income (I+II)**		**32,138.77**	**37,942.46**
IV	**EXPENSES**			
	Cost of Material Consumed	31	15,195.47	20,397.83
	Changes in inventory of finished goods	32	899.88	(807.47)
	Manufacturing expense	33	7,506.54	9,138.64
	Employee benefits expense	34	3,765.33	3,944.46
	Finance costs	35	659.69	873.03
	Depreciation and amortization expense	7	1,338.64	1,350.53
	Other expenses	36	2,178.13	2,333.11
	Total expenses (IV)		**31,543.67**	**37,230.12**
V	Profit/(loss) before exceptional items and tax (III- IV)		**595.10**	**712.34**
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		595.10	712.34
VIII	Tax expense:			
	(1) Current tax		220.00	240.00
	(2) Tax of earlier year	37	(17.46)	(11.55)
	(3) Deferred tax		(52.57)	(66.93)
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		445.13	550.82
X	Profit/(loss) for the period		445.13	550.82
XI	Other Comprehensive Income			
	(i) Items that will not be reclassified to profit or loss		-	-
	a) Remeasurement gain/(loss) of the defined benefit plan		49.74	11.20
	(b) Income tax relating to items that will not be reclassified to profit or loss		12.52	2.82
	(ii) Items that will be reclassified to profit or loss		-	-
	(a) Income tax relating to items that will be reclassified to profit or loss		-	-
XII	Total Comprehensive Income for theperiod (X+XI)(Comprising Profit(Loss) and Other Comprehensive Income for the period)		482.35	559.20
	Earnings per equity share (After exceptional items)			
XIII	Basic	50	8.53	10.55
	Diluted		8.53	10.55

Material accounting policies & Notes to Financial Statements 1 to 55

In terms of our separate Audit Report of even date
FOR H.C. Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner
M. No. 401501

Place : JAIPUR
Date: 27.05.2026
UDIN: 26401501DROLFN5162

For & on behalf of the Board of Directors
OF KG PETROCHEM LIMITED

(G. S. KANDOI)
Chairman Cum Wholetime Director
DIN: 00120330

(MANISH SINGHAL)
Managing Director
DIN: 00120232

(PRITY SINGHAL)
Wholetime Director cum CFO
DIN: 02664482

(NAVITA KHUNTETA)
Company Secretary
M.No. A35214

KG PETROCHEM LIMITED
CIN: L24117RJ1980PLC001999
Registered Office: C-171, Road No. 9J, VKI Area, Jaipur-302013
E-mail: jproffice21@bhavik.biz / Phone : 91-141-2331231
STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

1. Current Reporting Period

(Amount in Lakhs)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
522.10		-		522.10

2. Previous Reporting Period

(Amount in Lakhs)

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
522.10		-		522.10

B. Other Equity

(Amount in Lakhs)

Particulars	Reserves and Surplus		other comperhensive income			Total
	General Reserve	Retained Earnings	Revaluation Reserve	Equity Instruments through Other Comprehensive Income	Share Forfeiture	
Balance as at April 1,2024	317.94	12,120.83	4,536.62	37.19	59.43	17,072.00
Profit for the year	-	550.82				550.82
Addition during the year	48.58		-	8.38		56.96
Transferred during the year			(48.58)			(48.58)
Balance as at March 31, 2025	366.52	12,671.64	4,488.04	45.57	59.43	17,631.19
Balance as at 1st April, 2025	366.52	12,671.64	4,488.04	45.57	59.43	17,631.19
Profit for the year		445.68				445.68
Addition during the year	48.58		-	37.22		85.80
Transferred during the year			(48.58)			(48.58)
Balance as at March 31, 2026	415.10	13,117.33	4,439.46	82.79	59.43	18,114.09

Material accounting policies & Notes to Financial Statements

In terms of our separate Audit Report of even date
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STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2026

(Amount in Lakhs)

PARTICULARS	For the Year ended 31st March,2026		For the Year ended 31st March,2025	
	AMOUNT		AMOUNT	
A) CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before exceptional item and tax as Statement Profit & Loss (Increase in Reserves)	595.10		712.32	
Adjusted for :-				
Finance Cost	659.69		873.03	
Interest received	(37.95)		(63.49)	
Remeasurement gain/(loss) of the defined benefit plan	49.74		11.20	
Loss/(Profit) on Sale\written off of Fixed Assets	-		(12.82)	
Depreciation	1,338.64		1,350.53	
Operating Profit before Working Capital Changes	**2,605.22**		**2,870.78**	
Adjusted for:-				
Increase /(Decrease) in Trade Payables	(266.18)		548.85	
Increase /(Decrease) in Borrowings	(3347.43)		829.42	
Increase /(Decrease) in Other financial liabilities	(615.02)		294.99	
Increase /(Decrease) in Other current liabilities	62.99		30.70	
Increase /(Decrease) in Other Non-current liabilities	(35.02)		7.18	
Increase /(Decrease) in Provisions (except IT)	(21.38)		(2.83)	
(Increase)/Decrease in Investments	(286.37)		(19.65)	
(Increase)/Decrease in Inventory	2153.75		(1,536.39)	
(Increase)/Decrease in Trade receivables	946.03		279.10	
(Increase)/Decrease in Others current financial assets	305.81		2.20	
(Increase)/Decrease in Other current assets	98.03		(399.27)	
(Increase) / Decrease in Non current Financial Assets	(0.81)		(0.47)	
(Increase) / Decrease in Non current Assets	-		0.46	
Cash Generated From Operations	**1,599.62**		**2,905.07**	
Less:- Taxes (Paid)/Excess Paid	(136.21)		(185.78)	
Net Cash Flow/(used)From Operating Activites		**1,463.41**		**2,719.30**
B) CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(85.76)		(1,046.75)	
(Increase)/decrease to CWIP	(510.77)		-	
Proceeds From Sales/written off of Fixed Assets	-		15.84	
Interest received	37.95		63.49	
Net Cash Flow/(used) in Investing Activities		**(558.58)**		**(967.42)**
C) CASH FLOW FROM FINANCING ACTIVITIES				
Repayment of Borrowings	(268.07)		(829.69)	
Interest paid	(659.69)		(873.03)	
Net Cash Flow/(used) From Financing Activities		**(927.76)**		**(1,702.72)**
Net Increase/(Decrease) in Cash and Cash Equivalent		(22.93)		49.15
Opening balance of Cash and Cash Equivalent		51.06		1.91
Closing balance of Cash and Cash Equivalent		**28.13**		**51.06**

Notes:

1 Cash and Cash Equivalent consists of following:-

	Rs.	Rs.
Cash on hand	4.53	8.99
Balances with Banks	23.60	42.07
Closing balance of Cash and Cash Equivalent	**28.13**	**51.06**

2 Cash Flow has been prepared under indirect method as set out in IND AS-7

3 Previous Year's figures have been recasted/regrouped, wherever necessary, to confirm to the Current Year's Presentation.

4 Changes in liabilities arising from financing activities

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Current	Non Current (including current maturities)	Current	Non Current (including current maturities)
Opening Balance	11,727.95	1,203.93	10,898.52	2,201.83
Cash Flows (Net)	(3,347.43)	(829.55)	829.42	(997.89)
Closing Balance	8,380.52	374.38	11,727.95	1,203.93

Material accounting policies & Notes to Financial Statements
In terms of our separate Audit Report of even date
FOR H.C. Bothra & Associates
Chartered Accountants
FRN: 008950C

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

(Abhishek Jain)
Partner
M. No. 401501

Place : JAIPUR
Date: 27.05.2026

For & on behalf of the Board of Directors
OF KG PETROCHEM LIMITED

(G. S. KANDOI)
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(NAVITA KHUNTETA)
Company Secretary
M.No. A35214

UDIN: 26401501DROLFN5162

Notes Forming Part of Financials

A COMPANY OVERVIEW

KG Petrochem Limited was originally incorporated as a Private Limited Company on 29 February 1980 under the provisions of the Companies Act, 1956. Subsequently, the company was converted into a Public Limited Company and renamed KG Petrochem Limited, pursuant to a fresh Certificate of Incorporation dated 24 August 1995 issued by the Registrar of Companies, Rajasthan, Jaipur. The registered office of the company is situated at C-171, Road No. 9J, V.K.I. Area, Jaipur, Rajasthan – 302013.

Presently the Company is engaged in the business of manufacturing and services as under:-
(i) Textile Division {Consist units named Bhavik Terryfab, Mantika Hometex & Anusha Techfab}:- Manufacturing and marketing of terry towels, made-ups, readymade garment like bathrobes, babyhood towels, pillows etc. in the domestic and international market.
(ii) Agency Division: Consignment Stockiest of GAIL (India) Ltd. for marketing and distribution of polymers in Rajasthan and
(iii) Technical Textile Division {Consist Unit named Ultra Polycoats} : Manufacturing of artificial leather.

B MATERIAL ACCOUNTING POLICIES, ASSUMPTIONS AND NOTES

(i) Basis of Preparation

(a) Basis of Accounting

i. Compliance with Ind AS

Ministry of corporate affairs has notified roadmap to implement IND AS notified under Companies (Indian Accounting Standard) Rules 2015 as amended by the Companies (Indian Accounting Standard) Rules 2016 and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (IND AS compliant Schedule III), to the extent applicable. According to the said roadmap the company is required to apply IND AS in preparation of financial statement from the financial year beginning from 1st April 2017.

ii. Historical cost convention

The financial statements have been prepared on a historical cost basis, except the following:
• Certain financial assets and liabilities that are measured at fair value (as mentioned in IND AS 109)
• Defined benefit plans – plan assets measured at fair value (as mentioned in IND AS 19)
• Assets held for Sale- measured at carrying amount or fair value less cost of disposal, whichever is lower (as mentioned in IND AS 105).

iii.Functional and presentation currency

These financial statements are presented in Indian Rupees, which is the Company's functional currency, and all values are rounded to the nearest lakhs, except otherwise indicated.

iv.Composition of Financial Statements

The financial statements comprise:----
Balance Sheet
Statement of Profit and Loss
Statement of Cash Flow
Statement of Changes in Equity
Notes to Financial Statements
Material Accounting Policies

Other Explanatory information for the period have been prepared on going concern basis following accrual basis of accouting and compliance with Indian Accouting Standards (IND AS) notified under the (Indian Accouting Standards) Rules, 2015 and subsequent amendments thereto , the companies Act, 2013 (to the extent applicable).

(b) **Current v/s Non Current Bifurcation**

The Company presents assets and liabilities in statement of financial position based on current/non-current classification.

An asset is classified as current when it is:
-Expected to be realised or intended to be sold or consumed in normal operating cycle,
-Held primarily for the purpose of trading,
-Expected to be realised within twelve months after the reporting period, or
-Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
All other assets are classified as non-current.

