



AVI ANSH

TEXTILE LIMITED

WEAVING EXCELLENCE. BUILDING TOMORROW.

21ST ANNUAL REPORT

FOR THE FINANCIAL YEAR ENDED
31ST MARCH, 2026

FROM STRENGTH
TO SUSTAINABILITY

Innovation | Integrity | Excellence



ADVANCED
TECHNOLOGY



SKILLED
WORKFORCE



QUALITY
ASSURANCE



SUSTAINABLE
GROWTH



WEAVING EXCELLENCE.
BUILDING TOMORROW.

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www.avianshgroup.com

Or



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Anil Kumar Jain – Managing Director
 Mrs. Geeta Jain- Non Executive Director
 Mr. Brij Mohan Sharma- Independent Director
 Mr. Vinay Bansal- Independent Director

Chief Executive Officer

Mr. Avi Jain

Chief Operating Officer

Mr. Ansh Jain

Chief Financial Officer

Mrs. Akanksha Jain

Company Secretary & Compliance Officer

Mrs. Isha Narang - Resigned with effect from
 20th May, 2026

Mr. Hardik Chudasama - Appointed with effect from
 July 04, 2026

Statutory Auditor

M/s Kuldeep Sharma & Associates

Secretarial Auditor

M/s Neeraj Arora & Associates

Internal Auditor

M/s Gupta D K & Co

Cost Auditor

M/s Gurvinder Chopra & Co.

Banker

Indusind Bank

Registrar & Share Transfer Agent

Skyline Financial Services Private Limited
 D – 153 A, 1st Floor, Okhla Industrial Area,
 Phase-1, New Delhi - 110020
 Tel No. 011 – 40450193-97
 Fax No. 011 – 26812682-83
 E-mail: info@skylinerta.com

Registered Office

402, 4th Floor, Aggarwal Cyber Plaza-1,
 Netaji Subhash Place, Pitampura, Delhi- 110034
 Website: www.avianshgroup.com
 Email: avianshanil@rediffmail.com
 CIN: L17110DL2005PLC260403
 Phone: +91-11-41425247

Manufacturing Unit

Village Behra, Rampur Sainian, Barwala Road,
 Tehsil Dera Bassi, Disst. S.A.S. Nagar,
 Mohali, Punjab: 140507

Audit Committee

Mr. Vinay Bansal (Independent Director)
 Mr. Brij Mohan Sharma (Independent Director) - Chairman
 Mrs. Geeta Jain (Non-Executive Director)

Nomination & Remuneration Committee

Mr. Vinay Bansal (Independent Director)
 Mr. Brij Mohan Sharma (Independent Director) - Chairman
 Mrs. Geeta Jain (Non-Executive Director)

Stakeholder Relationship Committee

Mr. Vinay Bansal (Independent Director)
 Mr. Brij Mohan Sharma (Independent Director) - Chairman
 Mrs. Anil Kumar Jain (Managing Director)

Note:-

1. Mr. Brij Mohan Sharma, was appointed as the Chairman of Audit Committee, Nomination and Remuneration Committee & Stakeholders Relationship Committee w.e.f 07th March, 2026.
2. Mr. Vinay Bansal was the chairman of the Audit Committee, Nomination and Remuneration Committee & Stakeholders Relationship Committee for Financial Year 2025-2026.



"CHAIRMAN MESSAGE"



With a strong foundation in the textile industry, Avi Ansh Textile Limited is well positioned to capitalize on the growing demand for quality cotton yarn and premium apparel while consistently meeting the evolving expectations of customers and stakeholders



DEAR STAKEHOLDERS,

It is my privilege to present the Annual Report of Avi Ansh Textile Limited for the financial year ended March 31, 2026 marking the 21st year of your Company's journey. The Financial year 2025 began with optimism, Your Company is committed to strengthening its core businesses, accelerating innovation and unlocking efficiencies while exploring new opportunities to build for the future. Our commitment to corporate governance is a key pillar of our operations. We uphold the highest standards of transparency, accountability, and ethical decision-making, ensuring that we maintain the trust and confidence of our stakeholders. Our governance framework is designed to drive long term value creation while adhering to best practices and principles.

Over the past year, we have made significant strides in enhancing our manufacturing capabilities. Our Company has been operating in the yarn sector since 2005 and, by 2012, had established itself as a trusted manufacturer and exporter of 100% cotton yarn, including combed and carded cotton yarn in

various counts. With an installed capacity of 27,000 spindles, we have consistently focused on delivering superior-quality yarn that meets the evolving needs of the textile industry. Our unwavering commitment to quality and adherence to international standards have earned the trust of both domestic and international buyers. Marketed under the Pooja Gold brand, our yarn reflects meticulous craftsmanship, offering exceptional softness, strength, and versatility.

Additionally, we have achieved vertical integration by expanding into the knitting division, enabling the production of superior-quality fabrics in both dyed and greige variants while ensuring timely delivery to our customers. Equipped with high-speed automatic circular knitting machines incorporating advanced German and European technology, our knitting facility is designed to deliver consistent quality, operational efficiency, and uninterrupted production. The Company employs a skilled workforce to support round-the-clock manufacturing operations and remains committed to continuously upgrading its

machinery in line with the latest technological advancements while adopting sustainable business practices. As part of its ongoing capacity enhancement initiatives, the Company added two new knitting machines during the year, increasing the total number of knitting machines from 23 to 25. This strategic expansion has further strengthened our manufacturing capabilities, enhanced operational efficiency, and positioned the Company to effectively meet growing customer demand while supporting its long-term growth objectives.

During FY 2025–26, we made significant progress in expanding our strategic vision through successful vertical integration into the garment manufacturing sector. As part of this initiative, we established our own apparel brand, TEN BY TWOO, on Amazon and further working to strengthen its digital presence with a dedicated e-commerce website by the end of June 2026, www.tenbytwoo.com, providing customers with a seamless direct-to-consumer shopping experience. Simultaneously, we expanded our garment manufacturing infrastructure by increasing our fleet to 275 sewing machines, significantly enhancing our production capabilities and operational efficiency. This expansion has enabled us to cater to a broader range of customer requirements while capitalizing on emerging business opportunities. Leveraging these enhanced capabilities, we successfully secured business from leading retail players, including Vishal Mega Mart, V-Mart Retail, and other prominent retailers. These milestones mark a significant step in our growth journey, reinforcing our position as a trusted manufacturing partner in the retail apparel industry while laying a strong foundation for sustainable long-term growth.

Looking ahead, the Company remains focused on accelerating its growth trajectory by strengthening its manufacturing capabilities, expanding its market presence, and investing in innovation to create long-term value for all stakeholders. We will continue to enhance operational efficiencies, broaden our product portfolio, and pursue strategic opportunities that reinforce our competitive position in both domestic and international

markets. In conjunction with the continued growth of the Company's own apparel brand, TEN BY TWOO, we plan to increase our garment manufacturing capacity by at least 50% in the coming year, ensuring that we are well-equipped to meet the evolving demands of our customers and capitalize on emerging opportunities in the market.

Furthermore, under its flagship brand, TEN BY TWOO, the Company currently caters to the men's apparel segment by offering a range of premium everyday wear. To strengthen the brand's visibility and customer engagement, the Company is actively investing in brand-building initiatives through digital marketing campaigns, social media promotions across platforms such as Instagram, and other online advertising channels to enhance brand awareness and expand its customer reach. Building on the brand's growing market presence and positive customer response, the Company plans to further expand its portfolio by launching a dedicated women's apparel segment under the TEN BY TWOO brand in the coming years. This strategic expansion, supported by continued marketing and promotional efforts, is expected to strengthen the brand's market position, diversify its product offerings, and cater to a broader customer base.

I express my sincere gratitude to all of our valued stakeholders. To our dedicated employees, thank you for your hard work and innovation. You are the backbone of our success. To our loyal customers, your trust is what drives us forward. We are committed to exceeding your expectations. To our esteemed investors, your continued belief fuels our growth. And to our Board, I thank you for your continued trust and partnership.

**TOGETHER, WE ARE MOVING PURPOSEFULLY
TOWARDS A BETTER TOMORROW**

Warm Regards
ANIL KUMAR JAIN
Chairman & Managing Director

INTRODUCING AVI ANSH

Established in 2005 in Punjab, AVI ANSH TEXTILE LIMITED has emerged as a distinguished manufacturer and exporter of 100% cotton yarn. The Company is committed to delivering superior quality products by leveraging advanced technology and implementing stringent quality control measures at every stage of the manufacturing process.

With a strong focus on innovation and customer satisfaction, the Company offers a diverse range of yarn products catering to the evolving requirements of the global textile industry. Its spinning facility is equipped with an installed capacity of 27,000 spindles, enabling the production of premium-quality cotton yarn in counts ranging from 20s to 40s. Every yarn produced adheres to the highest standards of quality, consistency, and performance, ensuring reliable solutions for diverse textile applications.

The Company brings together over 11 years of experience in cotton yarn manufacturing and more than 31 years of expertise in textile trading. Its spinning operations commenced in 2012 with an initial capacity of 6,000 spindles, supported by state-of-the-art machinery sourced from renowned manufacturers in India, Switzerland, and Germany. Since then, AVI ANSH has consistently upgraded its technology and manufacturing capabilities to enhance operational efficiency and better serve its customers. The spinning unit of the company is spread over the area of approx. 7 acre.

A key strength of the Company lies in its unwavering commitment to adopting modern technology and continuously improving its manufacturing processes. Only premium-quality raw cotton is used in production, with the procurement process being closely supervised by the Directors, who collectively possess more than 35 years of extensive industry experience. The manufacturing facility specializes in producing 100% cotton hosiery, combed, and carded yarns in counts ranging from 20s to 40s, while also manufacturing specialty yarns tailored to specific customer requirements.

The company has successfully commissioned a 1,800 kWp rooftop solar power plant installed across the rooftops of its spinning units. The solar power plant has been operating efficiently since its installation, consistently generating clean and renewable electricity to meet a significant portion of the company's energy requirements. Its successful performance has reduced dependence on conventional grid power, lowered electricity costs, and significantly decreased the company's carbon footprint. This initiative reflects the company's strong commitment to environmental sustainability, energy conservation, and the adoption of renewable energy technologies while maximizing the productive use of existing rooftop space.

Building on its strong presence in the spinning industry, AVI ANSH TEXTILE LIMITED strategically expanded into the knitting segment in 2022 as part of its vertical integration





initiative. This expansion was undertaken in response to the increasing demand for knitted fabrics and the rapidly evolving trends of the fashion industry. By combining advanced knitting technology, premium-quality raw materials, optimized production costs, and timely deliveries, the Company ensures the manufacture of superior-quality knitted fabrics.

The knitting process converts yarn produced through spinning into high-quality fabric. The Company has established a fully integrated knitting facility comprising 25 knitting machines, enabling the efficient production of a wide range of premium-quality greige fabrics. The unit manufactures diverse fabric constructions, including Single Jersey, Rib, Interlock, Terry, Fleece, Rice Knit, Spun Matte, and several other fabric varieties to meet the evolving requirements of customers across different segments.

Further strengthening its position across the textile value chain, the Company launched its own garmenting Unit. the garment manufacturing unit of the company is Spread across one acre of land and equipped with 275 sewing machines, the facility converts knitted fabrics into finished garments such as leggings, collar T-shirts, round neck T-shirts, pyjamas, and other apparel for retail markets.

The company has further launched its E-commerce Brand by the name of " Ten By two" on Amazon in 2025 and in 2026 the company will launch its own website for the same.

With the successful integration of spinning, knitting, and garment manufacturing operations, AVI ANSH TEXTILE LIMITED has established a comprehensive presence across the textile value chain. This integrated business model enables the Company to exercise greater control over quality, improve operational efficiencies, optimize costs, and deliver enhanced value to its customers.

The Company's Research & Development (R&D) Laboratory is equipped with advanced testing instruments for monitoring and controlling process parameters as well as the quality of finished products. Quality control measures are implemented at every stage of production to ensure that the final products consistently meet customer expectations while supporting enhanced performance across the downstream textile industry.

At AVI ANSH, quality is embedded in every aspect of the business. Every employee understands the importance of maintaining the highest quality standards and consistently strives to meet customer expectations. The Company regularly conducts awareness programmes and training sessions to reinforce a culture of quality consciousness across the organization. From the selection of raw cotton to the packaging of finished garments, well-defined quality management systems are implemented and continuously monitored by dedicated teams to ensure excellence throughout the manufacturing process.

GROUP COMPANIES OF AVI ANSH TEXTILE LIMITED

- AVI ANSH ENTERPRISES PRIVATE LIMITED
- S J METAL PRIVATE LIMITED
- ARIHANT YARN FAB PRIVATE LIMITED
- HI CHOICE REAL ESTATE PRIVATE LIMITED
- GA ALLOYS PRIVATE LIMITED

ABOUT US

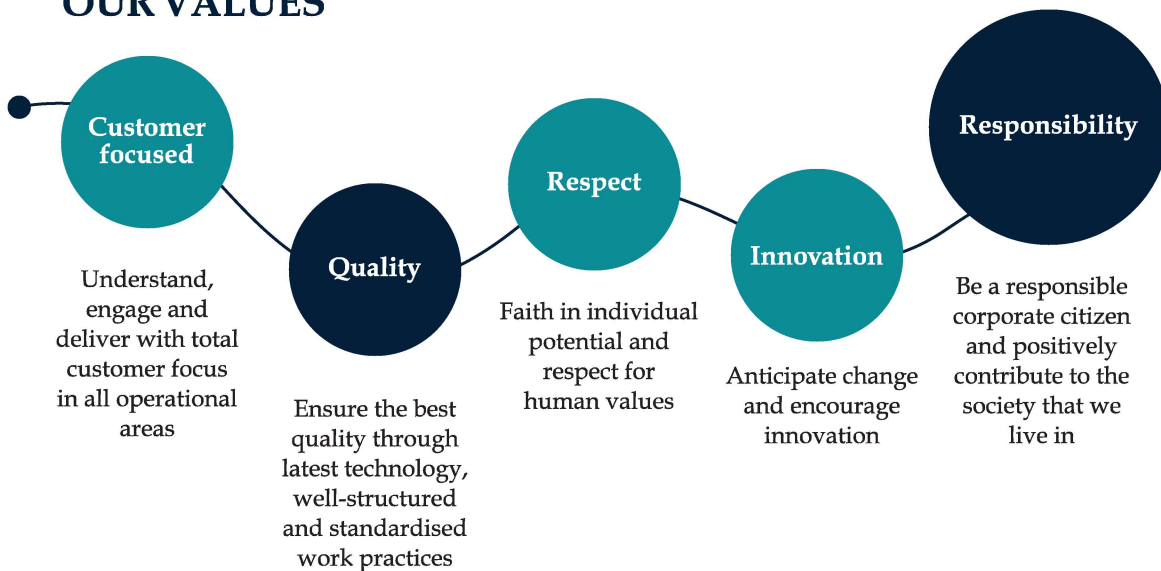


OUR VISION

Avi Ansh Group as an elite textile association targets at delivering a different range of products for the textiles market. We look to accomplish customer delight through excellence in assembling and client assistance, in view of an imaginative blend of cutting-edge innovation and human resources.



OUR VALUES



OUR MISSION

We accept that being consistent with our qualities is fundamental for building a culture of greatness. We give special attention to developing a drawn-out point of view regardless of whether the circumstance presents a transient increase. We continuously engaged with our clients to understand their necessities and take a stab at developing the strength of these worthy connections.



MANUFACTURING UNIT AT DERA BASSI, MOHALI



OVERVIEW OF SPINNING OPERATIONS

Avi Ansh Textile Limited's spinning division forms an integral part of its textile manufacturing operations, with an installed capacity of approximately 27,000 spindles. The Company is engaged in the manufacturing of quality spun yarn, supported by modern machinery, efficient manufacturing processes and stringent quality control systems to ensure consistency, strength and uniformity across its products.

The spinning operations involve various stages of yarn manufacturing, including **blow room, carding, drawing, roving, ring spinning and winding**. Each stage is carefully monitored to maintain consistent product quality, optimise productivity and ensure efficient utilisation of resources.

The Company manufactures yarn across various counts and specifications, enabling it to cater to diverse customer requirements and a wide range of downstream textile applications. Its focus on process control and quality assurance helps ensure that the finished yarn meets the required standards of performance, reliability and consistency.

With an installed capacity of 27,000 spindles, the Company continues to focus on enhancing operational efficiency, improving productivity and maintaining high standards of quality. Through continuous process improvement, technology adoption and effective utilisation of its manufacturing infrastructure, the Company aims to strengthen its spinning capabilities and support its broader growth across the textile value chain.



PRODUCT PORTFOLIO



SINGLE JERSEY

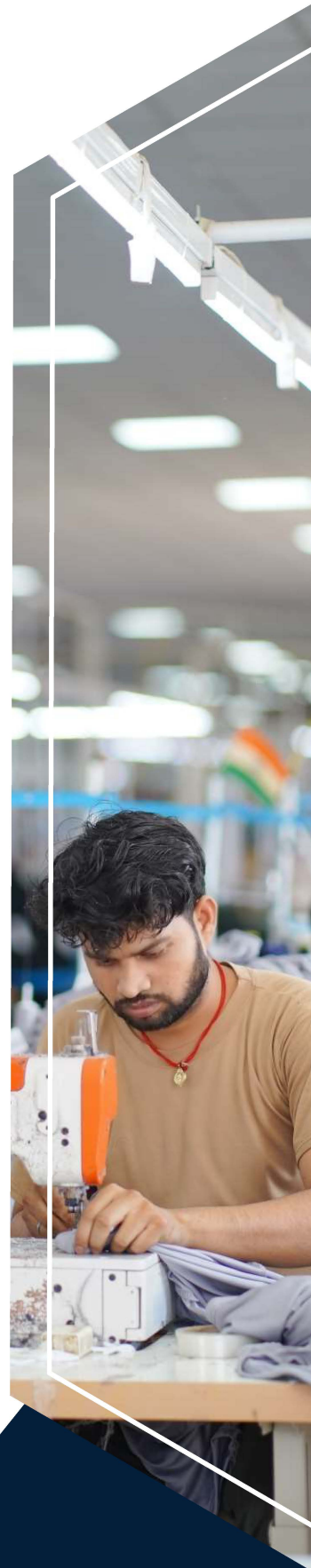
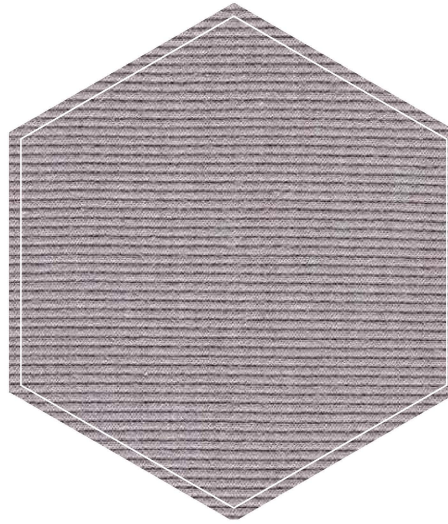
Single jersey is a weft-knitted fabric that is also known as basic fabric. It's knitted on a single row of needles. This fabric has a flat loop structure on one side and a reverse loop structure on the other, which is why the front and back faces differ.

RIB

A rib knit is a fabric that has perpendicular ribs visible on both the front and back. In other words, rib knits are reversible double-faced fabrics. Rib-knit is commonly used to make bands for t-shirt neckbands, turtlenecks, hems, and cuffs, among other things.

INTERLOCK

The interlock fabric is a knitted fabric that is created by a series of stainless steel needles crossing each other and working alternately; this type of production produces a double knit fabric that is very soft and visually resembles a honeycomb; the back and front of this fabric are identical.





TERRY

Plied yarns are made up of two or more single yarns that have been twisted together. Two-ply yarn, for example, is made up of two single strands, whereas three-ply yarn is made up of three single strands.

MORE PRODUCTS....

We offer all types of hosiery knitted fabrics in gray and dyed forms, including Diagonal Terry, Waffle, Thermal, Pique, Rice Knit, Dot Knit, Nirmal Knit, Lycra Blended Matte, Spun Matte, and many more.



GARMENTS



At Avi Ansh Group, we offer premium garment manufacturing solutions that deliver excellence at every stage of production. Our state-of-the-art facility and skilled team ensure that your designs are brought to life with the highest standards of quality, efficiency, and craftsmanship.

Our Manufacturing Expertise

Cutting-Edge Technology

We employ advanced machinery and modern production techniques, ensuring precision and consistency across all garment styles, from casual wear to high-end fashion.

Custom Solutions

Whether you're looking for small-batch production or large-scale orders, we provide flexible manufacturing solutions tailored to your specific needs. We specialize in a variety of techniques, including fabric cutting, stitching, printing, and embellishments.

Sustainable and Ethical Practices

We are committed to eco-friendly and ethical manufacturing practices. From using sustainable materials to minimizing waste, we ensure our production processes align with global environmental and labor standards.

Rigorous Quality Control

Every garment we produce undergoes stringent quality checks to ensure it meets international standards. We focus on durability, comfort, and flaw less finishing in each piece we manufacture.

Our Services Include

Sampling and Prototyping

Our team works closely with designers and brands to develop prototypes and samples that align with your vision.

Bulk Production

We manage high-volume garment production with efficiency and precision, ensuring timely delivery without compromising quality.

Private Label Manufacturing

We offer white-label and private-label services for brands looking to expand their product lines without setting up their own manufacturing facilities.

Own Brand Manufacturing

Avi Ansh Textile has introduced its proprietary brand range of apparel, notably under the designation '**Ten by Two**'. This particular line encompasses a selection of clothing items, specifically including polo-shirts and round neck t-shirts.

THE VISIONARIES BEHIND TEN BY TWOO...

*Mr. Avi Jain, Chief Executive Officer (CEO) (Left), with Mr. Ansh Jain,
Chief Operating Officer (COO) (Right),
Leading the vision and growth of the Ten By Twoo brand.*



TEN BY TWO

A BRAND THAT REDEFINES CONTEMPORARY FASHION

TEN BY TWO is a fashion brand dedicated to delivering premium apparel that seamlessly blends modern aesthetics with everyday comfort. Designed for individuals who value quality, confidence, and effortless style, the brand offers a versatile range of clothing suited for both casual and smart occasions.

With a strong focus on superior fabrics, precision tailoring, and refined craftsmanship, every collection reflects attention to detail and a commitment to excellence. By combining timeless designs with evolving fashion trends, TEN BY TWO creates apparel that complements the dynamic lifestyle of today's modern man.



Our Brand Philosophy

At TEN BY TWO, fashion is more than just clothing — it is a reflection of confidence, character, and individuality. Every garment is thoughtfully designed to deliver style, comfort, and durability, empowering customers to express themselves with confidence in every setting.

As the brand continues to grow, it remains committed to innovation, uncompromising quality, and delivering an exceptional customer experience while strengthening its presence currently in the premium menswear segment.

OUR PRODUCT RANGE

Premium Men's T-Shirts

Designed for the modern man, our premium T-shirts combine timeless style with exceptional comfort. Crafted from high-quality fabrics and finished with meticulous attention to detail, each piece offers a perfect balance of sophistication, durability, and everyday versatility. Whether for casual outings or smart everyday wear, our collection is created to deliver effortless elegance and lasting comfort.



Crew Neck Supima

Polo T- Shirt Supima

Crew Neck Cotton

Polo T shirt Cotton

Premium Men's Shorts

Our premium men's shorts are designed to keep pace with every lifestyle. Made from high-quality fabrics with a focus on breathability, durability, and a refined fit, they offer all-day comfort without compromising on style. Perfect for casual outings, travel, or relaxed every day wear, these shorts are made to keep up with your lifestyle in style.



CHARCOAL EASE SHORTS

DUNE BEIGE SHORTS

EARTH OLIVE SHORTS

Premium Men's Lowers

Our men's lowers are developed with a focus on precision, quality, and fashion trends. Every piece is manufactured using carefully sourced materials and strict quality standards to ensure a refined finish and long-lasting performance. Available in a variety of designs, colours, and fits, the collection caters to diverse customer preferences while maintaining consistent quality. With attention to detail at every stage of production, our lowers represent reliability, modern aesthetics, and value for everyday wear.



HARBOUR NAVY RELAXED FIT LOWER



MIDNIGHT NAVY REGULAR FIT LOWER



NOIR BLACK RELAXED FIT LOWER

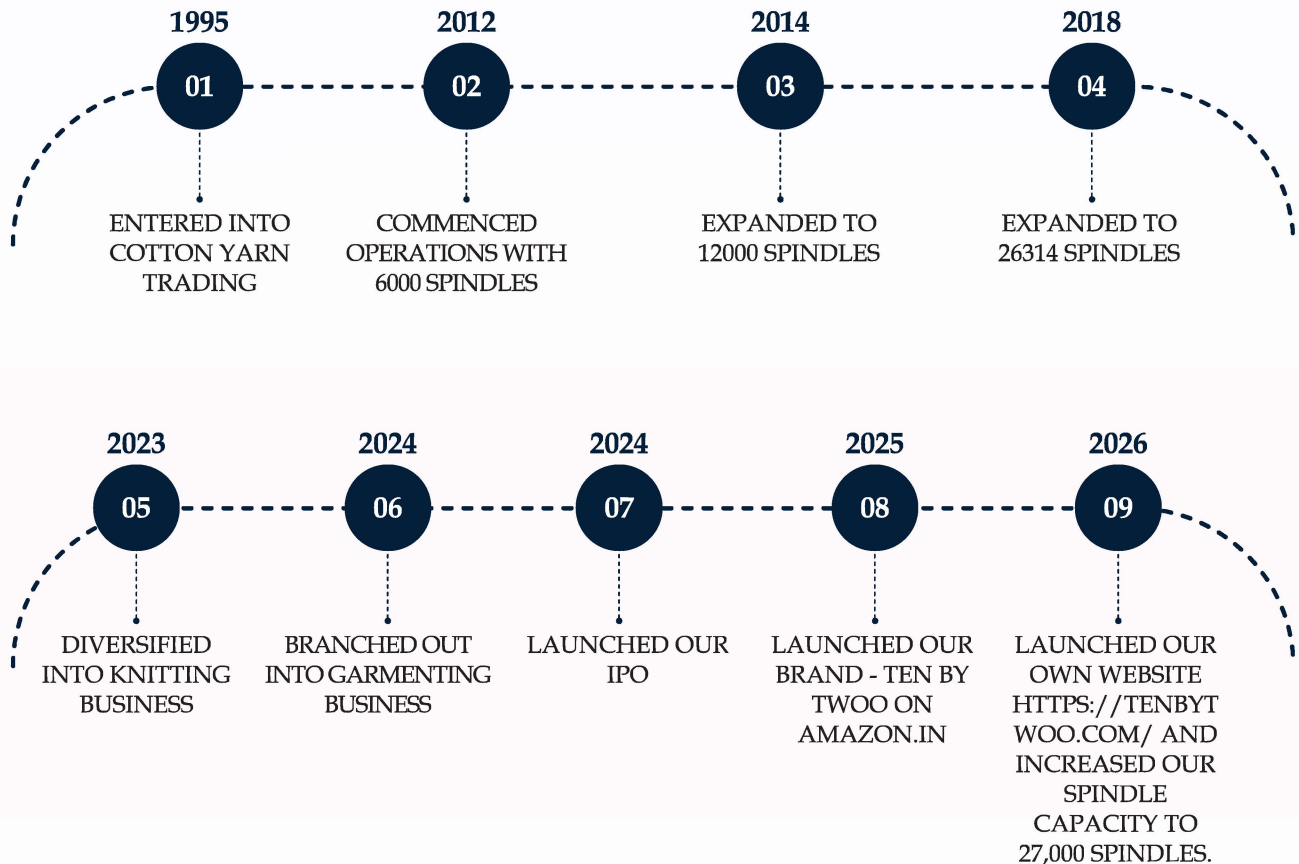
Our collection extends far beyond the products showcased here, featuring an extensive range of premium menswear thoughtfully designed to meet diverse preferences and occasions. From timeless everyday essentials to contemporary wardrobe staples, each product reflects our commitment to superior quality, exceptional comfort, and refined craftsmanship.

To explore our complete collection and discover the latest styles, visit www.tenbytwoo.com and experience the full range of TEN BY TWOO products.

