PBM POLYTEX LIMITED

PBM POLYTEX LIMITED

One Hundred and Seventh

ANNUAL REPORT

FY 2025–26

PBM POLYTEX LIMITED

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PBM POLYTEX LIMITED

107TH ANNUAL REPORT (2025-26)

BOARD OF DIRECTORS	Shri Krishan Kumar Patodia	Chairman
	Shri Gopal Patodia	Managing Director
	Shri Mohan Kumar Patodia	Managing Director cum CFO
	Shri Ashok Pandit	Independent Director
	Shri Rakesh Todi	Independent Director
	Shri Chirayush Patel	Independent Director
	Ms. Amishal Modi	Independent Director
SENIOR EXECUTIVES	Shri Amit Patodia	Senior President cum CEO
	Shri Vikash Patodia	Senior President

COMPANY SECRETARY

Ms. Swati Billore

REGISTERED OFFICE

CIN: L17110GJ1919PLC000495
Opposite Railway Station, Petlad – 388450
Dist. Anand, Gujarat, Website – www.pbmpolytex.com

MUMBAI OFFICE

12th Floor, Raheja Chambers,
213, Nariman Point, Mumbai – 400 021

CORPORATE OFFICE

8th Floor, Ramakrishna Chambers,
Productivity Road, Alkapuri, Vadodara – 390 007

MANUFACTURING UNITS

(1) Opposite Railway Station, Petlad – 388 450
Dist. Anand, Gujarat.

(2) Plot No. 16 to 19, Sector B,
AKVN Industrial Area,
Kheritaigaon, Borgaon, Dist. Chhindwara (MP)

WINDMILLS

(1) Vill: Suthari, Revenue Survey No. 870/P,
AbdasaTaluka, Dist. Kutch (Guj.)

(2) Vill: OkhaMadhi, Survey No. 24 Part,
Taluka Dwarka, Dist. Jamnagar (Guj.)

(3) Vill: Methan Survey No. 284, Taluka Jamjodhpur,
Dist. Jamnagar (Guj.)

(4) Vill: Methan Survey No. 284/3 Paiki,
Taluka Jamjodhpur, Dist. Jamnagar (Guj.)

BANKERS

State Bank of India
IDBI Bank Limited

STATUTORY AUDITORS

M/s. Mahendra N. Shah & Co. (FRN : 105775W)
Chartered Accountants, 201, Pinnacle Business Park, Corporate Road,
Near Auda Garden, Prahaladnagar, Ahmedabad-380015.

REGISTRAR AND SHARE TRANSFER AGENT (“RTA”)

M/s. MUFG India Intime India Pvt. Ltd.
“Geetakunj”, 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road,
Vadodara – 390 015

PBM POLYTEX LIMITED

NOTICE OF 107TH ANNUAL GENERAL MEETING

To
The Shareholder,

The Notice is, hereby, given that the 107th Annual General Meeting of the Members of PBM Polytex Limited will be held through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), on **Monday, the 28th Day of September, 2026** at **11:00 A.M.** to transact the following business(es):

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements including Audited Balance Sheets as at 31st March 2026, Statements of Profit and Loss and Cash Flow Statements for the year ended on that date together with the Directors’ Report and Auditors’ Reports thereon.

2. To appoint a Director in place of Shri Mohan Kumar Patodia (DIN: 00035381), as director who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To ratify the remuneration payable to the Cost Auditor for the financial year 2026-27:**

   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 all other applicable provisions, if any, of the Companies Act, 2013, and 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 of Rs. 60,000/- (Rupees Sixty Thousand only) plus GST and reimbursement of travelling and out-of pocket expenses to M/s. K. C. Moondra & Associates, Cost Accountants, Vadodara (FRN No. 101814), as recommended by the Audit Committee and approved by the Board to conduct the audit of cost records and statements maintained by the Company for the financial year 2026-27, be and is, hereby, ratified and confirmed.

   RESOLVED FURTHER THAT the Board of Directors of the Company, be and is, hereby, authorized to do all such acts, things and deeds and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution.**”**

4. **To re-appoint Shri Gopal Patodia (DIN: 00014247) as Managing Director of the Company:**

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

   “RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of Company, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for the re-appointment of Shri Gopal Patodia (DIN: 00014247) as Managing Director of the Company, for a period of 3 (three) years, on expiry of his present term of office, i.e., with effect from 1st April, 2027 on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and set out in the Statement annexed to the Notice."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter, amend, vary, and modify the terms of appointment including the remuneration within the overall limit and enter into agreement with Shri Gopal Patodia, and do all acts and take all such steps and actions including accepting any modification, if any, deemed necessary in this regard, for the purpose of giving effect to this resolution."