A liability is classified as current when it is:
-Expected to be settled in normal operating cycle,
-Held primarily for the purpose of trading,
-Due to be settled within twelve months after the reporting period, or
-There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.
Deferred tax assets and liabilities are classified as non current assets and liabilities.

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(c) **Use of Estimates**

The preparation of financial statements are in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amount of Assets, Liabilities and Disclosure of Contingent Liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reported period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets, liabilities, revenue and expenses in future periods. Changes in estimates are reflected in the financial statements in the period in which changes are made and if material, their effects are disclosed in notes to accounts.

(ii) Valuation of Inventories

(a) Finished goods are valued at lower of cost or net realisable value.
Cost includes direct materials and labour and a portion of manufacturing overhead based on normal operating capacity.
Finished Goods are measured at weighted average cost.

(b) Raw materials, components, stores and spares and work-in progress are valued at cost. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Cost of raw materials, components, stores and spares is determined on FIFO basis. Cost of Work in Progress is measured at Weighted average Basis.

(c) Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

(d) Capital spares that qualifies the criteria of property, plant and equipment are recognised as PPE. Accordingly the company has capitalized spares having useful life of more than 12 months and corresponding depreciation is charged on them.

(iii) Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and highly liquid investments with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

Cash Flow Statement

(a) Cash flows are reported using the indirect method as prescribed in Ind AS 7 – Statement of Cash Flows, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expense associated with investing or financial cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(iv) Exceptional Items and Changes in Accounting Policies

(a) On certain occasions, the size, type or incidence of an item of income or expense, pertaining to the ordinary activities of the Company, is such that its disclosure improves an understanding of the performance of the Company. Such income or expense is classified as an exceptional item.

(v) Revenue Recognition

(a) The Company recognise revenues on accrual basis and measured it at the fair value of the consideration received or receivable, net of discounts, volume rebates, GST.

(b) Revenue is recognized when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

(c) Export sale has been recognised at the time of removal of goods from factory at invoice value (whether FOB or CIF) on the basis of exchange rates declared by Custom Department for that particular month. However, the Invoices booked in the end of the current financial year and are custom cleared in next financial year, then in that case such export is considered in next financial year on the basis of the LEO date.

(d) No significant financing component exists in the sales.

(e) Other operating revenue - Export incentives under various schemes are accounted in the year of export at estimated realisable value.

(f) The GST returns comprise sales undertaken by the Agency Division of the company in its capacity as a consignment stockist to customers, along with stock transfers received from GAIL/BCPL. However, in line with the accounting policy of the company, only the commission income is recorded in the financial statements.

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Other income

(a) Interest

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(b) Dividend

Dividend income is recognized when the right to receive dividend is established.

(vi) Property, Plant and Equipment

(a) Recognition and measurement

i. The Company has applied for the one time transition exemption of considering the carrying cost on the transition date i.e. April 1, 2016 as the deemed cost under IND AS. Hence regarded thereafter as historical cost.

ii. An item of Property, plant and equipment recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.

iii. All items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the items.

iv. Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognized in the Statement of Profit and Loss.

v. If significant parts of an item of property, plant and equipment have different useful life, then they are accounted and depreciated for as separate items (major components) of property, plant and equipment.

vi. An Item of Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss on disposal of an item of property, plant and equipment is recognized in the Statement of Profit and Loss

vii. Property, Plant & Equipment upto Rs. 1,00,000.00 each are fully depreciated in the year of purchase or installation.

(b) Subsequent Expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

(c) Capital Work-in-Progress

Plant and properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying asset, borrowing costs capitalized in accordance with the Company's accounting policies. Such plant and Properties are classified and capitalized to the appropriate categories of Property, Plant and Equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the asset are ready for their intended use.

(d) Depreciation

Depreciation is recognised so as to write off the cost of the assets (other than capital work in progress) less their residual values over their useful lives, using the Straight Line Method on the basis of useful lives specified in part C of Schedule II to the Companies Act, 2013. The Estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in the estimated accounted for on a prospective basis.

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Useful life considered for calculation of depreciation for various assets class are as follows:

Asset Class	Useful Life
Staff & Labour Quarters	60 years
Factory building	30 years
Plant & Machinery	15 years
Weighing Scale	15 years
Misc. Asset	15 years
Lab Equipment	10 years
Elec & Water Fitting	10 years
DG Set	15 years
Weighbridge	15 years
Furniture & Fixtures	10 years
Vehicles	8 years
Office Equipement	5 years
Computer	3 years
IT Equipments	6 years
Office Building	60 years
Canteen Appliances	5 years
Stores & Spares	3 years

Leasehold Improvements are depreciated over the remaining lease period.

Based on independent technical evaluation, the useful life of E.T.P is estimated shorter than prescribed in Schedule II of Companies Act, 2013, which is as under:

Name of Assets	Life Taken
Other Machinery in ETP/Water Tank	5 years

(e) De-Recognition

Property, Plant & equipment is derecognized when no future economic benefits are expected from their intended use or upon their disposal.

(f) Gain/Loss on Disposal

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss on the date of disposal or retirement.

(g) Capital Spares

Only those capital spares which have a useful of more than 1 year and their cost exceeds Rs. 1,00,000, have been considered for the purpose of capitalization under Property, Plant & Equiment in the books of accounts.

(vii) Non- Current assets held for sale

The Company will classify non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. The Company will be committed to the sale expected within one year from the date of classification. Non-current assets held for sale are measured at the lower of their carrying amount and the fair value less costs to sell. Assets and liabilities classified as held for sale will be presented separately in the balance sheet. Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortised. The Company does not hold any non current asset held for sale during the reporting period.

(viii) Investment Property

Property that is held for long-term rental yields or for capital appreciation or both, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised. Investment properties are depreciated using the straight-line method over their estimated useful lives. The Company does not hold any investment property during the reporting period.

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(ix) Intangible Assets

i.Recognition and measurement

Intangible Assets are stated at cost of acquisition less accumulated amortization and accumulated impairment, if any. Amortization is done over their estimated useful life on written down value basis from the date thatthey are available for intended use, subjected to impairment test.

ii.Amortization

Intangible asset is de-recognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss when the asset is de-recognized.

(x) Leases

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.

(A) Lease Liability

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using incremental borrowing rate.

(B) Right-of-use assets

Initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives.

Subsequent measurement

(A) Lease Liability

Company measure the lease liability by (a) increasing the carrying amount to reflect interest on the lease liability; (b) reducing the carrying amount to reflect the lease payments made; and (c) remeasuring the carrying amount to reflect any reassessment or lease modifications.

(B) Right-of-use assets

Subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight line basis over the shorter of the lease term and useful life of the under lying asset.

(xi) Financial Liabilities

At initial recognition, all financial liabilities other than those valued at fair value through profit and loss are recognised at fair value less transaction costs that are directly related to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss are expensed in profit or loss.

Effective Interest Rate (EIR) method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss.

Financial liabilities measured at amortised cost

After initial recognition, interest free Security Deposits and other financial liabilities are valued at Amortised cost using Effective Interest Rate method (EIR Method). The EIR amortisation is included in finance costs in the Statement of Profit and Loss. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

De-recognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid is recognised inprofit or loss as "Other Income" or "Finance Expense".

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Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(xii) Foreign Currency Transactions

(a) Initial Recognition :-

Foreign currency transaction is recorded at Exchange rate prevailing on the date of transaction.

(b) Conversion :-

The foreign currency monetary items consisting of amount received in advance, trade receivable, payable and balance in bank a/c at the end of the year have been restated at the rate prevailing at the balance sheet date.

(c) Exchange difference :-

Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rate are recognized as income and expenses in the Statement of Profit and Loss, in the period in which they arise.

(xiii) Government Grants

(a) In case of depreciable assets, the cost of asset is shown at gross value and grant thereon is treated as Capital Grants which are amortized over the period and in the proportion in which depreciation is charged. Grant is recognised at the time of submitting claim to the authority.

(b) Government grant related to revenue is deducted in reporting the related expenses. During the year the Company has received interest subsidy under TUF Scheme, Customized Package Scheme and Interest Subvention which is deducted from expenses. ROSCTL ,RODTEP & Duty Drawback (Other Export Incentive) recognised on accrual basis.

(xiv) Investments

i. Classification

The Company classifies its financial assets in the following measurement categories:

• Those to be measured subsequently at fair value (either through other comprehensive income, or through Statement of Profit and Loss), and

• Those measured at amortized cost.

ii. Measurement

At initial recognition, in case of a financial asset not at fair value through profit and loss, the Company measures a financial asset at its fair value plus, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through Statement of Profit and Loss are expensed in Statement of Profit and Loss.

(a) **Amortized cost**: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost.

(b) **Fair Value through Other Comprehensive Income (FVOCI)**: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through Other Comprehensive Income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit and loss and recognized in other gains/ losses. Interest income from these financial assets is included in other income using the effective interest rate method.

(c) **Fair value through profit and loss**: Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through Statement of Profit and Loss. Interest income from these financial assets is included in other income.

Derecognition of Financial Assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expires, or when it transfers the financial asset and substan ally all the risks and rewards of ownership of the asset to another party.

Trade Receivable

(a) A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost , less expected credit loss if any.

(b) Impairment is made for the expected credit losses. The estimated impairment losses are presented as a deduction from the value of trade receivables and the impairment losses are recognised in the Statement of Profit and Loss under "Other expenses".

(c) Subsequent changes in assessment of impairment are recognised in ECL and the change in impairment losses are recognised in the Statement of Profit and Loss under "Other Expenses".

(d) Individual receivables which are known to be uncollectible are written off by reducing the carrying amount of trade receivables and the amount of the loss is recognised in the Statement of Profit and Loss under "Other Expenses".

(e) Subsequent recoveries of amounts previously written off are credited to "Other Income".

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(xv) Employee Benefit expense

(a) Short-term Employee Benefits :-

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognised in the period in which the employee renders the related services.

(b) Long-Term Employee Benefits :-

Defined Contribution Plan: Eligible employee receive the benefit from the provident fund and employee state insurance which are state-defined benefit plan. Both the eligible employee and the Company make monthly contribution to the provident fund plan equal to a specified percentage of the covered employee's salary.

Defined Benefit Plan and Other Long Term Benefits:

(i) Gratuity: The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The gratuity plan in Company is funded through annual contributions to Life Insurance Corpora on of India (LIC) . The liability or asset recognized in the balance sheet in respect of defined benefit gratuity 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 liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of government bonds. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Past-service costs are recognized immediately in Statement of Profit or Loss.

(ii) Compensated Absences: Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year and are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.
Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The present value of the definedbenefit obligation is determined by discounting the esmated future cash outflows using interest rates of government bonds. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in profit or loss in the period in which they arise. Past-service costs are recognized immediately in Statement of Profit or Loss.