Scan to follow us on Instagram



MILESTONE JOURNEY



KEY STRENGTHS



Our niche capabilities that sustain our progress in an otherwise dynamic textile ecosystem

In today's dynamic industrial landscape, Avi Ansh Textile Limited continues to distinguish itself through a sustained and evolving competitive edge. The Company remains committed to innovation, superior product quality and operational efficiency—key pillars that drive value and ensure relevance in a competitive marketplace.

By embracing distinctive designs, integrating sustainable practices and enhancing process agility, Avi Ansh deepens customer engagement while reinforcing brand visibility across global textile markets. Its focus on cost efficiency and responsible manufacturing positions the Company as a trusted partner to discerning clients and stakeholders.

This strategic blueprint, anchored in resilience, adaptability and long-term thinking, ensures sustained growth, market leadership and the creation of enduring stakeholder value.

VERSATILITY

Avi Ansh's diversified product portfolio – encompassing yarns, fabrics and garments – serves as a strategic cornerstone in its competitive edge. The Company's commitment to sustainability and high-quality offerings reinforces its Domestic market presence, attracts a broad customer base and insulates performance against economic volatility. This versatility fuels continuous innovation, strengthens brand equity and drives steady growth, establishing Avi Ansh as a frontrunner in the dynamic textile landscape.

QUALITY

Driven by an unwavering commitment to customer satisfaction, the Company enforces rigorous quality inspections conducted by highly skilled specialists. Its robust quality management systems, supported by precise batch documentation, ensure consistency both within individual batches and across production cycles. The organisation places a strong emphasis on standardising raw materials – including cotton, man made fibres and dyes & chemicals – across all stages of manufacturing. Through advanced digital and programmatic controls, it harnesses cutting-edge technology and equipment to deliver results that not only meet but consistently exceed customer expectations.

FLEXIBILITY

The Company's expansive product portfolio empowers customers with exceptional selection flexibility. Its manufacturing infrastructure is meticulously calibrated for responsiveness and agility. Elevated weaving capacity supports seamless fabric processing, while enhanced spinning output ensures robust weaving throughput. This built-in surplus at upstream stages enables operational maneuverability and maximises machine availability, equipping the Company to meet evolving customer needs efficiently.

RELIABILITY

Avi Ansh's advanced infrastructure and strategic planning capabilities support seamless product distribution. Integrated production planning across the value chain ensures optimal machine availability and timely output. Forward-looking HR practices, continuous workforce development and rigorous safety protocols further reinforce the Company's operational reliability. Extensive warehousing capacity adds resilience, enhancing adaptability to external disruptions.

TRACEABILITY

With fully integrated operations from spinning to processing, the Company ensures seamless and verifiable traceability. For buyers of BCI Cotton, provenance can be traced back to the farm or gin. This granular visibility enables effective root cause analysis, improves operational responsiveness and strengthens quality assurance across the value chain.

AGILITY

The management team continues to demonstrate agility, determination and a proactive mindset – especially during challenging market conditions. Their decisive actions signal a strong confidence in long-term prospects. By prioritising controllable levers such as modernisation, product innovation, mix optimisation and cost efficiencies, they are creating a resilient and future-ready foundation.

ACCEPTABILITY

Avi Ansh stands out as a prominent and well-structured enterprise within the textile sector, earning recognition as a trusted partner for marquee fashion brands in India. Its broad customer portfolio, spanning geographies and segments, reflects growing relevance from long-standing clients and new relationships, underscoring its reputation for reliability and market responsiveness.

Governance Framework

Strong corporate governance is an integral part of Avi Ansh's core values. We believe that the highest standards of corporate governance are essential to our business integrity, performance and sustainable growth mission. We are, thus, committed to having sound corporate governance principles and practices.

Zero

Corruption/bribery cases received

Zero

Whistle-blower cases

13

Board and Board committee meetings held during the year

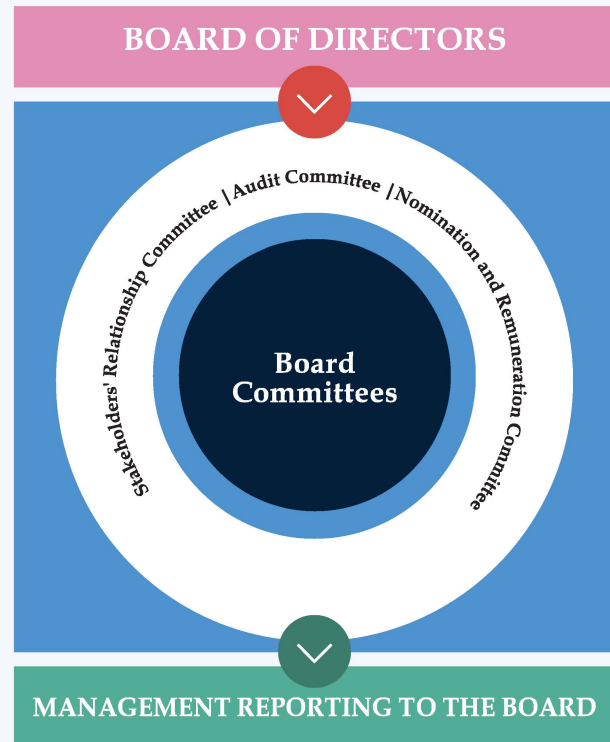
100%

Attendance in Board meetings

50%

Independent Directors

BOARD COMMITTEES FRAMEWORK



ROLES AND RESPONSIBILITIES OF THE COMMITTEES

Nomination and Remuneration

Regularly reviews the remuneration of Directors and persons who may be appointed to senior management and key managerial positions.

Audit

Reports directly to the Board of Directors and regularly reviews financial statements, internal audit reports, audit plans, significant findings, adequacy of internal controls, compliance with accounting standards and more.

Shareholders' Relationship

Resolves the grievances of the shareholders, including complaints related to transfer/transmission of shares, non-receipt of the annual report, non-receipt of declared dividends, review of measures and initiatives taken by the Company.



BOARD OF DIRECTORS AND CORE MANAGEMENT TEAM



Mr. Anil Kumar Jain
Chairman & Managing Director

Emerging from the bustling city of Delhi, Mr. Anil Jain has nurtured an entrepreneurial spirit from a tender age. His voyage through the business world spans an impressive 40 years, commencing when he first started his business in 1986, gaining years of experience in the yarn/hosiery sector, along with exposure to deal with complex macro issues of the company.

A visionary with a futuristic and innovative approach of leadership, and combines business acumen with operational expertise and technical savvy to accelerate the development and implementation of advanced technologies in the sector. He established an Empire with dedication, hard work and extensive experience in strategy formulation and implementation.

Collaborating with his sons, he brings not only a wealth of legacy but a potent blend of traditional wisdom and contemporary acumen to the helm of the company. His journey underscores that at Avi Ansh Textile Limited, the roots run deep, and the future is boundless.



Mrs. Geeta Jain
Non Executive Director

Along with being lady luck to the Company Mrs. Geeta Jain is an Experienced and energetic manager with experience over 11 years. She Joined his husbands business in 2005 . She holds an exceptional ability to prioritize, manage time efficiently, work under stress in a fast -paced environment while delivering the highest quality results with accuracy.

She Started the company from ground up while handling multiple departments. Built rapport with all dealers in order to grow a relationship and generate business. She is being inclusive and voicing issues relating to implications of company strategies on employees and workers. Bringing cultural change in the environment of the company and encouraging women at all levels to challenge their situations and empower them to grow in their field.



Mr. Vinay Bansal
Independent Director

Vinay Bansal is a Chartered Accountant and commerce graduate from Shri Ram College of Commerce. He holds prestigious certifications as a Certified Internal Auditor, Certified Financial Services Auditor, and Certified Information Systems Auditor from leading institutions in the USA. With over 21 years of rich post-qualification experience, Vinay specializes in Audits, Assurance, Risk Advisory Services, Corporate Restructuring, and cross-border JV's across diverse industries such as Paper, Aviation & Travel, Retail, Power, and Concessions. He is also a registered Insolvency Professional with the Insolvency & Bankruptcy Board of India and a registered Independent Director with ROC. With over 16 years of industry experience and active practice for the last 6 years, Vinay's expertise includes Risk Advisory, Internal Financial Controls, Corporate Restructuring, Internal Audits, Statutory Audits, Business Advisory, and Insolvency & Bankruptcy Code proceedings.



Mr. Brij Mohan Sharma
Independent Director

Brij Mohan Sharma is a Chartered Accountant since 1983, with over four decades of expertise in finance, banking, taxation, and company law. His notable career features appointments by the Government of India as a Part-Time Non-Official Director at Vijaya Bank and Union Bank of India, enhancing the banking sector. As a Shareholder Director at Canara Bank and through his partnership with ASC Insolvency Services LLP, he exhibits extensive proficiency in corporate governance and debt restructuring.



Mr. Avi Jain
Chief Executive Officer

Mr. Avi Jain specializes in the marketing finance. In 2018, he followed in his father's footsteps, becoming an integral part of the family enterprise.

Mr. Avi's significant contributions have steered the company toward a new era – one marked by modernity, innovation, and a keen eye on eco-consciousness. His rich expertise has injected a contemporary perspective into the Yarn and fabric of Avi Ansh Textile Limited.

Grounded in tradition yet forward-looking, his presence ensures that Avi Ansh Textile Limited remains at the forefront of innovation and responsible business practices, an embodiment of values in action.



Mr. Ansh Jain
Chief Operating Officer



Mrs. Akanksha Jain
Chief Financial Officer



Mrs. Aanchal Jain
Marketing And Product
Development Manager

Mr. Ansh Jain brings the young energy, enthusiasm, global perspective and new emerging demands of the market to the company. He completed his qualification from DURHAM UNIVERSITY, UK in International Business Management, hence continuously working towards making globally excepted products and having an organized business environment at the company.

He manages all bottom-line factors, including but not limited to long range planning, product management, third-party contracting, technology projects and personnel. He Enhance operations by conducting operational analysis and recommending changes in policies and procedures.

With an eye toward sustainable progress, Mr. Ansh Jain has championed the cause of shaping the company as not just a brand, but a force for positive change.

Mrs. Akanksha Jain is a qualified Chartered Account is a visionary finance executive with an experience of more than 11 years in optimizing financial analysis, planning, operations and systems. She plays a major role in developing and allocating budgets , managing financial accounts and conducting reports and revenue forecast for the company.

Mrs. Aanchal Jain is a graduate of the National Institute of Fashion Technology (NIFT) and plays a key role in driving the Company's e-commerce and brand development initiatives. With her strong foundation in fashion, design, and consumer trends, she leads the Company's digital commerce operations and contributes significantly to strengthening the brand's online presence.

She oversees the Company's e-commerce strategy, digital marketing initiatives, and online customer engagement. Mrs. Jainis also responsible for conceptualizing and executing brand campaigns, developing creative assets, and managing product presentation across various digital platforms.

Through her creative vision and strategic approach, Mrs. Jain has been instrumental in enhancing the Company's digital footprint, improving customer experience, and supporting the growth of the company's E-commerce brand Ten By Two in the competitive online retail market.



Mrs. Isha
Company Secretary & Compliance officer
(Resigned w.e.f. May 20, 2026)

Mrs. Isha is a highly dependable and industrious Company Secretary with an experience of 7 years. Proven ability to compile and submit complex company documentation on behalf of the company. Results driven, extremely diligent with experience in company secretarial and legal functions, listing, corporate finance including corporate affairs and governance.

Mrs. Isha has a good understanding of strategic goals and plans of the organisation as well as an ability to make sound judgements for the betterment of the Avi Ansh Textile Limited. Isha is adroit in dealing with merchant bankers, auditors and legal counsels. Also, experience in dealing with board meetings and translating government theory into appropriate frameworks and processes.



Mr. Hardik Chudasama
Company Secretary & Compliance officer
(Appointed w.e.f. 04th July, 2026)

Mr. Hardik serves as the Company Secretary & Compliance Officer of the Company. He is responsible for ensuring compliance with the provisions of the Companies Act, SEBI Regulations, Listing Obligations, and other applicable corporate laws.

He oversees corporate governance practices, secretarial compliances, board and shareholder matters, regulatory filings, and stakeholder communications.

Through his expertise and commitment, he plays a key role in strengthening the Company's governance framework and ensuring regulatory compliance.

FOUNDATION DAY CELEBRATION



Mr. Anil Kumar Jain, Managing Director & Chairman, interacting with the Workforce





AVI ANSH TEXTILE LIMITED

(Formerly known as AVI ANSH TEXTILE PRIVATE LIMITED)

Regd. Office: 402, 4th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi- 110034

CIN: L17110DL2005PLC260403 | Tel. No.: +91 11 41425247

Email: atpl.punjab@gmail.com

Website: www.avianshgroup.com

NOTICE OF 21st (TWENTY-FIRST) ANNUAL GENERAL MEETING

NOTICE is hereby given that the 21st (Twenty-First) Annual General Meeting ("AGM") of the Members of **AVI ANSH TEXTILE LIMITED** ("the company") will be held on Thursday, 24th September, 2026 at 12:00 Noon ("IST") through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility to transact the following business:

ORDINARY BUSINESS (ES):

- To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.**

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

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby adopted."

- To re-appoint Mrs. Geeta Jain (DIN: 00153074), Director of the Company, who retires by rotation at the Annual General Meeting and being eligible, offers herself for re-appointment as Director.**

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

Mrs. Geeta Jain (DIN: 00153074), who retires as a Director at the ensuing AGM, being eligible, seeks re-appointment. Based on performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment.

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Geeta Jain (DIN: 00153074), who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS(ES):

- To ratify the remuneration payable to M/s Gurminder Chopra & Co., Cost Accountants, Cost Auditors of the Company for the financial year 2026-2027.**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s Gurminder Chopra & Co., Cost Accountants (Firm Registration No. 100260), appointed by the Board of Directors on the recommendation of the Audit Committee as the Cost Auditors of the Company to conduct the audit of applicable cost records of the Company for the financial year 2026-2027, amounting to Rs. 45,000/- (Rupees Forty Five Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the aforesaid audit on actuals, be and is hereby ratified.

RESOLVED FURTHER THAT any of the Director, the Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this resolution."

4. To approve material related party transaction pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended from time to time and other applicable provisions of the Listing Regulations, applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Company’s ‘Policy on Related Party Transactions’ and based on the recommendation of the Audit Committee and the Board of Directors, approval of the Members be and is hereby accorded to the Board of Directors to enter into and/or continue to enter into contract(s)/ transaction(s) with Avi Ansh Enterprises Private Limited, a Related Party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, notwithstanding the fact that the aggregate value of such transactions, either individually or taken together with previous transactions from the date of the 21st Annual General Meeting to the date of the 22nd Annual General Meeting may exceed Rs.50 crore or 10% of the annual consolidated turnover of the company as per the last audited financial statements of the company, whichever is lower, or such other threshold, as may be prescribed from time to time, for each such party provided that the said contract(s)/ transaction(s) shall be carried out on an arm’s length basis and in the ordinary course of business and amount and nature of contract(s)/ transaction(s) to be taken place during the aforesaid period shall be as mentioned below:

Name of Related Party	Relationship	Nature of transaction	Expected Value of transaction(s)
Avi Ansh Enterprises Private Limited	Mr. Anil Kumar Jain & Mrs. Geeta Jain are the common Directors & Shareholders	Purchase & Sale of Goods	For Purchase of goods -upto Rs. 25 Crores For Sale of goods - upto Rs. 25 Crores

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to delegate all or any of the powers conferred on it to any Committee of Directors and/or Managing Director/ Whole-time Director /Company Secretary of the Company and to do all such acts and take all such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or any Committee thereof in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT any of the Director, the Chief Financial Officer or the Company Secretary of the Company be and is hereby severally authorized to finalize other terms & conditions and to do all such acts, things or deeds and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary and/or expedient to giving effect to the above resolution.”

**By order of the Board of Directors
For Avi Ansh Textile Limited**

Place: New Delhi
Date: August 26, 2026

Registered Office:
402, 4th floor, Aggarwal Cyber Plaza-1 Netaji Subhash Place,
Pitampura, North West, Delhi :- 110034.
CIN:L17110DL2005PLC260403
Website: <https://www.avianshgroup.com>
Email ID: atpl.punjab@gmail.com
Telephone No. : +91-1141425247

**Sd/-
Hardik Chudasama
(Company Secretary & Compliance Officer)
Membership No. (ACS): 80607**

Notes:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act'), setting out the material facts concerning the business with respect to Item No(s). 3 to 4 forms part of this Notice. Further, relevant information pursuant to Regulation 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and disclosure requirements in terms of Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.

2. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 10/2022 dated December 28, 2022, 09/2023 September 25, 2023, 09/2024 dated September 19, 2024, and the latest circular no. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars') and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (hereinafter collectively referred to as "the Circulars"), has allowed the Companies to conduct the AGM through Video Conferencing or Other Audio-Visual Means ('VC/OAVM'), without the physical presence of members at a common venue.

Further, the Securities and Exchange Board of India ('SEBI'), vide Regulations 36(1), 44(4) and 58(1) of the SEBI Listing Regulations have provided relaxations from compliance with certain provisions of the SEBI Listing Regulations relating to the sending of Annual Report to security holders as well as appointing of proxy.

In accordance with the said Circulars and applicable provisions of the Act, the 21st AGM of the Company is being conducted through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORISED REPRESENTATIVES TO ATTEND AND VOTE AT THE AGM THROUGH VC/OAVM THROUGH E-VOTING.

4. Members can join the AGM in VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the website of Central Depository Services (India) Limited (CDSL) [a www.evotingindia.com](http://www.evotingindia.com)

Participation at the AGM through VC shall be allowed for 1,000 Members on first-cum-first served basis. This will not include large Members (Members holding 2% or more shares), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

5. Institutional investors/corporate shareholders: Institutional Investors/Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorised representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through remote e-Voting, are requested to send their certified copy of the Board Resolution/Power of Attorney/ Authority Letter:

- › to the company by e-mail at cs@avianshgroup.com and
- › to the Scrutinizer by e-mail at csneerajarora@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com

6. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. In case of joint holders attending the AGM through VC/ OAVM, only such joint holders who are higher in the order of their names as per the Register of Members of the Company, as of the cut-off date will be entitled to vote at the Meeting.
8. In compliance with the aforementioned provisions of the Act and Listing Regulations, electronic copy of the Annual Report for the Financial Year 2025-2026 is being sent to all the Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent ('RTA')/ Depository Participant(s)/ Depository(s) for communication purposes and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report is available, to those shareholder(s) who have not so registered their e-mail addresses.

Members may note that the Notice and Annual Report 2025-26 shall be available on the Company's website at www.avianshgroup.com and websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com, and on the website of Skyline Financial Services Private Limited at www.skylinerta.com. In case any Member is desirous of obtaining hard copy of the Annual Report for the Financial Year 2025-2026 and Notice of the 21st AGM of the Company, he / she may send request to the Company's e-mail address at cs@avianshgroup.com mentioning Folio No./ DP ID and Client ID.

9. The Board of Directors of the Company has appointed Mr. Neeraj Arora (Membership Number: FCS 10781, CP No. 16186) from M/s. Neeraj Arora & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the voting process of remote e-voting and e-voting during the AGM in a fair and transparent manner.
10. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, nominations, power of attorney, change of address/name, Permanent Account Number ('PAN') details, email id, etc. to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA to provide efficient and better service to the Members.
11. Members who have still not registered their email IDs are requested to do so at the earliest. Those Shareholders whose email IDs are not registered can get their Email ID registered as follows:
 - Members holding shares in demat form can get their E-mail ID registered by contacting their respective Depository Participant.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the accompanying Notice will be made available electronically for inspection by members of the Company, upto the date of 21st AGM. Members seeking to inspect such documents can send an email at cs@avianshgroup.com from their registered e-mail address by mentioning their name, DP ID and Client ID/Folio No. and Mobile No., Relevant documents referred to in the proposed resolutions, if any, as mentioned in the Notice are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public holidays up to the date of the Annual General Meeting.
13. SEBI vide Circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated 31st July, 2023 (updated as on 4th August, 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/ they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.
14. Nomination facility: As per the provisions of Section 72 of the Act, read with SEBI Master Circular dated February 6, 2026 issued to RTA the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.

The said forms can be downloaded from the Company's website at <https://avianshgroup.com/shareholdersinformation>, Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no(s).

15. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any new transfer, transmission or transposition requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
16. Members may please note that listed companies are mandated to issue securities in demat form only while processing any service requests viz. issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4/ISR-5 (for transmission), the format of which is available on the Company's website at <https://avianshgroup.com/shareholdersinformation>, It may be noted that any service request or complaint can be processed only after the folio is KYC compliant.
17. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the RTA/Company in case the shares are held in physical form, in prescribed Form No. ISR-1 and other forms, quoting their folio number and enclosing the self-attested supporting document(s). Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market, Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts.
18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
19. Simplification of Procedure for Issuance of Duplicate Share Certificates: The SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized as below:
 - i) Value Up to H10,000: Undertaking on plain paper (no notarisation required)
 - ii) Value Above H10,000 and up to H10 lakh: Single Affidavit-cum-Indemnity Bond
 - iii) Value Above H10 lakh: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement

Further, Letter of Confirmation ('LOC') will not be issued effective April 2, 2026 and shares will be credited directly to the shareholder's demat account by the Company/RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before April 2, 2026, may be submitted by the shareholders to DP for dematerialisation within 120 days from the date of issuance of LOC.

20. Pursuant to the first proviso to the Rule 18 of the Companies (Management and Administration) Rules, 2014, the Company shall provide in advance an opportunity at least once in a Financial Year to the Members to register their e-mail address and changes therein either with Depository Participant or with the Company. In view of the same, the Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Notices of all General Meetings, Annual Reports and other documents through electronic mode, pursuant to the provisions of the Companies Act, 2013 read with the rules framed thereunder.
21. Members desirous of obtaining any information / clarification concerning the accounts of the Company are requested to address their queries may write to the Company at cs@avianshgroup.com, at least ten days before the AGM, so that the information required may be made available at the AGM.

22. A Person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date for dispatch of Notice and Annual Report i.e. Friday, August 28, 2026 will only be entitled for receipt of Annual Report.
23. Members are requested to notify promptly any change in address to the RTA of the Company at the following address:

Skyline Financial Services Private Limited

Add: D-153 A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020

Tel No. 011 – 40450193-97

Fax No. 011 – 26812682-83

E-mail: info@skylinerta.com

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS:

- i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings (SS-2) issued by ICSI, Regulation 44 of Listing Regulations and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 21st AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- ii. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- iii. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- iv. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- v. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.avianshgroup.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com
- vi. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
- vii. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

- (i) The voting period begins on Monday, 21st September, 2026 at 09:00 A.M. and ends on Wednesday, 23rd September, 2026 at 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, 17th September, 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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.

Individual Shareholders holding securities in Demat mode with CDSL Depository	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with NSDL Depository	5) Shareholders/Members can also download NSDL Mobile App ‘NSDL Speede’ facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  

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.

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

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

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

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for Avi Ansh Textile limited on which you choose to vote.
- (ix) 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.
- (x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) 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; cs@avianshgroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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

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

OTHER DISCLOSURES:

- a. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (i.e. 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 any other person authorized by him in writing, who shall countersign the same.
- b. The results of the voting will be announced by the Chairman or any other person authorized by him in writing not later than 2 working days from the conclusion of the AGM and communicated to the Stock Exchanges simultaneously with CDSL and shall also be displayed on the website of the Company i.e. www.avianshgroup.com. The result declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. www.avianshgroup.com and on the website of Company's RTA, Skyline Financial Services Private Limited i.e. info@skylinerta.com.
- c. The resolutions proposed shall be deemed to have been passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions.
- d. The recorded transcript of the forthcoming AGM shall be maintained by the Company and also be made available on the website of the Company i.e. www.avianshgroup.com at the earliest soon after the conclusion of the Meeting.

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the businesses mentioned at item nos. 3 & 4 of the accompanying to this Notice.

Item No. 3: To ratify the remuneration payable to M/s Gurvinder Chopra & Co, Cost Accountants, Cost Auditors of the Company for the financial year 2026-2027

The Board of Directors, on the recommendation of the Audit Committee, at its meeting held on **August 26, 2026**, has appointed **M/s Gurvinder Chopra & Co., Cost Accountants (Firm Registration No. 100260)**, as the Cost Auditors of the Company for conducting the audit of the cost records maintained by the Company for the financial year **2026-2027**, at a remuneration of **₹45,000/- (Rupees Forty-Five Thousand only) per annum**, plus reimbursement of out-of-pocket expenses and applicable taxes.

In terms of the provisions of **Section 148(3) of the Companies Act, 2013**, read with the applicable rules made thereunder, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for ratification of the remuneration of **₹45,000/- (Rupees Forty-Five Thousand only) per annum**, plus reimbursement of out-of-pocket expenses and applicable taxes, payable to **M/s Gurvinder Chopra & Co., Cost Accountants**, for conducting the Cost Audit of the Company for the financial year 2026-2027.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the resolution set out at **Item No. 3** of the Notice for approval of the Members as an Ordinary Resolution.

Item No.4: To approve material related party transaction pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

As per the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), with effect from 1st April, 2022, related party transactions, if material, require the prior approval of shareholders through a resolution, notwithstanding the fact that the same are on an arm's length basis and in the ordinary course of business.

For this purpose, a Related Party Transaction will be considered 'material' if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds ₹50 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower.

Additionally, the proviso of regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Inserted by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025 w.e.f. 19.12.2025, states that the omnibus approval granted by the shareholders for material related party transactions in an annual general meeting shall be valid till the date of the next annual general meeting held within the timelines prescribed under Section 96 of the Companies Act, 2013 or rules, notifications, or circulars issued thereunder from time to time.

The Audit Committee and Board of Directors of the Company, at their respective meetings held on August 26, 2026 considered the matter of seeking shareholders' approval to the Material Related Party Transactions and recommended the resolution as set out in Item No. 4 of the Notice to the members for their approval.

Given the nature of the industry, the Company works closely with its related parties to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and on arm's length basis.

The Company anticipates that the estimated value of contracts/ arrangements/ agreements with its related party i.e. Avi Ansh Enterprises Private Limited, may exceed the Materiality Threshold and hence, the Company is approaching the members for approval of the Material RPTs with Avi Ansh Enterprises Private Limited. Further, the transactions with Avi Ansh Enterprises Private Limited will continue to be in adherence with arm's length principle as per the Companies Act, 2013 and will be reviewed by the Audit Committee on quarterly basis.

Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 and SEBI Master Circular SEBI/HO/CFD/POD2/CIR/P/0155 dated November 11, 2024 is provided as follows:

S. No.	Particulars	Details			
1.	Name of the related party	Avi Ansh Enterprises Private Limited			
2.	Nature of relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Anil Kumar Jain & Mrs. Geeta Jain are the Common Directors, Promoter & Shareholder in both Companies. The Shareholding of Mr. Anil Kumar Jain along with Anil Kumar Jain HUF & Mrs. Geeta Jain as on 31 st March, 2026 are as follows:			
		Avi Ansh Textile Limited.	Anil Kumar Jain	Anil Kumar Jain HUF	Geeta Jain
			38,41,010	17,93,870	15,87,200
			Equity Shares of Rs. 10 Each		
		Avi Ansh Enterprises Private Limited.	1,70,125	20,000	36,875
			Equity Shares of Rs. 10 Each		
3.	Type, material terms and particulars of the proposed transaction	Purchase and Sale of Goods. Material terms and conditions will be mutually decided between Avi Ansh Enterprises Private Limited and the listed Company			
4.	Tenure of the proposed transaction (Particular tenure shall be specified)	The aforementioned proposal, if approved by the Members shall be valid from the date of the 21 st Annual General Meeting to the date of the 22 nd Annual General Meeting to be held in the Calendar Year 2027			
5.	Value of the proposed transaction	For Purchase of Goods- upto Rs. 25 Crores For Sale of Goods- upto Rs. 25 Crores			
6.	The percentage of the listed entity’s annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary’s annual turnover on a standalone basis shall be additionally provided);	Value of Proposed Transaction’s shall be upto Rs. 50 Crores and the said transaction is 35.38% of the Company’s Audited turnover of F.Y. 2025-26. Further, the Company doesn’t have the requirement to prepare consolidated financial statements.			
7.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable			
(a)	Details of the source of funds in connection with the proposed transaction				
(b)	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances, or investments				
		• Nature of indebtedness			
		• Cost of funds and			
		• Tenure			
(c)	Applicable terms, including covenants, tenure, interest rate, repayment schedule, whether secured (nature of security) or unsecured				
(d)	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.				