5. To re-appoint Shri Mohan Kumar Patodia (DIN: 00035381) as Managing Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of Company, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for the re-appointment of Shri Mohan Kumar Patodia (DIN: 00035381) as Managing Director of the Company, for a period of 3 (three) years, on expiry of his present term of office, i.e., with effect from 1st April, 2027 on the terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and set out in the Statement annexed to the Notice."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter, amend, vary, and modify the terms of appointment including the remuneration within the overall limit and enter into an agreement with Shri Mohan Kumar Patodia, and do all acts and take all such steps and actions including accepting any modification, if any, deemed necessary in this regard, for the purpose of giving effect to this resolution."

6. To approve revision in total remuneration payable to Shri Amit Patodia, Senior President cum Chief Executive Officer

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

"RESOLVED THAT in continuation of the resolution passed at the 106th Annual General Meeting held on September 26, 2025 and pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Rule 15(3)(b) of the Companies (Meetings of Board and its Powers) Rules, 2014 and as approved by the Audit Committee and the Nomination and Remuneration Committee and the Board of Directors, the Company, hereby, accords its consent, for revision in total remuneration payable to Shri Amit Patodia, a relative of a director, as Senior President cum Chief Executive Officer, from Rs. 60,00,000/- per annum to Rs. 72,00,000/- per annum, with authority to the Board of Directors to decide the remuneration structure within the aforesaid limit with effect from 1st October, 2026 and that all the other terms and conditions of the appointment shall remain unchanged."

7. To re-appoint Ms. Amishal Modi (DIN: 09661312) as an Independent Director of the Company for the second term of 5 consecutive years:

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

"RESOLVED THAT pursuant to provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of Companies Act 2013 and the rules and regulations framed thereunder, as amended from time to time, and other applicable regulation(s) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, if any, and as per the recommendation of Nomination and Remuneration Committee, the consent of the members, be and is, hereby accorded for reappointment of Ms. Amishal Modi (DIN: 09661312) as Independent Director of the company for the second term of 5 years from 12th August, 2027 to 11th August 2032.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is, hereby, authorized to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or required in this regard."

8. To approve to either renew the Lease Agreements alongwith the Power Purchase Agreements (PPAs) or sale/slump-sale/scrap or otherwise disposal of any one or all the four Wind Mill Undertakings of the Company

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

"RESOLVED THAT in supersession of the earlier resolution passed by the members of the Company through Postal Ballot on 26th March 2019 and pursuant to Section 180(1)(a) of the Companies Act, 2013, Regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), if any, and in accordance with enabling provisions in the Articles of Association of the Company, and subject to such other approvals, consents, permissions, and sanctions as may be necessary from relevant regulatory or statutory authorities and third parties, as may be required in this regard, consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board"), to either renew the lease agreements alongwith the Power Purchase Agreements (PPAs) OR sale/slump-sale/scrap or otherwise dispose of any one or all Wind Mill Undertaking(s) of the Company as a going concern on a 'Slump Sale' or other appropriate basis, to such person(s)/body corporate(s) and for such consideration as may be determined by the Board, arrived at after due negotiation, and on such terms and conditions as the Board may in its absolute discretion deem fit.

RESOLVED FURTHER THAT Shri Gopal Patodia, Managing Director, Shri Amit Patodia, Senior President cum CEO, Shri Suresh M. Kotadia, Vice-President (Finance) or Shri Munishwar Dayal Chowdhary, General Manager (Administration) be and are hereby jointly or severally authorized to do all such acts in order to comply with all the legal and procedural formalities, including finalizing, varying and settling the terms and conditions for renewal of lease Agreements OR sale/slump-sale/scrap or otherwise dispose of and/or deliver the Wind Mill(s) and to finalize, execute such agreements, contracts, deeds, undertakings and other documents, file applications and make representations in respect thereof and seek the requisite approvals from the relevant authorities and Secured Creditors, including Governmental Authorities, Banks and Financial Institutions, suitably inform and apply to all the concerned Authorities, including in respect of its requirements of the Central and/ or State Government(s) and/ or local authorities, if required, and further to authorized to do all such acts, deeds or things as may deem necessary, proper and fit to give effect to the aforesaid resolution including filing of relevant e-Forms with the Ministry of Corporate Affairs."