(xvi) Borrowings Cost

(a)

Borrowing costs directly attributable to the acquisition or construction of qualifying Property Plant & Equipment & Intangible assets as defined in Ind AS 23 are capitalized as the cost of the assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for its intended use. All other borrowing cost is charged to revenue.
Capitalization of interest on borrowings related to construction or development project is ceased when substantially all the activities that are necessary to make the assets ready for their intended use are complete or when delays occur outside of the normal course of business.

(xvii) Related Party Disclosures

(a) All the Related party transactions have been disclosed through Note no 44 to accounts.

(xviii) Earning Per Share

(a) Earnings per equity share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period,adjusted for bonus elements in equity shares if issued during the year.

(b) Diluted earnings per equity share have been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding as at end of the year, unless anti-dilutive.

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(xix) Taxes on Income

(a) The current income tax payable is based on taxable profit for the period. Taxable profit differs from 'Profit before tax' as reported in the Statement of Profit and Loss because of items of income or expenses that are taxable or deductible in other periods and items that are never taxable or deductible.
The current income tax charge is calculated using tax rates (and tax laws) that have been enacted or substantially enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate based on amounts expected to be paid to the tax authorities.

(b) Deferred tax assets and liabilities are measured using the tax rates and tax laws that been enacted or substantially enacted at the balance sheet date on timing difference between accounting income and taxable income that originate in one year and are capable of being reversal in one or more subsequent year.

(c) At each balance sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

(d) Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.

(xx) Impairment of Assets

(a) At each balance sheet date, the Company assesses whether there is any indication that any property, plant and equipment and intangible assets with finite life may be impaired. If any such impairment exists, the recoverable amount of an asset is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.
Recoverable amount is the higher of fair valueless costs of disposal and value in use. If the recoverable amount of the asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised in Statement of Profit and Loss.

(xxi) Provisions and Contingencies

(a) Provisions :-

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a substantial degree of the estimation of the amount of the obligation. When appropriate, provisions are measured on a discounted basis. Provisions are not recognised on future operating losses.

(b) Contingencies :-
A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably and are disclosed by way of notes.
Contingent assets are not recognised in the books of the accounts However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset and the corresponding income is booked in the Statement of

(xxii) Segment Reporting

(a) Operating segments are reported in a manner consistent with the internal reporting to the Chief Operating Decision Maker "CODM" of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segment. The Company has monthly review and forecasting procedure in place and CODM reviews the operations of the Company as a whole.

(b) The company identifies primary segments based on nature of products & returns, internal organisation and management structure. The operating segments are the segments for which separate financial information is avaliable and for which operating profit / loss amounts are evaluated regularly by the managing board in deciding how to allocate resources and in assesing performance. The operating segments are:- Textile, Technical Textile & Others.

(xxiii) Discounting of Security deposit, and other long term liabilities

(a) For majority of the security deposits received, the timing of outflow, as mentioned in the underlying contracts, is not substantially long enough to discount. The treatment would not provide any meaningful information and would have no material impact on the financial statements.

(xxiv) New labour codes

(a) On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws, and the Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations; the Company has evaluated the potential impact of these changes based on legal opinion obtained and the best information available, consistent with the guidance provided by the Institute of Chartered Accountants of India, and based on such assessment, the Company does not expect any material impact on its financial statements for the period ended March 31, 2026, arising from the revised wage definition; the Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and will account for any impact, if any, in the period in which such changes become effective and can be reasonably estimated.

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NOTE NO. 7 :- Property,Plant & Equipments

(Amount in Lakhs)

		GROSS BLOCK				DEPRECIATION					NET BLOCK	
S.No.	Description	Opening Balance as on 01.04.2025	Purchases/ Additions during the Year	Sales/ Adjustments during the Year	Total Cost as at 31.03.2026	Up to 31.03.2025	for the Period	Written Back	Reversed	Up to 31.03.2026	As at 31.03.2026	As at 31.03.2025
	TANGIBLE ASSETS :											
1	Factory Building	4,571.30	19.50	-	4,590.80	1,277.74	140.76	-	-	1,418.51	3,172.30	3,293.56
2	Staff & Labour Quarters	54.07	-	-	54.07	11.09	0.87	-	-	11.96	42.11	42.98
3	Plant & Machinery	20,179.63	2.53	-	20,182.16	15,086.36	622.77	-	-	15,709.14	4,473.02	5,093.27
4	Weighing Scale	11.96	-	-	11.96	5.39	0.71	-	-	6.10	5.86	6.57
5	Misc. Fixed Assets	274.04	-	-	274.04	245.87	5.07	-	-	250.94	23.10	28.18
6	Lab Equipment	52.09	-	-	52.09	39.07	3.20	-	-	42.27	9.82	13.02
7	Elect. & Water Fitting	474.87	-	-	474.87	425.18	15.38	-	-	440.57	34.30	49.69
8	DG Set	50.94	-	-	50.94	33.92	2.12	-	-	36.04	14.91	17.03
9	Weighbridge	12.49	-	-	12.49	10.58	0.43	-	-	11.01	1.49	1.92
10	Furniture & Fixtures	282.21	2.34	-	284.55	176.13	18.23	-	-	194.36	90.19	106.08
11	Vehicles	220.47	29.38	-	249.85	150.25	15.31	-	-	165.56	84.29	70.22
12	Office Equipment	95.70	1.61	-	97.30	77.17	5.32	-	-	82.49	14.81	18.53
13	Computer	101.59	0.51	-	102.10	89.99	4.23	-	-	94.22	7.88	11.60
14	IT Equipments	12.95	-	-	12.95	12.30	-	-	-	12.30	0.65	0.65
15	Office Building	8.21	-	-	8.21	2.55	0.13	-	-	2.68	5.53	5.66
16	Canteen Appliances	1.39	-	-	1.39	1.30	-	-	-	1.30	0.09	0.09
17	A.C. Equipments	1.21	-	-	1.21	1.10	-	-	-	1.10	0.11	0.11
18	Stores & Spares	3,113.93	29.90	-	3,143.83	2,101.16	445.66	-	-	2,546.82	597.01	1,012.77
	TOTAL	29,519.07	85.76	-	29,604.81	19,747.15	1,280.20	-	-	21,027.37	8,577.47	9,771.93
	PREVIOUS YEAR	28,520.61	1,046.75	48.29	29,519.07	18,500.33	1,292.08	-	45.26	19,747.15	9,771.92	10,020.28

NOTE NO. 7A :- Right of use Assets

(Amount in Lakhs)

		GROSS BLOCK				DEPRECIATION					NET BLOCK	
S.No.	Description	Opening Balance as on 01.04.2025	Purchases/ Additions during the Year	Sales/ Adjustments during the Year	Total Cost as at 31.03.2026	Up to 31.03.2025	for the Period	Written Back	Reversed	Up to 31.03.2026	As at 31.03.2026	As at 31.03.2025
	TANGIBLE ASSETS :											
1	Right of Use Assets -Land - Leasehold	4,721.23	-	-	4,721.23	363.81	58.44	-	-	422.25	4,298.98	4,357.43
	TOTAL	4,721.23	-	-	4,721.23	363.81	58.44	-	-	421.25	4,298.98	4,357.43
	PREVIOUS YEAR	4,721.23	-	-	4,721.23	305.35	58.45	-	-	362.81	4,357.42	4,415.88

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7.1 :- Details of Benami Property - NIL

There are no proceedings initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and the Rules made thereunder.

7.2 :- The Title Deeds of Immovable Property are in the name of the Company.

7.3 :- No Intangible Assets are held by the Company.

7.4 :- Refer Accounting Policy Note No.6

NOTE NO. 8 :- CAPITAL WORK IN PROGRESS

(Amount in Lakhs)

DESCRIPTION OF ASSETS	As at 01.04.2025	Additions Expenses	Additions Others	Capitalized during the year	As at 31.03.2026
Capital Work in Progress BHAVIK	-	510.77	-	-	510.77
Capital Work in Progress ULTRA	-	-	-	-	-
Capital Work in Progress ANUSHA	-	-	-	-	-
Total	-	510.77	-	-	510.77

8.1 :- CWIP Ageing Schedule as at 31.03.2026

(Amount in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	510.77	-	-	-	510.77
Projects temporarily suspended	-	-	-	-	-

8.2 :- CWIP Ageing Schedule as at 31.03.2025

(Amount in Lakhs)

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-
Projects temporarily suspended					

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9 **Other Non-Current Financial Assets**

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Security Deposits	273.54	272.73
TOTAL	273.54	272.73

10 **Other Non-current Assets**

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unamortized Transaction fees	-	-
TOTAL	-	-

11 **Inventories**

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Raw Material	1,113.13	2,248.11
Work In process	2,434.76	3,748.34
Finished Goods		
Towel/Artificial Leather	2,174.28	1,765.47
Waste	10.59	5.70
Stores, Spares and Consumables	726.03	910.59
Dyes & Chemicals	275.04	180.14
Packing Material	8.24	37.48
TOTAL	6,742.08	8,895.83

(Refer Note 4.3 of accounting policy for valuation policy of inventories)

12 **Investments**

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Investments in Mutual Funds	36.02	19.65
Suave Casa Ideas Pvt Ltd - Optionally Convertible Debentures of Rs.1,00,000 each	270.00	-
TOTAL	306.02	19.65

13 **Trade Receivables**

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade Receivables	9,424.73	10,370.76
Receivables from Related Parties	-	-
Less: Allowance for doubtful trade receivables	200.00	200.00
Total Receivables	9,224.73	10,170.76
Current portion	9,224.73	10,170.76
Non- current portion	-	-
Breakup of Security Details		
Secured, considered good	-	-
Unsecured, considered good	9,024.73	9,970.76
Doubtful	200.00	200.00
Total	9,224.73	10,170.76
Allowance for Doubtful Trade Receivables	-	-
Total Trade Receivables	9,224.73	10,170.76

Trade Receivables ageing schedule :-

(Amount in Lakhs)

Particulars	Not due	Outstanding for the year ended 31.03.2026 from the due date of payment					Total
		Less than 6 months	6months- 1year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	624.31	7,718.51	170.69	63.81	201.14	457.85	9,236.32
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	188.42	188.42
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	624.31	7,718.51	170.69	63.81	201.14	646.27	9,424.73

Particulars	Not due	Outstanding for the year ended 31.03.2025 from the due date of payment					Total
		Less than 6 months	6months- 1year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables - considered good	7,943.02	1,424.05	49.38	217.19	203.74	342.36	10,179.74
(ii) Undisputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables - Which have significant increase in credit risk	-	-	-	-	-	191.02	191.02
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-
Total	7,943.02	1,424.05	49.38	217.19	203.74	533.38	10,370.76

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14 Cash and Cash Equivalents

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Bank Balances	23.60	42.07
Cash on Hand	4.53	8.99
TOTAL	28.13	51.06

14A Other Bank Balances

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
In Bank Deposits Accounts (Remaining Maturity of Less than 12 Months)	-	9.06
TOTAL	-	9.06

15 Others Current Financial Assets

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Incentives receivable (Export)	277.61	574.13
Accrued Interest	16.42	16.64
TOTAL	294.03	590.78

16 Current Tax Asset (Net)

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance Tax	-	-
Less: Provision for Tax	-	-
TOTAL	-	-

17 Other Current Assets

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advances Given	282.60	328.03
Prepaid Expenses	26.37	26.59
Income Tax Refundable	19.17	20.09
CSR Excess Spent	-	5.23
GST & Excise & Service Tax Receivable	2,738.47	2,783.86
Excise & Service Tax (Under Protest)	0.78	0.78
Interest Receivable Under TUF Scheme	47.78	47.78
Interest Subsidy Under Customized Package	15.68	16.51
TOTAL	3,130.85	3,228.87

17.1 Loans or advances to Specified Persons

The company have not provided any amount in respect of loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment granted to promoters, directors, KMPs and related parties (all of these to be identified as defined under Companies Act, 2013).