8	Justification as to why the RPT is in the interest of the company	Given the nature of its business, the Company works closely with its related parties to achieve its objectives. The transaction is beneficial to the Company as it facilitates efficient procurement of goods and services from a trusted related party on arm's length terms, supporting business continuity and operational effectiveness
9	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not Applicable, the related party transaction would be carried out on an arm's length terms and shall be in the ordinary course of business.
10	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	-
11	Whether omnibus approval is being sought?	Yes
12	Any other information that may be relevant	All relevant information forms a part of this explanatory statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except Mr. Anil Kumar Jain, Mrs. Geeta Jain, Mr. Avi Jain and Mrs. Akanksha Jain, and their respective relatives, who may be deemed to be concerned or interested in the proposed Resolution by virtue of their shareholding in the Company.

The Members may note that as per the provisions of the Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not), shall not vote to approve the resolution set out at Item No. 4.

Based on the rationale and justification set out above, the Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval of the Members

**By order of the Board of Directors
For Avi Ansh Textile Limited**

Place: New Delhi
Date: August 26, 2026

**Sd/-
Hardik Chudasama
(Company Secretary &
Compliance Officer)**

Membership No.(ACS): 80607

ANNEXURE - 1**Details of the Director seeking re-appointment at the 21st Annual General Meeting**

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Name of the Director	Mrs. Geeta Jain
DIN	00153074
Date of Birth	23/11/1967
Age (in years)	58
Nationality	Indian
Date of Appointment	06/03/2013
Qualification	B.Com
Nature of expertise in specific functional areas	Operational Management
Number of Equity Shares held in the Company	15,87,200
Number of Board Meetings attended during the Financial Year 2025-2026	5
Directorships held in other Companies	1. Avi Ansh Enterprises Private Limited 2. Arihant Yarnfab Private Limited 3. HiChoice Real Estate Private Limited 4. G A Alloys Private Limited 5. S.J Metals Private Limited
Chairmanships of Committees in other companies	NIL
Memberships of Committees in other companies	
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	• Wife of Mr. Anil Kumar Jain (Managing Director) • Mother of Mr. Avi Jain (Chief Executive Officer) • Mother in Law of Mrs. Akanksha Jain (Chief Financial Officer)
Terms and conditions of appointment/ re-appointment	• The terms and conditions will be mutually decided between the company and the director • The director is appointed as Non-Executive director • The director is liable to retire by rotation
Details of remuneration and the remuneration last drawn by such person.	The director is entitled for a sitting fees of Rs. 15000/ meeting as Non-Executive Director. Total sitting fees paid for Financial Year 2025- 26 was Rs. 1,20,000.

**BRIEF PROFILE OF DIRECTOR SEEKING RE-APPOINTMENT AT THE
21ST ANNUAL GENERAL MEETING**

<u>Brief Profile</u>	Mrs. Geeta Jain has been an integral part of the Company's growth and success since joining the business in 2005. With over 11 years of managerial experience, she has played a pivotal role in building the Company from the ground up by effectively overseeing multiple departments and contributing to its operational and strategic development. She possesses strong leadership, organizational, and time management skills, along with the ability to perform efficiently in fast-paced and challenging environments while maintaining a high standard of accuracy and quality. Her commitment to excellence has helped strengthen the Company's operational framework and business relationships. Mrs. Jain has been instrumental in developing and maintaining strong rapport with dealers and business partners, thereby contributing significantly to the Company's growth and market presence. She also actively promotes an inclusive workplace culture by encouraging employee engagement, addressing workforce-related matters, and supporting initiatives that foster collaboration and organizational development. A strong advocate for women's empowerment, Mrs. Jain encourages women across all levels of the organization to develop their skills, embrace leadership opportunities, and achieve professional growth. Her efforts have contributed to creating a positive, inclusive, and progressive work environment within the Company.
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DIRECTOR'S REPORT

Dear Members,

Your Directors have the pleasure of presenting the 21st Annual Report of **AVI ANSH TEXTILE LIMITED (Formerly known as AVI ANSH TEXTILE PRIVATE LIMITED)** on the business and operations of your Company together with the Audited Financial Statements for the financial year ended March 31, 2026.

FINANCIAL SUMMARY/ PERFORMANCE OF THE COMPANY

A summary of the Company's financial performance for the financial year ended March 31, 2026 is summarised below:

(Amount in lakhs)

Particulars	For the Financial Year ended 31 st March, 2026	For the Financial Year ended 31 st March, 2025
Revenue from Operation	14,128.58	13424.32
Other Income	40.59	38.72
Total Income	14,169.17	13463.04
Total Expenses	13,998.97	13219.44
Profit/(Loss) before Tax	170.20	243.59
Current Tax	27.86	68.77
Deferred Tax	12.65	(4.78)
Net Profit	129.69	179.60
Less: Appropriation	0	0
Transferred to Reserve	0	0
Transferred to Profit & Loss Account	129.69	179.60
Earnings per share		
Basic	0.93	1.51
Diluted	0.93	1.51

Note: The above figures are extracted from the Financial Statements prepared in accordance with accounting principles generally accepted in India as specified under Sections 129 and 133 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, as amended and other relevant provisions of the Act.

STATE OF THE COMPANY'S AFFAIRS / BUSINESS REVIEW

During the financial year under review, the Company's Revenue from Operations increased by 5.24% to Rs. 14,128.58 Lakhs, as compared to Rs. 13,424.32 Lakhs in the previous financial year ended 31st March, 2025.

The Total Expenses of the Company increased to Rs. 13,998.97 Lakhs, as compared to Rs. 13,219.44 Lakhs in the previous financial year.

The Company recorded a net profit of Rs. 129.69 lakhs during the financial year under review, as against Rs. 179.60 lakhs in the previous financial year ended 31st March 2025.

IND AS STANDARDS

The Audited Financial Statements for the financial year ended March 31, 2026, have been prepared on accrual basis under the historical cost convention & ongoing concern basis in accordance with Generally accepted Accounting Principles in India ('Indian GAAP') to comply with the Accounting Standards specified under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.

DIVIDEND & TRANSFER TO RESERVES

During the financial year under review, the Board of Directors does not recommend any dividend.

Since there was no **unpaid or unclaimed dividend** declared and paid during the previous financial year, the provisions of **Section 125 of the Companies Act, 2013** are not applicable.

Further, the Board of Directors has decided to retain the entire amount of profit in the Statement of Profit and Loss, and no amount out of the current year's profit is proposed to be transferred to the General Reserves

CHANGE IN THE NATURE OF BUSINESS

During the period under review, there was no change in the nature of the business of the Company.

SHARE CAPITAL

The Authorized Share Capital of the Company as on 31st March, 2026 stands at ₹ 14,00,00,000/- (Rupees Fourteen Crore Only) consisting of 1,40,00,000 (One Crore Forty Lakhs) Equity Shares of ₹10 each, out of which the issued, subscribed and paid-up Equity Share Capital of the Company as on 31st March, 2026 stands at ₹13,97,69,300/- (Rupees Thirteen Crore Ninety-Seven Lakh Sixty-Nine Thousand Three Hundred Only) comprising of 1,39,76,930 (One Crore Thirty-Nine Lakhs Seventy-Six Thousand Nine Hundred Thirty) Equity Shares of ₹10 each.

Further there is no change in the share capital of the company during the period under review.

BOARD OF DIRECTOR'S & KEY MANAGERIAL PERSONNEL'S

The Board is instilled with the blend of professionalism, knowledge and experience which enables the Board to discharge its responsibilities in an effective and efficient manner leading to the achievement of missions and vision of the Company along with upholding superlative governance standards.

The Company has an optimum combination of executive and non-executive directors, including independent directors and a woman director. The existing composition of the Board is fully in conformity with the provisions of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s)/ amendment(s) thereof, for the time being in force.

The composition of the Board of Directors of the Company during the period under review was as follows:

S. No	Name of the director	DIN	Designation
1	Mr. Anil Kumar Jain	00150070	Managing Director
2	Mrs. Geeta Jain	00153074	Non- Executive Non-Independent Director
3	Mr. Vinay Bansal	10528315	Independent Directors
4	Mr. Brij Mohan Sharma	01313551	Independent Directors

All the Independent Directors continue to meets / fulfils the criteria / conditions of Independence as prescribed under the Companies Act, 2013 and Listing Regulations and are Independent of the management of the Company. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they hold highest standards of integrity.

Pursuant to the provisions of Section 149 of the Act, the independent directors have submitted declarations that each of them continue to meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and 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 with an objective of independent judgment and without any external influence.

During the period under review, except for the loan outstanding from Mrs. Geeta Jain, Non-Executive Director of the Company, which was carried forward from the previous financial year, none of the Non-Executive Directors of the Company had any pecuniary transactions with the Company, other than sitting fees paid to the Non-Executive Directors for attending meetings of the Board of Directors and its Committees, as applicable.

None of the Directors of the Company were disqualified or debarred from holding the office of Director under the applicable provisions of the Companies Act, 2013, and the rules made thereunder, or under the regulations and guidelines issued by the Securities and Exchange Board of India.

Appointments/ Re-appointments of Director Retiring by Rotation

Pursuant to Sections 152 and other applicable provisions of the Companies Act, 2013, one-third of Directors are liable to retire by rotation, shall retire by rotation every year and, if eligible, offer themselves for re-appointment at every Annual General Meeting (AGM). Consequently, Mrs. Geeta Jain (DIN: 00153074) retires by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment. A resolution seeking shareholders' approval for her re-appointment forms part of the notice of 21st Annual General Meeting.

Cessation

During the period under review, none of the Directors of the Company ceased to hold office.

Key Managerial Personnel's

Pursuant to the provisions of Section 203 and other applicable provisions of the Companies Act, 2013, the following persons were the Key Managerial Personnel ("KMP") of the Company during the period under review:

S.No	Name	Designation
1	Mr. Anil Kumar Jain	Managing Director
2	Mr. Avi Jain	Chief Executive Officer
3	Mrs. Akanksha Jain	Chief Financial Officer
4	Mrs. Isha Narang	Company Secretary and Compliance Officer

During the period under review, there was no changes in the Key Managerial Personnel's of the Company.

The changes occurring between the end of the year and the date of the report are as follows:

- Mrs. Isha Narang, Company Secretary and Compliance officer of the company resigned with effect from May 20, 2026 and in her place Mr. Hardik Chudasama was appointed as the company Secretary and compliance officer of the company with effect from 04th July, 2026.

During the period under review, there was no changes in the Key Managerial Personnel's of the Company.

CONFIRMATION BY DIRECTORS REGARDING DIRECTORSHIP/ COMMITTEE POSITIONS

Based on the disclosures received, none of the Directors on the Board holds directorships in more than ten public companies and none of the Directors served as an Independent Director in more than seven listed entities as on 31st March, 2026. Further, no Whole-time Director served as an Independent Director in any other listed company. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2026, have been made by the Directors and have been reported in the Corporate Governance Report and form part of the Annual Report.

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy of the Company is devised in accordance with the provisions of Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations. The said policy of the Company is aimed at inculcating a performance driven culture. Through its comprehensive compensation programme, the Company endeavours to attract, retain, develop and motivate a high-performance workforce. The policy is available on the Company's website viz <https://www.avianshgroup.com/uploads/investor/3379Nomination-Remuneration-policy.pdf>

The Company pays remuneration to its Executive Director by way of a fixed salary, based on the recommendations of the Nomination and Remuneration Committee within the limits as prescribed under the Act and the SEBI Listing Regulations and as approved by the shareholders.

POLICY ON BOARD DIVERSITY

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed a policy for Board Diversity which lays down the criteria for appointment of Directors on the Board of your Company and guides the organization's approach to Board Diversity. Your Company believes that a diverse Board, comprising individuals with varied backgrounds, including gender, age, ethnicity, geographical representation, cultural diversity, industry experience, qualifications, expertise, and skill sets, fosters diversity of thought, enhances the quality of deliberations and decision-making, and contributes to the Company's long-term growth and sustainable success. The Board of Directors are responsible for reviewing the policy from time to time. The policy on Board Diversity has been placed on the Company's website at <https://www.avianshgroup.com/uploads/investor/3683Policy-on-Diversity-of-Board-of-Directors.pdf>

MATERIAL CHANGE AND COMMITMENT IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

DEPOSITS

During the year under review, your Company has neither accepted nor renewed any deposits from the public in terms of provisions of Chapter V of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

However the company has taken loans from director details of which are as follows:

(Amount in Lakhs)

Name of the Director	As at 31st March, 2026	Received (During the year)	Repaid (During the year)	As at 31st March, 2025
Mr. Anil Kumar Jain	135.71	-	1.35	137.06
Mrs. Geeta Jain	196.15	-	-	196.15

INSURANCE

The Company's properties including building, plant and machinery, stocks, stores, etc., have been adequately insured against major risks.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act read with the Companies (Meetings of the Board and its Powers) Rules, 2014, are given in notes to the Financial Statements of the Company for the financial year ended March 31, 2026.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

During the year under review, no significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

RELATED PARTY TRANSACTIONS AND POLICY ON RELATED PARTY TRANSACTIONS

The Company has Policies on Related Party Transaction and Determining Materiality of Related Party Transactions duly approved by the Board. The Policy provide a framework for identification of related parties, necessary approvals by the Audit Committee/ Board, reporting and disclosure requirements in compliance with the requirements of the Companies Act, 2013 and SEBI Listing Regulations.

During the period under review, all related party transactions that were entered into were on an arm's length basis and were in the ordinary course of business and as per the Related Party Transaction's Policy of the Company and in compliance with the provisions of the Companies Act, 2013 and Listing Regulations. There were no materially significant related party transactions by the Company with the Promoters, Directors, and Key Managerial Personnel which may have a potential conflict with the interests of the Company at large.

All transactions entered into with Related Parties during the period under review were on an arm's length basis. Accordingly, the disclosure in Form AOC-2, pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, is annexed to this Report as 'Annexure-I'.

Further, the details of transactions with Related Parties, as required under Accounting Standard (AS)-18, have been disclosed in the Notes to the Financial Statements for the financial year ended 31st March, 2026.

The policy on dealing with Related Party Transactions can be accessed on the website of the Company at www.avianshgroup.com.

DISCLOSURE OF TRANSACTIONS OF THE LISTED ENTITY WITH ANY PERSON OR ENTITY BELONGING TO THE PROMOTER/PROMOTER GROUP WHICH HOLD(S) 10% OR MORE SHAREHOLDING IN THE LISTED ENTITY IN THE FORMAT PRESCRIBED IN THE RELEVANT ACCOUNTING STANDARDS FOR ANNUAL RESULTS

The details of holding of Promoter/Promoter group for the period under review are as follows:

S. No	Name of the Promoter/Promoter Group	% Holding
1.	Anil Kumar Jain	27.48%
2.	A K Jain HUF	12.83%
3.	Geeta Jain	11.36%
4.	Ramesh Mittal HUF	1.41 %
5.	Sanjeev Mittal HUF	1.20 %
6.	S C Jain	1.14 %
7.	Avi Jain	0.43 %
8.	G A Alloys Private Limited	4.65 %
9.	S J Metals Private Limited	3.82 %
10.	Arihant Yarnfab Private Limited	2.67 %
	Total	66.99%

The details of transactions with promoter/promoter group holding 10% or more shares have been disclosed in the financial statements which is part of the Annual Report. The details of the transactions with related parties during Financial Year 2025-26 are provided in the accompanying financial statements.

RISK MANAGEMENT POLICY

In compliance with the requirement of the Act, your Company has put in place Risk Management Policy and periodically identified risks and taken appropriate steps for their mitigation. The main objective of the policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business.

At present, there is no element of risk, which may threaten the existence of the Company.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

In compliance to Section 177(9) & (10) of the Act and Regulation 22 of the Listing Regulations, the Company has adopted a Whistle Blower Policy for its employees and Directors to report concerns about unethical behaviour, actual & suspected frauds etc. The Policy provides adequate safeguard against victimization to the Whistle Blower and enables them to raise concerns and provides an option of direct access to the Chairman of Audit Committee.

The Audit Committee of the Company oversees the functioning of the Whistle Blower Policy/ Vigil Mechanism and reviews the findings, if any. Further, during the period under review, no complaint was received by the Company under the vigil mechanism during the period under review.

The Whistle Blower Policy can be accessed on the website of the Company at www.avianshgroup.com.

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

The information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo, pursuant to Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 is enclosed as 'Annexure-II' and forms part of this Report.

CORPORATE SOCIAL RESPONSIBILITY

The Company was not required to constitute Corporate Social Responsibility Committee for the Financial Year 2025-26 as net worth, turnover and net profit for the period under review do not exceed the limits specified under section 135(1) of the Companies Act, 2013.

CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

Pursuant to Schedule V, Para C, Clause 10 (i) of the SEBI Listing Regulations, a certificate has been received from M/s. Neeraj Arora & Associates., Company Secretaries (COP No.: 16186), Company Secretaries in practice, certifying that none of the Directors on the Board of the Company had been debarred or disqualified from being appointed or continuing as Directors of companies by SEBI, Ministry of Corporate Affairs or any such other Statutory/ Regulatory authority and is attached to the Corporate Governance Report.

COMPLIANCE CERTIFICATE BY MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO)

In terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Compliance certificate issued by the MD and CFO on the financial statements and internal controls relating to financial reporting for the year 2025-26 forms the part of the annual report.

PARTICULARS OF EMPLOYEES AND REMUNERATION

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rules 5(1), (2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed to this Report as 'Annexure-III'.

COMMITTEES OF BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. Pursuant to various requirements under the Act and the Listing Regulations, the Board of Directors has constituted the following committees:

- (i) Audit Committee
- (ii) Stakeholder's Relationship Committee
- (iii) Nomination and Remuneration Committee

The details of the composition of the Committees, meetings held, attendance of Committee Members at such meetings and other relevant details are provided in 'Report on Corporate Governance' that forms part of this Annual Report. Further, during the year under review, all recommendations made by the Committees have been accepted by the Board.

Further, the NRC policy of the Company is available on the website of the Company at www.avianshgroup.com

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors hereby confirms and accepts the responsibility for the following in respect of the Audited Financial Statements for the financial year ended March 31, 2026:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there are no material departures;

- (b) that the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- (c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) that the directors had prepared annual accounts for the financial year ended March 31, 2026 on a going concern basis;
- (e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- (f) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as stipulated under Regulation 34(2)(e) read with Para B of Schedule V of the SEBI Listing Regulations for the financial year under review is annexed and forms part of this Report.

CORPORATE GOVERNANCE REPORT

The Company, being listed on the SME Platform of the National Stock Exchange, is exempted from the provisions of Corporate Governance as per Regulation 15 of the SEBI (LODR) Regulations, 2015. Consequently, the Company is not required to disclose information covered under Para (C), (D), and (E) of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As a listed Company, the necessary measures have been taken to comply with the listing regulations of the Stock Exchanges. We strive to attain high standards of corporate governance in our dealings with all stakeholders and have complied with all mandatory requirements relating to Corporate Governance as stipulated in Para C of Schedule V of the Listing Regulations.

The Company ensures that it evolves and follows corporate governance guidelines and best practices diligently – not just to enhance long-term shareholder value, but also to respect the rights of minority shareholders. Avi Ansh Textile Limited considers it an inherent responsibility to disclose timely and accurate information regarding the Company's operations, performance, leadership, and governance.

In keeping with this principle, although the Corporate Governance Report is not mandatorily applicable to the Company, we have voluntarily complied with its provisions as a measure of good governance. The "Report on Corporate Governance" forms an integral part of this document and is set out as a separate section in this Annual Report.

A certificate from M/s. Neeraj Arora & Associates, Practicing Company Secretaries, certifying compliance with the conditions of corporate governance stipulated in Para E of Schedule V of the Listing Regulations, is annexed with the Report on Corporate Governance.

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

The Company has zero tolerance for sexual harassment at workplace and has formulated a policy on Prevention, Prohibition and Redressal of Sexual Harassment at the workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules there under. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Company believes in providing safe working place for the Women in the Company and adequate protection are given for them to carry out their duties without fear or favour.

To comply with the provisions of Section 134 of the Act and rules made thereunder, your Company has complied with the provisions relating to constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, no complaints were received or remained pending for disposal under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Further, no complaints were pending at the commencement of the year, and no complaints were pending at the end of the year.

ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of the Act, the Annual return, referred to in Section 92(3) of the Act and rules framed thereunder, for the financial year ended March 31, 2026 is available on the website of the Company and can be accessed through the web link:

<https://www.avianshgroup.com/uploads/investor/9183Annual%20Return%202025-2026.pdf>

HOLDING, SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANY PREVENTION OF INSIDER

As on March 31, 2026, the Company does not have any Holding or Subsidiary or Joint Venture or Associate Company. Therefore, AOC-1 is not applicable to the Company.

Further, no company has become or ceased to be the subsidiary, joint venture or associate company during the Financial Year 2025-26.

PREVENTION OF INSIDER TRADING

The Company has framed a code of conduct for prevention of insider trading based on Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. This code is applicable to Designated Persons of the Company. The code requires pre-clearance for dealing in the Company's shares in certain cases and prohibits the dealing in the Company's shares by the Designated Persons while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed.

The code of conduct for prevention of insider trading is disclosed in the website of the Company and can be assessed at www.avianshgroup.com

BOARD MEETINGS AND ANNUAL GENERAL MEETING AND OTHER GENERAL MEETINGS

The Board met Five times during the year under review. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI Listing Regulations, Details of Board and Committee meetings held during the year under review and Directors attending the same are given in the Corporate Governance Report forming part of this Board's Report for the financial year ended March 31, 2026

The 20th Annual general meeting of the company for the financial year ended 31st March, 2025 was held on Friday, 19th September, 2025.

The Board meeting dates were finalised in consultation with all directors and the agenda papers backed up by comprehensive notes and detailed background information was circulated well in advance before the date of the meeting thereby enabling the Board to take informed decision.

MEETING OF INDEPENDENT DIRECTORS

In terms of Regulation 25(3) of Listing Regulations and as stipulated in the code for Independent Directors under Schedule IV of the Act, a separate meeting of Independent Directors was held on March 06, 2026, to review the performance of Chairperson, Non-Independent Directors and Managing Director and the Board as a whole. The Independent Directors also in the said meeting assessed and reviewed the quality, quantity and timeliness of the flow of information between the Management and the Board and its committees which is essential for effective discharge of their duties.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

In accordance with the provisions of Regulation 25(7) of the Listing Regulations, the Company has been conducting various familiarisation program for independent directors. At the time of appointing a Director, the Company issues a formal letter of appointment which inter alia, explains the role, functions, duties and responsibilities as a Director of the Company. All the Independent Director are provided with all policies as framed by the Company under various statutes and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 to familiarize with Company's procedure and practices.

The details of the Company's policy on Familiarization Programs can be assessed at www.avianshgroup.com

ANNUAL EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations and the "Guidance Note on Board Evaluation" issued by SEBI on January 05, 2017 and other applicable provisions, if any, the Board has carried out annual evaluation of its own performance and that of its committees and individual directors. The evaluation criteria, *inter-alia*, covered various aspects of the Board functioning including its composition, attendance of Directors, participation levels, bringing specialized knowledge for decision making, smooth functioning of the Board and effective decision making.

The evaluation was carried out through a structured evaluation process to evaluate the performance of Individual directors including the Chairman of the Board. The performance evaluation of the Board, its Committees and individual directors was conducted and the same was based on questionnaire.

The Performance evaluation of Independent Directors was carried out by the entire Board. The Performance evaluation of the Chairman and Non Independent Director was carried out by the Independent Director. The members of the Audit Committee, Nomination and Remuneration Committee, Stakeholder's Relationship Committee were also assessed in the context of the Committee's effectiveness.

The Independent Directors of the Board also reviewed the performance of the Non-Independent Directors, Chairperson and the Board, pursuant to Schedule IV to the Act and Regulation 25 (4) of the SEBI Listing Regulations.

The Outcome of the Board Evaluation was discussed by the Nomination & Remuneration Committee in its meeting held on May 18, 2026 and the Board in its meeting held on May 18, 2026.

The Directors expressed their satisfaction towards the evaluation process.

INTERNAL FINANCIAL CONTROLS

Internal financial controls are an integral part of the risk management process addressing amongst others financial and non-financial risks. The internal financial controls are documented and augmented in the day-to-day business processes.

Assurance on the effectiveness of internal financial controls is obtained through management reviews, self-assessment, continuous monitoring by functional experts as well as testing by the Statutory/ Internal Auditor during the course of their audits.

Your Company has in place adequate Internal Financial Controls with reference to financial statements carefully designed to match the size and complexity of its business operations. During the year under review, such controls were tested by Statutory as well as Internal Auditors, and no reportable material weaknesses in the design or operation were observed. The Audit Committee actively oversees and reviews the adequacy and effectiveness of the internal control systems and suggests improvements as needed.

Necessary certification by the Statutory Auditors in relation to Internal Financial Control u/s 143(3)(i) of the Companies Act, 2013 forms part of the Statutory Auditor's Report board

AUDITOR'S & AUDITOR'S REPORT

i) STATUTORY AUDITOR AND THEIR REPORT

In Compliance with the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Act and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s)/ re-enactment(s)/amendment(s) thereof, for the time being in the force), M/s Kuldeep Sharma & Associates, Chartered Accountants (Firm Registration No. 024838N), were appointed as statutory auditors for a period of five consecutive years commencing from the conclusion of 19th AGM (Annual General Meeting) held on September 11, 2024 till the conclusion of 24th AGM to be held in the calendar year 2029.

Pursuant to Section 139 and 141 of the Act and relevant Rules prescribed thereunder, the Statutory Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Auditors have also confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

The auditor report given by M/s Kuldeep Sharma & Associates, Chartered Accountants, Statutory Auditors, on the Financial Statements of the Company for the financial year ended March 31, 2026, forms part of the Annual Report and self-explanatory. There has been no qualification, reservation or adverse remarks or any disclaimer in their report.

ii) COST AUDITORS AND COST AUDIT REPORT

In terms of Section 148 of the Companies Act, 2013, the Company is required to maintain cost records and have the audit of its cost records conducted by a Cost Accountant. Cost records are prepared and maintained by the Company as required under Section 148(1) of the Companies Act, 2013.

M/s Gurvinder Chopra & Co (FRN: 100260) were appointed as the Cost Auditor to conduct the cost audit for the financial year ended March 31, 2026.

Further, The Board of Directors of the Company has, on the recommendation of the Audit Committee, approved the appointment of M/s Gurvinder Chopra & Co (FRN: 100260) as the cost auditors of the Company for the year ending March 31, 2027. M/s Gurvinder Chopra & Co, have vast experience in the field of cost audit. A resolution for ratification of the remuneration payable for such cost audit services forms part of the Notice of ensuing 21st Annual General Meeting.

A certificate from M/s Gurvinder Chopra & Co, Cost Accountants (FRN: 100260) has been received to the effect that their appointment as Cost Auditors of the Company, if made, would be in accordance with the limits prescribed under Section 141 of the Act and the rules framed thereunder.

The Company has maintained accounts and records as specified under sub-section (1) of section 148 of the Act.

iii) SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT

In terms of Regulation 24A read with other applicable provisions of the SEBI Listing Regulations and applicable provisions of the Companies Act, 2013, the Company is required to appoint Secretarial Auditors for a period of 5 years commencing from FY2025-26, to conduct the secretarial audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations.

Based on the recommendation of the Audit Committee and the Board, the Shareholders of the Company, at the AGM held on 19th September, 2025, approved the appointment of M/s Neeraj Arora & Associates, (Peer Review Certificate No.: 3738/2023), Practicing Company Secretaries, as the secretarial auditors of the Company for a period of five years commencing from the conclusion of the 20th Annual general meeting held on Friday, 19th September, 2025, until the conclusion of 25th Annual general meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from FY2025-26 through FY2029-30.

The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed herewith as “**Annexure-IV**”.

There are no qualifications or observations, or adverse remarks made by the Secretarial Auditor in their Report. The contents of the Secretarial Audit Report are self-explanatory.

Further, pursuant to the Regulation 24A(2) of Listing Regulations, the Annual Secretarial Compliance Report for the financial year 2025-2026 has been submitted to the stock exchanges within 60 days of the end of the financial year.

iv) INTERNAL AUDITORS

The Board of Directors of your Company had appointed M/s Gupta D.K & Co. Chartered Accountants, as the Internal Auditors of the Company pursuant to the provisions of Section 138 of the Act for financial year 2025-2026 and the reports on periodical basis submitted by the auditor were placed before the Audit Committee and Board of Directors.