9. To make Donation/Contribution towards Charitable Funds

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

"**RESOLVED THAT** pursuant to the provisions of Section 181 and other applicable provisions, if any, of the Companies Act, 2013 including any modification or re-enactment thereof and the rules made thereunder and the Memorandum and Articles of Association of Company, consent of the members of the Company be and is hereby accorded to contribute, donate or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, society, trust, etc., as approved by the Board of Directors of the Company up to an amount not exceeding Rs. 18,00,000/- (Rupees Eighteen Lakh only) in any financial year, in one or more tranches, from time to time, and that the said amount may exceed 5% of the Company's average net profits as determined in accordance with the provisions of the Companies Act, 2013 during the three immediately preceding financial years."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things and matters as may be required in order to give effect to this resolution."

By Order of the Board
For PBM Polytex Limited

GOPAL PATODIA
(Managing Director)
(DIN: 00014247)

Place : Vadodara
Date : 13.08.2026

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") which sets out details relating to ordinary and special business to be transacted at the AGM is annexed hereto.

2. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and latest amended by the Circular No. 03/2025 dated 22.09.2025 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ('SEBI') vide its Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively referred to as "SEBI Circulars"), have permitted the holding of AGM through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue vide the above MCA circulars and provided relaxation to companies from dispatching physical copy of annual report vide above SEBI circulars. In compliance with the provisions of the Companies Act, 2013 ("Act"), amended provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), MCA Circulars and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), the AGM of the Company will be held through VC / OAVM.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting 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.

4. As the AGM is being conducted through VC/OAVM, where physical attendance of the Members is dispensed with, the facility of appointment of proxies by the Members is not available. Consequently, the Proxy Form and the Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

5. The Company has fixed **Monday, September 21, 2026 as Cut-off date** for determining entitlement for remote e-voting as well as e-voting of shareholders holding shares in physical or dematerialized form.

6. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, the Company has stopped accepting any fresh transfer requests for securities held in physical form. 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 dematerialization. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate share certificate, transmission and transposition request etc. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website under the web link at https://pbmpolytex.com/upload/investor_relations/form-isr-4-revised.pdf. It may be noted that any service request can be processed only after the folio is KYC compliant.

7. The Members can join the AGM in the OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 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.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

9. The details of Director seeking Appointment / Re-appointment pursuant to provisions of Regulation 36(3) of the Listing Regulations and Secretarial Standard – 2 are annexed herewith as Annexure - A.

10. Pursuant to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, all the Equity Shares held by such shareholders who have not claimed their dividend for consecutive seven years from the **financial year 2018-19** shall be transferred to the Investor Education and Protection Fund (IEPF) Authority alongwith dividend remaining unpaid for the financial year 2018-19. The necessary notices in this regard have been given to all the concerned shareholders through Registered Post.

11. All the work related to share registry in terms of both physical and electronic, are being conducted by Company's Registrar & Share Transfer Agents, MUFG Intime India Pvt. Limited, (Formerly known as Link Intime India Pvt. Ltd.) "Geetakunj" 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390 015, Tel: 0265-3566768, Email Id: vadodara@in.mpms.mufg.com. The Members are requested to send their communication to the aforesaid address.

12. The Register of Members of the Company will remain closed from **Tuesday 22nd September, 2026 to Monday, 28th September, 2026 (both days inclusive),** for the purpose of Annual General Meeting.

13. All documents referred to in the Notice are open for inspection at the Registered Office of the Company between 11:00 a.m. to 1:00 p.m. on any working day except Saturdays and Sundays and holidays upto the date of Annual General Meeting.

14. In line with the MCA Circulars, the Notice calling the AGM and Annual Report have been uploaded on the website of the Company at http://pbmpolytex.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL (authorized agency for providing the e-voting facility) i.e. www.evotingindia.com.

15. ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT: As per the MCA General Circular No. 20/2020 dated 5th May, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Notice of AGM along with Annual Report for the Financial Year ended 31st March, 2026 is being sent only in electronic mode (through email) to those Members whose e-mail addresses are registered with the Company/ MUFG Intime India Private Limited or the Depository Participant(s).

16. Members are requested to register / update their details of Email ID, Bank Details by accessing https://web.in.mpms.mufg.com/EmailReg/Email_Register.html which is the portal of the RTA of the Company, M/s. MUFG Intime India Private Limited.

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

    a. For shares held in electronic form: to their Depository Participants (DPs).

    b. For shares held in physical form: to the Company / Registrar and Transfer Agent of the Company in prescribed Form ISR-1 and other forms pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to aforesaid SEBI Circulars in Form ISR-1 and other Forms. These Forms are also available on the website of the Company at https://pbmpolytex.com/investor-relations/2/. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1 and such other Forms, as may be applicable to them.

18. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members holding shares in physical form may file nomination in the prescribed Form SH - 13 with Registrar. In respect of shares held in demat form, the nomination form may be filed with the respective DP. As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 dated March 16, 2023, the common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nominations with various forms are made available at the Company's website at https://pbmpolytex.com/investor-relations/2/ for easy access.