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18 Equity Share Capital

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Share Capital		
Authorised :		
70,00,000 (70,00,000) Equity Shares of Rs.10/- each	700.00	700.00
Issued & Subscribed		
63,35,200 (63,35,200) Equity shares of Rs.10 each/-	633.52	633.52
Fully Paid Up		
52,21,000 (52,21,000) Equity Shares of Rs.10/-each fully paid	522.10	522.10
TOTAL	**522.10**	**522.10**

*** During the financial year 2024-25, the Company has regrouped the amount previously classified as Share Forfeiture under share capital and reclassified it within Other Equity. This regrouping has been made to better reflect the nature and presentation of reserves in accordance with applicable Indian accounting standards and regulatory requirements. The regrouping does not impact the total equity or profit for the year.**

(a) Rights, Preferences and restrictions attached to Equity Shares

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10 each. Holder of equity shares is entitled to one vote per share and Dividend as and when declared by the Company.

In case of partly paid up share the shareholder shall be entitled to dividend only on the paid up share capital.

In case any shareholder makes any default in payment of any call he shall not be entitled to vote in annual general meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts.

(b) Reconciliation of the number of shares outstanding :-

Particulars	As at 31st March, 2026	As at 31st March, 2025
	No. of Shares	No. of Shares
At the beginning of the year	5,221,000	5,221,000
Add: Issued during the year	-	-
Less: Bought Back during the year	-	-
At the end of the year	**5,221,000**	**5,221,000**

(c) Shares held by each shareholder holding more than 5% of number of shares:

Name of Shareholder	As at 31st March, 2026	
	No. of Shares held	% of holding
Mr. Manish Singhal	1,444,687	27.67%
Mr. Gauri Shanker Kandoi	1,428,798	27.37%
Mrs. Savitri Kandoi	420,500	8.05%
M/s. Manish Singhal-HUF	340,000	6.51%
Mrs. Prity Singhal	264,049	5.06%

Name of Shareholder	As at 31st March, 2025	
	No. of Shares held	% of holding
Mr. Manish Singhal	1,444,687	27.67%
Mr. Gauri Shanker Kandoi	1,428,798	27.37%
Mrs. Savitri Kandoi	420,500	8.05%
M/s. Manish Singhal-HUF	340,000	6.51%
Mrs. Prity Singhal	264,049	5.06%

(d) Details of Promoter's Shareholdings

Disclosure of Shareholding of promoters as at 31.03.2026 is as follows:

Shares held by the promoters at the end of the year						% Change during the Year
S.No	Promoter Name	As at March 31, 2026		As at March 31, 2025		
		No. of shares	% of Total shares	No. of shares	% of Total shares	
1	Mr. Manish Singhal	1,444,687	27.67%	1,444,687	27.67%	0.00%
2	Mr. Gauri Shanker Kandoi	1,428,798	27.37%	1,428,798	27.37%	0.00%
3	Mrs. Savitri Kandoi	420,500	8.05%	420,500	8.05%	0.00%
4	M/s. Manish Singhal-HUF	340,000	6.51%	340,000	6.51%	0.00%
5	Mrs. Prity Singhal	264,049	5.06%	264,049	5.06%	0.00%

Disclosure of Shareholding of promoters as at 31.03.2025 is as follows:

Shares held by the promoters at the end of the year						% Change during the Year
S.No	Promoter Name	As at March 31, 2025		As at March 31, 2024		
		No. of shares	% of Total shares	No. of shares	% of Total shares	
1	Mr. Manish Singhal	1,444,687	27.67%	1,444,687	27.67%	0.00%
2	Mr. Gauri Shanker Kandoi	1,428,798	27.37%	1,428,798	27.37%	0.00%
3	Mrs. Savitri Kandoi	420,500	8.05%	420,500	8.05%	0.00%
4	M/s. Manish Singhal-HUF	340,000	6.51%	340,000	6.51%	0.00%
5	Mrs. Prity Singhal	264,049	5.06%	264,049	5.06%	0.00%

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19 Other Equity

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Reserves and Surplus		
1. Revaluation Reserve		
At the beginning of the year	4,488.04	4,536.62
Add; Additions during the year	-	-
Less: withdrawals/transfer	48.58	48.58
Balance at the year end	**4,439.46**	**4,488.04**
2. General Reserve		
At the beginning of the year	377.74	329.16
Add; Additions during the year	48.58	48.58
Less: withdrawals/transfer	-	-
Balance at the year end	**426.32**	377.74
3. Surplus		
At the beginning of the year	12,659.51	12,108.70
Add; Additions during the year	445.68	550.81
Balance at the year end	**13,105.19**	**12,659.51**
4. Other Comprehensive Income		
Actuarial Gain/Loss on Gratuity	**83.69**	**46.47**
5. Share Forfeiture		
Share Forfeiture	**59.43**	**59.43**
TOTAL	**18,114.09**	**17,631.19**

20 Non Current Borrowings

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Term Loan		
Secured		
From Bank		
State Bank of India	**374.38**	**574.45**
Term Loan VIII	374.38	574.45
HDFC	-	**628.10**
Term Loan	-	399.36
Term Loan	-	228.75
HDFC - Auto Loans	-	**1.38**
Total	**374.38**	**1,203.93**
Less : Current maturities of long term borrowings	**268.00**	**829.48**
TOTAL	**106.38**	**374.45**

Nature of Security and terms of repayment for Long Term secured borrowings:

	Nature of Security	
i	Term loan from bank (SBI Term Loan VIII), balance outstanding Rs.374.38 lakhs (March 31,2025 : Rs. 574.45 Lakhs) is secured by pari passu charge by way of equitable mortgage in favour of both banks against all existing and future fixed assets of the Company and further guaranteed by Mr. G. S. Kandoi,Mr. Manish Singhal and Mrs. Prity Singhal, Directors of the company in their personal capacity.	Repayable in 29 Quarterly installments starting from December,2020. Last installment due in December,2027. Rate of Interest 8.90% p.a. (March 31,2025: 9.30%)*
ii	HDFC Term Loan I: balance outstanding amounting to Rs. NIL Lakhs (March 31,2025 : Rs. 399.36 lakhs) is secured by First Pari Passu charge on entire Fixed Assets with SBI and Second Pari Passu charge on entire Current Assets of the company with SBI and further personal guranteed by Mr. GS Kandoi, Mr Manish Singhal and Prity Singhal, the directors of the company.	Repayable in 27 Quarterly installments starting from March,2019. Last installment due in Sepetember,2025. Rate of Interest:NA (March 31,2025: 9.30%)
iii	HDFC Term Loan III: Outstanding Rs. NIL Lakhs (March 31, 2025 - Rs.228.75 Lakhs) is secured by First Pari Pasu charge on entire Fixed Assets with SBI and Second Pari Passu charge on entire Current Assets of the company with SBI and further personal guranteed by Mr. G.S. Kandoi, Mr Manish Singhal and Prity Singhal, the directors of the company.	Repayable in 12 Quarterly installments starting from April,2023. Rate of Interest:NA(March 31,2025: 9.45%)
	Installments falling due within a year in respect of all the above Loans aggregating Rs. 268.00 lakhs (March 31, 2025 : Rs. 829.48 lakhs) have been grouped under "Current maturities of long term borrowings " (Refer Note 20)	
	* Rate of Interest is without considering interest subsidy under TUF scheme.	

20.1 The company has not been declared as wilful defaulter by any bank or financial Institution or other lender.

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21 Deferred tax liabilities (Net)

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred tax liabilities (Net)	232.35	272.40
TOTAL	**232.35**	**272.40**

22 Other Non Current Liabilities

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade Payables for Capital Assets	116.91	105.37
Government Grants	446.74	492.21
TOTAL	**563.65**	**597.58**

23 Current Borrowings

(Amount in Lakhs)

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Current maturities of long term borrowings (Refer Note No.20)	268.00	829.48
	Unsecured Loan payable on demand from Directors :	1,269.85	1,440.55
	Secured Loan payable on demand from Banks :		
1	**State Bank of India**		
	a. Cash Credit Account	15.73	1.61
	b. Packing Credit Limit	5,476.46	5,183.44
2	**HDFC**		
	a. Cash Credit Account	70.65	25.73
	b. Packing Credit Limit	1,279.83	4,247.13
	TOTAL	**8,380.52**	**11,727.95**

Loans payable on demand from SBI and HDFC Bank are secured by pari passu charge by way of hypothecation of stock of Raw Material, Finished goods,Work in process,Store & spares, Book Debts except receivable of agency division and all current assets of the company.

The loans are further personal guaranteed by Mr. G. S. Kandoi,Mr. Manish Singhal and Mrs. Prity Singhal, the directors of the company .

Cash Credit Limits of Agency Division with State Bank of India (SBI) is secured by Hypothecation of receivables under Electronic dealer Finance Scheme (e-dfs).

HDFC Bank - The limits are secured by First Pari Pasu charge on entire Current Assets with SBI and Second Parri Passu charge on entire Fixed Assets of the company with SBI and further personal guranteed by Mr. G.S. Kandoi, Mr Manish Singhal and Prity Singhal, the directors of the company.