Further, the Board, at its meeting held on August 26, 2026 re-appointed M/s Gupta D.K & Co. Chartered Accountants, as the Internal Auditor of the Company for the financial year 2026-2027.

REPORTING OF FRAUDS

During the period under review and pursuant to the provision of Section 143(12) of the Act and rules framed thereunder, there have been no instance of fraud reported by any of the Auditor of the Company either to the Audit Committee/ Board or to the Central Government.

POLICIES

FOLLOWING POLICIES ARE ALSO ADOPTED BY THE BOARD AND ARE AVAILABLE ON THE WEBSITE OF COMPANY AT www.avianshgroup.com

S.No	Name of the Policy	Link
1	Code of Conduct for prohibition of Insider Trading	https://www.avianshgroup.com/uploads/investor/3721Code%20of%20Conduct%20for%20prohibition%20of%20Insider%20Trading.pdf
2	Code of Practices and Procedures for fair disclosures of UPSI	https://www.avianshgroup.com/uploads/investor/6677Code%20of%20Practices%20and%20Procedures%20for%20Fair%20Disclosure%20of%20Unpublished%20Price%20Sensitive%20Information-%20Avi%20Ansh.pdf
3	Familiarization Programme for Independent Directors	https://www.avianshgroup.com/uploads/investor/8785Familiarisation-Programme-for-Independent-Directors.pdf

4	Criteria of Making Payments to Non Executive Directors	https://www.avianshgroup.com/uploads/investor/4225Criteria-of-Making-Payments-to-Non-Executive-Directors.pdf
5	Terms & conditions of Appointment of Independent Directors	https://www.avianshgroup.com/uploads/investor/2691Terms-&-conditions-of-Appointment-of-Independent-Directors.pdf
6	Code of Conduct of Board & Senior Management	https://www.avianshgroup.com/uploads/investor/2991Code-of-Conduct-of-Board-&-Senior-Management.pdf
7	Archival policy	https://www.avianshgroup.com/uploads/investor/7695Archival-Policy.pdf
8	Whistle Blower & Vigil Mechanism Policy	https://www.avianshgroup.com/uploads/investor/792Whistle-Blower-&-Vigil-Mechanism-Policy.pdf
9	Nomination Remuneration policy	https://www.avianshgroup.com/uploads/investor/3379Nomination-Remuneration-policy.pdf
10	Determining Material Subsidiary(ies)	https://www.avianshgroup.com/uploads/investor/7445Policy-for-Determining-Material-Subsidiary(ies).pdf
11	Determination of Materiality of Events or Information	https://www.avianshgroup.com/uploads/investor/1478Policy-for-Policy-for-Determination-of-Materiality-of-Events-or-Information.pdf
12	Preservation of Documents	https://www.avianshgroup.com/uploads/investor/1363Policy-for-Preservation-of-Documents.pdf
13	Diversity of Board of Directors	https://www.avianshgroup.com/uploads/investor/3683Policy-on-Diversity-of-Board-of-Directors.pdf
14	Materiality of Group Company material outstanding creditors and litigations	https://www.avianshgroup.com/uploads/investor/9817Policy-on-Materiality-of-Group-Company-material%20outstanding%20creditors%20and%20litigations.pdf
15	Orderly Succession Planning for the Board of Directors and Senior Management	https://www.avianshgroup.com/uploads/investor/1781Policy-on-Orderly-Succession-Planning-for-the-Board-of-Directors-and-Senior-Management.pdf
16	Materiality of Related Party Transactions	https://www.avianshgroup.com/uploads/investor/3637Policy-on-Materiality-of-Related-Party-Transactions.pdf

SECRETARIAL STANDARDS

During the period under review, 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.

DISCLOSURE AS PER MATERNITY BENEFIT ACT, 1961

The Directors hereby confirm that the Company is in full compliance with the provisions of the Maternity Benefit Act, 1961 for the period under review and affirm that -

- (a) the Company provides maternity leave in accordance with the requirements of the Act;
- (b) all necessary facilities and entitlements mandated by the law are extended to women employees;
- (c) no discriminatory practices are adopted against women employees on account of maternity or child birth.

OTHER DISCLOSURES

Statement of Deviation(s) or Variation

During the financial year 2024-25, the Company had raised Rs. 25.99 Crore by way of Initial Public offer which has been fully utilized in the Financial Year 2025-26. Your Board hereby confirms that there were no deviation(s) or variation(s) in the utilization of said proceeds.

NON APPLICABILITY OF DISCLOSURES

Your Directors hereby clarify that the following disclosures are not applicable, considering that there were no such transactions in the year under review:

- No equity shares were issued with differential rights as to dividend, voting or otherwise.
- No Sweat Equity shares were issued.
- No employee stock options were issued.
- Your Company has not resorted to any buy back of its Equity Shares during the year under review.
- No application has been made and/or any proceeding are pending under the Insolvency and Bankruptcy Code, 2016 during the year.
- The details regarding the difference in valuation between a one-time settlement and valuation for obtaining loans from banks or financial institutions, along with reasons, are not applicable.

GREEN INITIATIVE

Electronic copies of the Annual Report 2025-26 and the Notice of the 21st Annual General Meeting are sent to all members whose email addresses are registered with the Company/RTA.

In order to support Green Initiative, the Company requests those members who have yet not registered their e-mail address, to register the same directly with their Depository Participant, in case shares are held in electronic form or with the Company, in case shares are held in physical form.

ACKNOWLEDGEMENTS

The Directors wish to convey their appreciation to all of the Company's employees for their contribution towards the Company's performance. The Directors would also like to thank the members, Customers, Suppliers, Bankers, Governments and all other business associates for their co-operation and continuous support to the Company.

Place: New Delhi
Date: August 26, 2026

On Behalf of the Board of Directors
Avi Ansh Textile Limited

Anil Kumar Jain
(Chairman & Managing Director)
DIN : 00150070

Geeta Jain
(Director)
DIN : 00153074

ANNEXURE - I
Form AOC-2

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

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

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

(a)	Name(s) of the related party and nature of relationship.	-
(b)	Nature of contracts/arrangements/transactions	-
(c)	Duration of the contracts/ arrangements/transactions	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	-
(e)	Justification for entering into such contracts or arrangements or transactions	-
(f)	Date(s) of approval by the Board	-
(g)	Amount paid as advances, if any	-
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	-

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

(Lakhs)

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value (in lakhs) , if any		Date(s) of approval by the Board, if any	Amount paid as advances, if any.
Avi Ansh Enterprises Private Limited (Group Company) Mr. Anil Kumar Jain & Mrs. Geeta Jain are the common Director & Shareholder in both the Companies.	Trading of Goods	On Continuous Basis	The Company has traded Goods with its related party in the ordinary course of business activities at arm's length price the details of which are as follows:		August 18 , 2025	Nil
			Sale :	Rs.1731.60 Lakhs		
			Purchase :	Rs.1355.73Lakhs		
Mr. Avi Jain (Chief Executive Officer) -Son on Mr. Anil Kumar Jain	Remuneration	Not Applicable	Rs. 24.00 Lakhs		-	Nil
Mr. Ansh Jain (Chief Operating Officer) -Son of Mr. Anil Kumar Jain	Remuneration	Not Applicable	Rs. 24.00 Lakhs		-	Nil
Mrs. Akanksha Jain (Chief Financial Officer) -Wife of Mr. Avi Jain	Remuneration	Not Applicable	Rs. 24.00 Lakhs		-	Nil
Mrs. Aanchal Jain (Designer Head- Garments Division) -Wife of Mr. Ansh Jain	Remuneration	Not Applicable	Rs. 18.00 Lakhs		-	Nil
Mr. Anil Kumar Jain (Managing Director)	Rent paid	36 Months	Rs. 3.60 Lakhs		-	Nil

On Behalf of the Board of Directors
Avi Ansh Textile Limited

Place: New Delhi

Date: 26/08/2026

Anil Kumar Jain
(Chairman & Managing Director)
DIN : 00150070

Geeta Jain
(Director)
DIN : 00153074

ANNEXURE-II

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO
(Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014)

A. CONSERVATION OF ENERGY-

- (i) **the steps taken or impact on conservation of energy:** The Company adopts a comprehensive approach to utilise energy optimally at its manufacturing unit. The company has installed machines which are equipped with inverter motors which helps in controlling the frequency of power supplied as per the variable load required by the machines, leads to saving of electricity.
- (ii) **the steps taken by the company for utilising alternate sources of energy:** The Company has successfully completed the installation of a 1800.10 kWp rooftop solar plant at its unit located at Village Behra, P.O. Rampur Sainian, Barwala Road, Tehsil Dera Bassi, District SAS Nagar, Mohali, Punjab - 140507. The project will generate clean and green energy, contribute to environmental sustainability, and reduce the Company's electricity cost.
- (iii) **the capital investment on energy conservation equipments:** Keeping in mind the energy conservation motive, our company has installed machinery equipped with inverter Motors which consumes power as per the load applied.

B. TECHNOLOGY ABSORPTION

- (i) **the efforts made towards technology absorption:**

The following are some efforts made by the Company:

- Assessment of existing machine and technology made us stronger in making further improvements in our products.
- Keeping productivity and quality in focus, all resources aim together for using right technology at right place and developing necessary human asset accordingly.
- Key investments are planned to expand the capacity with latest technology in all the machines across the entire plant.
- Optimized various manufacturing processes and filling trials.
- (ii) **the benefits derived like product improvement, cost reduction, product development or import substitution:**
 The company has fully absorbed the technology on existing product line, As a result the company is improving productivity, product quality and energy saving. The company did not import any technology.
- (iii) **in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-**
 - (a) **the details of technology imported:** N.A.
 - (b) **the year of import:** N.A.
 - (c) **Whether the technology been fully absorbed:** N.A.
 - (d) **if not fully absorbed, areas where absorption has not taken place, and the reasons thereof:** N.A.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo: NIL

Date: August 26, 2026
 Place: New Delhi

On Behalf of the Board of Directors
Avi Ansh Textile Limited

Anil Kumar Jain
 (Chairman & Managing Director)
 DIN : 00150070

Geeta Jain
 (Director)
 DIN : 00153074

ANNEXURE-III

Details pertaining to Remuneration as required under section 197(12) of the Companies Act, 2013 read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- (a) **The Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2025-2026.**

Executive Director	Ratio to median remuneration of the employee
Mr. Anil Kumar Jain	13.23
Non – Executive Director	Ratio to median remuneration of the employee
Mrs. Geeta Jain	0.53
Mr. Brij Mohan Sharma	0.86
Mr. Vinay Bansal	0.86

- (b) **The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Managing Director and Company Secretary in the Financial Year 2025-2026:**

S. No.	Name of Employee	Designation	% increase in Remuneration	
1	Mr. Anil Kumar Jain	Managing Director	NIL*	Note-1
2	Mrs. Geeta Jain	Non- Executive Director	50%	
3	Mr. Brij Mohan Sharma	Independent Director	50%	
4	Mr. Vinay Bansal	Independent Director	50%	
5	Mrs. Akanksha Jain	Chief Financial Officer	NIL*	
6	Mr. Avi Jain	Chief Executive Officer	NIL*	
7	Ms. Isha	Company Secretary & Compliance Officer	20 %**	

*There is no increase in the remuneration of Mr. Anil Kumar Jain, Mrs. Akanksha Jain and Mr. Avi Jain in the Financial Year 2025-2026.

**The remuneration payable to Ms. Isha increased by 20 % from the commencement of the financial year under review

(Note-1): the Amount of Sitting Fees Payable to Non-Executive Director & Independent Director per Meeting was increased by 50 % from the commencement of the financial year under review.

- (c) **The percentage increase in the median remuneration of employees for the financial year 2025-2026: 21.94%**
- (d) **The Number of permanent employees on the rolls of the Company as on March 31, 2026: 466**
- (e) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances or increase in the managerial remuneration:**

Particulars	Average percentile Increase / Decrease in Remuneration
Salary of all employees (other than KMPs)	18.87 %
Salary of all KMPs mentioned at point (b) above	1.42 %

- (f) **Affirmation that the remuneration is as per the Remuneration Policy of the Company.**

The Company affirms that remuneration is as per the remuneration policy of the company.

Statement pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 forming part of the Directors' Report for the year ended March 31, 2026

(A) Name of Top Ten Employees in terms of remuneration drawn during the year under review:

S.No.	Name	Designation	Remuneration (Rs.)	Nature of Employment	Qualification	Experience (in years)	Date of Commencement of employment	Age	Previous Employment	% of shares held in the Company	Whether related to any director or manager
1	Mr. Anil Kumar Jain	Managing Director	30,00,000	Permanent	B.COM (Shivaji College) Delhi University	38	12-02-24	59	-	27.48%	Yes*
2	Mr. Avi Jain	Chief Executive Officer	24,00,000	Permanent	MBA, IMI(Delhi)	8	05-02-24	31	-	0.43	Yes*
3	Mr. Ansh Jain	Chief Operating Officer	24,00,000	Permanent	Master in International Business (Durham University)	8	05-02-24	29	-	NIL	Yes*
4	Mrs. Akanksha Jain	Chief Financial Officer	24,00,000	Permanent	Chartered Accountant, Bcom (Hons)	11	05-02-24	31	Deloittee, USI, Gurgaon	NIL	Yes*
5	Mrs. Aanchal Jain	Designer Head - Garment Division	18,00,000	Permanent	Fashion Graduate (NIFT)	9	01-03-22	30	Jaypore.com	NIL	Yes*
6	Devinder Kumar Singh	Marketing-GM (Yarn & Fabric)	12,96,000	Permanent	Graduate(B.A)	35	14-7-2023	59	T.T Limited	NIL	No
7	Surendra Kumar	HUMAN RESOURCE (HR)- HEAD	9,33,200	Permanent	B.A (Final)	25	26-05-2025	42	M/s Longowalia Yarns Ltd, Ludhiana	NIL	No
8	Mr. Jitin Khandelwal	GM Marketing (Yarn)	9,00,000	Permanent	Graduate Commerce	27	01-01-18	48	T.C SPINNERS PVT LTD	NIL	No
9	Ms. Isha	Company Secretary & Compliance officer	7,20,000	Permanent	Company Secretary	8	05-02-2024	34	M/s Maneesh Gupta	NIL	No
10	Mr. Promod Kumar	MANAGER (MAINT&ENGG.)	6,82,000	Permanent	Graduate B.A	31	01-04-24	52	P.T. SUNSON TEXTILE (INDONESIA)	NIL	No

**On Behalf of the Board of Directors
Avi Ansh Textile Limited**

**Place: New Delhi
Date: August 26, 2026**

**ANIL KUMAR JAIN
Managing Director
DIN : 00150070**

**GEETA JAIN
Director
DIN : 00153074**

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

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

To,
The Board of Directors,
AVI ANSH TEXTILE LIMITED
(Formerly Known as AVI ANSH TEXTILE PRIVATE LIMITED)
(CIN: L17110DL2005PLC260403)
402, 4th Floor, Aggarwal Cyber Plaza-1,
Netaji Subhash Place, Pitampura, Delhi - 110034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **AVI ANSH TEXTILE LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31st March, 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 31st March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the "**Act**") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable;
- (v) The following Regulations 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;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 {**Not applicable during the audit period**};
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 {**Not applicable during the audit period**};
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 to the extent of the Act and dealing with client to the extent of securities issued;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 {**Not applicable during the audit period**};
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 {**Not applicable during the audit period**}; and

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

We have also examined compliance with the applicable clauses of the Secretarial Standards on Meetings of the Board of Directors issued by the Institute of Company Secretaries of India which has been generally complied with.

The Company is engaged in the business of the business of manufacturing of yarn, textile and garments. As informed by the management, the Textiles (Development and Regulation) Order, 2001 is law being specifically applicable to the Company. On our test-check basis, we are of the view that the Company has ensured compliance of law specifically applicable on it.

We report that on the basis of documents and information provided to us by the management of the Company during the course of audit, the Company has generally complied with the provisions of the Act, Rules, Regulations and Guidelines to the extent applicable, as 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 including Woman Director. Further, the changes in the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

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

All decisions at Board Meetings and Committee Meetings were carried out with requisite majority and therefore, no dissenting views were noticed while reviewing the minutes.

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

We further report that during the audit period, members of the Company at their 20th Annual General Meeting held on September 19, 2025 approved the following(s):

- approval of material related party transaction with Avi Ansh Enterprises Private Limited pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; &
- authorization to the Board of Directors or any Committee thereof to create mortgage/charge on the movable and/ or immovable properties of the Company under Section 180(1)(a) of the Companies Act, 2013 upto Rs. 50 Crore (Rupees Fifty Crore only).

For Neeraj Arora & Associates
Company Secretaries
Firm Peer Review No.: 3738/2023

New Delhi
August 26, 2026

Neeraj Arora
Proprietor
M. No.: FCS 10781; CP No.: 16186
UDIN:F010781H001217723

Annexure-A to the Secretarial Audit Report

To,
The Board of Directors,
AVI ANSH TEXTILE LIMITED
(Formerly Known as AVI ANSH TEXTILE PRIVATE LIMITED)
(CIN: L17110DL2005PLC260403)
402, 4th Floor, Aggarwal Cyber Plaza-1,
Netaji Subhash Place, Pitampura, Delhi - 110034

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

- a) Maintenance of secretarial records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our review.
- b) We have followed the review practices and processes as appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test check basis to ensure that correct facts are reflected in the secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statements of the Company.
- d) Wherever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.
- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations, and standards is the responsibility of the management. Our examination was limited to the verification of procedures on a test check basis.
- f) The Secretarial Audit report 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 Neeraj Arora & Associates
Company Secretaries
Firm Peer Review No.: 3738/2023

New Delhi
August 26, 2026

Neeraj Arora
Proprietor
M. No.: FCS 10781; CP No.: 16186
UDIN: F010781H001217723

REPORT ON CORPORATE GOVERNANCEAs at 31st March, 2026**1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE****A brief statement on company's philosophy on code of Governance:**

Corporate governance is an ethically-driven business process that is committed to values aimed at enhancing an organization's capacity to create wealth. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders' expectations. At Avi Ansh Textile Limited ("the company") we don't only adheres to the prescribed Corporate Governance practices as per the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") but we are also committed to keep improving the best governance practices and upholding the highest business standards in conducting business.

The Company's approach on Corporate Governance is founded upon a rich legacy of fair, ethical and transparent governance practices. It has been further strengthened by adopting a Code of Conduct to Regulate, Monitor and Report trading by Insiders for prevention of insider trading by the Designated Personnel's and Code of practices for fair disclosure of unpublished price sensitive information.

Your Company protects and facilitates the exercise of shareholders' rights, provides adequate and timely information, opportunity to participate effectively and vote (including remote e-voting) in general shareholders' meetings and ensures equitable treatment to all the shareholders.

2. GOVERNANCE STRUCTURE

Our Company's Governance structure broadly comprises the Board of Directors and the Committees of the Board at the apex level and the Management structure at the operational level. The Board of Directors is committed to good Corporate Governance practices and plays a vital role in overseeing how the Company serves the interests of its stakeholders. The Board sets the overall corporate objectives and gives direction and freedom to the Management to achieve these corporate objectives within a given framework, thereby bringing about an enabling environment for value creation through sustainable profitable growth.

For the purpose of maintaining an ample level of Company's Corporate Governance, all statutory and other significant information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of Shareholders. The Board has an optimal mix of Executive and Non-Executive Directors who have considerable expertise in their respective fields including competencies required in context of Company's businesses.

The composition and size of the Board is reviewed periodically to ensure that the Board is a wholesome blend of Directors with complementary skill-sets in order to provide valuable insights and guidance in the Board discussions.

3. BOARD OF DIRECTORS**Composition of Board**

The Company recognizes the importance of a Board with diverse skill sets and therefore, your Company has skillful, experienced, diverse and well informed Board. The Board of Directors consists of eminent persons with considerable professional expertise and experience, provides leadership and guidance to the management, thereby enhancing Stakeholders' value. The Board is entrusted with the ultimate responsibility of overseeing the management, direction and performance of the Company and has been vested with the requisite powers, authorities and duties and this also includes setting the Company's strategic objectives, policies, and goals to ensure long-term success and sustainability.

All Directors actively contribute to Board and Committee meetings by offering valuable insights and expert advice on business, governance, and operational matters, thereby strengthening the decision-making process.

In conformity with Regulation 17 of the SEBI Listing Regulations read with Sections 149 and 152 of the Act, the Board maintains an optimal balance of Executive and Non-Executive Directors.

As on 31st March, 2026, our Company's Board comprises of-

- 4 (Four) members out of which -
 - o 2 (Two) are Independent Directors (hereinafter called as IDs) constituting half of the Board strength,
 - o 1 (one) is Women Director (Non-Executive/ Promoter Director),

- 1 (one) is Managing Director.

The composition of board as on 31st March, 2026 are as follows:

S. No	Name of the director	DIN	Designation
1	Mr. Anil Kumar Jain	00150070	Managing Director
2	Mrs. Geeta Jain	00153074	Non- Executive Non-Independent Director
3	Mr. Vinay Bansal	10528315	Independent Directors
4	Mr. Brij Mohan Sharma	01313551	Independent Directors

None of the Directors on the Board hold the office of Director in more than 20 companies, including 10 public companies, as disclosed under Section 184 of the Act read with Rules framed thereunder. None of the IDs serve as IDs in more than seven listed entities and none of the IDs are WTDs/EDs/ Managing Directors in any listed entity.

In accordance with Regulation 26 of the SEBI Listing Regulations, none of the Directors are members in more than 10 committees or act as chairperson of more than 5 committees (the committees being, Audit Committee and Stakeholders' Relationship Committee) across all public limited companies in which he/she is a Director.

Changes in the Board

During the financial year 2025-2026, there is no change in the Board of the Company.

Flow of information at board level

The Board meets at least once in a quarter. In case of matters requiring urgent approval of the Board, resolutions are passed through circulation ensuring timely decision-making.

The Board plays a crucial role in the strategy development of the Company. To enable the Board to discharge its responsibilities effectively and take informed decisions, the Chairman apprises the Board on the overall performance of the Company in the board meeting.

The Board has also established various dedicated Committees to discharge its responsibilities in an efficient and effective manner. All directors take active part in the deliberations at the Board and Committee Meetings by providing valuable guidance and expert advice to the management on various aspects of business, governance, etc. and add value in the decision-making process of the Board of Directors.

The Information to directors is submitted as agenda and corresponding notes to agenda well in advance of Meetings and where it is not practical feasible to attach any document to the agenda, it is tabled before the Meetings.

Board Support

The Company Secretary, being Key Managerial Personnel, is also responsible for distribution of all documents and information submitted to the Board and Committees thereof for consideration. She is also responsible for preparation of agenda in consultation with the Managing Director. The Company Secretary attends all the meetings of the Board and its Committees, advises the Board on various compliance and governance principles for effective decision making at the meetings. The Company Secretary also ensures appropriate recording of minutes of the meetings after incorporating the comments received from the members of the Board or respective Committees in the minutes.

Independent Directors

In compliance of Section 149(6) of the Act read with Regulation 16(1)(b) of the SEBI Listing Regulations, the Company has received declaration from all Independent Directors of the Company confirming that they continue to meet the criteria of independence. The Independent Directors have also confirmed that they are not aware of any circumstances or situations which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties with an objective independent judgements and without any external influence.

Based on the confirmations received from the Independent directors, the Board is of opinion that the Independent Directors fulfil the conditions of independence specified in the Act and the SEBI Listing Regulations and are independent of the Management. Also, in compliance with Regulation 17A of Listing Regulations, all the Independent Directors of the Company also complies with the criteria's pertaining to the maximum number of directorship.

In terms of Section 150 of the Act read with Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs ("IICA").

Independent Directors of the Company are eminent personalities having wide experience in their respective field and their presence on the Board has been advantageous to the Company.

Separate Meeting of Independent Directors

In term of clause VII of the Schedule IV of the Companies Act, 2013, Secretarial Standard-1 on Meetings of the Board of Directors and Regulation 25(3) of the Listing Regulations mandates that the Independent Directors of the Company hold at least one meeting in a financial year, without the attendance of Non-Independent Directors and members of the management.

During the financial year, the Independent Directors met on 06th March, 2026 without the attendance of non-independent directors of the Company. At such meeting, the Independent Directors discuss and evaluated the performance of the Non-Independent Directors, Board as a whole and Chairman of the Company after taking views of executive and Non-Executive Directors of the Company and assessed the quality, quantity and timeliness of flow of information's between the Company's management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Terms and Conditions of appointment of Independent Directors

All the Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations. Formal letters of appointment are also issued to the Independent Directors. As required by Regulation 46 of the SEBI Listing Regulations, the terms and conditions of their appointment have been disclosed on the website of the Company at <https://avianshgroup.com/uploads/investor/2691Terms-&-conditions-of-Appointment-of-Independent-Directors.pdf>

Induction and Familiarization of Board Members

The Company conducts Familiarization Programme for Independent Directors to enable them to understand their roles, rights and responsibilities. The familiarization programme of directors forms part of Company's Nomination & Remuneration Policy and the details of such familiarization programmes for independent directors can be viewed on the Company's website at <https://avianshgroup.com/uploads/investor/8785Familiarisation-Programme-for-Independent-Directors.pdf>

Other Relevant Details of Directors as on 31st March, 2026:

Sr. No.	Name of Directors	Category	Inter-se relationship	Shareholding in the Company	*No. of Directorship(s)	**No. of Committee(s)		Directorship in other Listed Entities
						Member	Chairman	
1	Mr. Anil Kumar Jain	Chairman & Managing Director	Husband of Mrs. Geeta Jain	38,41,010 equity shares	1	1	0	NA
2	Mrs. Geeta Jain	Non-Executive - Non Independent Director	Wife of Mr. Anil Kumar Jain	15,87,200 equity shares	1	2	0	NA
3	Mr. Vinay Bansal	Independent Director	-	NIL	1	3	0	NA
4	Mr. Brij Mohan Sharma	Independent Director	-	NIL	1	3***	3***	NA

*This excludes directorships in private limited companies, foreign companies and companies licensed under Section 8 of the Act, if any.

** Committee Memberships/ Chairmanships are reported for listed and unlisted public companies put together (including Avi Ansh Textile Limited) in terms of Regulation 26(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Committee Memberships include Chairmanship, if any. Committees considered for the purpose are those prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 viz. Audit Committee and Stakeholders' Relationship Committee

*** Mr. Brij Mohan Sharma is Member as well as Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relation Committee.

As mandated by Regulation 17A and 26 (1) (b) of the Listing Regulations, None of the Directors on the Board holds Directorships in more than ten public companies and not more than seven listed entities. None of the Independent Directors serves as an Independent Director on more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies have been made by the Directors.

Board Meetings held during the Year

The Board met 5 (Five) times during FY 2025-26 the details of which are as follows:

S. No	Date of Board Meeting
1.	28 th May, 2025
2.	18 th August, 2025
3.	23 rd September, 2025
4.	11 th November, 2025
5.	06 th March, 2026

The maximum interval between two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013. The attendance record of the Directors at the Board Meeting as well as the last Annual General Meeting (AGM) is as under:

Sr. No.	Name of Directors	No. of Board Meetings attended					Attendance at last AGM held on 18.09.2025
		28 th May, 2025	18 th August, 2025	23 rd September, 2025	11 th November, 2025	06 th March, 2026	
1.	Mr. Anil Kumar Jain	✓	✓	✓	✓	✓	Yes
2.	Mrs. Geeta Jain	✓	✓	✓	✓	✓	Yes
3.	Mr. Vinay Bansal	✓	✓	✓	✓	✓	Yes
4.	Mr. Brij Mohan Sharma	✓	✓	✓	✓	✓	Yes

Re-appointment of Directors

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, particulars of the Mrs. Geeta Jain (DIN: 00153074), retire by rotation at the ensuing Annual General Meeting and being eligible, has offered herself for re-appointment, are given in the Notice of the AGM which forms part of this Annual Report.

Code of Conduct of Board & Senior Management

The Board has also adopted a Code of Conduct for Board & Senior Management and the same is available on the website of the Company at <https://avianshgroup.com/uploads/investor/2991Code-of-Conduct-of-Board-&Senior-Management.pdf>

As on 31st March, 2026, all the Board Members, Senior Management of the Company have affirmed compliance with their respective Codes of Conduct. A declaration to this effect duly signed by the Chief Executive Officer forms part of this Report.