19. This information has also been placed on the Company's, as well as, BSE's websites and notified in Newspapers. The shareholders should take proper care in this regard in their interest as advised in the Notices by the Company. Such action will continue to be enforced year after year.

20. 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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020.

21. The detailed instructions and the process for accessing and participating in the AGM through VC/OAVM facility and voting through electronic means including remote e-voting are explained herein below:

    THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING AND JOINING ANNUAL GENERAL MEETING:-

    The remote e-voting period begins on 25th September 2026 at 09:00 A.M. and ends on 27th September 2026 at 05:00 P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 21st September, 2026, may cast their vote electronically. The voting right of shareholders shall be in

proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 21st September, 2026.

CDSL e-Voting System – For e-voting and Joining Virtual meetings:

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

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

(i) **The voting period begins on 25th September, 2026 from 9.00AM and ends on 27th September, 2026 till 5.00PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 21st 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 abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	5. 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.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 6. 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. 7. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	8. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **pbmcs@patodiagroup.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.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 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 7 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.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM 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.

10. 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.

By Order of the Board
For PBM Polytex Limited

GOPAL PATODIA
Managing Director
(DIN: 00014247)

Place : Vadodara
Date : 13.08.2026

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

ITEM NO. 3

The Cost Records and related statements of the Company are subject to audit as required under section 148 of the Companies Act, 2013 for which, on the recommendation of Audit Committee, M/s. K. C. Moondra & Associates, Cost Accountants, Vadodara (FRN No. 101814), has been appointed as Cost Auditor by the Board of Directors of the Company for the financial year 2026-27 at total remuneration of Rs. 60,000/- plus GST plus Out of pocket expenses (Out of pocket expenses to be defined as expenses for visiting factories or offices which will only include actual taxi charges and meal expenses), also including all charges of XBRL. The consent of the members is sought for ratification of remuneration payable to the Cost Auditor.

Pursuant to Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, members of the Company are required to ratify the remuneration to be paid to the Cost Auditors.

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

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

ITEM NO. 4

The Board of Directors of the Company at its meeting held on 13th August 2026, has subject to the approval of Members, re-appointed Shri Gopal Patodia (DIN: 00014247) as Managing Director, for a period of 3 (three) years from the expiry of his present term, i.e. with effect from 1st April, 2027, on the terms and conditions as recommended by the Nomination and Remuneration Committee of the Board at its meeting held on 13th August 2026.

The Company has achieved significant growth and progress under the leadership and guidance of Shri Gopal Patodia, aged 80 years. Considering his extensive experience, industry knowledge, and valuable contribution to the Company's continued success, the Board is of the view that it is in the best interests of the Company and its stakeholders that he continues to serve as Managing Director notwithstanding his having attained the age of seventy years.

Shri Gopal Patodia satisfies all the conditions set out in Part-I of Schedule V of the Companies Act, 2013 and also the conditions set out under Section 196(3) of the Act for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The proposed remuneration is in compliance with the provisions of Section 197 and Part II of Schedule V of the Companies Act, 2013.

The terms and conditions of his re-appointment, as set out in this statement and detailed in the draft agreement proposed to be executed between him and the Company, are provided below:

Sr. No.	Particulars	Details
1.	Tenure	1st April, 2027 to 31st March, 2030
2.	Salary	Rs. 3,90,000/- per month
3.	Incentive	Up to 10% of the salary as may be decided by the Board of Directors from time to time

4.	Commission	The commission shall be paid in addition to the salary and perquisites and shall be determined based on the Company's net profits for the relevant financial year, subject to the overall limits prescribed under Section 197 and Schedule V of the Companies Act, 2013 and the rules made thereunder.
5.	Perquisites	(a) Rs. 40,000/- per month shall be paid as House Rent Allowance (HRA) (b) The Company shall reimburse expenses incurred towards gas, electricity, and water consumed at the residence. (c) The Company shall reimburse all medical expenses incurred in India or abroad by him for self and family, including, in the case of medical treatment overseas, expenses relating to airfare, boarding, and lodging for the patient and an attendant. (d) Leave Travel Concession (LTC) for him and his family shall be provided once in each financial year. (e) Fees of Clubs: Subject to maximum of two clubs. However, admission fees and life membership fees shall not be included. (f) The Company shall provide Personal Accident Insurance and Mediclaim Insurance coverage for him and his family. The aggregate annual premium shall not exceed Rs. 1,50,000/- or such higher amount as may be approved by the Board from time to time. (g) The Company shall contribute to the Provident Fund and Superannuation Fund and/or Annuity Fund, provided that the aggregate contribution shall not exceed 25% of the salary. (h) Gratuity shall be payable at the rate of one month's salary for each completed year of service, in accordance with the applicable provisions of law and the Company's policies. (i) The Company shall provide a car with driver for use in connection with the Company's business as well as for personal use, and shall also provide telephone facilities at the residence of the Managing Director. (j) Encashment of un-availed privilege leave shall be permitted in accordance with the rules and policies of the Company. (k) The Company shall bear the cost of insurance coverage against the risk of any financial liability or loss arising from any error of judgment, omission, or act committed in the course of the performance of duties. (l) The appointee shall also be eligible for the post-retirement perquisites like health insurance, medical facilities, club facilities and like as decided by the Board of Directors, as per Policy of the company
6.	Minimum Remuneration	He shall be paid the remuneration as stated above as minimum remuneration, in the event of no profit or inadequacy of profits subject to the ceiling of remuneration as stated in Part II of Schedule V of the Companies Act, 2013 with such modifications as may be made therein from time to time.