23.1 :- Borrowings Secured against Current Assets

The company has borrowings from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements of current assets filed by the company with banks or financial institutions are not in agreement with the books of accounts. Summary of reconciliation and reasons of material discrepancies are disclosed below:

(Amount in Lakhs)

Quarter	Name of Bank	Particulars of security provided	Amount as per books of accounts	Amount as reported in the quarterly return/ statement	Amount of Difference	Reasons for Material Discrepancies
Apr-25 to Jun-25	SBI/HDFC					
		Raw Material	2,739.36	2,739.36	(0.00)	The Valuation of Stock is done quarterly at the time of quaterly financial results whereas the stock statement is submitted to bank before the finalisation. Difference in Debtors due to Foreign Exchange Difference.
		Work In process	4,528.26	4,528.26	0.00	
		Finished Goods	1,482.96	1,482.85	0.11	
		Total Stock	**8,750.58**	**8,750.47**	**0.11**	
		Debtors	**9,128.76**	**9,128.76**	**0.00**	
		Creditors	**3,526.28**	**3,526.28**	**(0.00)**	
Jul-25 to Sep-25	SBI/HDFC					
		Raw Material	2,000.76	2,000.76	(0.00)	The Valuation of Stock is done quarterly at the time of quaterly financial results whereas the stock statement is submitted to bank before the finalisation. Difference in Debtors due to Foreign Exchange Difference.
		Work In process	3,369.72	3,369.73	(0.01)	
		Finished Goods	1,825.62	1,825.60	0.02	
		Total Stock	**7,196.10**	**7,196.09**	**0.01**	
		Debtors	**8,362.03**	**8,362.01**	**0.02**	
		Creditors	**3,128.02**	**3,130.16**	**(2.14)**	
Oct-25 to Dec-25	SBI/HDFC					
		Raw Material	2,063.61	2,063.61	0.00	The Valuation of Stock is done quarterly at the time of quaterly financial results whereas the stock statement is submitted to bank before the finalisation. Difference in Debtors due to Foreign Exchange Difference.
		Work In process	4,357.97	4,357.97	(0.00)	
		Finished Goods	1,954.66	1,954.59	0.07	
		Total Stock	**8,376.24**	**8,376.17**	**0.07**	
		Debtors	**6,293.54**	**6,293.53**	**0.01**	
		Creditors	**3,531.26**	**3,531.36**	**(0.10)**	
Jan-26 to Mar-26	SBI/HDFC					
		Raw Material	2,122.45	2,122.48	(0.03)	The Valuation of Stock is done quarterly at the time of quaterly financial results whereas the stock statement is submitted to bank before the finalisation. Difference in Debtors due to Foreign Exchange Difference.
		Work In process	2,434.76	2,434.76	0.00	
		Finished Goods	2,184.87	2,184.87	(0.00)	
		Total Stock	**6,742.08**	**6,742.11**	**(0.03)**	
		Debtors	**9,336.46**	**9,336.46**	**(0.00)**	
		Creditors	**2,943.05**	**2,943.05**	**0.00**	

* It includes cost of sales of Rs. 51.76 Lacs related to goods in transit

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24 Trade Payables

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
For Goods		
Outstanding dues of Micro & Small Enterprises	535.59	547.56
Outstanding dues of creditors other than Micro & Small Enterprises	3,592.23	3,846.44
TOTAL	4,127.82	4,394.00

Trade Payables ageing schedule :-

Particulars	Not Due	Outstanding for the year ended 31.03.2026 from the due date of payment				TOTAL
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	1,494.73	815.94	1.52	-	0.41	2,312.60
(ii) Others	314.82	1,464.85	8.60	2.69	19.94	1,810.90
(iii) Disputed dues- MSME	-	-	2.10	2.14	-	4.24
(iv) Disputed dues- Others	-	-	-	-	0.08	0.08
Total	1,809.55	2,280.79	12.23	4.83	20.42	4,127.82

Particulars	Not Due	Outstanding for the year ended 31.03.2025 from the due date of payment				TOTAL
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	2,065.67	680.82	-	0.01	0.40	2,746.90
(ii) Others	725.78	896.53	2.69	15.91	3.97	1,644.88
(iii) Disputed dues- MSME	-	-	2.14	-	-	2.14
(iv) Disputed dues- Others	-	-	-	-	0.08	0.08
Total	2,791.46	1,577.35	4.83	15.92	4.44	4,394.00

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

The information required to be disclosed under the MSMED Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. The details of amount outstanding to Micro & Small Enterprises are as under:-

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	217.14	34.92
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
TOTAL	217.14	34.92

25 Other Current Financial Liabilities

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Liabilities for expenses	559.28	1,296.24
Security Deposit	4.29	4.29
Forward Contract (Fair valuation)	125.19	3.25
TOTAL	688.76	1,303.78

26 Other Current Liabilities

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Statutory Liabilities	4.32	81.40
Advance from Customers	237.44	97.38
TOTAL	241.77	178.78

27 Provisions

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Non-Current		
Provision for gratuity	190.22	187.94
Provision for Leave Encashment	19.13	22.50
TOTAL NON-CURRENT PROVISION	209.35	210.44
Current		
Provision for Leave Encashment	3.15	2.37
Provision for gratuity	20.18	35.99
Provision for Bonus	83.00	89.35
TOTAL CURRENT PROVISION	106.33	127.71

28 Current Tax Liabilities (Net)

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for Income Tax	220.00	240.00
Less: Advance Tax	(125.95)	(212.28)
TOTAL	94.05	27.72

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29 Revenue From Operations

(Amount in Lakhs)

	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(a)	**Sale of products**		
	Terry Towels	24,684.49	29,883.11
	Coated Fabric (Net)	4,405.81	4,502.15
(b)	**Sale of Services**		
	Commission Income	41.10	60.20
	Job Work Income	0.66	-
(c)	**Other operating revenue**		
	Duty Drawback	606.32	836.64
	ROSL / ROSCTL / RODTEP Scheme	1,627.23	2,256.72
	Total	**31,365.62**	**37,538.82**

30 Other Income

(Amount in Lakhs)

	Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(a)	**Interest**		
	Interest from Securities	19.35	26.35
	Interest from Bank	0.26	0.70
	Other Interest	18.35	36.44
(b)	**Other non operating revenue**		
	Foreign Exchange Gain	620.15	258.94
	Rental Income	6.68	2.62
	Other income	48.38	14.35
	Profit on INR/Euro Swap	-	18.66
	Apportioned income from Goverment Grants	56.79	45.60
	Total	**773.15**	**403.64**

30.1 Undisclosed Income - NIL

There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

31 Cost of Material Consumed

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Raw Material Consumed		
Opening Stock	2,248.11	1,458.97
Add: Purchases	11,179.90	16,464.42
Purchase of Dyed Towelling Fabric	391.40	1,377.06
	13,819.42	**19,300.46**
Less: Closing Stock	1,113.13	2,248.11
	12,706.28	**17,052.34**

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Dyes & Chemicals Consumed		
Opening Stock	180.14	174.96
Add: Purchases	2,584.09	3,350.67
	2,764.23	**3,525.63**
Less: Closing Stock	275.04	180.14
	2,489.18	**3,345.49**
	15,195.47	**20,397.83**

32 Changes in inventories of Finished Goods & WIP

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Opening Inventories		
Finished Goods (Towel/ Artificial Leather)	1,765.47	2,430.95
Work in progress	3,748.34	2,278.04
Saleable Waste	5.70	3.05
	5,519.51	**4,712.04**
Closing Inventories		
Finished Goods (Towel/ Artificial Leather)	2,174.28	1,765.47
Work in progress	2,434.76	3,748.34
Saleable Waste	10.59	5.70
	4,619.63	**5,519.51**
INCREASE/(DECREASE)	**899.88**	**(807.47)**

32.1 The Closing inventory of finished goods is inclusive of sales in transit amounting to Rs.51.76 Lakhs

33 Manufacturing expenses

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Consumable Stores	1,440.05	1,968.00
Job Charges	1,750.29	2,728.73
Packing Material	586.85	722.38
Power & Fuel	2,882.77	2,842.71
Repairs & Maintenance- Building	2.80	6.74
Repairs & Maintenance- Plant & Machinery	10.32	10.32
Stores & Spares	668.04	583.14
Other Manufacturing Expenses	165.41	276.63
Total	**7,506.54**	**9,138.64**

34 Employee benefits expense

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Salaries & Wages	2,750.15	2,911.29
Contribution to Provident Fund	180.04	198.73
Contribution to ESIC	57.65	57.98
Contribution to Gratuity	57.08	72.78
Staff welfare Expenses	720.40	703.67
Total	**3,765.33**	**3,944.46**

35 Financial expense

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest Expenses	615.58	777.97
Other Borrowing Costs (Bank Charges)	44.11	95.06
Total	**659.69**	**873.03**

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36 Other expenses

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Insurance	63.22	17.90
Rent	28.48	39.22
Clearing & Forwarding Charges	608.38	886.05
Commission on sale	608.11	548.94
CSR Expenses	14.53	-
Payment to Auditors		
- Audit Fees	6.13	3.65
- Others	2.43	2.00
Professional Fees	157.54	151.87
Miscellaneous Expenses	689.31	683.48
Total	**2,178.13**	**2,333.11**

37 Income Tax Expenses

Tax expense recognized in the Statement of Profit and Loss (Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Current Tax		
Current Tax on taxable income for the year	220.00	240.00
Total Current Tax expense	**220.00**	**240.00**
Deferred Tax		
Deferred Tax charge/(credit)	(52.57)	(66.93)
Total Deferred Income Tax expense/(benefit)	**(52.57)**	**(66.93)**
Tax in respect of earlier years	**(17.46)**	**(11.55)**
Total income tax expense (including previous year)	**149.97**	**161.51**

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38 FINANCIAL RISK MANAGEMENT

38.1 Financial risk management objectives and policies

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the Managing Board. The Company's senior management reviews the financial risks and the appropriate financial risk governance framework for the Company.

38.2 Financial risk factors

- The Company's principal financial liabilities comprise of trade payables, borrowings and other liabilities. The main purpose of these financial liabilities is to manage finances for the Company's operations and also for purchase of capital assets and for safeguarding its interests under contracts.
- The Company has trade and other receivables and cash and cash equivalents that arise directly from its operations as a part of its financial assets.

The Company's activities expose it to a variety of financial risks:

a. Market risk

- Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk. Financial instruments affected by market risk include loans and borrowings, trade payables, capital creditors, FVTOCI investments and short term Investments.

(i) Interest rate risks:

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. According to the Company interest rate risk exposure is only for floating rate borrowings which it had taken from HDFC bank rest of the borrowing of the company are fixed rate borrowing which are not subject to market risk.

Exposure to Interest rate risk

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total Borrowings	8,486.90	12,102.40
Borrowings Having variable rate of interest	-	228.75
% of Borrowings out of above bearing variable rate of interest	0.00%	1.89%

(ii) Foreign currency risk:

The Company operates internationally and portion of the business is transacted in several currencies and consequently the Company is exposed to foreign exchange risk through its sales and services in overseas and purchases from overseas suppliers in various foreign currencies. Foreign currency exchange rate exposure is partly balanced by purchasing of goods, commodities, services in the respective currencies and financial instrument to hedge risk exposure. Company doesnot enter into or trade financial instruments for speculating purposes.