Apart from reimbursement of expenses incurred in discharging their duties and the remuneration that the Directors would be entitled under the Act as Directors, none of the Directors has any other material pecuniary relationship or transactions with the Company, the details of transaction and remuneration of directors and Senior Management are given in the financial statements of the company for the year ended 31st March, 2026.

Board expertise / skill/ competence matrix

The Company's Board comprises qualified members who bring the required skills, competence and expertise that allow them to make effective contribution to the Board and its committees. The Board members are committed to ensure that the Company's Board is in compliance with the highest standards of corporate governance.

The following skills, expertise, competencies have been identified for the effective functioning of the Company and are currently available with the Board in the context of the Company's business(es) and sector(s):

1. Leadership
2. Financial Experience

3. Planning
4. Industry Experience, Research & Development and Innovation
5. Corporate Governance
6. Ability to work effectively with other members of the Board
7. Communication and Representation skills
8. Excellent Team Building and Management skills

In the table below the specific areas of focus or expertise of individual Board Members have been highlighted:

Name of Director	Skills/ Expertise/ Competency of the Director
Mr. Anil Kumar Jain (Managing Director)	• Leadership • Planning • Industry Experience, Research & Development and Innovation • Ability to work effectively with other members of the Board • Excellent Team Building and Management skills • Implement Board Decision & Strategies
Mrs. Geeta Jain (Non-Executive-Non Independent Director)	• Enhanced Governance • Bringing Diversity and Inclusion • Panning Recruitment
Mr. Vinay Bansal (Independent Director)	• Objective Judgement • Financial Expertise • Monitor Corporate Governance • Monitor Board Decisions
Mr. Brij Mohan Sharma (Independent Director)	• Objective Judgement • Financial Expertise • Monitor Corporate Governance • Monitor Board Decisions

Information supplied to the Board

All statutory and other significant & material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company. Among other information, this includes:

- Framing and overseeing annual operating plans and budgets and any updates.
- Reviewing financial results of the Company.
- Reviewing the Annual Report including Audited Annual Financial Statements for adoption by the Members.
- Reviewing minutes of meetings of Audit Committee and other Committees of the Board.
- Reviewing the information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Reviewing show cause, demand, prosecution notices and penalty notices, which are materially important.
- Monitoring and reviewing board evaluation framework.
- Review of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchangerate movement, if material.
- Review of Internal Financial Control System of the Company
- Review of Related Party Transaction on quarterly basis.
- Reviewing of non-compliance of any regulatory, statutory or listing requirements and in relation to shareholders' service such as non-payment of dividend, delay in share transfer etc.

The Board periodically reviews the compliance reports of all laws applicable to the Company prepared and placed before the Board by the Management.

Certificate from Practicing Company Secretary

The Company has received a certificate from M/s. Neeraj Arora & Associates, Practicing Company Secretaries (CP No -16186), to the effect that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any other statutory authority. The same forms part of this report.

1. COMMITTEES OF THE BOARD

The Board has constituted various dedicated Committees with specific terms of reference in line with the provisions of SEBI Listing Regulations, the Companies Act, 2013 and rules issued thereunder. The Board Committees have been constituted to deal with specific and clearly defined areas/ activities. The Board periodically reviews the composition and terms of reference of its Committees in order to comply with any amendments/ modifications under the provisions of SEBI Listing Regulations, the Companies Act, 2013 and the rules issued thereunder.

As on 31st March, 2026, the Board has constituted 3 (Three) Statutory Committees namely Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee with specific terms of reference. The Committees operate as per their charter/ terms of reference.

Meetings of each of these Committees are convened by the respective Chairman of the Committee, who also informs the Board about the summary of discussions held in the Committee Meetings. Minutes of the proceedings of Committee Meetings are placed before the Board for perusal and noting.

The role, composition and terms of reference of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee including the number of meetings held during the year ended 31st March, 2026 and the related attendance are as follows:

A. Audit Committee

The Audit Committee of the Board is governed by a Charter drawn in accordance with the requirements of the Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations to ensure effective compliance. The primary objective of the Audit Committee of the Board is to monitor and supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and financial reporting.

The terms of reference of the Audit Committee *inter-alia* include the followings:

- (1) Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) Changes, if any, in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) Significant adjustments made in the financial statements arising out of audit findings;
 - (e) Compliance with listing and other legal requirements relating to financial statements;
 - (f) Disclosure of any related party transactions;
 - (g) Modified opinion(s) in the draft audit report;
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes

other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the board to take up steps in this matter;

- (7) Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- (8) Approval or any subsequent modification of transactions of the listed entity with related parties;
- (9) Scrutiny of inter-corporate loans and investments;
- (10) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) Evaluation of internal financial controls and risk management systems;
- (12) Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- (13) 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;
- (14) Discussion with internal auditors of any significant findings and follow up there on;
- (15) 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;
- (16) 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;
- (17) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) To review the functioning of the whistle blower mechanism;
- (19) Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) 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.
- (21) Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- (22) Other functions as may be required under the Listing Regulations and the Companies Act, 2013.

B. The audit committee shall mandatorily review the following information:

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

prospectus/notice in terms of Regulation 32(7).

Composition and Meetings:

The Audit Committee met 4 (four) times during FY 2025-26 the details of which are as follows:

S. No	Date of Meeting
1.	28 th May, 2025
2.	18 th August, 2025
3.	11 th November, 2025
4.	6 th March, 2026

Our Audit Committee comprised of 3 (Three) members during the period under review, The attendance of members at the meetings of Audit Committee held during the year ended 31st March, 2026 are as follows:.

Sr. No.	Name of Members	Designation	Category	No. of Meetings attended			
				28 th May, 2025	18 th August, 2025	11 th November, 2025	6 th March, 2026
1.	Mr. Vinay Bansal	Member	Independent	✓	✓	✓	✓
2.	Mr. Brij Mohan Sharma	Chairperson*	Independent	✓	✓	✓	✓
3.	Mrs. Geeta Jain	Member	Non-Executive – Non Independent	✓	✓	✓	✓

- *Mr. Brij Mohan Sharma was appointed as the Chairman of the Audit Committee with effect from 07 March 2026.*
- *Mr. Vinay Bansal chaired all the meetings of the Audit Committee held during the financial year 2025–2026, prior to the appointment of Mr. Brij Mohan Sharma as Chairman.*

All the Members of the Audit Committee have requisite financial and management expertise/ knowledge/ background. The terms of reference of the Audit Committee are in consistent with the provisions of Listing Regulations and the Companies Act, 2013, including rules made thereunder.

B. Nomination & Remuneration Committee

The Nomination and Remuneration Committee has been constituted to primarily assist the Board in fulfilling its responsibilities by, *inter-alia*, recommending the criteria for Board membership and senior management, recommend the appointment (including re-appointment), remuneration and removal of Board members and senior management, and specify the manner for effective evaluation of Chairman, Individual Directors, Committees and the Board.

During the year under review and in terms of the requirement of the Companies Act, 2013 and the SEBI Listing Regulations, a structured Performance Evaluation Framework was formulated by Nomination and Remuneration Committee. The evaluation of performance of Directors, Board as a whole and Committees of the Board based on various parameters such as skills, level of participation, contribution to strategy, degree of oversight, professional conduct and independence.

Evaluation of Independent Director was based on Participation and Contribution, Guidance provided to the Senior Management, Effective deployment of knowledge and expertise, Independence of behavior and judgment, Maintenance of confidentiality of critical issues, Attendance at the Board/ Committee Meeting.

The powers, role and terms of reference of the Nomination & Remuneration Committee covers the areas as provided under Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations. The terms of reference of the Nomination & Remuneration Committee *inter-alia* include the followings:

- (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) For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

- A. use the services of an external agencies, if required;
 - B. consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - C. consider the time commitments of the candidates
- (3) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
 - (4) Devising a policy on diversity of board of directors;
 - (5) 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.
 - (6) 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.
 - (7) recommend to the board, all remuneration, in whatever form, payable to senior management.
 - (8) other functions as may be required under the Listing Regulations and the Companies Act, 2013.

Composition and Meetings

Our Nomination & Remuneration Committee comprised of 3 (Three) members as on 31st March, 2026. During the financial year 2025-2026, the Committee met only twice, the details of which are as follows:

S. No	Date of Meeting
1.	18 th August, 2025
2.	6 th March, 2026

The attendance of directors at the meetings of Nomination & Remuneration Committee held during the year ended 31st March, 2026 are as follows:

Sr. No.	Name of Members	Designation	Category	No. of Meeting Attended	
				18 th August, 2025	6 th March, 2026
1.	Mr. Vinay Bansal	Member	Independent	✓	✓
2.	Mr. Brij Mohan Sharma	Chairperson*	Independent	✓	✓
3.	Mrs. Geeta Jain	Member	Non-Executive-Non Independent	✓	✓

- Mr. Brij Mohan Sharma was appointed as the Chairman of the Nomination & Remuneration Committee with effect from 07 March 2026.
- Mr. Vinay Bansal chaired all the meetings of the Nomination & Remuneration Committee held during the financial year 2025-2026, prior to the appointment of Mr. Brij Mohan Sharma as Chairman.

Remuneration to Executive/ Non-Executive Directors

A. Executive Director

The details of remuneration paid to Mr. Anil Kumar Jain, Chairman and Managing Director for the financial year ended 31st March, 2026 are as follows:

Sr. No.	Particulars of Remuneration	Amount (In Rupees)
		Mr. Anil Kumar Jain
1.	Gross Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961 including value of any perquisites, if any,	30,00,000/-
2.	Stock Options (in Nos.)	-
3.	Sweat Equity	-
4.	Commission	-
5.	Others	-
	Total	30,00,000/-

The remuneration to be paid to the Executive Directors are governed as per the provisions of the Companies Act, 2013 and rules made thereunder, the SEBI Listing Regulations or any other enactment for the time being in force and the approvals obtained from the members of the Company.

Notes:

- i) The tenure of executive director of the Company is 5 years from the date of their appointment/re-appointment at current designation;
- ii) At present, the Company does not have any Employee Stock Option Scheme;
- iii) Notice period - Three (3) calendar months or lesser notice in writing as may be agreed mutually or as provided by the Nomination & Remuneration Committee;
- iv) There is no separate provision for payment of severance fee in the appointment of Executive Directors;
- v) Besides the above remuneration, Executive Director are also entitled to Company's contribution to Provident Fund, Gratuity and Encashment of Leave as per the Rules of the Company.

B. Non-Executive Directors

During the financial year 2025-2026, the details of sitting fees paid to Non-Executive Directors are as follows:

Amount (In Rupees)

Name of Directors	Board Meetings	Audit Committee Meetings	Nomination and Remuneration Committee	Stakeholder's Relationship Committee	Independent Director Meeting
Mr. Vinay Bansal	75,000	60,000	30,000	15,000	15,000
Mr. Brij Mohan Sharma	75,000	60,000	30,000	15,000	15,000
Mrs. Geeta Jain	60,000	45,000	15,000	N.A	N.A

The Non-Executive/ Independent Directors are paid a sitting fee for attending the Board and Committee meetings within the limit prescribed under the applicable laws as determined by the Board from time to time.

At present, the Company does not have any Employee Stock Option Scheme. There was no other pecuniary relationship or transaction with the Non-Executive Director(s) of the Company during the financial year 2025-2026, other than the payment of sitting fees and the loan outstanding from the Non-Executive Director to the Company, which was carried forward from March 31, 2025 to March 31, 2026. The details of the said loan are disclosed in Note No. 30 to the Financial Statements.

Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee of the Board which is headed by Mr. Brij Mohan Sharma, Non-Executive Independent Director of the Company, oversees redressal of shareholders' and investors' grievances and *inter-alia*, approves transfer/ transmission of shares, issue of new/ duplicate share certificates, non-receipt of annual report, non- receipt of declared dividends and other related matters.

The composition of Stakeholders' Relationship Committee is in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI Listing Regulations.

Our Stakeholders' Relationship Committee comprised 3 (three) members as on 31st March, 2026. During the financial year 2025-2026, the Committee met once on 06th March, 2026 and all the members were present in the meeting.

During the financial year 2025-26, the Company received one complaint through the SEBI SCORES portal. The complaint was duly addressed and resolved within the prescribed statutory timeline, and no complaint remained pending as on March 31, 2026.

The attendance of directors at the meetings of Stakeholders' Relationship Committee held during the year ended 31st March, 2026 are as follows:

Sr. No.	Name of Members	Designation	Category	Meeting Attended 06 th March, 2026
1.	Mr. Vinay Bansal	Member	Independent	✓
2.	Mr. Brij Mohan Sharma	Chairperson*	Independent	✓
3.	Mr. Anil Kumar Jain	Member	Managing Director	✓

- Mr. Brij Mohan Sharma was appointed as the Chairman of the Stakeholders' Relationship Committee with effect from 07 March 2026.

- Mr. Vinay Bansal chaired all the meetings of the Stakeholders' Relationship Committee held during the financial year 2025-2026, prior to the appointment of Mr. Brij Mohan Sharma as Chairman.

The terms of reference of the Stakeholders' Relationship Committee *inter-alia* include the followings:

- (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.
- (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. The Committee meets on need basis for above issues and details of correspondence of Investors/ SEBI/ Stock Exchange or any other authority is provided to the Committee.

C. Particulars of Senior Management and the Changes, if any

The Board of Directors has identified group of Senior Management Personnel(s) ('SMPs'), in accordance with the SEBI Listing Regulations and Section 178 of the Act. As on March 31, 2026, the particulars of Senior Management including the changes therein are as follows:

S. No.	Name of Senior Management	Designation	Particular of change	New Appointment in place, if any
1	Mr. Avi Jain	Chief Executive Officer	No Change	NA
2	Mr. Ansh Jain	Chief Operating Officer	No Change	NA
3	Mrs. Akanksha Jain	Chief Financial Officer	No Change	NA
4	Mrs. Aanchal Jain	Marketing And Product Development Manager	No Change	NA
5	Mrs. Isha	Company Secretary & Compliance Officer	Mrs. Isha resigned from his position w.e.f. May, 20, 2026	Mr. Hardik*
6	Mr. Jitin Khandelwal	Marketing & Commercial Department	No Change	NA
7	Mr. Hemant Kumar Goel	Accounts Department	No Change	NA
8	Mr. Subodh Gupta	Production head	Mr. Subodh Gupta was appointed as production head w.e.f March 06, 2026	NA
9	Mr. Surendra Kumar	HR head	Mr. Surendra Kumar was appointed as HR head w.e.f May 26, 2025	NA

- Mr. Hardik (ACS: 80607) was appointed as the Company Secretary and Compliance Officer of the company w.e.f. 04th July, 2026.
- Mr. Vinod Kumar Resigned from the position of HR Head with effect from April 17, 2025.

5. BOARD PERFORMANCE EVALUATION

During the year under review and in terms of the requirement of the Companies Act, 2013 and the SEBI Listing Regulations, a structured evaluation was undertaken for evaluation of performance of Directors, Board as a whole and Committees of the Board based on various parameters such as skills and experience, level of participation, contribution to strategy, professional conduct and independence.

Evaluation Criteria of the board performance have been derived from the Board's core role of trusteeship to protect and enhance shareholder's value as well as to fulfill expectations of other stakeholders through strategic supervision of the Company.

The Independent Directors at their separate meeting held on 06th March, 2026 also reviewed the performance of non-independent directors, the board as a whole and Chairman of the Company after taking into account the views of executive and non-executive directors, the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably

perform their duties.

Evaluation of board committees was based on criteria such as composition and operational procedures of the committee, independent and impartial views of the committee from the Board, contribution of the committee to the overall decisions of the Board etc.

Evaluation of the individual directors was based on criteria such as experience, qualification, skills, knowledge, contribution, attendance at the meetings etc.

6. POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

For appointment criteria and qualification pursuant to the provisions of Section 178(1) of the Act and Regulation 19(4) read with Part D of Schedule II of Listing Regulations, the Company has in place the Nomination & Remuneration Policy of Directors, Key Managerial Personnel (KMP) and Other Employees including criteria for determining qualifications and other matters provided under Section 178(3) of the Act.

7. GENERAL SHAREHOLDER INFORMATION

a. Forthcoming Annual General Meeting (AGM): Day, Date, Time and venue

The 21st Annual General Meeting of the Company is scheduled on Thursday, 24th September, 2026 through video conferencing or other audio visual means at 12:00 Noon.

b. Financial year

1st April, 2025 – 31st March, 2026

c. Dividend Payment Date

The company has not announced any dividend for the year ended 31st March, 2026.

d. Listing on Stock Exchanges

The Company's equity shares are traded on the below mentioned stock exchange:

Stock Exchanges	Address
National Stock Exchange of India Ltd. (NSE) (SME Platform of NSE EMERGE)	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400051

Listing Fees for FY 2025-26 has been paid to National Stock Exchange of India Ltd. Annual custodian charges of Depositories have also been paid to NSDL and CDSL for the same period.

e. Book Closure Date/ Record Date

Book closure: N.A

Record Date / Cut-off Date: Thursday, September 17, 2026

f. Suspension from trading

No Securities of the Company has been suspended from trading on the stock exchanges where it is listed.

g. Share Transfer System and Process

During FY 2025-26, the RTA of the Company ensured compliance with all the procedural requirements with respect to transfer, transmission and transposition of shares and formalities with respect to name deletion, sub-division, consolidation, renewal, exchange and endorsement of share certificates.

SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD1/P/CIR/2024/37 dated May 07, 2024 read with other applicable circulars, from time to time, if any, mandated all the listed Companies to issue securities in dematerialised form only, while processing the service request for issue of duplicate securities certificates, renewal/exchange of securities certificate, claim from Unclaimed Suspense Account, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition. Accordingly, the Company / its RTA are not accepting any lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail the facility of

dematerialization. However, investors are not barred from holding shares in physical form. Transfers in electronic form are much simpler and quicker as the Members have to approach their respective depository participants and the transfers are processed by NSDL/ CDSL, as the case may be, with no requirement of any separate communication to be made to the Company.

The Securities and Exchange Board of India (SEBI), through its circular dated July 2, 2025 (SEBI/HO/MIRSD/ MIRSD-PoD/P/CIR/2025/97), has announced the opening of a special window for re-lodgement of transfer requests of physical shares from July 7, 2025, to January 6, 2026, during which Shareholders can re-lodge their previously rejected or unattended transfer deeds, provided these were originally lodged prior to April 1, 2019.

h. Registrar and Share Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D - 153 A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020

Tel No. 011 - 40450193-97, Fax No. 011 - 26812682-83

E-mail: info@skylinerta.com

i. Distribution of Shareholding as on 31st March, 2026 (On the basis of Ownership)

Category Code	Category of Shareholders	No. of Shareholders	No. of shares held	Percentage (%)
A	Shareholding of Promoter and Promoting Group			
1	Indian	10	9362540	66.99
2	Foreign	-	-	-
	Sub Total(A)	10	9362540	66.99
B	Public Shareholding			
1	Institutions			
a	Mutual Funds/ UTI			
b	Financial institutions/ Banks			
c	Central Government/ State Government(s) (IEPF)			
d	Insurance Companies			
E	Alternate Investment Funds			
f	Foreign Portfolio Investors			
g	any other			
	Sub-Total (B)(1)			
2	Non-Institutions			
a	Bodies Corporate	9	741000	5.30
b	Individual shareholders holding nominal share capital up to Rs. 2 Lacs	295	1150000	8.23
c	Individual shareholders holding nominal share capital in excess of Rs. 2 Lacs	36	2208390	15.80
D	Trust			
E	NRI	3	6000	0.04
F	HUF	20	500000	3.58
G	Any other	2	9000	0.06
	Sub-Total (B)(2)	365	4614390	33.01
	Total Public Shareholding (B) (1)+(B)(2)	365	4614390	33.01
	Grand Total (A+B)*	375	13976930	100

- j. As on 31st March, 2026, Shareholding is held in dematerialized form as per details mentioned below: Trading in equity shares of the Company is permitted only in dematerialized form.

Sr. No.	Mode of holding	No of Holders	Shares	% To Total Issued Equity
1.	Physical	0	0	0
2.	NSDL	126	2093000	14.97
3.	CDSL	263	11883930	85.03
	Total	389	13976930	100.00

k. International Securities Identification Number (ISIN) for equity shares of the Company

The ISIN of the Company's equity shares is INE0TFB01017

l. Commodity price risk or foreign exchange risk and hedging activities

Commodity Risk

In respect of commodity price risk of raw materials used for manufacturing purpose, the company source commodities from multiple supplier to reduce dependence on a single market, the Company monitor the market trends and manage inventory levels strategically to balance need for supply along with the risk of price fluctuation. Also, the company adjust the production plans based on commodity price movements to optimize costs.

Foreign Exchange Risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is not having much exposure to foreign exchange and risk of changes in foreign exchange rates.

During FY 2025-26, the Company did not undertake any derivative hedging activity and managed its foreign exchange risk through a mix of close monitoring, management review and natural hedge.

m. Outstanding ADR or GDR or warrants or any convertible instruments

There are no outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments as on 31st March, 2026.

n. Plants Location

Plant - Village Behra, PO Rampur Sainian, Barwala Road, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohalli, Punjab-140507.

o. Address for Correspondence:

Registered Office:

402, 4th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Delhi- 110034.
Tel.: +91-11-4142-5247
E-mail: avianshanil@rediffmail.com

Plant:

Village Behra, PO Rampur Sainian, Barwala Road, Tehsil Dera Bassi, Distt. S.A.S Nagar, Mohalli, Punjab-140507
E-mail: atpl.punjab@gmail.com

Investor Correspondence:

Investors/ Shareholders correspondence may be addressed either to the Company at its registered office or to its share transfer agent at the following respective address(s):

Mr. Hardik (Company Secretary & Compliance Officer)	RTA & SHARE TRANSFER AGENT
AVI ANSH TEXTILE LIMITED 402, 4 th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Delhi- 110034 Tel.: +91-11-4142-5247 E-mail: cs@avianshgroup.com	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D – 153 A, 1st Floor, Okhla Industrial Area, Phase -1, New Delhi - 110020 Tel No. 011-40450193-97, Fax No. 011 – 26812682-83 E-mail: info@skylinerta.com

p. For Shares held in Demat form

Members who hold shares in dematerialized form should correspond with the Depository Participant with whom they maintain Demat Account/s, for their queries relating to shareholding, change of address, credit of dividend in bank account. However, queries relating to non-receipt of dividend, non-receipt of annual reports, or on matters relating to the working of the Company should be sent to the Company.

8. OTHER DISCLOSURES:**8.1 Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;**

All contracts or arrangements entered into by the Company with its related parties during the financial year were in accordance with the provisions of the Companies Act, 2013 and the Listing Regulations. All such contracts or arrangements have been approved by the Audit Committee, as applicable. Detail of material contracts or arrangements with related parties as per SEBI Listing Regulations, were entered into during the year under review as mentioned in Form No. AOC-2

The Audit Committee, during FY 2025-26, has approved related party transactions along with granting omnibus approval in line with the Policy of dealing with materiality of related party transactions and the applicable provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Listing Regulations including any statutory modification(s) or re-enactment(s) thereof for the time being in force. The related party transactions entered into by the Company pursuant to the omnibus approval granted by the Audit Committee is reviewed on a quarterly basis by the said Committee.

The policy on dealing with and materiality of related party transactions has been placed on the Company's website at www.avianshgroup.com

There are no materially significant related party transactions of the Company which have potential conflict with the interests of the Company at large.

8.2 Details of non-compliance by the Company, penalties & strictures imposed on the Company by Stock Exchange(s) or SEBI or any statutory authority, on any matter related to the capital markets, during the last three years

The Company has complied with all the requirements of the Stock Exchange(s) and SEBI. There were no penalties imposed or strictures passed against the Company by SEBI, stock exchange(s) on which the shares of the Company are listed or any statutory authority in this regard, during the last 3 (three) years.

8.3 Vigil Mechanism/ Whistle Blower Policy

In accordance with the requirements of Section 177(9) and (10) of the Companies Act 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and the provisions of the Listing Regulations, the Company has adopted a Whistle Blower Policy and an effective Vigil Mechanism system to provide a formal mechanism to its Directors, Employees to voice concerns in a responsible and effective manner regarding suspected unethical matters involving serious malpractice, abuse or wrong doing within the organization and also safeguards against victimization of Directors/ Employees who avail of the mechanism.

The Policy has been placed on the website of your Company at <https://avianshgroup.com/uploads/investor/792Whistle-Blower-&-Vigil-Mechanism-Policy.pdf>.

If anyone suspects any inappropriate activity such as loss to the Company's property, corruption, fraud or violation of the Company's Code of Conduct, they can inform their suspicions or concerns by promptly informing us at the following address:

E-mail :	cs@avianshgroup.com
Letter :	Ethics Counsellor Mr. Hardik AVI ANSH TEXTILE LIMITED 402, 4 th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Delhi-110034

8.4 Details of Compliance with mandatory requirements

The Company has fully complied with all applicable mandatory requirements of Listing Regulations.

8.5 Details of Adoption of Discretionary requirements

Shareholders' Rights: The Company ensures that disclosure of all information is disseminated on a non-discretionary basis to all shareholders. Half Yearly results and Annual results are uploaded on the website of the company at www.avianshgroup.com

Reporting of internal Auditor: The Internal Auditor of the Company has direct access to the Audit Committee.

Except as set out above, the Company has not adopted the discretionary requirements as to any of the other matters recommended under Part E of Schedule II of Regulation 27(1) of SEBI LODR Regulations.

8.6 Policy for Determining Material Subsidiaries of the Company

The Company has formulated a 'Policy on Material Subsidiaries' to determine the material subsidiaries of the Company and the said policy is disclosed on the Company's website at [https://avianshgroup.com/uploads/investor/7445Policy-for-Determining-Material-Subsidiary\(ies\).pdf](https://avianshgroup.com/uploads/investor/7445Policy-for-Determining-Material-Subsidiary(ies).pdf)

During the year under review, the Company doesn't have any subsidiary including any material subsidiary.

8.7 Prevention of Insider Trading

The Company has adopted a Code of Conduct for prevention of insider trading ("the code") with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the trading in Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Company Secretary is responsible for the implementation of the Code.

8.8 Compliance with the Accounting Standards

In the preparation of the financial statements for the financial year ended 31st March, 2026, the Company has followed the Accounting Standards notified pursuant Companies (Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Companies Act, 2013.

8.9 Internal Controls

The Company has adequate controls, commensurate to the size and operation of the Company through a structured framework of procedures designed to ensure the accuracy and reliability of financial reporting. It includes accurate record-keeping, reconciliations are conducted to verify the recorded transactions. Regular Internal Audit, and segregation of financial duties among staff to prevent fraud or error, ensure compliance with laws and regulations.

Internal Controls are put in place to monitor the purchase and usage of raw materials like cotton, yarn through inventory management systems that track stock levels and consumption.

A Certificate issued by Mrs Akanksha Jain, Chief Financial Officer placed before the Audit Committee on quarterly basis certify that no material disparity noticed in the internal controls adopted by the company

There were no unmodified opinion on the adequacy and operating effectiveness of the Companies Internal Financial Control over financial reporting in the Statutory Audit Report for the year ended 31st March 2026.

8.10 Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and Senior Management Personnel in compliance with Regulation 17(5) of Listing Regulations. The Code of Conduct has been displayed on the Company's website at <https://avianshgroup.com/uploads/investor/2991Code-of-Conduct-of-Board-&Senior-Management.pdf>

The Code of Conduct lays down the standard of conduct which is expected to be followed by the Directors and the Senior Management Personnel in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code of Conduct. A declaration to that effect duly signed by Mr. Avi Jain, Chief Executive Officer of the Company is annexed and forms part of this report.

8.11 Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24A of the Listing Regulations as amended from time to time, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/ guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report and is required to be submitted to the Stock Exchanges within 60 days of the end of the financial year.

The Company has engaged the services of M/s. Neeraj Arora & Associates, Practicing Company Secretaries, for providing this report and the report has been submitted to the stock exchanges within the due date.

8.12 Recommendations of Committees of the Board

There were no instances during FY 2025-26 wherein the Board had not accepted recommendations made by any committee of the Board.

8.13 Total Fees paid to the Statutory Auditors

Information regarding the total fees paid by the Company during FY 2025-26 to M/s Kuldeep Sharma & Associates, Chartered Accountants, the Statutory Auditors of the Company, for all services rendered is provided in the financial statements of the Company.