I. General Information:

1) Nature of Industry and date of commencement of commercial production:

The Company operates in the Textiles industry, specifically within the cotton spinning sub-sector. The company's core nature of business is the manufacturing and processing of 100% cotton combed yarn. The Company is having two yarn spinning units one at Petlad, Anand, Gujarat and another at Borgaon, Chhindwara, Madhya Pradesh and manufactures cotton yarn at the said units and substantially exports its products. It also has four Windmills generating electricity and the Company's units are already in operation.

2) Financial Performance:

The Standalone and Consolidated Financial statements are as under:

(Rs. in Lakhs)

Particulars	Standalone for the year ended			Consolidated for the year ended		
	2025-26	**2024-25**	**2023-24**	**2025-26**	**2024-25**	**2023-24**
Revenue from Operations	16,651.92	17,621.48	19,157.11	16,651.92	17,621.48	19,157.11
Other Income	863.81	198.25	443.31	852.21	198.25	422.33
Total Income	17,515.73	17,819.73	19,600.42	17,504.13	17,819.73	19,579.44
Earnings before Interest, Taxes, Depreciation and Amortization	214.38	(214.93)	(418.40)	202.78	(182.8)	(439.38)
Profit before Tax	(194.18)	(630.03)	(838.91)	(205.78)	(597.90)	(859.89)
Profit after Tax	(148.75)	(467.82)	(629.63)	(157.42)	(443.79)	(645.33)

3) Foreign Investment or collaboration, if any:

There is no foreign investment or collaboration made by the Company. The Company exports 30% to 45% of its cotton yarn production to over 56 global destinations.

II. Information about the appointee:

1) Background details:

Shri Gopal Patodia holds a B.Sc. degree and a B.Tech. (Chemical) degree and possesses more than six decades of rich and diverse experience in the textile industry. Over the course of his distinguished career, he has acquired extensive expertise across all key facets of the industry, including raw material procurement, manufacturing, administration, finance, management, and marketing. Under his leadership, supervision, and guidance, the Company has consistently performed well and achieved significant growth.

2) Past Remuneration:
During the financial year 2025-26, he was paid remuneration as detailed below:

(Rs. in Lakhs)

Salary	Perquisites	Retirement Benefits	Commission	Total
42.00	18.55	23.40	0	83.95

3) Recognition and Awards: No award has been conferred.

4) Job Profile and his suitability:

As the Managing Director of the Company, Shri Gopal Patodia bears overall responsibility for its management and operations. With over five decades of leadership experience at the highest levels in the textile industry, he is exceptionally well qualified for this position. He oversees and monitors all key functions of the Company, including manufacturing operations, finance, administration, procurement, and marketing. His strategic vision, leadership, and guidance have been instrumental in driving the Company's strong performance in both domestic and export markets.

5) **Remuneration proposed:**

Rs. 3,90,000/- per month, plus other perquisites and retirement benefits as per Company's policy as provided in explanatory statement.

6) **Comparative remuneration:**

The Nomination and Remuneration Committee and the Board of Directors of the Company have considered the profile of rich and diversified experience in the Textile industry. The proposed remuneration is comparable and is at par with Industry norms considering the nature of industry, size of the Company, profile and position.

7) **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial person:**

The Company had not entered into any transaction of a material nature with any of the related parties which were in conflict with the interest of the Company. Further, all transaction with the related Parties were in the ordinary course of business and at arm's length basis. Shri Krishan Kumar Patodia and Shri Mohan Kumar Patodia are relatives of Shri Gopal Patodia.