Exposure to foreign currency

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total Export Trade Receivable	4,970.60	8,335.44
Hedged Trade Receivable (Natural Hedge & Forward contract taken)	3,496.35	880.88
Unhedged Export Trade Receivable	1,474.25	7,454.56

b. Credit risk

- Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.
- The maximum exposure to the credit risk at the reporting date is primarily from trade receivables amounting to Rs.9224.73 lakhs and Rs.10170.75 lakhs as at March 31,2026 and March 31, 2025 respectively.The Company makes major of its export sales, against a security in the nature of Letter of Credit , and hence the credit risk is minimal with regard to export debtors. However the company makes local sales and it is subject to credit risk. The company manages this risk through credit approvals,estabilishing credit limits and continuously monitoring the credit worthiness of the customers to which the company grants credit terms in the normal course of business.

c. Price risk

- The Company's businesses are subject to certain risks and uncertainties including financial risks. Company has invested in bonds, debentures and mutual funds. To manage its price risk arising from investments, the Company diversifies its portfolio. The investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.

d. Liquidity risk

- Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.
- The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash requirements. The Company monitors rolling forecasts of its liquidity requirements to ensure it has sufficient cash to meet operational needs.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(Amount in Lakhs)

Particulars	Carrying amount	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Year ended March 31, 2026						
Trade payables	4,127.82	4,127.82				
Borrowings	374.38	134.00	134.00	106.38	-	-
Other financial liabilities	559.28	559.28				
	5,061.48	**4,821.10**	**134.00**	**106.38**	**-**	**-**

(Amount in Lakhs)

Particulars	Carrying amount	6 months or less	6-12 months	1-2 years	2-5 years	More than 5 years
Year ended March 31, 2025						
Trade payables	4,394.00	4,394.00				
Borrowings	1,203.93	614.76	214.73	374.45	-	-
Other financial liabilities	1,296.24	1,296.24				
	6,894.17	**6,304.99**	**214.73**	**374.45**	**-**	**-**

* Unsecured Loans from Directors & Corporate and Security Deposits & Forward Contract (Fair valuation) are exculded from Other Financial Liabilities since there payment schedule is not fixed.

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39 Fair Value Measurement

Financial Instrument by category and hierarchy

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:
1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.

The fair values for loans and security deposits were calculated based on cash flows discounted using a current lending rate.
In case of security deposits, Company has used the fixed deposit rate of the year of making advance.
In case of security deposit timelimit is not certain.
They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The fair values of non-current borrowings are based on carrying amount which are equal to fair value. They are classified as level 3 fair values in the fair value hierarchy due to the use of unobservable inputs, including own credit risk.

For other financial assets and liabilities that are measured at amortised cost, the carrying amounts are equal to the fair values.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted prices / published NVA (unadjusted) in active markets for identical assets or liabilities. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date and financial instruments like mutual funds for which net assets value (NAV) is published mutual fund operators at the balance sheet date.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices). It includes fair value of the financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(Amount in Lakhs)

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets designated at amortised cost				
Trade Receivables	9,224.73	9,224.73	10,170.76	10,170.76
Cash & Cash Equivalents	28.13	28.13	51.06	51.06
Other Financial Assets	567.56	567.56	863.50	863.50
Optionally Convertible Debentures	270.00	270.00	-	-

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Non-Financial Assets designated at fair value through other comprehensive income (Leasehold Land)	4,298.98	4,298.98	4,357.43	4,357.43

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets designated at fair value through profit and loss				
Mutual Funds	36.02	36.02	19.65	19.65
Forward Contracts	-	-	-	-

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Liabilities designated at amortised cost				
Borrowings (Non-Current and Current)	8,486.90	8,486.90	12,102.40	12,102.40
Trade Payables	4,127.82	4,127.82	4,394.00	4,394.00
Other Financial Liabilities	563.57	563.57	1,300.53	1,300.53

Particulars	As at 31st March 2026		As at 31st March 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Liabilities designated at fair value through profit and loss				
SWAP Contract Fair Valuation	-	-	-	-
Other Financial Liabilities	125.19	125.19	3.25	3.25

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40 FAIR VALUE HEIRARCHY

The following table provides the fair value measurement hierarchy of Company's asset and liabilities, grouped into Level 1 to Level 3 as described below:

a Quoted prices/published NAV (unadjusted) in active markets for identical assets or liabilities (level 1). It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date.

b Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2). It includes fair value of the financial instruments that are not traded in an active market (for example, interest free security deposits) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

c Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3). If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Fair Value of Financial Assets and Financial Liabilities accounted for in the Standalone Financial Statements as on the reporting date of the entity

(Amount in Lakhs)

As at 31st March 2026			
Particulars	**Level 1**	**Level 2**	**Level 3**
Financial Assets			
Trade Receivables	-	-	9,224.73
Cash & Cash Equivalents	-	-	28.13
Other Financial Assets	-	-	567.56
Mutual Funds	36.02	-	-
Optionally Convertible Debentures	-	-	270.00
Financial Liabilities			
Borrowings (Non-Current and Current)	-	-	8,486.90
Trade Payables	-	-	4,127.82
Other Financial Liabilities	-	-	563.57
SWAP Contract Fair Valuation	-	-	-
Forward Contracts	125.19	-	-

As at 31st March 2025			
Particulars	**Level 1**	**Level 2**	**Level 3**
Financial Assets			
Trade Receivables	-	-	10,170.76
Cash & Cash Equivalents	-	-	51.06
Other Financial Assets	-	-	863.50
Mutual Funds	19.65	-	-
Financial Liabilities			
Borrowings (Non-Current and Current)	-	-	12,102.40
Trade Payables	-	-	4,394.00
Other Financial Liabilities			1,300.53
Forward Contracts	3.25	-	-

During the year ended March 31, 2026 and March 31, 2025, there were no transfer into and out of Level 2 fair value measurements.

Following table describes the valuation techniques used and key inputs to valuation for level 3 of the fair value hierarchy as at March 31, 2026 and March 31, 2025, respectively:

Particulars	Fair Value Heirarchy	Valuation Technique	Inputs Used
Financial Assets			
Forward Contracts/Mutual Funds	Level 1	Quoted prices	
Optionally Convertible Debentures	Level 3	Discounted Cash Flow	

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41 CAPITAL RISK MANAGEMENT

Objective

The primary objective of the Company's capital management is to maximize the shareholder value. i.e. to provide maximum returns to the shareholders. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns to the shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2026 and March 31, 2025.

Policy

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the rules and regulations framed by the Government.

Process

The Company manage its capital by maintaining sound/optimal capital structure financial ratios, such as net debt-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. Debt-to-equity ratio as of March 31, 2026, March 31, 2025 is as follows:

(Amount in Lakhs)

Particulars	As on 31st March 2026	As on 31st March 2025
Total debt	8,486.90	12,102.40
Total equity	18,636.19	18,153.29
Ratio	**0.46**	**0.67**

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42 PROVISIONS

Movement in each class of provision during the financial year are provided below:

(Amount in Lakhs)

Particulars	Provision for Bonus	Provision for Gratuity	Provision for Leave encashment	Provision for Taxation
As at 1st April 2024	90.21	235.19	31.32	-
Adjusted with Advance Tax/TDS/TCS	-	-	-	(209.32)
Acturial Gain/Loss	-	(11.52)	(14.31)	-
Addition during the year	89.35	70.36	12.08	240.00
Actual Benefits Paid	(90.21)	(29.27)	(4.21)	-
As at 31st March 2025	**89.35**	**264.77**	**24.87**	**30.68**
Adjusted with Advance Tax/TDS/TCS	-	-	-	(125.95)
Acturial Gain/Loss	-	(50.98)	2.70	-
Addition during the year	83.00	57.08	9.81	220.00
Actual Benefits Paid/Utilized	(89.35)	(59.12)	(15.10)	-
As at 31st March 2026	**83.00**	**211.75**	**22.28**	**94.05**

Change in Fair Value of Plan Asset for Gratuity

(Amount In lakhs)

Particulars	As at March 31,2026	As at March 31,2025
Fair Value of Plan Assets at the beginning of the period	40.84	65.98
Expected return on plan asset	3.06	4.45
Contributions	0.43	-
Benefits Paid	(41.75)	(29.27)
Acturial gain/(Loss)	(1.24)	(0.32)
Fair Value of Plan Assets at the end of the period	**1.35**	**40.84**

Particulars	Provision for Bonus	Provision for Gratuity (Net)	Provision for Leave encashment	Provision for Taxation
As at 31st March 2025				
Current	89.35	35.99	2.37	30.68
Non Current	-	187.94	22.50	-
	89.35	**223.92**	**24.87**	**30.68**
As at 31st March 2026				
Current	83.00	20.18	3.15	94.05
Non Current	-	190.22	19.13	-
	83.00	**210.40**	**22.28**	**94.05**

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43 INCOME TAX EXPENSE

(Amount in Lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current Tax	220.00	240.00
Deferred Tax	(52.57)	(66.93)
Tax in respect of earlier years	(17.46)	(11.55)
Total tax expense (For Current year)	**149.97**	**161.51**

Reconciliation of tax expense and the accounting profit multiplied by the applicable tax rate(s) :		
Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Accounting profit before income tax	595.10	712.34
Applicable Rate	**25.168%**	**25.168%**
Tax Expense	**149.77**	**179.28**
Tax Effect of		
Impact of ICDS	**(10.28)**	**(3.14)**
Effect of expenses that are not deductible in determining taxable profit	356.63	360.65
Effect of expenses that is deductible in determining taxable profit	**(282.98)**	**(306.45)**
Others	6.85	9.67
Income tax payable as per India's stautory income tax rate (A)	**220.00**	**240.00**
Adjustments in respect of current income tax of previous year (B)	**(17.46)**	**(11.55)**
Total Income tax payable (A) + (B)	**202.54**	**228.45**
Deferred Tax Provision (C)	**(52.57)**	**(66.93)**
Tax expense reported in the statement of profit and loss (A+B+C)	**149.97**	**161.52**

Deferred Tax Assets (Liabilities)

The analysis of deferred tax assets and deferred tax liabilities is as follows:

(Amount in Lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Deferred Tax Asset		
Provision for Leave Encahment	5.61	6.26
Provision for Gratuity	52.95	47.30
Government Grant	112.44	123.88
Forward Contract	-	-
Unamortized transaction cost	-	-
Provision for Bad debts	50.34	50.34
Provision for Bonus	20.89	22.49
	242.22	**250.26**
Deferred Tax Liability		
Property, Plant and Equipment	(474.57)	(522.67)
	(474.57)	**(522.67)**
Net Deferred Tax Asset(Liability)	**(232.35)**	**(272.40)**

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44 Related Party Transactions

In accordance with the requirements of IND AS 24, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exits and with whom transactions have taken place during reported periods, are reported as under:

(i) Related party Name and relationship

(a) Executive Directors:

Particulars	Designation
Shri G S Kandoi	Chairman Cum Wholetime Director
Shri Manish Singhal	Managing Director
Smt. Prity Singhal	Whole Time Director cum CFO
Sh Ajay Sharma	Executive Director upto 31.07.2025
Sh Sanjay Sharma	Executive Director from 09.07.2025

(b) Relatives of Key Managerial Persons with whom transactions have taken place:

Particulars	Relation
Smt. Ritu Singhal	Daughter in law of shri G.S. Kandoi
Shri Vivek Singhal	Son and brother of Director
Shri Bhavik Singhal	Grandson of Director
Shri Mantika Singhal	Daughter of Director

(c) Non Excecutive Directors, KMP and Enterprises Over which they are able to exercise significant influence (With whom transaction have taken place):

Particulars	Designation
Shri Bridhi Chand Sharma	Independent Director upto 09.07.2025
Anand Mishra	Independent Director
Vikas Damani	Independent Director
Vani Jain	Independent Director
Dilip Kumar Bhatia	Independent Director from 09.07.2025
M/s B I Enterprises Pvt. Ltd.	Son of Director is Director
M/s Chrome International Co. Ltd.	Son of Director is Director
M/s Suave Casa Ideas Private Limited	Shri Manish Singhal & Smt. Prity Singhal is Director
CS - Navita Khuteta	Compliance Officer

(ii) Transactions Carried Out With Related Parties referred in point 1 above in ordinary course of Business (Arms Length Transactions)

(Amount In lakhs)

Nature of Transactions	Related Parties		
	Referred to in 1(a) above	Referred to in 1(b) above	Referred to in 1(c) above
Sales & Purchase			
Goods & Material & Services	-	-	536.13
Short term Employee Benefit Expenses	207.53	19.50	5.64
Interest Paid	152.37	-	-
Rent Expense	9.86	-	18.62
Rent Income	-	-	40.82

Nature of Transactions	Related Parties		
	As at 31st March, 2026	As at 31st March, 2025	
Outstandings			
Payable (Trade Paybles and other Liabilities)			
Key Management Personnel	1,269.85	1,440.55	
Relatives of Key Managerial Personnel	-	-	
End of the year	1,269.85	1,440.55	
Executive Directors Compensation			
(a) Short term Employee Benefits	207.53	213.00	
Total Compensation	207.53	213.00	

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45 CONTINGENT LIABILITIES

(Amount in Lakhs)

S.No.	Particulars	As at March 31,2026	As at March 31,2025
	(I) Contingent Liabilities		
(i)	Bank Guarantees	450.00	450.00
(ii)	Civil suit	13.76	13.76
(iii)	Service Tax	23.00	23.00
(iv)	Corporate Guarantee to Companies	4,400.00	-
	TOTAL	**4,886.76**	**486.76**

Note Civil Suit pending before Bombay High Court for the period related to FY 2009-10

Service Tax appeal pending with Customs, Excise & Service Tax Appellate Tribunal (New Delhi) for FY 2014-15

46 CAPITAL/OTHER COMMITMENTS

(Amount in Lakhs)

S.No.	Particulars	As at March 31,2026	As at March 31,2025
(i)	Estimated amount of contracts remaining to be executed on capital/other account and not provided for	-	-
	TOTAL	-	-

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47 **SHORT - TERM EMPLOYEE BENEFITS:-**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognised in the period in which the employee renders the related services
The Company recognises the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability after deducting any amount already paid.

POST RETIREMENT BENEFIT PLANS

Defined Contribution Plan:

Contribution to superannuation fund is recognised as an expense in the Statement of Profit & Loss as it is incurred. There are no other obligations other than the contribution payable to the respective trust. Eligible employees receive benefits from a provident fund which is a defined contribution plan. Both the eligible employees and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary.

Defined Benefits Plan

(i) Gratuity

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

Change in Present value of defined benefit obligation

(Amount In lakhs)

Particulars	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
PV of Obligation at the beginning of the period	264.76	235.19
Interest cost	17.87	17.05
Current Service Cost	39.21	53.31
Benefits Paid	(59.12)	(29.27)
Acurial (Gain)/Loss	(50.98)	(11.52)
PV of Obligation at the End of the period	**211.74**	**264.76**

Change in Fair Value of Plan Asset

(Amount In lakhs)

Particulars	Amount (Rs.)	Amount (Rs.)
Fair Value of Plan Assets at the beginning of the period	40.84	65.98
Expected return on plan asset	3.06	4.45
Contributions	0.43	-
Benefits Paid	(41.75)	(29.27)
Acturial gain/(Loss)	(1.24)	(0.32)
Fair Value of Plan Assets at the end of the period	**1.35**	**40.84**

Actuarial Assumptions

Particulars	Particulars	Particulars
Mortality Rate	IALM 2012-14	IALM 2012-14
Withdrawal Rate	10% p.a.	5% p.a.
Discount Rate	7.50% p.a.	6.75% p.a.
Salary Escalation	5%	5%

Long-term Employee Benefits:-

Long-term employee benefits Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the obligation as at the Balance Sheet date. The cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur.

Change in Present value of defined benefit obligation

(Amount In lakhs)

Particulars	Current Year Amount (Rs.)	Previous Year Amount (Rs.)
PV of Obligation at the beginning of the period	24.87	31.32
Interest cost	1.68	2.27
Current Service Cost	8.13	9.81
Benefits Paid	(15.10)	(4.21)
Acurial (Gain)/Loss	2.70	(14.31)
PV of Obligation at the End of the period	**22.28**	**24.87**

Actuarial Assumptions

Particulars	Particulars	Particulars
Mortality Rate	IALM 2012-14	IALM 2012-14
Withdrawal Rate	10% p.a.	5% p.a.
Discount Rate	7.50% p.a.	6.75% p.a.
Salary Escalation	5%	5%

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48 Disclosures required under Ind AS 108

In accordance with Accounting Standard Ind AS 108 'Operating Segment ', segment information has been given as follows:

Operating Segments:

(i) Textile Division :-Manufactuiring and marketing of terry towels, made-ups, readymade garment like bathrobes, babyhood towels, pillows etc. in the domestic and inter- national market.

(ii) Agency Division : Consigment Stockiest of GAIL (India) Ltd. for marketing and distribution of polymers in Rajasthan and

(iii) Technichal Textile Division : Manufacturing of artificial leather through technical textile

Identification of Segments:

The Managing board monitors the operating results of its Business segment separately for the purpose of making decision about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements, Operating segment have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Segment revenue and results:

The expenses and income which are not directly attributable to any business segment are shown as others

Segment assets and Liabilities:

Segment assets include all operating assets used by the operating segment and mainly consist of property, plant and equipments, trade receivables, Inventory and other operating assets. Segment liabilities primarily includes trade payable and other liabilities. Common assets and liabilities which can not be allocated to any of the business segment are shown as others

Information about major Customers:

The company is making sale of more than 10% of Revenue to two different customers.

Customer	Amount of Revenue	Name of Segment
Customer 1	7,948.67	Textile
Customer 2	3,131.66	Textile
Customer 3	2,915.64	Textile

(Amount in Lakhs)

Particulars	Textile		Technical Textile		Others		Consolidated Total	
	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
1 Segment Revenue								
Sales and other revenue	25,538.86	30,841.16	4,536.97	5,816.13	41.10	60.20	30,116.93	36,717.49
Other Operating Income	2,232.83	3,093.36	0.73	-	-	-	2,233.56	3,093.36
Inter Unit Transactions	(853.71)	(958.05)	(131.16)	(1,313.98)	-	-	(984.87)	(2,272.03)
Interest Income	19.35	27.81	0.26	0.70	18.35	34.98	37.95	63.49
Other Income	688.84	278.86	46.35	61.29	-	-	735.19	340.15
Total Revenue	**27,626.17**	**33,283.15**	**4,453.15**	**4,564.14**	**59.44**	**95.17**	**32,138.77**	**37,942.46**
2 Segment Results								
Profit before interest, depreciation & tax	1,850.07	2,520.70	724.80	379.39	18.57	35.80	2,593.43	2,935.89
Interest Expenses	625.30	799.69	25.78	65.33	8.61	8.01	659.69	873.03
Depreciation & Amortization	946.02	934.49	392.07	415.61	0.55	0.44	1,338.64	1,350.53
Provision for tax	149.97	161.51	-	-	-	-	149.97	161.51
Profit/(Loss) after tax	**128.77**	**625.01**	**306.94**	**(101.55)**	**9.41**	**27.35**	**445.13**	**550.82**
3 Other Information								
a Segment Assets	25,224.31	27,978.71	8,072.14	9,232.72	90.72	156.66	33,387.18	37,368.09
Total Assets	**25,224.31**	**27,978.71**	**8,072.14**	**9,232.72**	**90.72**	**156.66**	**33,387.18**	**37,368.09**
b Segment Liabilities	13,180.25	17,073.83	1,431.58	1,881.20	139.16	259.78	14,750.99	19,214.80
Total Liabilities	**13,180.25**	**17,073.83**	**1,431.58**	**1,881.20**	**139.16**	**259.78**	**14,750.99**	**19,214.80**

Revenue from contracts with customers disaggregated on the basis of Geographical region

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
Net Sales			
-Domestic (Including Export Incentives)		10,263	8,523
-Export		21,102	29,016
Total		**31,365.62**	**37,538.82**

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49 ASSETS PLEDGED AS SECURITY

The carrying amounts of assets Pledged as security for current and non-current borrowings are:

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current Assets		
Financial Assets		
Cash & Cash Equivalents	28.13	51.06
Receivables	9,224.73	10,170.76
Non Financial Assets		
Inventories	6,742.08	8,895.83
Total Current assets Pledged as security	**15,994.94**	**19,117.65**
Non Current Assets		
First Charge		
Land	4,298.98	4,357.43
Building	3,172.30	3,293.56
Furniture, fittings and equipment	90.19	106.08
Plant and Machinary including Store & Spares	5,070.03	6,106.05
Others	244.95	266.24
Total non-current assets Pledged as security	**12,876.45**	**14,129.35**
Total assets Pledged as security	**28,871.41**	**33,247.00**

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50 **EARNINGS PER SHARE**

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

(in number)

Particulars	**For the year ended 31st March 2026**	**For the year ended 31st March 2025**
Issued number equity shares	5,221,000	5,221,000
Potential Equity Shares	-	-
Weighted average shares outstanding - Basic and Diluted	5,221,000	5,221,000

Net profit available to equity holders of the Company used in the basic and diluted earnings per share was determined as follows:

(Amount in Lakhs)

Particulars	**For the year ended 31st March 2026**	**For the year ended 31st March 2025**
Profit and loss after tax	**445.13**	**550.82**
Profit and loss after tax for EPS	445.13	550.82
Basic Earnings per share (in Rs.)	8.53	10.55
Diluted Earnings per share (in Rs.)	8.53	10.55

The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity.