8.14 Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, the Company has placed adequate mechanism to provide safe working environment to all the employees and also constituted Internal Committee which is responsible for redressal of complaints related to sexual harassment.

During the FY 2025-26, the Company has not received any complaint pertaining to sexual harassment.

8.15 Credit Ratings:

Credit Rating Agency	Facilities	Rating as on 27 th March, 2026
Infomerics valuation and rating limited	Long term bank facilities	IVR BBB-; Stable (IVR TriPle B Minus with Stable Outlook)
Infomerics valuation and rating limited	Short term bank facilities	IVR A3 (IVR A Three)

8.16 Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of Listing Regulations.

Not Applicable

8.17 Disclosure of 'Loans and advances by the Company and its subsidiaries to the firms/ companies in which directors are interested by name and amount

The Company have not granted any loans and advances in the nature of loans to firms / companies in which Company's Directors are Interested.

9 GENERAL BODY MEETINGS:

9.1 The location and time of last three Annual General Meetings (AGM) are as follows:

For the Year	2022-23 18 th AGM	2023-24 19 th AGM	2024-25 20 th AGM
Date & Time	September 30, 2023 03:30 P.M	September 11, 2024 11:00 A.M	19 th September, 2025 12:00 Noon
Location	At Registered Office	At Registered Office	At the Registered Office of the company (through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility)

9.2 Special Resolutions passed in the previous three Annual General Meetings:

18 th AGM (FY2022-23)	
No Special Resolution was passed by the Company at the 18 th Annual General Meeting (AGM).	
19 th AGM (2023-24)	
No Special Resolution was passed by the Company at the 19 th Annual General Meeting (AGM).	
20 th AGM (2024-25)	
Heading of Resolution	To give authorization to the Board of Directors or any Committee thereof to create mortgage/ charge on the movable and/ or immovable properties of the Company under Section 180(1) (a) of the Companies Act, 2013
Content	To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution: "RESOLVED THAT pursuant to provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with rules framed thereunder (including any statutory modifications, amendments or reenactments thereto for the time being in force) and the Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter refer to as "Board" which term shall be deemed to include any Committee thereof) to create such charges, pledges, mortgages, liens, hypothecations, leases or any other kind of charge(s), whether fixed or floating (in addition to existing charges, pledges, mortgages, liens, hypothecations, leases etc.), in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable or movable properties of the Company, whosoever situated, whether tangible and intangible, both present and future, including to give any corporate guarantee in favour of the financial institutions, banks, lenders, agents and other persons/ body corporates to secure the borrowing(s) availed/ to be availed by the Company/ Subsidiary Company/ ies/ Associate Company/ies/ Group Company/ies by way of loan(s)/ advance (in Indian Rupee and/ or in foreign currency) and/ or by way of securities (comprising partly/ fully convertible debentures and/ or non-convertible debentures with or without detachable or non-detachable warrant, and/ or secured premium notes and/ or floating rate notes/ bonds or other debt instruments) issued/ to be issued by Company/ Subsidiary Company/ ies/ Associate Company/ies/ Group Company/ies from time to time, provided that, the total borrowing(s) by Company/ Subsidiary Company/ies/ Associate Company/ies/ Group Company/ies together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges and all other monies payable in respect of the said borrowing(s) for which the charge to be created on the movable and/ on immovable properties of the Company or corporate guarantee is to be given etc. shall not, at any time exceed Rs. 50.00 Crore (Rupees Fifty Crore) or the aggregate of the paid-up capital, free reserves and security premium of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.

Content	RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, any of the Director, the Chief Financial Officer or the Company Secretary of the Company be and are hereby authorized to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf and to settle any question, difficulty or doubt that may arise in regard to the creation of the aforesaid mortgages, charges, or otherwise considered by the Board of Directors to be in the best interest of Company and including filing of e-form(s)/ return(s) with the concerned Registrar of Companies.”s
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9.3 Special Resolution(s) passed last year through Postal Ballot – detail of voting pattern and the procedure thereof:

During the year, no Special Resolutions were passed by the Company through Postal Ballot.

9.4 Person who conducted the postal ballot exercise: N.A

9.5 Special resolution(s) proposed to be conducted through postal ballot

There is no immediate proposal for passing any resolution through postal ballot as on the date of this report.

9.6 Procedure for Postal Ballot

The procedure for Postal Ballot(s) is prescribed under the provisions of Section 110 of the Companies Act, 2013 read with the relevant provisions of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Listing Regulations and Secretarial Standard – 2 issued by the Institute of the Company Secretaries of India.

No Special Resolution is proposed to be conducted through Postal Ballot as on the date of this Annual Report.

10 MEANS OF COMMUNICATION

10.1 Publication of financial results:

As the Company is listed on SME Platform of NSE Emerge, it is exempted under Regulation 47 to publish the financial results in the newspaper.

10.2 Website:

In compliance with the Regulation 46 of the Listing Regulations, a separate dedicated section under Investors’ on the Company’s website gives information on various announcements made by the Company, Annual Report, Quarterly/ Annual financial results along with the applicable policies of the Company etc.

10.3 Stock Exchanges

Your Company makes timely disclosures of necessary information to the National Stock Exchange of India Ltd. in terms of the Listing Regulations and other rules and regulations issued by the SEBI.

10.4 NEAPS (NSE Electronic Application Processing System)

NEAPS is a web-based application e signed by NSE for Corporates. All periodical compliance filing viz. Shareholding Pattern, Corporate Announcements, Financial Results, etc. are made electronically through using NEAPs portal of NSE.

10.5 SCORES (SEBI Complaints Redressal System)

SEBI commenced processing of investor complaints in a centralized web based complaints redressal system i.e. SCORES. The Company supported SCORES by using it as a platform for communication between SEBI and the Company.

10.6 Dispute Resolution Mechanism

SEBI has vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30,

2022, issued a Standard Operating Procedure ('SOP') for dispute resolution under the Stock Exchange Arbitration Mechanism for disputes between a listed company and/or registrars to an issue and share transfer agents and its shareholder(s)/investor(s). The Company has complied with the same and is accessible on the website of the Company.

Online Dispute Resolution Portal ('ODR Portal'): A mechanism to streamline and strengthen the existing dispute resolution in the Indian Securities Market, SEBI vide Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated as on December 20, 2023), introduced the ODR Portal. This mechanism enhanced the degree of regulatory supervision by SEBI over disputes between aggrieved parties and the ODR order is binding on both the parties to the dispute.

Pursuant to above-mentioned circulars, the aggrieved party can initiate the mechanism through the ODR portal, after exercising the primary options to resolve the issue directly with the Company and through the SCORES platform.

10.7 Disclosures with respect to demat suspense account/ unclaimed suspense account

Not Applicable

11 DETAIL OF COMPLIANCE WITH THE CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATIONS 17 TO 27 AND CLAUSE (B) TO (I) OF SUB - REGULATION (2) OF REGULATION 46 OF THE LISTING REGULATIONS

Our Company being a SME listed Company is in compliance with the corporate governance requirements specified in Listing Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) of Listing Regulations, to extent applicable. The Company has appointed M/s. Neeraj Arora & Associates, Company Secretaries, to conduct the Corporate Governance Audit of the Company in compliance with the Listing Regulations. The certificate issued by them is annexed to the Report.

12 CORPORATE GOVERNANCE CERTIFICATE

A Certificate obtained from Mr Neeraj Arora, Practicing Company Secretary, (CP No.16186) regarding compliance with Corporate Governance conditions as stipulated under the relevant provisions of the Listing Regulations is annexed and forms part of this report.

13 CEO/CFO CERTIFICATION

The Chief Executive Officer and the Chief Financial Officer have issued certificate pursuant to the provisions of Regulation 17 of Listing Regulations, certifying that the financial statements do not contain any untrue statement and the statements represents a true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Report.

14 GREEN INITIATIVE IN CORPORATE GOVERNANCE

In Compliance with MCA Circular No. 20/2020 dated January 13, 2021 read with circular dated May 5, 2020, April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.avianshgroup.com and websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd. at www.nseindia.com

Place: New Delhi
Date: 26/08/2026

On Behalf of the Board of Directors
Avi Ansh Textile Limited

Sd/-
Anil Kumar Jain
(Managing Director)
DIN : 00150070

Sd/-
Geeta Jain
(Director)
DIN : 00153074

CORPORATE GOVERNANCE CERTIFICATE

To,
The Members
Avi Ansh Textile Limited
(Formerly Known as Avi Ansh Textile Private Limited)
(CIN: L17110DL2005PLC260403)
402, 4th Floor, Aggarwal Cyber Plaza-1,
Netaji Subhash Place, Pitampura, Delhi - 110034

We have examined the compliance of conditions of Corporate Governance by **Avi Ansh Textile Limited** (Formerly Known as Avi Ansh Textile Private Limited) ("the Company") for the financial year ended on March 31, 2026 as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company and our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2), and Para C, D, and E of Schedule V to the Listing Regulations, wherever applicable.

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

For Neeraj Arora & Associates
Company Secretaries
Firm Peer Review No.- 3738/2023

Place: New Delhi
Date: 26/08/2026

Sd/-
Neeraj Arora
Proprietor
M. No.- FCS 10781; CP No.- 16186
UDIN - F010781H001217646

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 of
Avi Ansh Textile Limited
(Formerly Known as Avi Ansh Textile Private Limited)
(CIN: L17110DL2005PLC260403)
402, 4th Floor, Aggarwal Cyber Plaza-1,
Netaji Subhash Place, Pitampura, Delhi - 110034**

We have examined the relevant records and disclosures received from the Directors of **Avi Ansh Textile Limited** (Formerly Known as Avi Ansh Textile Private Limited) having CIN L17110DL2005PLC260403 and having registered office at 402, 4th Floor, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi - 110034 (hereinafter referred to as "the Company") produced before us by the Company for the purpose of issuing this Certificate in terms of Regulation 34(3) and Schedule V, Para C, Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the DIN based verification conducted by us on MCA21 website i.e. www.mca.gov.in and after considering the disclosures received from the Directors of the Company, we hereby certify that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors by the Securities and Exchange Board of India or Ministry of Corporate Affairs and/ or any such statutory authority for the Financial Year ending on March 31, 2026.

It is solemnly the responsibility of Directors to submit relevant declarations and disclosures with complete and accurate information in compliance with the relevant provisions. Further, ensuring the eligibility of 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 Neeraj Arora & Associates
Company Secretaries
Firm Peer Review No.- 3738/2023**

**Place: New Delhi
Date: 26/08/2026**

**Sd/-
Neeraj Arora
Proprietor
M. No.- FCS 10781; CP No.- 16186
UDIN - F010781H001217591**

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

(Pursuant to Regulation 26(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended)

To,
The Board of Directors,
Avi Ansh Textile Limited

402, 4th floor, Aggarwal Cyber Plaza-1 Netaji Subhash Place,
Pitampura, North West, Delhi: - 110034.

This is to confirm that the Company has adopted the Code of Conduct for its Board of Directors and Senior Management. The Code of Conduct is available on the Company's website at www.avianshgroup.com.

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

For the purpose of this declaration, Senior Management Team means the Members of the Management one level below the Chief Executive Officer & Managing Director as on March 31, 2026.

Place: New Delhi

Date: August 26, 2026

Sd/-
Avi Jain
(Chief Executive Officer)



CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors
Avi Ansh Textile Limited

402, 4th floor, Aggarwal Cyber Plaza-1 Netaji Subhash Place,
Pitampura, North West, Delhi, India:-110034.

1. We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2026 and to the best of our knowledge and belief -
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We 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. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee -
 - (i) That there are no significant changes in internal control over financial reporting during the year;
 - (ii) That there are no significant changes in accounting policies during the year which are to be disclosed in the notes to the financial statements; and
 - (iii) That there are no instances of significant fraud of which we have become aware and that there is no involvement of the management or employee having a significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date: August 26, 2026

Sd/-
Avi Jain
(Chief Executive Officer)

Sd/-
Akanksha Jain
(Chief Financial Officer)

MANAGEMENT AND DISCUSSION ANALYSIS

1. OVERVIEW

The objective of this report is to convey the Management's perspective on the external environment and Textile industry, as well as strategy, operating and financial performance, material developments in human resources and industrial relations, risks and opportunities and internal control systems and their adequacy in the Company during the FY2025-26. This should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in this 21st Annual Report of the Company for FY2025-26. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013, as amended and regulations issued by the Securities and Exchange Board of India ('SEBI') from time to time.

2. EXTERNAL ENVIRONMENT

2.1 GLOBAL ECONOMY

According to the International Monetary Fund (IMF), global economic growth **was estimated at 3.0% in 2025**, which was **0.2 percentage points higher** than projected in the reference forecast of the April 2025 *World Economic Outlook (WEO)*. The improvement was primarily driven by stronger-than-expected front-loading of trade in anticipation of higher tariffs, lower effective US tariff rates than initially announced in April 2025, improved financial conditions supported by a weaker US dollar, and fiscal expansion in certain major economies.

Looking ahead, **global growth is projected at 3.1% in 2026**, supported by relatively resilient economic activity despite persistent global uncertainties. Global headline inflation **declined to an estimated 4.2% in 2025** and is **expected to moderate further to 3.6% in 2026**, broadly in line with the projections made in the April 2025 WEO. However, inflationary trends continue to vary across economies, with inflation expected to remain above central bank targets in the United States while remaining comparatively subdued in several other major economies.

The US economy was a key reason the slowdown wasn't deeper. It avoided the recession many expected and was revised up to 2.1% in 2025 and 2.2% in 2026 thanks to stronger demand, easier financial conditions, and less severe tariffs than initially feared. Advanced economies overall remained sluggish — Japan at 0.7% in 2026 and

Europe around 0.8%. Emerging markets did better. China was forecast at 4.5% in 2026, though it's expected to slow further to 4.0% in 2027. India stood out as a bright spot with growth of 6.3% in FY26, even after the IMF trimmed its outlook to 6.2%. The rest of EMDEs averaged about 3.7-3.9%. Inflation continued to ease but slowly. Global headline inflation was projected at 4.2% in 2025 and 3.6% in 2026.

Risks stayed tilted to the downside. The biggest drag was trade policy uncertainty — US tariff hikes and retaliation prompted both the IMF and World Bank to warn that a further escalation could cut 0.4-0.5% from global growth in 2025-26. Other headwinds included geopolitical tensions, slower productivity, and AI-driven disruption in labor markets. The world avoided a sharp downturn, but growth remained tepid, uneven, and heavily dependent on how trade tensions played out. India and a handful of EMs carried most of the momentum while advanced economies cooled.

Sources:

1. <https://www.imf.org/-/media/files/publications/weo/2025/update/july/english/text.pdf>
2. <https://www.imf.org/-/media/files/publications/weo/2026/update/july/english/text.pdf>

2.2 INDIAN ECONOMY

The Indian economy remained one of the fastest-growing major economies in FY 2025-26, though growth moderated slightly amid global uncertainty. The World Bank projected India's GDP growth at 6.3% for FY26, while the IMF in its July 2025 update trimmed the outlook to 6.2%, citing trade policy uncertainty and weaker external demand. Even with the revision, India outpaced China at 4.5% and the US at 1.4% for 2026.

Domestic demand and government capex continued to support growth, but exports faced pressure. The US, which takes nearly 29% of India's \$38 billion annual textile exports, doubled tariffs to as high as 50% effective August 2025, forcing many textile units in southern India to scale back operations. In agriculture, challenges persisted. Cotton production for 2025-26 was pegged at 290.91 lakh bales, down from 297.24 lakh bales in 2024-25. Crop damage from untimely rainfall in key states pushed mills to rely more on imports.

To address this, the Union Budget 2025-26 announced a 5-year National Mission for Cotton

Productivity with ₹500 crore allocated to boost yields and promote extra-long staple varieties. The World Bank noted that risks to the global outlook, including India, remain tilted to the downside due to high trade policy uncertainty. Still, domestic consumption and services helped India retain its position as a relative bright spot in an otherwise slow global economy growing at 2.6-3.1%.

Sources: World Bank Global Economic Prospects, IMF World Economic Outlook Update July 2025, PIB - India Cotton Production 2025-26, Reuters - India Cotton Imports Hit Record

2.3 GLOBAL TEXTILE

The global textile and apparel industry entered FY 2025-26 at a critical inflection point, shaped by tariff disruptions, supply-chain diversification, and steady demand growth. The global textile market was estimated at USD 1,160 billion in 2025 and is projected to reach USD 1,210 billion in 2026, growing at a CAGR of about 4.2% through 2033.

Overall textile and apparel trade was estimated at US\$ 900 billion in 2025, growing at 3% CAGR since 2020, with apparel accounting for nearly 60% of it. Growth in 2025-26 was modest at 2-5% for garments and textiles, as buyers front-loaded orders earlier to cushion US tariff impacts and then paused. The US imposed higher, country-specific tariffs in 2025, which sharply cut US apparel imports from China and pushed Vietnam to over 21% US market share.

China remained the largest exporter with a 32% global trade share, but lost competitiveness. India also saw export momentum slow after August 2025 due to the same tariff shocks, though it continued to benefit from the “China-Plus-One” sourcing strategy. Demand fundamentals were supported by restocking in the US, UK, and EU from Q3 FY25, and by structural shifts toward man-made fibre (MMF) products like athleisure and technical textiles used in healthcare, automotive, and construction. Asia Pacific dominated with a market size of USD 470.61 billion in 2025, projected at USD 489.63 billion in 2026, led by China, India, and Bangladesh. Sustainability also became a core driver, with rising demand for recycled polyester and eco-friendly fabrics. For India specifically, total textile exports including handicrafts grew 2.1% YoY to ₹3,16,334.9 crore in FY 2025-26. Ready-made garments rose 2.9% to ₹1,39,349.6 crore, while MMF exports grew 3.6%.

Domestic demand in India stayed strong at 9-10% YoY growth. Key challenges for FY26 included rising cotton prices, higher freight costs, and

supply chain disruptions. Industry analysts expect the next decade to focus on digital B2B trade, diversified production across countries, and sustainability, with the market potentially reaching \$1.5-2 trillion+ by 2030.

Sources: Grand View Research - Textile Market Size 2025-2026, Wazir Advisors via Textile Insights - Global T&A Industry 2026, BusinessWorld Online - 2-5% growth in 2026 amid tariff hopes, The Hindu / India Ratings - Textile exports to improve in FY26, PIB Delhi - India Textile Exports FY 2025-26, Fortune Business Insights - Asia Pacific Textile Market 2025-2026, Medium - Global Textile Trade Outlook 2026, IndexBox - Global Textiles Market CAGR 3.2% 2026-2035

2.4 COTTON OUTLOOK

Global Early projections for the 2026/27 season indicate that global cotton lint production will decline by 4% to 24.9 million tonnes, while world consumption is expected to remain stable at approximately 25 million tonnes, according to the April 2026 issue of Cotton This Month.

The anticipated production decline is driven primarily by lower cotton prices, weak demand, and reduced planting intentions, particularly in major producing countries such as Brazil and Australia. In the United States, early planting surveys also suggest a shift away from cotton toward competing crops such as corn and soybeans. Global cotton production in 2026/27 will continue to be led by China, followed by India, Brazil, and the United States.

World cotton lint trade is projected to decline by 2.5% to 9.6 million tonnes, reflecting lower production levels and evolving global demand. Trade flows are expected to remain highly sensitive to tariffs, trade agreements, and geopolitical developments, including recent disruptions to global shipping routes.

On the import side, Bangladesh is projected to remain the world's largest cotton importer at 1.8 million tonnes, followed by Vietnam, China, Pakistan, Türkiye, and India, together accounting for approximately 80% of global imports.

Sources : <https://icac.org/global-production-expected-to-decline-in-2026-27-as-policy-shifts-and-weak-demand-reshape-trade>

2.5 INDIAN TEXTILE

India's textile sector continued to demonstrate resilience in global markets during FY 2025-26. Total textile exports, including handicrafts, increased from ₹3,09,859.3 crore in FY 2024-25

to ₹3,16,334.9 crore in FY 2025-26, registering a growth of 2.1%. This performance reflects steady global demand for Indian textile products and the continued competitiveness of the sector across major product categories.

Among the major segments, Ready-Made Garments (RMG) of all textiles remained the largest contributor to textile exports, rising from ₹1,35,427.6 crore to ₹1,39,349.6 crore, an increase of 2.9%. Cotton yarn, fabrics, made-ups and handloom products recorded exports of ₹1,02,399.7 crore in FY 2025-26 as against ₹1,02,002.8 crore in FY 2024-25, reflecting stable growth of 0.4%. Man-made yarn, fabrics and made-ups posted a stronger growth of 3.6%, with exports increasing from ₹41,196.0 crore to ₹42,687.8 crore.

Among value-added segments, handicrafts excluding handmade carpets recorded the highest growth among major categories, rising by 6.1% from ₹14,945.5 crore to ₹15,855.1 crore.

Export growth was registered in more than 120 destinations during April 2025 to February 2026 over the corresponding period of the previous year, indicating broad-based geographical expansion in India's textile export basket. A notable growth has been observed in key markets such as UAE (22.3%), UK (7.8%), Germany (9.9%), Spain (15.5%), Japan (20.6%), Egypt (38.3%), Nigeria (21.4%), Senegal (54.4%), and Sudan (205.6%) etc.

Sources: <https://www.pib.gov.in/PressReleasePage.aspx?PRID=2254367&lang=2®=3&utm>

2.6 INDIAN COTTON OUTLOOK

The outlook for cotton quality in FY 202526 indicates a mixed picture. While the Cotton

Association of India (CAI) has raised its cotton production estimate to 317 lakh bales, it has also cut down its cotton consumption estimate to 305 lakh bales, signaling a weakening domestic demand. This suggests caution over the quality of the cotton being produced, as the market may be prioritizing quality over quantity. Additionally, the CAI has kept its cotton import estimate unchanged at 50 lakh bales, indicating a preference for securing quality fibre from imports. The forecast for cotton exports has also been lowered to 15 lakh bales, reflecting a struggle to compete on price in the global market. Overall, the cotton market is expected to be cautious, focusing on securing quality fibre and managing domestic supply and demand effectively.

www.in-cai.in

Heavy, untimely rainfall in Oct 2025 damaged crops in Maharashtra, Gujarat, Andhra Pradesh and Telangana – states that account for over 70% of India's cotton. Because of this damage, textile mills are turning to higher-quality imported cotton.

Low output, crop damage, and weaker yields are pushing mills to import more, specifically to get better quality fiber for blending. fibre2fashion.com

The Union Budget 2025-26 announced a 5-year National Mission for Cotton Productivity to promote ELS varieties with ₹500 crore allocated. medium.com

India imports ELS mainly from US to meet demand for premium yarn. More than 47% of US exports to India by value is ELS. The mission aims to cut this import reliance. paradigmfutures.netthehindubusinessline.com

3. FINANCIAL REVIEW

(Amount in lakhs)

Particulars	2025-26	2024-25	Change	Reason
Revenue From Operations	14,128.58	13424.32	5%	There is an exponential increase in sale of Garmenting unit by 227% and 8% in Knitting unit. Although due to poor quality of raw cotton received in current year led to decrease in production and sale of Spinning unit by 10-12%.
Operating Profit (EBITDA)	695.66	772.89	-10%	
Finance Cost	211.82	198.68	7%	The finance cost has increased due to increase in loans during the current year, taken for the purchase of solar panels and machinery, as well as an ad hoc loan for short-term financing
Depreciation Cost	313.64	330.62	-5%	

Profit Before Tax	170.2	243.59	-30%	The net profit margin has decreased in the current financial year, due to multiple factors affecting the profitability. In FY 25-26 the quality of raw material cotton received was poor which reduced the production and sale of spinning unit both by 10-12%, Also in the garmenting unit the stock was prepared but the same was picked for sale after the year end which led to non booking of profit margin in FY 25-26. Further electricity cuts and Labour shortage has also collectively impacted the Margins.
Profit after Tax	129.69	179.6	-28%	The net profit margin has decreased in the current financial year, due to multiple factors affecting the profitability. In FY 25-26 the quality of raw material cotton received was poor which reduced the production and sale of spinning unit both by 10-12%, Also in the garmenting unit the stock was prepared but the same was picked for sale after the year end which led to non booking of profit margin in FY 25-26. Further electricity cuts and Labour shortage has also collectively impacted the Margins.

4. SEGMENT-WISE AND PRODUCT-WISE PERFORMANCE

Particulars	Yarn	Fabric	Garment
Sale	85.89cr	32.18 cr	23.20 Cr
Production	4726511 Kg	1422147 kg	3652857 pieces

5. FINANCIAL RATIOS

S.No	Particulars	2025-26	2024-25	% age Change	Reason
1	Debtor Turnover Ratio (in days)	46 Days	35 Days	30.44%	The fabric unit operates on a 30-60 day payment cycle, while the garment unit has an even longer cycle of 60-90 days, with the increase in the sale of these two unit this year they are collectively contributing to the rise in debtor turnover days as well.
2	Inventory Turnover (in days)	126 Days	113 Days	11.38%	The inventory turnover ratio has increased due to strategic stock accumulation to meet anticipated demand and ensure uninterrupted supply to customers.
3	Interest Coverage Ratio	1.8	2.23	-19.28%	The interest coverage ratio has decreased in the current year due to higher finance costs associated with additional borrowings undertaken for expansion and capital expenditure purposes, which are expected to generate future benefits.
4	Current Ratio	1.89	2.37	-20.27%	The current ratio has declined due to an increase in upcoming short-term borrowing repayments, as reflected under current liabilities
5	Debt-Equity Ratio	0.84	0.61	37.89%	The debt-to-equity ratio has increased due to increase in loans during the current year, taken for the purchase of solar panels and machinery, as well as an ad hoc loan for short-term financing.

6	EBITDA Margin (%)	4.92%	5.76%	-0.84%	The net profit margin has decreased in the current financial year, due to multiple factors affecting the profitability. In FY 25-26 the quality of raw material cotton received was poor which reduced the production and sale of spinning unit both by 10-12%, Also in the garmenting unit the stock was prepared but the same was picked for sale after the year end which led to non booking of profit margin in FY 25-26. Further electricity cuts and Labour shortage has also collectively impacted the Margins.
7	Net Profit Margin (%)	0.92%	1.34%	-42.49%	The net profit margin has decreased in the current financial year, due to multiple factors affecting the profitability. In FY 25-26 the quality of raw material cotton received was poor which reduced the production and sale of spinning unit both by 10-12%, Also in the garmenting unit the stock was prepared but the same was picked for sale after the year end which led to non booking of profit margin in FY 25-26. Further electricity cuts and Labour shortage has also collectively impacted the Margins.
8	Return on Net Worth (%)	2.97%	4.24%	-29.99%	A decrease in profit growth with no corresponding increase in net worth of the company has led to this decrease in return on Net worth. Poor quality of raw material received, electricity cuts and Labour shortage are impacting the net profit.

6. HUMAN RESOURCES/INDUSTRIAL RELATIONS

At Avi Ansh Textile, we continuously strengthen a culture where performance, fairness, and opportunity drive every decision. During the year, we expanded initiatives to support women's participation by enhancing workplace safety measures, improving employee amenities. We also invested in targeted learning and development programs that combined practical, hands-on training with skill enhancement, enabling employees to take on greater responsibilities and contribute more effectively to the Company's growth.

Reflecting the Company's continued growth and expansion, the total employee strength increased from **371 employees as on March 31, 2025, to 459 employees as on March 31, 2026**, demonstrating our commitment to creating employment opportunities while building a skilled and engaged workforce.

7. INTERNAL CONTROL SYSTEM AND ADEQUACIES

The Company maintains an internal control framework designed to safeguard assets, ensure accurate financial reporting, and support sustainable business growth. Our control systems are continuously refined to align with evolving industry benchmarks, regulatory requirements, and operational realities.

Senior management keeps an eye on the internal audits' suggestions for ongoing system updates. The infrastructure of IT system is upgraded frequently to facilitate improved controls and corporate decision making to make sure that the company is not lagging in technology and is at par with the industry.