III. Other information:

1) **Reasons of loss or inadequate profits and steps taken or proposed to be taken for improvement:**

The Company has incurred losses over the last three years, primarily due to the adverse conditions faced by the textile industry, particularly the yarn spinning sector. The industry experienced significant financial stress as cotton prices remained exceptionally high, driven by increases in the Minimum Support Price (MSP) announced by the Government, coupled with a sharp decline in export demand. These factors adversely impacted operating margins and profitability across the sector.

Despite these challenging market conditions, the management has remained committed to mitigating losses, improving operational efficiencies, and restoring profitability. The Company continues to actively engage with policymakers and industry associations to advocate for measures that would foster a more conducive and sustainable business environment for the textile industry.

2) **Expected increase in productivity and profits in measurable terms:** As stated in Directors' Report.

The requisite details and information pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

None of the Directors or Key Managerial Personnel except Shri Mohan Kumar Patodia (Managing Director & Chief Financial Officer), Shri Gopal Patodia (Managing Director), Shri Amit Patodia (Chief Executive Officer), and Shri Krishan Kumar Patodia (Director) and/ or their relatives is concerned or interested, financially or otherwise, in the Resolution, except to the extent of their shareholdings in the Company.

The Board recommends the Resolution set out under Item No. 4 of the Notice for approval of the Members as Special Resolution.

Item No. 5

The Board of Directors of the Company at its meeting held on 13th August 2026, has subject to the approval of Members, re-appointed Shri Mohan Kumar Patodia (DIN: 00035381) as Managing Director, for a period of 3 (three) years from the expiry of his present term, i.e. with effect from 1st April, 2027, on the terms and conditions as recommended by the Nomination and Remuneration Committee of the Board at its meeting held on 13th August 2026.

The Company has achieved significant growth and progress under the leadership and guidance of Shri Mohan Kumar Patodia, aged 78 years. Considering his extensive experience, industry knowledge, and valuable contribution to the Company's continued success, the Board is of the view that it is in the best interests of the Company and its stakeholders that he continues to serve as Managing Director notwithstanding his having attained the age of seventy years.

Shri Mohan Kumar Patodia satisfies all the conditions set out in Part-I of Schedule V of the Companies Act, 2013 and also the conditions set out under Section 196(3) of the Act for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The proposed remuneration is in compliance with the provisions of Section 197 and Part II of Schedule V of the Companies Act, 2013.

The terms and conditions of his re-appointment, as set out in this statement and detailed in the draft agreement proposed to be executed between him and the Company, are provided below:

Sr. No.	Particulars	Details
1.	Tenure	1st April, 2027 to 31st March, 2030
2.	Salary	Rs. 2,10,000/- per month
3.	Incentive	Up to 10% of the salary as may be decided by the Board of Directors from time to time
4.	Commission	The commission shall be paid in addition to the salary and perquisites and shall be determined based on the Company's net profits for the relevant financial year, subject to the overall limits prescribed under Section 197 and Schedule V of the Companies Act, 2013 and the rules made thereunder.
5.	Perquisites	(a) House Rent Allowance (HRA) shall be paid at the rate of 60% of the salary per month. (b) The Company shall reimburse expenses incurred towards gas, electricity, and water consumed at the residence. (c) The Company shall reimburse all medical expenses incurred in India or abroad by him for self and family, including, in the case of medical treatment overseas, expenses relating to airfare, boarding, and lodging for the patient and an attendant. (d) Leave Travel Concession (LTC) for him and his family shall be provided once in each financial year. (e) Fees of Clubs: Subject to maximum of two clubs. However, admission fees and life membership fees shall not be included. (f) The Company shall provide Personal Accident Insurance and Mediclaim Insurance coverage for him and his family. The aggregate annual premium shall not exceed Rs. 1,50,000/- or such higher amount as may be approved by the Board from time to time. (g) The Company shall contribute to the Provident Fund and Superannuation Fund and/or Annuity Fund, provided that the aggregate contribution shall not exceed 25% of the salary.

		(h) Gratuity shall be payable at the rate of one month's salary for each completed year of service, in accordance with the applicable provisions of law and the Company's policies. (i) The Company shall provide a car with driver for use in connection with the Company's business as well as for personal use, and shall also provide telephone facilities at the residence of the Managing Director. (j) Encashment of un-availed privilege leave shall be permitted in accordance with the rules and policies of the Company. (k) The Company shall bear the cost of insurance coverage against the risk of any financial liability or loss arising from any error of judgment, omission, or act committed in the course of the performance of duties. (l) The appointee shall also be eligible for the post-retirement perquisites like health insurance, medical facilities, club facilities and like as decided by the Board of Directors, as per Policy of the company
6.	Minimum Remuneration	He shall be paid the remuneration as stated above as minimum remuneration, in the event of no profit or inadequacy of profits subject to the ceiling of remuneration as stated in Part II of Schedule V of the Companies Act, 2013 with such modifications as may be made therein from time to time.