51 **INVESTMENT PROPERTY**

The company has given on rent a portion of its factory building situated at_SP-4/3, Keshwana, Kotputli, Jaipur-303108, however the portion given on rent is insignificant and major portion of the factory is used in manufacturing activities hence the company has not recognised seperatly such poriton as an investment property by taking of the view given in para 10 of IND AS 40 "**Investment Property**"

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Note -52

Corporate Social Responsibility Expenditure

	Year ended 31.03.2026	Year ended 31.03.2025
a) Amount required to be spent during the year	14.13	-
(Last Year's Excess CSR Expenditure was Rs.5.53 Lacs & during the current year the amount to be spent is Rs.14.13 Lacs)		
b) Amount of expenditure incurred		
- Ongoing Project	-	-
- Other	14.53	5.23
c) Shorfall at the end of the year	-	-
d) Total of previous years shortfall	-	-
e) Reason for shortfall	NA	NA
f) Nature of CSR activities	Eye Care Day Event/School Fees/IIT Chair	Eye Care Day Event/School Fees

The notes to accounts relating to CSR expenditure should also contain the following:

(i) Details of related party transactions, e.g., contribution to a trust / society / section 8 company controlled by the company in relation to CSR expenditure as per Indian Accounting Standard (Ind AS) 24, *Related Party Disclosures*.

(ii) Any surplus arising out of the CSR activities shall not form part of the business profit of a company and shall be ploughed back into the same project or shall be transferred to the Unspent CSR Account and spent in pursuance of CSR policy and annual action plan of the company or transfer such surplus amount to a Fund specified in Schedule VII, within a period of six months of the expiry of the financial year

(iii) Where a company spends an amount in excess of requirement provided under sub-section (5) of section 135 , such excess amount may be set off against the requirement to spend under sub-section (5) of section 135 up to immediate succeeding three financial years subject to the conditions that

(a) the excess amount available for set off shall not include the surplus arising out of the CSR activities, if any, in pursuance of sub-rule (2) of this rule.

(b) the Board of the company shall pass a resolution to that effect.

(iv) In case of excess amount spent, the following disclosure should be made:

In case of Section 135(5) Excess amount spent			
Opening Balance	**Amount required to be spent during the year**	**Amount spent during the year**	**Excess Spent**
Not Applicable			

Details of ongoing project and other than ongoing project

In case of Section 135(6) (Ongoing Project)						
Opening Balance		**Amount required to be spent during the year (23-24)**	**Amount spent during the year**		**Closing Balance**	
With Company	**In separate CSR Unspent A/C**		**From Company's bank A/c**	**In Separate CSR Unspent A/c**	**With Company**	**In Separate CSR Unspent A/c**
-	12.00	23.31	12.00	-	-	12.00

In case of Section 135(5) (Other than ongoing project)				
Opening Balance	**Amount deposited in Specified Fund of Schedule VII within 6 months**	**Amount required to be spent during the year**	**Amount spent during the year**	**Closing Balance**
5.23	-	14.13	9.30	0.40

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53 Financial and Derivatives Instruments

The Company uses derivative Instruments to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments on forecasted as transactions as approved by Board of Directors. The Company does not use derivative instruments for speculation purpose.

Outstanding derivative Instruments entered into by the Company as on 31.3.2026 is as under:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Forward Contract		
No. of contracts	17	5
US Dollar	3,670,721	787,707
INR (in Lakhs) equivalent	3,376.77	671.42

Value of Imports on CIF basis:- (Amount in Lakhs)

Particular	As at 31st March, 2026	As at 31st March, 2025
Raw Material, Spare parts & consumbles	306.76	504.31
Capital Goods	-	238.35

Value of Raw Material, Components, & Spare Parts consumed

(Amount in Lakhs)

Particular	As at 31st March, 2026		As at 31st March, 2025	
	Amount	%	Amount	%
Raw material				
Imported	106.72	0.70	368.69	1.81
Indigenous	15,088.75	99.30	20,029.15	98.19
Spare parts				
Imported	254.70	12.08	244.77	9.59
Indigenous	1,853.40	87.92	2,306.37	90.41

Expenses in foreign currency (Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Travelling	20.79	13.81
Commission	465.36	146.41
Misc. Exp.	57.15	25.10
Testing Fee	12.31	16.00

Earning in Foreign Currency

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Export of Goods on FOB Basis	20,972.68	28,883.06

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Note :- 54

Ratio Analysis

Following ratio are being disclosed:

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	% change	Reason for change more than 25%
Current ratio	Current Assets	Current Liabilities	1.45	1.29	11.84%	-
Debt-equity ratio	Total Debt	Shareholder's Equity	0.46	0.67	-31.69%	Due to Loan Repayments
Debt service coverage ratio	Earnings for debt service = Net profit before taxes + Non-cash operating expenses	Debt service = Interest + Principal Repayments	1.76	1.60	10.28%	-
Return on equity ratio	Net Profits after taxes - Preference Dividend	Average Shareholder's Equity	0.02	0.03	-21.28%	-
Inventory turnover ratio	Cost of goods sold	Average Inventory	3.02	3.53	-14.60%	-
Trade receivables turnover ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.00	3.34	-10.06%	-
Trade payable turnover ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	3.32	5.14	-35.42%	Due to Decrease in Credit Purchase
Net capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets - Current liabilities	4.79	6.62	-27.66%	Due to Decrease in Sales
Net profit ratio	Net Profit	Net sales = Total sales - sales return	0.02	0.02	-4.45%	-
Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.02	0.06	-59.60%	Due to Decrease in EBIT
Retun on investment	Interest (Finance Income)	Investment	-	-	-	-

(a) Current Ratio = Current Assets divided by Current Liabilities

Particulars	March 31, 2026	March 31, 2025
Current Assets	19,726	22,966
Current Liabilities	13,639	17,760
Ratio	**1.45**	**1.29**
% Change from previous period/year	**11.84%**	

Debt Equity ratio = Total debt divided by Total equity where total debt refers to sum of current & non current borrowings

Particulars	March 31, 2026	March 31, 2025
Total debts	8,486.90	12,102.40
Total equity	18,636.19	18,153.29
Ratio	**0.46**	**0.67**
% Change from previous period/year	**-31.69%**	

Debt Service Coverage Ratio = Earnings available for debt services divided by Total interest and principal repayments

Particulars	March 31, 2026	March 31, 2025
Profit before tax	595.10	712.34
Add: Non cash operating expenses and finance cost	-	-
- Depreciation and amortizations	1,338.64	1,350.53
- Interest Expenses	615.58	777.97
Earnings available for debt services	**2,549.32**	**2,840.84**
Interest cost on borrowings	615.58	777.97
Principal repayments	829.55	997.89
Total Interest and principal repayments	**1,445.13**	**1,775.87**
Ratio	**1.76**	**1.60**
% Change from previous period/year	**10.28%**	

Return on Equity Ratio / Return on Investment Ratio = Net profit after tax divided by Equity

Particulars	March 31, 2026	March 31, 2025
Net profit after tax	445.13	550.82
Total equity	18,636.19	18,153.29
Ratio	**0.02**	**0.03**
Change in basis points (bps) from previous period / year		
% Change from previous period/year	**-21.28%**	

Inventory Turnover Ratio = Cost of Goods Sold divided by Average inventory

Particulars	March 31, 2026	March 31, 2025
Cost of Goods Sold	23,601.88	28,729.01
Average inventory	7,818.95	8,127.63
Inventory turnover Ratio	3.02	3.53
% Change from previous period/year	**-14.60%**	

Trade Receivables turnover ratio = Credit Sales divided by Average trade receivables

Particulars	March 31, 2026	March 31, 2025
Credit sales	29,090.31	34,385.26
Average Trade Receivable	9,697.75	10,310.31
Ratio	**3.00**	**3.34**
% Change from previous period/year	**-10.06%**	

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Trade payables turnover ratio = Credit purchases divided by Average trade payables

Particulars	March 31, 2026	March 31, 2025
Credit purchases	14,155.39	21,192.15
Average Trade Payables	4,260.91	4,119.57
Ratio	**3.32**	**5.14**
% Change from previous period/year	-35.42%	

Net capital Turnover Ratio = Sales divided by Net Working capital whereas net working capital= current assets - current liabilities

Particulars	March 31, 2026	March 31, 2025
Sales	29,131.40	34,445.46
Net working capital	6,086.59	5,206.08
Ratio	**4.79**	**6.62**
% Change from previous period/year	-27.66%	

Net profit ratio = Net profit after tax divided by Sales

Particulars	March 31, 2026	March 31, 2025
Net profit after tax	445.13	550.82
Sales	29,131.40	34,445.46
Ratio	**0.02**	**0.02**
Change in basis points (bps) from previous period / year		
% Change from previous period/year	-4.45%	

Return on Capital employed (pre cash)=Earnings before interest and taxes(EBIT) divided by Capital Employed(pre cash)

Particulars	March 31, 2026	March 31, 2025
Profit before tax (A)	595.10	712.34
Finance cost (B)	659.69	873.03
Other Income (C)	773.15	403.64
EBIT (D) = (A) + (B) - (C)	**481.64**	**1,181.73**
Total Assets (E)	33,387.18	37,368.09
Current Liabilities (F)	13,639.25	17,759.94
Cash and Cash equivalents (G)	4.53	8.99
Bank balances other than cash and cash equivalents (H)	23.60	42.07
In Bank Deposits Accounts (Remaining Maturity of Less than 12 Months) (I)	-	9.06
Capital Employed (Pre Cash) (J)=(E)-(F)-(G)-(H)-(I)	**19,719.79**	**19,548.03**
Ratio (D) / (J)	**0.02**	**0.06**
% Change from previous period/year	-59.60%	

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Note :- 55

Relationship with Struck-off Companies:

Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, the Company shall disclose the following details:-

Name of struck off company	Nature of transactions with struck-off Company	Transaction during the year March 31, 2026	Balance outstanding as at 31.03.2026	Relationship with the Struck off company
	Investments in securities	The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.		
	Receivables			
	Payables			
	Shares held by struck off companies			
	Other outstanding balances			

Name of struck off company	Nature of transactions with struck-off Company	Transaction during the year March 31, 2025	Balance outstanding as at 31.03.2025	Relationship with the Struck off company
	Investments in securities	The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.		
	Receivables			
	Payables			
	Shares held by struck off companies			
	Other outstanding balances			

* The previous period / year figures are reclassified / re-arranged / regrouped, wherever necessary to make them comparable.
*The figures have been rounded off in nearest Lakhs upto two decimal points except otherwise stated.

In terms of our separate Audit Report of even date
FOR H.C. Bothra & Associates
Chartered Accountants
FRN: 008950C

(Abhishek Jain)
Partner
M. No. 401501

H.C. BOTHRA & ASSOCIATES JAIPUR FRN : 008950C CHARTERED ACCOUNTANTS

Place : JAIPUR
Date: 27.05.2026

For & on behalf of the Board of Directors
OF KG PETROCHEM LIMITED

(G. S. KANDOI)
Chairman Cum Wholetime Director
DIN: 00120330

(PRITY SINGHAL)
Wholetime Director cum CFO
DIN: 02664482

(MANISH SINGHAL)
Managing Director
DIN: 00120232

(NAVITA KHUNTETA)
Company Secretary
M.No. A35214