8. OPPORTUNITIES AND THREATS

8.1 OPPORTUNITIES

India's textile industry has emerged as one of the country's key growth engines, expanding to nearly Rs. 16.66 lakh crore (US\$ 190 billion) in 2025-26 and setting its sights on achieving a market size of Rs. 33.10 lakh crore (US\$ 350 billion) by 2030. The domestic textile market has increased significantly from about Rs. 6 lakh crore (US\$ 93.63 billion) in 2014-15 to over Rs. 16 lakh crore (US\$ 170.4 billion), reflecting rising consumption, expanding manufacturing capabilities and stronger value-chain integration. According to Textiles Minister Mr. Giriraj Singh, the sector currently provides direct employment to more than 5.3 crore people and is expected to create nearly 2 crore additional jobs over the next three years. Guided by the Prime Minister Mr. Narendra Modi's 5F vision- Farm to Fibre, Fibre to Factory, Factory to Fashion and Fashion to Foreign, the industry has evolved into a comprehensive ecosystem connecting farmers,

weavers, artisans, manufacturers and exporters.

The Government has introduced several initiatives to strengthen the sector's competitiveness, including PM MITRA Parks, the Production Linked Incentive (PLI) Scheme, the National Technical Textiles Mission (NTTM), the Textiles Export Promotion Mission (TEEM), the National Fibre Mission and the Raw Material Support Scheme (RMSS). Measures such as the Cotton Productivity Mission and the removal of import duty on cotton are supporting raw material availability and farmer incomes. Export competitiveness has been further enhanced through RoSCTL and RoDTEP schemes, while India's FTA network has expanded from 10 agreements covering 19 countries in 2014 to 18 agreements covering 56 countries. India has also emerged as a global leader in technical textiles, with the market growing from about Rs. 55,734 crore (US\$ 6 billion) to Rs. 2.32 lakh crore (US\$ 25 billion) under NTTM.

Source: <https://www.ibef.org/news/india-s-textile-industry-poised-to-achieve-us-350-billion-target-by-2030>

8.2 THREATS

Domestic cotton production to dip by 1.7% YoY in 2026 (October 2025 to September 2026) amid uneven rainfall and acreage shifts by farmers. Amid low cotton output, dependence on imports rose sharply in FY 2025-2026 (up 85% YoY) with the United States being the key supplier with 22% share. Import duty exemption on cotton imports from August 19, 2025, till December 31, 2025 and the relatively subdued demand for cotton yarn

has kept cotton prices soft despite a contraction in output over the last two cotton seasons.

Following a relatively flat first half (H1), the spillover impact of U.S. tariffs on cotton spinners is expected to moderate domestic cotton yarn realizations during the second half (H2) of FY2026. Consequently, revenues of cotton spinning companies are projected to decline by 4-6% in FY2026, while operating margins are likely to contract by 50-100 basis points (bps). However, the anticipated moderation in cotton prices is expected to partially offset this impact. Additionally, any positive outcome from the ongoing tariff-related negotiations with the United States could help mitigate the adverse effects to some extent.

Sources:

1. <https://www.icra.in/Research/ViewResearchReport/acreage-compression-to-cap-cotton-output-in-cotton-year-2026-import-dependence-to-continue/6724>
2. <https://www.icra.in/Research/ViewResearchReport/us-tariffs-deter-the-recovery-of-cotton-spinners/6689>

9. DISCLOSURE OF ACCOUNTING TREATMENT

During the period under review, the financial statements were prepared in accordance with the applicable Accounting Standards, and no treatment differing from that prescribed in any Accounting Standard has been followed. Accordingly, the disclosure required under Clause B (2) of Schedule V of the SEBI (LODR) Regulations, 2015 is not applicable to the Company for the financial year ended 31 March 2026.

On Behalf of the Board of Directors
Avi Ansh Textile Limited

Place: New Delhi
Date: 26/08/2026

Sd/-
Anil Kumar Jain
(Managing Director)
DIN : 00150070

Sd/-
Geeta Jain
(Director)
DIN : 00153074

Independent Auditor's Report

To
The Members of
AVI ANSH TEXTILE LIMITED
(Formerly Known As Avi Ansh Textile Pvt. Ltd.)
CIN: L17110DL2005PLC260403

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Avi Ansh Textile Limited**, which comprises the balance sheet as at 31st March 2026, the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information's.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles

generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the 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. We state below Key Audit Matters (KAM) and our audit approach is listed as under for the same.

Key Audit Matter	How our Audit address the Key Audit Matter
1. Reconciliation of Monthly Stock, Debtors & Creditors Statements Submitted to Bank:	
(a) Stock/ WIP: The Company operates a continuous manufacturing process. WIP valuation at any given date is inherently judgmental due to varying stages of completion. The valuation basis for the monthly statement submitted to bank may differ from the method applied in books, resulting in a reasonable variation between stock reported to the bank and books	Our Audit procedure with regard to stock valuation: - Assessed costing methodology and consistency with prior years. - Reviewed BOM and production records to verify WIP cost components. - Reviewed management's reconciliation between statements submitted to bank and books; differences are within reasonable range and explained by production cycle timing.
b. Debtors: Debtors as per bank statements are reported at gross invoice value. In books, TDS deducted by customers is reclassified to TDS Receivable once Form 26AS is updated or Deduction certificate received, and trade discounts / rebates are adjusted. These timing differences create reconciling items.	Our Audit procedure with regard to Debtors balance verification: - On the basis of party confirmations received, the outstanding balances of debtors have been verified and reconciled with the books of accounts. Differences, if any, have been examined and found to be on account of TDS deductions and trade discount adjustments. - On the basis of balances outstanding as at the year-end and their subsequent realisation, the recoverability of debtors has been assessed. Amounts realised post year-end have been traced to bank statements, confirming the genuineness of the outstanding balances reported in the monthly bank statements.

	c. Bill-wise payment details have been examined to verify that payments received from debtors are matched against specific invoices. This procedure confirmed that the debtors balance as per books is supportable at the individual bill level and is consistent with the aggregate balance reported to the bank, subject to TDS and discount adjustments.
c. Creditors: Creditors per bank statements reflect gross payables. In books, TDS deducted on vendor payments reduces the creditor balance (with corresponding TDS Payable), and supplier credit notes / discounts are recorded on an accrual basis. These adjustments cause differences with the bank-reported figures.	Our Audit procedure with regard to creditors balance verification: a. Obtained creditor balance confirmations and reconciled with books. b. Verified TDS deductions against TDS returns filed and confirmed proper accounting in books. c. Reviewed supplier credit notes and verified correct period recording. d. Differences between bank and book creditors confirmed as TDS and credit note timing – adequately explained.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the

provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant

ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

1. As required by section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the '*Annexure A*', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
3. 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 and based on our examination of the books of account and records of the Company, we have no qualifications, reservations or adverse remarks to report in respect of the maintenance of accounts and the matters connected therewith as required under Section 143(3)(h) of the Companies Act, 2013.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations

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

- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Companies Internal Financial Control over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company have some small pending litigations which would not have any substantial impact its financial position however such pending litigations are disclosed in Contingent Liability schedule of the financial statement.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. 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 have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- v. 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 have been received by the company from any person(s) or entity (ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- vi. Based on audit procedures which we 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) contain any material mis-statement.
- vii. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- viii. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. We did not come across any instance where the audit trail feature has been tampered with during the year. Further, the audit trail has been preserved by the Company as per the statutory requirements for record retention as prescribed under Rule 3 of the Companies (Accounts) Rules, 2014.

For
Kuldeep Sharma & Associates
Chartered Accountants
FRN: 024838N

Place: Delhi
Date: 18-05-2026

Kuldeep Sharma
Membership No. 084073
UDIN: 26084073PSSCLM2954

Annexure-A

“Annexure to the Independent Auditor’s Report of even date to the members of Avi Ansh Textile Limited, on the financial statements for the year ended 31st March 2026”

Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) (A) The Company has maintained reasonable records showing particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company does not have any intangible assets. Accordingly, the provisions of clause 3(i)(a)(B) of the Order are not applicable to the Company.
- (b) The major Property, Plant and Equipment of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.
- (c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanation given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year.
- (ii) (a) In our opinion and as per the confirmation by the management of the company, physical verification of inventory has been conducted at reasonable intervals by the management and the coverage and procedure of such verification by the management are reasonably appropriate. No material discrepancies were noticed on such verification.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are reasonably in agreement with the books of account of the Company. Minor and immaterial differences were observed on account of timing of TDS adjustments and year-end provisions, which do not indicate any material discrepancy.
- (iii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loan, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 during the year. Accordingly, the provisions of clauses 3 (iii)(a), 3(iii)(b), 3(iii)(c) and 3(iii)(d) of the Order are not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, granted any loans or advances in the nature of loans, or provided any guarantee or security to any party during the year under audit. Accordingly, the provisions of Section 185 and Section 186 of the Companies Act, 2013 are not applicable and clause (iv) of the Companies (Auditor’s Report) Order, 2020 is not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, the company has complied with requirements of section 185 and 186 in respect of loans, investments, guarantees or security made by it during the year under audit.
- (v) In our opinion and according to the information and explanation given to us, Company has not accepted any deposits or amounts which are deemed to be deposits under the directives of the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where its applicable. Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) We have broadly reviewed the book of accounts maintained by the company pursuant to the rule made by the central government for the maintenance of cost records under the section 148(1) of the Companies Act, 2013 and are of the

opinion that prima facie, the prescribed accounts have been made and maintained. However we have not made detailed examination of records with a view to determine whether they are accurate or Complete.

- (vii) (a) In our opinion and on the basis of information and explanation given to us, the Company has been generally regular in depositing statutory dues as applicable, with the appropriate authorities. There are no statutory dues that are outstanding as of March 31, 2026, for a period of more than six months.
- (b) As at the year-end, based on the records of the Company and the information and explanations provided to us, there are no undisputed statutory dues outstanding against the Company, except for those disclosed under contingent liability notes.
- (viii) In our opinion and according to the information and explanation given to us, company has no transactions which have not been recorded in the books of accounts, have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.
- (b) In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial Institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.
- (d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilised for long term purposes.
- (e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) During the year, the Company has not raised any funds through Initial Public Offer (IPO), Further Public Offer (FPO) or any term loans. Accordingly, the provisions of clause (xvi) of the Companies (Auditor's Report) Order, 2020 are not applicable to the Company.
- (b) In our opinion and according to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares during the year. Therefore, the provisions of Clause (x)(b) of paragraph 3 of the order are not applicable to the Company.
- (xi) (a) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the Financial Statements and according to the information and explanations given by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year 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 and Auditors) Rules, 2014 with the Central Government.
- (c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company.
- (xii) Company is not a Nidhi company, accordingly provisions of the Clause 3(xii) of the Order is not applicable to the company.
- (xiii) According to the information and explanations given to us, we are of the opinion that all transactions with related parties are in compliance with section 177 & 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the Accounting Standards and the Companies Act, 2013.
- (xiv) The company has appointed an internal auditor as required under the provisions of Section 138 of the Companies Act, 2013. In our opinion, the internal audit system of the company is commensurate with the size and nature of its business. We have considered the reports of the Internal Auditor for the period under audit while conducting our statutory audit.
- (xv) According to the information and explanations given to us, we are of the opinion that the

company has not entered into any non-cash transactions with directors or persons connected with him.

- (xvi) According to the information and explanations given to us, we are of the opinion that the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of clause 3(xvi) of the Order are not applicable.
- (xvii) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses in the financial year and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of current assets and payment of current liabilities, other information accompanying the financial statements, 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 the Company is incapable of meeting its liabilities

existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

- (xx) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For
Kuldeep Sharma & Associates
Chartered Accountants
FRN: 024838N

Place: Delhi
Date: 18-05-2026

Kuldeep Sharma
Membership No. 084073
UDIN: 26084073PSSCLM2954

“Annexure B” to the Independent Auditor’s Report to the members of AVI ANSH TEXTILE LIMITED**Report on the internal financial controls over financial reporting 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 AVI ANSH TEXTILE Limited (“the Company”) as at March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s responsibility for internal financial controls

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

Auditors’ responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial

controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement in 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 control system over financial reporting.

Meaning of internal financial controls over financial reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that:

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

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

Opinion

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control 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.

For
Kuldeep Sharma & Associates
Chartered Accountants
FRN: 024838N

Place: Delhi
Date: 18-05-2026

Kuldeep Sharma
Membership No. 084073
UDIN: 26084073PSSCLM2954

Balance Sheet as At 31st March 2026

(Amount in INR in Lakhs)

PARTICULARS	NOTES NO.	Balance as at	
		As At 31-Mar-26	As At 31-Mar-25
I EQUITY AND LIABILITIES			
1) Shareholders funds			
(a) Share Capital	3	1,397.69	1,397.69
(b) Reserve and Surplus	4	2,971.43	2,837.94
		4,369.12	4,235.63
2) Non-current liabilities			
(a) Long- term borrowings	5	1,126.69	857.09
(b) Long term provision	7	40.77	42.42
		1,167.46	899.51
3) Current liabilities			
(a) Short term borrowings	8	2,548.32	1,740.46
(b) Trade payables:	9		
(i) Payable to MSME	(i)	35.67	-
(ii) Payable to Others	(ii)	470.93	200.33
(c) Other current liabilities	10	179.46	137.79
(d) Short term provisions	11	103.65	153.69
		3,338.03	2,232.27
Total		8,874.61	7,367.41
II ASSETS			
1) Non-Current assets			
(a) Property, Plant and Equipments and intangible Assets:			
(i) Property, Plant and Equipment		2,421.54	1,912.68
(ii) Intangible Assets	12	-	-
(iii) CWIP		-	-
(b) Other Non-Current Assets	13	140.15	140.03
(c) Deferred tax Assets	6	5.05	17.70
		2,566.74	2,070.41
2) Current assets			
(a) Inventories	14	3,642.16	2,997.64
(b) Trade receivables	15	2,122.84	1,401.30
(c) Cash and cash equivalents	16	7.53	353.95
(d) Short term Loans and Advances	17	267.96	301.49
(e) Other current assets	18	267.38	242.62
		6,307.87	5,297.00
Total		8,874.61	7,367.41
Company Overview	1		
Significant Accounting Policies	2		

The accompanying Notes are an integral part of Financial Statements.

As per our report of even date
For Kuldeep Sharma & Associates
(FRN:024838N)

For and On behalf of Board of Directors

(Kuldeep Sharma)
(M.No: 084073)

Anil Kumar Jain
(Managing Director)
(DIN: 00150070)

Geeta Jain
(Director)
(DIN: 00153074)

Date: 18-05-2026
Place: New Delhi
UDIN: 26084073PSSCLM2954

Akanksha Jain
(Chief Financial Officer)

Isha
(Company Secretary)

Avi Jain
(CEO)

Profit and Loss Statement for the year ended 31st march 2026

(Amount in INR in Lakhs)

S.No	PARTICULARS	NOTES NO.	FOR THE YEAR ENDED	
			31-Mar-26	31-Mar-25
I	Revenue from operations	19	14,128.58	13,424.32
II	Other Income	20	40.59	38.72
III	Total Income (I)+(II)		14,169.17	13,463.04
IV	EXPENSES			
	Cost of Material Consumed	21	11,015.55	9,989.17
	Change in Inventory	22	(1,376.56)	(656.62)
	Employee Benefit Expenses	23.1	978.43	984.89
	Finance costs	23.2	211.82	198.68
	Depreciation and Amortisation	23.3	313.64	330.62
	Other Expenses	23.4	2,856.09	2,372.70
	Total Expenses		13,998.97	13,219.44
V	Profit/(Loss) before Exceptional and Extra ordinary items and Tax (III)-(IV)		170.20	243.59
VI	Exceptional items		-	-
VII	Profit/(Loss) before Extra ordinary items and tax (V)-(VI)		170.20	243.59
VIII	Extraordinary items			
	-Profit/(Loss) on Sale of machinery		-	-
IX	Profit/(Loss) before tax (VII)-(VIII)		170.20	243.59
X	Tax Expenses:			
	Current Tax		27.86	68.77
	Deferred Tax		12.65	(4.78)
XI	Profit/(Loss) for the year for continuing operations		129.69	179.60
XII	Earning per share			
	(a) Basic		0.93	1.51
	(b) Diluted		0.93	1.51
	Company Overview	1		
	Significant Accounting Policies	2		

The accompanying Notes are an integral part of Financial Statements.

As per our report of even date
 For Kuldeep Sharma & Associates
 (FRN:024838N)

For and On behalf of Board of Directors

(Kuldeep Sharma)
 (M.No: 084073)

Anil Kumar Jain
 (Managing Director)
 (DIN: 00150070)

Geeta Jain
 (Director)
 (DIN: 00153074)

Date: 18-05-2026
 Place: New Delhi
 UDIN: 26084073PSSCLM2954

Akanksha Jain
 (Chief Financial Officer)

Isha
 (Company Secretary)

Avi Jain
 (CEO)

Cash flow Statement Statement for the year ended 31st march 2026

(Amount in INR in Lakhs)

PARTICULARS	For the Year Ended	
	31-Mar-26	31-Mar-25
A. Cash Flow from Operating Activities		
a) Net Profit before tax and extraordinary Items	170.20	243.59
Add: Depreciation	313.64	330.62
Provision for Gratuity (net)	(1.41)	9.00
Other Provisions	5.47	10.42
Finance cost	211.82	198.68
Loss on Discard of Fixed Assets	0.03	-
Less:		
Interest Income	(25.47)	(20.21)
Profit on Sale of Fixed Assets	(2.29)	-
b) Operating profit before working capital Changes	671.99	772.11
Adjustment for:		
(Increase)/Decrease in Trade Receivable	(721.55)	(234.77)
(Increase)/Decrease in Other Current Assets	(24.76)	29.23
(Increase)/Decrease in Trade Payable	306.28	22.83
Increase/(Decrease) in Other Current Liabilities	41.66	38.23
Increase/(Decrease) in Current Provision	(13.19)	6.59
Increase/(Decrease) in Long term Provision	(1.65)	8.00
Increase/(Decrease) in Inventories	(644.52)	(225.47)
Increase/(Decrease) in Short Term Loans and Advances	9.36	(196.58)
c) Cash generated from operations	(376.38)	220.16
Less-Income tax paid	40.80	143.14
Net cash from operating activities	(417.18)	77.02
B Cash Flow from Investing Activities		
Purchase of fixed assets (Net)	(823.12)	(217.69)
Sale of Fixed Assets	2.89	-
Change in Non Current Assets	(0.12)	(3.64)
Interest Income	25.47	20.21
Net cash from Investing Activities	(794.88)	(201.13)
C Cash Flow from Financing Activities		
Changes in Long Term Borrowing	269.60	(599.53)
Changes in Short Term Borrowing	807.86	(1,284.14)
Issue of shares with premium (net of Issue expenses)	-	2,479.95
Finance Cost	(211.82)	(198.68)
	865.64	397.60
D Net Increase/(decrease) in Cash and Cash equivalent	(346.42)	273.51
Cash & Cash equivalent at beginning of the year	353.95	80.46
Cash & Cash equivalent at end of the year (Cash and cash equivalent represents cash and bank balance)	7.53	353.95

Note: Interest Incomes Included income on advances with Vendors and Electricity board.

As per our report of even date
For Kuldeep Sharma & Associates
(FRN:024838N)

(Kuldeep Sharma)
(M.No: 084073)

Date: 18-05-2026
Place: New Delhi
UDIN: 26084073PSSCLM2954

Akanksha Jain
(Chief Financial Officer)

For and On behalf of Board of Directors

Anil Kumar Jain
(Managing Director)
(DIN: 00150070)

Geeta Jain
(Director)
(DIN: 00153074)

Isha
(Company Secretary)

Avi Jain
(CEO)

1 Overview of Company

The Company “**Avi AnshTextile Limited**” (formerly known as “Avi Ansh Textile Private Limited”) (CIN:L17110DL2005PLC260403) was incorporated as a “Private Limited Company” under Company Act on April, 27th 2005. The Company is converted into Public Limited company as on January 3rd 2024. The company is engaged in the business of manufacturing and Trading of cotton yarn and Fabrics.

2 Significant accounting policies and notes on accounts:

(a) Basis of Preparation of Financial Statements:

The financial statements of the Company have been prepared on accrual basis under the historical cost convention and going concern basis in accordance with Generally Accepted Accounting Principles in India (‘Indian GAAP’) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Accounting Standards) Rules, 2021 and the relevant provisions of the Companies Act, 2013

(b) Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the period. The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known / materialize.

(c) Revenue Recognition:

All income and expenses to the extent considered recoverable/payable with reasonable certainty are accounted for on accrual basis. Interest earned/accrued is recognized on a time proportion basis taking into account the amount outstanding and applicable interest Rate. Interest Income is included under the head “other Income” in the statement of Profit and Loss. Profit/Loss on sale of fixed assets is recorded on transfer of title from the company and is computed on the basis of difference between net sale consideration and the written down value of the asset.

(d) Cash and Cash Equivalent:

Cash comprises cash in hand and demand deposits with banks Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

(e) Property, Plant & Equipment and Intangible Assets:

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

All other expenses on existing plant, property and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred. Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life.

(f) Depreciation/Impairment of Assets:

Depreciation on property, plant and equipment including stores and spares transferred from inventory is calculated on a written down value basis using the rates arrived at, based on the useful lives estimated by the management, which are equal to the useful lives prescribed under Schedule II to the Companies Act, 2013. Depreciation on the amount of adjustment to property, plant and equipment on account of capitalization of insurance spares and critical spares transferred from stores and spares is provided over the remaining useful lives of related assets.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate. To calculate depreciation on Fixed Assets, Tangible and Intangible, in a manner that amortizes the cost of the assets is provided on the basis of written down value method at the rates on the basis prescribed in Part C of the schedule II of the Companies Act, 2013.

Description of Assets	Estimated Useful Life
Computers & Data Processing Equipment/Software	3 years
Building	30 years
Furniture & Fixtures	10 years
Electrical Fittings in Factory	10 years
Office Equipment	10 years
Plant and Machinery	15 years
Motor Car	8 years
Motor Car (Two Wheeler)	10 years

(g) **Impairment of Assets:**

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognized in the statement of profit and loss to the extent the carrying amount exceeds the recoverable amount.

(h) **Inventory:**

Company value its inventory on Cost or Net realizable Value, which ever is lower. Cost of inventories comprises of purchase cost and other cost incurred in bringing inventories to their present location and condition

(i) **Taxes on income:**

Income taxes are accounted for in accordance with Accounting Standard 22 on Accounting for Taxes on Income. Tax expense comprises of both current and deferred tax. Deferred tax assets and liabilities are recognized, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income, that originate in one period and are capable of reversal in one or more subsequent periods and are measured using tax rates enacted or substantively enacted as at the Balance Sheet date. The carrying amount of deferred tax assets and liabilities are reviewed at each Balance Sheet date. Deferred Tax Asset on carry forward losses and unabsorbed depreciation, if any, are recognized when it is virtually certain that there will be future taxable profit.

(j) **Employee Benefits:**

- (i) Short term employee benefits are recognized as an expense at the undiscounted amount in the Profit and loss account of the period in which the related services is rendered.
- (ii) Long Term Employee benefits are recognised as and expenses as per the valuation of Actuarial and other Professional for the Period in which such expenses are related.

(k) **Provisions & contingencies:**

A provision is recognized when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are disclosed in the notes. Contingent assets are not recognized or disclosed in the Financial Statements.

(l) **Borrowing Cost:**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such asset. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

(m) **Investments:**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which investments are made, are classified as current investments. All other investments are classified as long term investments. Long-term investments are stated at cost, less provision for other than temporary diminution in the carrying value of each investment. Current investments are stated at the lower of cost and fair value.

(n) **Earnings per Share:**

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares except where the result would be anti-dilutive.

(o) **Foreign Currency Transactions**

Foreign Currency Transactions are recorded at the exchange rate prevailing on the date of transaction. All monetary foreign currency assets/liabilities are translated at the rates prevailing on the date of balance sheet. The exchange difference between the rates prevailing on the date of transaction and on the date of settlement as also on translation of monetary items at the end of the period is recognized as income or expense, as the case may be.

(p) **Revaluation of Assets**

As and when Fixed Assets are revalued, to adjust the provision for depreciation on such revalued Fixed Assets, where applicable, in order to make allowance for consequent additional diminution in value on considerations of age, condition and unexpired useful life of such Fixed Assets.

Annexure of Depreciation and Amortisation

Particulars	Freehold Factory Land*	Factory Building*	Furnitures and Fixtures	Electric Equipments	Plant and Machinery	Computers & Peripherals	Vehicle	Total
Gross Carrying Value as on 01-04-2024	63.26	1,252.44	247.67	33.17	3,046.24	4.31	47.38	4,694.47
Addition for the year	-	2.29	28.74	3.34	181.37	1.95	-	217.69
Deletion for the year	-	-	-	-	-	-	-	-
Gross Carrying Value as on 31-03-2025	63.26	1,254.73	276.41	36.51	3,227.61	6.26	47.38	4,912.16
Accumulated Depreciation as on 01-04-2024	-	489.23	105.71	20.81	2,019.25	3.38	30.49	2,668.86
Depreciation for the year	-	71.58	46.82	2.96	203.10	0.98	5.17	330.62
Adjustment made	-	-	-	-	-	-	-	-
Accumulated Depreciation as on 31-03-2025	-	560.81	152.53	23.77	2,222.35	4.36	35.66	2,999.48
Carring Value as on 31-03-2025	63.26	693.92	123.88	12.74	1,005.26	1.90	11.72	1,912.68
Gross Carrying Value as on 01-04-2025	63.26	1,254.73	276.41	36.51	3,227.61	6.26	47.38	4,912.16
Addition for the year	-	164.95	1.15	3.30	631.40	1.23	21.09	823.12
Deletion for the year	-	-	-	-	-	0.53	8.24	8.77
Gross Carrying Value as on 31-03-2026	63.26	1,419.67	277.56	39.81	3,859.01	6.97	60.23	5,726.51
Accumulated Depreciation as on 01-04-2025	-	560.81	152.53	23.77	2,222.35	4.36	35.66	2,999.48
Depreciation for the year	-	67.10	31.79	3.15	205.46	1.31	4.83	313.64
Adjustment made	-	-	-	-	-	0.50	7.65	8.15
Accumulated Depreciation as on 31-03-2026	-	627.91	184.32	26.92	2,427.82	5.17	32.84	3,304.97
Carring Value as on 31-03-2026	63.26	791.77	93.24	12.90	1,431.20	1.80	27.39	2,421.54

*Note-1: Factory Land and building are mortgaged as security against borrowings availed by the Company.

Note-2: The Company's solar machinery (Rs. 372.00 lakhs) is financed by IDFC Bank, and D.G. set (Rs. 26.27 lakhs), Eicher truck (Rs. 21.09 lakhs) and printing machinery (Rs. 47.30 lakhs) are financed by Sundaram Finance. These assets are hypothecated as security against the respective borrowings

3 Share capital

(A) Authorised, Issued and Subscribed Shares

(Amount in INR in Lakhs)

S.No.	PARTICULARS	Balance as at	
		As At 31-Mar-26	As At 31-Mar-25
(a)	Authorised Capital	1,400.00	1,400.00
	14000000 Equity Shares of Rs. 10/- each as on 31-03-2026		
	14000000 Equity Shares of Rs. 10/- each as on 31-03-2025		
(b)	Issued and Subscribed Capital	1,397.69	1,397.69
	13976930 Equity Shares of Rs.10/-each with voting rights as on 31-03-2026		
	13976930 Equity Shares of Rs.10/-each with voting rights as on 31-03-2025	1,397.69	1,397.69

(B) Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having a face value of Rs. 10 each. These equity shares rank pari passu in all respects, including entitlement to voting rights, dividend, and repayment of capital. Each equity share carries one vote. The shareholders are entitled to receive dividends as and when declared by the Board of Directors and approved by the shareholders, in proportion to the number of shares held. In the event of liquidation, the equity shareholders will be entitled to receive the remaining assets of the Company after settlement of all liabilities, in proportion to their shareholding.