I. General Information:

1) Nature of Industry and date of commencement of commercial production:

The Company operates in the Textiles industry, specifically within the cotton spinning sub-sector. The Company's core nature of business is the manufacturing and processing of 100% cotton combed yarn. The Company is having two yarn spinning units one at Petlad, Anand, Gujarat and another at Borgaon, Chhindwara, Madhya Pradesh and manufactures cotton yarn at the said units and substantially exports its products. It also has four Windmills generating electricity and the Company's units are already in operation.

2) Financial Performance:

The Standalone and Consolidated Financial statements are as under:

(Rs. in Lakhs)

Particulars	**Standalone for the year ended**			**Consolidated for the year ended**		
	2025-26	**2024-25**	**2023-24**	**2025-26**	**2024-25**	**2023-24**
Revenue from Operations	16,651.92	17,621.48	19,157.11	16,651.92	17,621.48	19,157.11
Other Income	863.81	198.25	443.31	852.21	198.25	422.33
Total Income	17,515.73	17,819.73	19,600.42	17,504.13	17,819.73	19,579.44
Earnings before Interest, Taxes, Depreciation and Amortization	214.38	(214.93)	(418.40)	202.78	(182.8)	(439.38)
Profit before Tax	(194.18)	(630.03)	(838.91)	(205.78)	(597.90)	(859.89)
Profit after Tax	(148.75)	(467.82)	(629.63)	(157.42)	(443.79)	(645.33)

3) Foreign Investment or collaboration, if any:

There is no foreign investment or collaboration made by the Company. The Company exports 30% to 45% of its cotton yarn production to over 56 global destinations.

II. Information about the appointee:

1) Background details:

Shri Mohan Kumar Patodia is a Commerce graduate (B.Com.) and a distinguished textile technocrat with over five decades of rich and diverse experience in the textile industry. He possesses extensive expertise across all facets of the business, including raw material procurement, manufacturing, administration, finance, management, and marketing. Under his leadership, strategic guidance, and effective administration, the Company has consistently performed well and achieved significant growth and success.

2) Past Remuneration:

During the financial year 2025-26, he was paid remuneration as detailed below:

(Rs. in Lakhs)

Salary	Perquisites	Retirement Benefits	Commission	Total
24.00	26.55	8.60	0	59.15

3) Recognition and Awards: No award has been conferred.

4) Job Profile and his suitability:

As the Managing Director of the Company, Shri Mohan Kumar Patodia is entrusted with the overall management and strategic direction of the Company's affairs. With over 50 years of rich experience in leadership and management at the highest levels of the textile industry, he is exceptionally well-qualified for this position. He oversees and monitors all key functions of the Company, including finance, administration, procurement, and marketing. Through his vision, expertise, and guidance, he has made significant contributions to the Company's performance and growth in both domestic and export markets.

5) Remuneration proposed:

Rs. 2,10,000/- per month, plus other perquisites and retiral benefits as per Company's policy as provided in explanatory statement.

6) Comparative remuneration:

The Nomination and Remuneration Committee and the Board of Directors of the Company have considered the profile of rich and diversified experience in the Textile industry. The proposed remuneration is comparable and is at par with Industry norms considering the nature of industry, size of the Company, profile and position.

7) Pecuniary relationship directly or indirectly with the Company or relationship with the managerial person:

The Company had not entered into any transaction of a material nature with any of the related parties which were in conflict with the interest of the Company. Further, all transaction with the related Parties were in the ordinary course of business and at arm's length basis. Shri Krishan Kumar Patodia and Shri Gopal Patodia are the relatives of Shri Mohan Kumar Patodia.

III. Other information:

1) Reasons of loss or inadequate profits and steps taken or proposed to be taken for improvement:

The Company has incurred losses over the last three years, primarily due to the adverse conditions faced by the textile industry, particularly the yarn spinning sector. The industry experienced significant financial stress as cotton prices remained exceptionally high, driven by increases in the Minimum Support Price (MSP) announced by the Government, coupled with a sharp decline in export demand. These factors adversely impacted operating margins and profitability across the sector.

Despite these challenging market conditions, the management has remained committed to mitigating losses, improving operational efficiencies, and restoring profitability. The Company continues to actively engage with policymakers and industry associations to advocate for measures that would foster a more conducive and sustainable business environment for the textile industry.

2) Expected increase in productivity and profits in measurable terms: As stated in Directors' Report.

The requisite details and information pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

None of the Directors or Key Managerial Personnel except Shri Mohan Kumar Patodia (Managing Director & Chief Financial Officer), Shri Gopal Patodia (Managing Director), Shri Amit Patodia (Chief Executive Officer), and Shri Krishan Kumar Patodia (Director) and/ or their relatives is concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholdings in the Company.