(C) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:-

Particulars	Balance as at	
	As At 31-Mar-26	As At 31-Mar-25
Equity Shares at the Beginning of the year	13976930	9784930
Add: Equity Share issue during the Period	-	4192000
Less: Equity Shares Buy back during the Period	-	-
Equity Shares at the end of the year	13976930	13976930

(D) Shareholder Holding More than 5% Shares

Name of the Person	As at Mar. 31, 2026		As at March 31, 2025	
	%-ge of shares	Number of shares	%-ge of shares	Number of shares
Anil Kumar Jain	27.48%	3841010	27.48%	3841010
Geeta Jain	11.36%	1587200	11.36%	1587200
A.K.Jain HUF	12.83%	1793870	12.83%	1793870
G A. Alloys Pvt Ltd	4.65%	649630	4.65%	649630
S. J. Metals Pvt. Ltd.	3.82%	533480	3.82%	533480

(E) Shareholding of Promoters

Name of Promoters	As at Mar. 31, 2026		As at March 31, 2025	
	%-ge of shares	Number of shares	%-ge of shares	Number of shares
Anil Kumar Jain	27.48%	3841010	27.48%	3841010
Geeta Jain	11.36%	1587200	11.36%	1587200
Avi Jain	0.43%	60000	0.43%	60000
A K Jain HUF	12.83%	1793870	12.83%	1793870
Sanjeev Mittal HUF	1.20%	168350	1.20%	168350
Ramesh Mittal HUF	1.41%	196670	1.41%	196670

S C Jain HUF	1.14%	159200	1.14%	159200
G A. Alloys Pvt Ltd	4.65%	649630	4.65%	649630
S. J. Metals Pvt. Ltd.	3.82%	533480	3.82%	533480
Arihant Yarn Fab Pvt Ltd	2.67%	373130	2.67%	373130
	66.99%	9362540	66.99%	9362540

4 S.No.	Reserve and Surplus PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Security Premium Account:		
i	Balance at the beginning of the year	2,220.53	159.78
ii	Add: Increase During the year	-	2,179.84
iii	Less: IPO Expenses	-	119.09
iv	Balance at the end of the year	2,220.53	2,220.53
2	Surplus of Profit & Loss Account:		
i	Balance at the beginning of the year	617.41	450.25
ii	Add/Less:- Profit during the year	129.69	179.60
iii	Add/Less:- Previous year of Income Tax Adjustments	3.80	(12.43)
iv	Balance at the end of the year	750.90	617.41
	TOTAL (1+2)	2,971.43	2,837.94

5 S.No.	Long Term Borrowings PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Secured Loans from Bank and NBFC's		
A	Vehicle Loan	16.16	7.87
B	Plant and Machinery Loan	256.16	-
2	Unsecured		
A	From Directors and others	854.37	849.22
	TOTAL	1,126.69	857.09

Note: details as per Annexure of Borrowings

6 S.No.	Deferred Tax Assets/(Liabilities) PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
(i)	Opening Balance	17.70	12.93
(ii)	Add/(less): During the period	(12.65)	4.78
	Closing Balance	5.05	17.70
	Timing Difference		
(i)	Depreciation as per books	313.64	330.62
	Depreciation as Income Tax	367.97	331.06
	<i>Timing Difference due to Depreciation Assets/(Liabilities)</i>	<i>(54.33)</i>	<i>(0.44)</i>
(ii)	Gratuity Expenses as per books	9.91	17.11
	Gratuity Expenses as per Income Tax	11.31	8.12
	<i>Timing Difference due to Gratuity Assets/(Liabilities)</i>	<i>(1.41)</i>	<i>9.00</i>
(iii)	<i>Other Expenses as per books</i>	<i>12.58</i>	<i>10.42</i>
	<i>Other Expenses as per Income tax</i>	<i>7.11</i>	<i>-</i>
	<i>Timing Difference due to Gratuity Assets/(Liabilities)</i>	<i>5.47</i>	<i>10.42</i>
	<i>Net Timing Difference</i>	<i>(50.27)</i>	<i>18.98</i>
	<i>DTA/(DTL)</i>	<i>12.65</i>	<i>4.78</i>

7 S.No.	Long Term Provisions PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
(i)	Provision for Gratuity	40.77	42.42
	TOTAL	40.77	42.42

8 S.No.	Short Term Borrowings PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Secured Loans from Bank and NBFC's		
A	Vehicle Loan	3.32	3.11
B	CC Acount	2,180.29	1,727.35
C	Loan for Plant and Machinery	64.70	-
D	Cash Credit - Adhoc Loan from Indusind Bank (for 90 days)	300.00	-
2	Un-secured Loans from Bank and NBFC's		
A	From Directors and others	-	10.00
	TOTAL	2,548.32	1,740.46

Note-1: details as per Annexure of Borrowings.

9 S.No.	Trade Payables PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
(i)	Micro Small and Medium Enterprises*	35.67	-
(ii)	Others	470.93	200.33
	TOTAL	506.60	200.33

*Note: The balances outstanding to MSME vendors as highlighted above were not due as on 31 March 2026.

Ageing of Trade Payable		Outstanding for following periods from due date of payment				
Un Disputed Dues	Payable Ageing	Less than 1 Year	1-2 years	2-3 years	More than 3 Year	Total
Micro Small and Medium Enterprises*						
	31-Mar-26	35.67	-	-	-	35.67
	31-Mar-25	-	-	-	-	-
Others						
	31-Mar-26	470.93	-	-	-	470.93
	31-Mar-25	200.33	-	-	-	200.33
Total 31-03-2026		506.60	-	-	-	506.60
Total 31-03-2025		200.33	-	-	-	200.33

(ii) Additional information regarding Micro, Small and Medium Enterprises :

PARTICULARS	Balance as at	
	31-Mar-26	31-Mar-25
Principal amount due outstanding as at end of the year	-	-
Interest due on above and unpaid as at end of year	-	-
Interest paid to the suppliers	-	-
Payments made to the suppliers beyond the appointed day during the year	-	-
Interest due and payable for the period of delay	-	-
Interest accrued and remaining unpaid as at end of period	-	-
Amount of further interest remaining due and payable even in the succeeding years	-	-

*The above statement is in respect of the parties which could be identified as Micro, Small and Medium Enterprises under Micro, Small and Medium Enterprises Company Development Act, 2006 on the basis of information available with the company. **The above information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

10 S.No.	Other Current Liabilities PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
A	Duties & Taxes		
(i)	TCS/TDS payable	6.34	4.76
B	Other Expenses		
(i)	Card Payable	42.12	47.42
(ii)	Benefits Payable to Employees	83.11	70.44
(iii)	Employee Provident Fund Payable	6.89	8.51
(iv)	ESIC Payable	1.39	1.75
(v)	Other expense payable	0.85	0.59
C	Advance from Customers		
(i)	others	38.76	4.33
	TOTAL	179.46	137.79

11 S.No.	Short Term Provisions PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
(i)	Provision for Income Tax	27.86	68.77
(ii)	Provision for Gratuity	2.82	2.57
(iii)	Provision for Audit Fees	3.50	3.00
(iv)	Provision for Electricity Bill	36.18	51.11
(v)	Provision for Expenses	33.30	28.24
	TOTAL	103.65	153.69

Note-1: The above provision includes Rs. 19.55 Lakhs towards discount to be allowed to customers on sales, to be given in the subsequent year. The same has been computed in accordance with the terms of agreements entered into with the customers.

12 S.No.	Property, Plants & Equipments and intangible Assets PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Tangible Assets - (Details as per Attached Annexure)	2,421.54	1,912.68
	TOTAL	2,421.54	1,912.68

13 S.No.	Other Non-Current Investment PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
A	Fixed Deposits:		
1	Fixed Deposit*	2.70	2.57
B	Securities:		
1	Securities (with electricity Deptt.)	136.16	136.16
2	Other Securities	1.29	1.29
	TOTAL	140.15	140.03

* Note-1: Fixed Deposit Receipts are pledged with the bank for issue of guarantees towards Ministry of Commerce O/o Jt. Director General of Foreign trade.
The balance of FD are inclusive of accrued interest.

14 S.No.	Inventories PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
	Closing Stock		
i	-Raw Material	412.12	1,144.15
ii	-Finished Goods	1,605.83	1,251.36
iii	-WIP Goods*	1,596.87	553.14
iv	-Scraped Goods	27.34	48.98
	(As taken valued & Certified by the management)		
	TOTAL	3,642.16	2,997.64

Note: Inventories are hypothecated against cash credit facility availed by the Company.

Note*: WIP value includes semi-finished goods.

15 S.No.	Trade Receivables PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
	Unsecured Considered Good:		
i	Exceeding 6 Months	123.11	68.38
ii	Others	1,999.73	1,332.92
		2,122.84	1,401.30
	Less: Provision for Doubtful Debts	-	-
	TOTAL	2,122.84	1,401.30

Note: Trade receivables are hypothecated against cash credit facility availed by the Company.

Outstanding for following periods from due date of payment						
Un-Secured Considered Good	Less than 6 Month	6 month - 1 year	1-2 years	2-3 years	More Than 3 Year	Total
31-Mar-26	1,929.00	70.73	85.32	10.97	26.82	2,122.84
31-Mar-25	1,332.92	28.59	11.81	27.98	-	1,401.29

16 S.No.	Cash and Cash Equivalents PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Cash and Cash Equivalents		
i	Cash In hand	7.53	6.89
ii	Balance at Bank	-	347.06
	TOTAL	7.53	353.95

17 S.No.	Short term Loans and Advances PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	Advances to Suppliers and Others		
i	For Supplies/ Expenses	235.95	223.76
2	Others		
i	TDS and TCS Credit and Advance Tax	23.09	46.90
ii	Prepaid Expenses	8.52	8.82
iii	Other Advances	0.40	22.02
	TOTAL	267.96	301.49

18 S.No.	Other Current Assets PARTICULARS	(Amount in INR in Lakhs) Balance as at	
		31-Mar-26	31-Mar-25
1	GST credit balance (Net of Outward Liability)	245.85	218.56
2	Duty Drawback Receivable	3.40	4.46
3	RODTEP Receivable	7.60	11.04
4	Accrued Interest	8.85	7.25
5	Other Receivables	1.68	1.31
	TOTAL	267.38	242.62

19 S.No.	Revenue from operations PARTICULARS	(Amount in INR in Lakhs) For the Period Ended	
		31-Mar-26	31-Mar-25
i	Revenue from Export of Goods	-	28.32
ii	Revenue from Local Sales	14,128.58	13,396.00
		14,128.58	13,424.32
iii	Less: Inter Branch Transfer	-	-
	TOTAL	14,128.58	13,424.32

20 S.No.	Other Income PARTICULARS	(Amount in INR in Lakhs) For the Period Ended	
		31-Mar-26	31-Mar-25
(a)	Interest		
i	-Interest Income	25.47	20.21
(b)	Other		
i	-Rebate & discount on Purchases	3.15	14.55
ii	-Other Income	5.64	3.32
v	- Sale of Scrap	4.04	0.65
vi	- Profit on Sale of Fixed Assets	2.29	-
	TOTAL	40.59	38.72

21 S.No.	Cost of Material Consumed PARTICULARS	(Amount in INR in Lakhs) For the Period Ended	
		31-Mar-26	31-Mar-25
i	Opening Stock	1,144.15	1,575.30
ii	Add:-Purchases	10,283.52	9,558.02
		11,427.67	11,133.33
iii	Less:-Closing Stock	412.12	1,144.15
	TOTAL	11,015.55	9,989.17

22 S.No.	Changes in Inventories of Finished goods, WIP & Scraped goods PARTICULARS	(Amount in INR in Lakhs) For the Period Ended	
		31-Mar-26	31-Mar-25
i	Opening stock	1,853.48	1,196.86
ii	Closing stock	3,230.04	1,853.48
	TOTAL	(1,376.56)	(656.62)

23 S.No.	Other Expenses PARTICULARS	(Amount in INR in Lakhs) For the Period Ended	
		31-Mar-26	31-Mar-25
23.1	Employee Benefits Expenses		
i	Director Remuneration	30.00	30.00
ii	Salary and Wages	875.37	857.83
iii	Employer Cont. to ESI	12.19	17.14
iii	Employer Cont. to EPF	40.39	53.72

iv	Other Benefits to Employees	9.87	6.14
v	Provision for Gratuity	9.91	17.11
vi	Labour & staff welfare	0.70	2.95
		978.43	984.89
23.2	Finance Cost		
i	Bank charges/ Finance Charges	0.06	0.04
III	Loan Processing Fees	12.48	2.47
iii	Interest to others	12.18	11.38
iv	Interest to Bank and NBFC	187.10	184.79
		211.82	198.68
23.3	Depreciation	313.64	330.62
	(details as per annexure)		

		(Amount in INR in Lakhs)	
23.4	Other Expenses Particulars	For the Period Ended	
		31-Mar-26	31-Mar-25
1	Consumable Store	238.87	118.65
2	Electricity Expenses	1,018.19	1,127.49
3	Packaging & Forwarding	134.21	129.96
4	Printing & Stationery	3.87	2.81
5	Insurance	13.17	10.55
6	Postage & Couriers	2.48	1.32
8	Rate, Fees & Taxes	2.62	4.80
9	Brokerage & Commission	0.13	19.34
10	Repair & Maintenance:		
(i)	-Machines & Building	31.15	6.24
(ii)	-Others	7.73	8.50
11	Legal & Professional Consultancy Charges	20.58	5.06
12	General Expenses	2.44	3.51
13	Auditors Remuneration	3.50	3.00
14	Freight Expenses	222.30	228.60
15	Festival Expenses	5.94	3.84
16	Rebate and discount	43.77	6.14
17	Tour & Travelling Exp.	1.68	1.16
18	Labour Transportation Expenses	36.97	34.75
19	Loading/Unloading Charges/weightment charges	13.75	9.72
20	Vehicle running exp.	18.25	18.93
21	Rent Expenses	12.88	4.18
22	ATS Expenses	3.24	4.16
23	Office Expenses	3.14	3.59
24	Job work charges	1,008.67	611.59
25	Litigation Expenses	1.45	-
26	Directors Sitting Fees	5.10	4.80
	TOTAL	2,856.09	2,372.70

24 Segment Reporting

The Company's principal business is manufacturing and trading of cotton yarn, fabric and Garments. As per Accounting Standard (AS) 17 – Segment Reporting, issued by the Institute of Chartered Accountants of India, the Company has only one reportable segment.

25 Basic and Diluted Earning per share:

For the purpose of calculation of basic and Diluted earning per share of following amounts have been considered.

PARTICULARS		
Profit attributable to the equity share holder	129.69	179.60
Weighted Average Number of equity share- -outstanding during the year	13976930	11886672
Basic/diluted EPS	0.93	1.51

26 Micro, small and Medium Enterprises:

The balance outstanding to Micro and Small Enterprises registered under the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 has been disclosed based on the information received and confirmed by the Company from its creditors classified as Micro and Small Enterprises. Details of the same are provided in Note No. 9 to the financial statements.

27 Income/Expenditure Received/Paid in Foreign Currency (Converted in INR):

Particulars	31-Mar-26	31-Mar-25
Foreign Currency Income Received during the year	-	-
Foreign Currency expenses Paid during the year	-	-

(Amount in INR in Lakhs)		
28 Disclosure Related to Gratuity	31-Mar-26	31-Mar-25
Service Cost	15.14	14.98
Interest Cost	3.42	2.94
Actuarial (Gain)/Loss	(7.71)	(0.81)
Previous Year Adjustment	(0.94)	-
Recognised through Profit and loss account	9.91	17.11
Op bal. of Gratuity:		
Current Benefit Obligation	2.57	1.57
Non- Current Benefit Obligation	42.42	34.42
Total	44.99	35.99
Less: Gratuity Paid	11.31	8.12
Recognition through Profit and Loss Account	9.91	17.11
Total	43.58	44.99
Cl bal. of Gratuity:		
Current Benefit Obligation	2.82	2.57
Non- Current Benefit Obligation	40.77	42.42
	43.58	44.99

29 Contingent Liabilities and Commitments

Particulars	31-Mar-26	31-Mar-25
(i) Guarantees to Custom office by issuing Bank guarantee vis-à-vis deposits with bank	1.09	1.09
(ii) Income Tax Demands*	0.68	1.48

*Note: As stated above, the income tax demand is incorrect, as the demand has been wrongly raised due to incorrect levy of interest by the Income Tax Department, and the Company has filed a reply against the said demand.

30 Related Party Disclosures**(A) Names of related parties and description of relationship:****a) Key management personnel**

(i)	Anil Kumar Jain	Managing Director
(ii)	Avi Jain	CEO
(iii)	Akanksha Jain	CFO
(iv)	Isha	Company Secretary

b) Other related parties where common control exists

(i)	Geeta Jain	Director
(ii)	Ansh Jain	Director Relative
(iii)	Aanchal Jain	Director Relative
(ii)	Nikhil Jain	Director Relative
(iii)	Kanta Jain	Director Relative
(iv)	Avi Ansh Enterprises Pvt Ltd	Company in which Director uses significant Influence
(v)	S J Metals Pvt Ltd	Company in which Director uses significant Influence
(vi)	Arihant yarn Fab Pvt Ltd	Company in which Director uses significant Influence
(vii)	Hi Choice Real Estate Pvt Ltd	Company in which Director uses significant Influence
(viii)	G A Alloys Pvt Ltd	Company in which Director uses significant Influence

c) Independent Directors

(i)	Brij Mohan Sharma	Independent Director
(ii)	Vinay Bansal	Independent Director

(b) Transactions with Related Party and KMP's (Amount in INR in Lakhs)

Name	Nature of Transactions	31-Mar-26	31-Mar-25
Anil Kumar Jain	Rent Expenses	3.60	3.10
Anil Kumar Jain	Director Remuneration	30.00	30.00
Geeta Jain	Directors sitting Fees	1.20	1.50
Brij Mohan Sharma	Directors sitting Fees	1.95	1.60
Vinay Bansal	Directors sitting Fees	1.95	1.70
Avi Jain	Salary	24.00	24.00
Ansh Jain	Salary	24.00	24.00
Isha	Salary	7.20	6.00
Akanksha Jain	Salary	24.00	24.00
Aanchal Jain	Salary	18.00	18.00
Kanta Jain	Salary	-	4.00
Nikhil Jain	Commission	-	-
Arihant Yarn Fab P Ltd	Interest	-	1.85
S J Metals P Ltd	Interest	-	1.09
Hi Choice Real Estate	Interest	-	8.13
G A Alloys Pvt Ltd	Interest	-	0.31
Avi Ansh Ent. Pvt Ltd	Purchase*	1,355.73	1,293.07
Avi Ansh Ent. Pvt Ltd	Sales*	1731.60	1,434.36

*Note: Highlighted transactions including tax amount

(b) Loan from Related Parties (Amount in INR in Lakhs)

Name	Opening as on 01-04-2025	Received	Repay	Adjustment	Closing as on 31-03-2026
Anil Kumar Jain	137.06	-	1.35	-	135.71
Geeta Jain	196.15	-	-	-	196.15
Ansh Jain	137.12	-	22.50	-	114.62
Avi Jain	378.88	-	20.50	-	358.38
Aanchal Jain	10.00	12.00	10.00	-	12.00
Akanksha Jain	-	43.00	5.50	-	37.50
Total	859.22	55.00	59.85	-	854.37

31 Remuneration to KMP's

(Amount in INR in Lakhs)

Name	Designation	31-Mar-26	31-Mar-25
Anil Kumar Jain	Managing Director	30.00	30.00
Avi jain	CEO	24.00	24.00
Akanksha Jain	CFO	24.00	24.00
Isha	CS	7.20	6.00

32 Additional Regulatory Requirements:

- The Company holds land located in Punjab, and the title deed of the said land is registered in the name of the Company itself. There are no immovable properties whose title deeds are not held in the name of the Company as on the reporting date.
- (i) As per the confirmation provided by the management of the Company, no revaluation of Property, Plant and Equipment has been carried out during the reporting period.
- (ii) As per the confirmation provided by the management, no loans or advances in the nature of loans have been granted by the Company to promoters, directors, key managerial personnel (KMPs), or related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person, during the reporting period.
- (iii) **Details of Benami Property Held:**
As per the confirmation provided by the management, no proceedings have been initiated or are pending against the Company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder for holding any benami property during the reporting period.
- (iv) **Borrowings:**
The Company currently avails term loans and overdraft (OD) limits from a scheduled bank. In compliance with the terms of sanction, the Company submits monthly statements of stock, trade receivables, and trade payables to the bank. As per management confirmation, these statements are reasonably in agreement with the books of accounts of the Company.
- (v) As per the confirmation provided by the management, the Company has not been declared a wilful defaulter by any bank, financial institution, or other lender during the reporting period.
- (vi) As per the confirmation provided by the management, the Company has not entered into any transactions with companies that have been struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the reporting period.
- (vii) **Registration of charges or satisfaction with Registrar of Companies;**
As per the confirmation provided by the management, the Company has created charges over its assets in favour of lenders and has duly filed the necessary charge-related forms and returns with the Registrar of Companies (ROC) within the prescribed statutory timelines.
- (viii) **Compliance with number of layers of companies:**
As per the confirmation provided by the management, the Company has complied with the limit on the number of layers of subsidiaries prescribed under clause (87) of Section 2 of the Companies Act, 2013, read with the Companies (Restriction on Number of Layers) Rules, 2017.
- (ix) **Ratios - As per Attached annexure**
- (x) **Capital Work in Progress (CWIP):**
The Company does not have any Capital Work-in-Progress as at the reporting date. Accordingly, the disclosure requirements relating to ageing and completion schedule are not applicable
- (xi) **Intangible Assets under Development :**
The Company does not have any Intangible Assets under Development as at the reporting date. Accordingly, the disclosure requirements relating to ageing and completion schedule are not applicable.
- (xii)

(xiii) **Non-Cash Transaction:**

The Company has not entered into any non-cash transactions with directors or persons connected with them during the year, as referred to in section 192 of the Companies Act, 2013.

31 Payment to Statutory Auditor		(Amount in INR in Lakhs)	
Particulars		31-Mar-26	31-Mar-25
Paid For:			
- Statutory Audit Fees		3.50	3.00
- Certification and Other Matters		1.63	6.90
		5.13	9.90

- 32 The Company, being listed on the SME Exchange, qualifies as a Small and Medium Sized Company (SMC) as defined in the General Instructions for Accounting Standards notified under the Companies Act, 2013, and has accordingly complied with the Accounting Standards applicable to SMCs. Since Indian Accounting Standards (Ind-AS) are not applicable to companies listed on SME Exchanges, the Company has not adopted Ind-AS.

33 Lease and Rental Expenses		(Amount in INR in Lakhs)	
Particulars		31-Mar-26	31-Mar-25
Office Rent		3.60	3.10
ATS Rent		2.98	3.04
Machine Rent		2.81	-
Other Rent		6.47	1.08
		15.86	7.22

Note: The Company has not entered into any formal lease arrangements within the meaning of Accounting Standard – 19 Leases. Premises used by the Company are occupied on informal / month-to-month rental basis. Rent paid during the year amounting to Rs 15.86 Lakhs (Previous Year: Rs 7.22 Lakhs) has been charged to Statement of Profit & Loss under the head 'Rent Expenses'.

34 **CSR Disclosure**

The provisions of Section 135(5) of the Companies Act, 2013, relating to Corporate Social Responsibility (CSR) expenditure, are not applicable to the Company for the current financial year, and hence, no disclosure is required in this regard.

- 35 During the reporting period, there were no transactions recorded in the books of account that were surrendered or disclosed as income during any assessment under the Income-tax Act, 1961. Further, no income has been surrendered or disclosed as undisclosed income during the year in the income tax assessments, and accordingly, no such amounts are required to be reported in the financial statements.

- 36 The Company has neither traded in cryptocurrency or virtual currency nor held any such assets or liabilities during the reporting period. Further, the Company has not received or made any payments in respect of cryptocurrency or virtual currency during the year.

As per our report of even date
For Kuldeep Sharma & Associates
(FRN:024838N)

For and On behalf of Board of Directors

(Kuldeep Sharma)
(M.No: 084073)

Anil Kumar Jain
(Managing Director)
(DIN: 00150070)

Geeta Jain
(Director)
(DIN: 00153074)

Date: 18-05-2026
Place: New Delhi
UDIN: 26084073PSSCLM2954

Akanksha Jain
(Chief Financial Officer)

Isha
(Company Secretary)

Avi Jain
(CEO)

Annexure of Ratios

S.No	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% Variance	Reason of Variance
i	Current Ratio	Curr.Assets	Curr. Liability	1.89	2.37	-20.27	Due to increase in upcoming Short Term Borrowing repayment as shown in Current liability head
ii	Debt-Equity Ratio	Debt	Equity	0.84	0.61	37.89	Due to increase in Loan in current year as taken for Solar Panel and Machinery purchases and Adhoc loan for Short term Finance
iii	Return on Equity Ratio (%-ge)	Net Income	Equity	2.97	4.24	-29.99	Due to decrease in Yarn sale
iv	Inventory turnover ratio	COGS	Avg Stock	2.90	3.23	-10.11	-
v	Trade Receivables turnover ratio	Net Credit sales	Avg Account Recievable	8.02	10.46	-23.34	-
vi	Debt Service Coverage Ratio (%-ge)	Net Operating Income	Interest + Principal*	2.36	1.47	60.63	As less principal paid in current year as compared to previous year.
vii	Trade payables turnover ratio	Net Credit Purchase	Avg Account Payable	29.09	50.59	-42.49	Due to increase in Trade payable
viii	Net profit ratio (%-ge)	Net Profit	Total Sales	0.92	1.34	-31.50	Due to decrease in Yarn sale
ix	Return on Capital employed (%-ge)	EBITD	Capital Employed	3.97	5.71	-30.52	Due to decrease in Yarn sale
x	Return on investment	Net Return on Investment	Avg Investment	-	-	-	-

COGS: Cost of Goods Sold

EBITD: Earning Before Interest Tax and Dividend

Annexure of Borrowings
Secured Loans

(Amount in INR in Lakhs)

S.No	Name OF Lender	Loan/ Agreement A/C No. Ref. No.	Purpose	Sanctioned Amount (Rs. In Lakhs)	Rate of Interest	Re-Payment Schedule	Outstanding amount as on 31.03.2026	Non-Current	Current
1	Sundaram Finance	V119900343*	DCC Print Machine	41.90	12.00% p.a (Fixed)	Repayable in 59 installments 1st Installment Rs. 94,550 58 Installment Rs. 94,660	40.96	34.15	6.81
2	Sundaram Finance	V119900355*	Generator Set	22.00	12.00% p.a (Fixed)	Repayable in 60 installments 1st Installment Rs. 48,012 59 Installment Rs. 48,970	21.46	17.98	3.49
3	Sundaram Finance	V119900361*	Truck	20.00	9.68% p.a (Fixed)	Repayable in 60 installments 1st Installment Rs. 41,980 59 Installment Rs. 42,200	19.48	16.16	3.32
4	IndusInd Bank	512100001431*	Solar Panel	280.82	8.25% p.a	Loan is repayable in 60 monthly instalments comprising fixed principal of Rs. 4,53,417 each along with applicable interest on outstanding balance.	258.45	204.04	54.41
5	IndusInd Bank	Adhoc Loan**10943	Short Term Working Capital (90 days)	300.00	8.54% p.a (Interest Reset frequency will be Quarterly as per extant bank policy/ RBI guidelines)	Repayable on demand, subject to review at annual intervals or as may be decided by the Bank..	300.00	-	300.00
5	IndusInd Bank	650014098133	Cash Credit	2,500.00	Floating Rate of CD-Six Month+1.26% p.a currently 8.60%	Repayable on demand subject to review at annual intervals or as may be decided by the bank.	2,180.29	-	2,180.29
Total							3,095.06	272.32	2,548.32

*Note: Loan is secured Against Hypothecation of Assets and personal guarantee of directors.

Note: Cash credit facility is secured against hypothecation of inventories and trade receivables of the Company and is repayable on demand.

Note: Borrowings are classified into current and non-current based on repayment period. The portion of long-term borrowings repayable within 12 months from the balance sheet date is shown as short term borrowing under current liability and the balance as Long term borrowings under non-current liability.

B. UNSECURED LOANS

B. UNSECURED LOANS						(Amount in INR in Lakhs)
S.No	Name of Lender	Loan/ Agreement A/c No./Ref.No	Purpose	Sanctioned Amount (Rs. In Lakhs)	Rate of Interest	Outstanding amount as on 31.03.2026
1	Anil Kumar Jain	-	Business Loan **	-	Loan not bearing any Interest Rate	135.71
2	Geeta Jain	-	Business Loan **		Loan not bearing any Interest Rate	196.15
3	Avi Jain	-	Business Loan **	-	Loan not bearing any Interest Rate	358.38
4	Ansh Jain	-	Business Loan **		Loan not bearing any Interest Rate	114.62
5	Aanchal Jain	-	Business Loan **	-	Loan not bearing any Interest Rate	12.00
6	Akanksha Jain		Business Loan **	-	Loan not bearing any Interest Rate	37.50
Total						854.37

** Unsecured Loans from Directors and their relatives are interest free and all are taken without any preconditions attached towards repayments.