The Board recommends the Resolution set out under Item No. 5 of the Notice for approval of the Members as Special Resolution.

ITEM NO. 6

To approve revision in the total remuneration payable to Shri Amit Patodia, Senior President cum Chief Executive Officer

The Chairman informed the Board that Shri Amit Patodia has been associated with the Company since 1st May 2004 as Senior President cum Chief Executive Officer, a period of over twenty-two years of unbroken service during which he has been closely identified with every material advance made by the Company. Shri Patodia is a qualified Textile Engineer, having graduated from the Wilson College of Textiles, North Carolina State University, United States, and brings to the Company a rare combination of formal technical training in textile engineering and sustained operating experience on the shop floor.

The Chairman placed on record that Shri Amit Patodia is vertically involved in the day-to-day operations of the Company's manufacturing units and does not confine himself to a supervisory or purely strategic role. He personally oversees production planning and count-mix decisions, selection and procurement of raw cotton and blending policy, machinery utilization and spindle productivity, yarn realization and waste control, quality assurance against User and customer-specified parameters, power and fuel consumption, labor productivity and manpower deployment, preventive maintenance and modernization of plant, and adherence to safety, environmental and statutory requirements at unit level. He reviews production, quality and cost parameters on a daily basis, remains in continuous contact with unit heads, and undertakes frequent visits to the manufacturing locations. This direct and granular engagement has enabled the Company to sustain quality consistency, contain conversion costs and respond swiftly to volatility in cotton prices and yarn realizations.

Alongside this operational responsibility, Shri Amit Patodia has demonstrated exceptional organizational capacity in developing both overseas and domestic markets. He has personally led the Company's export development effort, built and retained institutional customer relationships across markets, and contributed significantly to sales promotion, order book stability and product diversification. His administrative ability, commercial judgement and full-time commitment to the affairs of the Company have been of demonstrable benefit to the Company and its stakeholders.

Keeping in mind the knowledge, the scope and nature of his duties, the size and complexity of the Company's operations, the responsibilities shouldered by him to compensate suitably, the Board of Directors of the Company at its meeting held on 13th August 2026, and based upon recommendation of the Audit Committee and the Nomination and Remuneration Committee, considered and approved a revision in the total remuneration payable to Shri Amit Patodia, Senior President cum Chief Executive Officer of the Company and a relative of a Director of the Company from Rs. 60,00,000/- (Rupees Sixty Lacs Only) per annum to Rs. 72,00,000/- (Rupees Seventy Two Lacs only) per annum, with the liberty to Board of Directors to decide the various components of the remuneration, so proposed.

Shri Amit Patodia, Senior President cum Chief Executive Officer shall discharge such functions as are delegated to him by the Board of Directors and/or Managing Director(s) of the Company from time to time.

Under clause (f) of sub-section (1) of section 188 of the Companies Act 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, it is necessary to obtain prior consent of the members of the Company by way of Resolution for holding or continue to hold office or place of profit of the Company in any such office or place of profit carrying a total monthly remuneration exceeding Rs. 2,50,000/- and the person being appointed is a Related Party.

Information pursuant to the Rule 15 the Companies (Meetings of Board and its Powers) Rules, 2014:

1. **Name of the Related Party:**
   Shri Amit Patodia.

2. **Name of the Director or key managerial personnel who is related, if any:**
   Shri Gopal Patodia, Managing Director, being relative of the above referred person is concerned or interested in the above resolution.

3. **Nature of Relationship:**
   Shri Amit Patodia is son of Managing Director, Shri Gopal Patodia.

4. **Nature, material terms, monetary value and particulars of the contract or arrangement:**
   Total Remuneration is proposed to be increased to Rs. 72,00,000/- per annum for the Senior President cum Chief Executive Officer of the Company, Shri Amit Patodia, who looks after all administrative activities, exports sales and supervision of other day to day activities of the Company as details in the draft agreement between the said Shri Amit Patodia and the Company.

5. **Any other information relevant or important for the members to take a decision on the proposed resolution:**
   Shri Amit Patodia is employment of the Company as Senior President cum Chief Executive Officer since 2004 and is discharging his duties with all devotion and perfectness.

   None of the Directors or Key Managerial Personnel of the Company except Shri Gopal Patodia, the Managing Director of the Company and Shri Amit Patodia, Sr. President cum Chief Executive Officer (Key Managerial Personnel) are concerned or interested financially or otherwise in the resolution as set out at item no. 6 of the accompanying notice, in as much as they are related to each other.

   The Board recommends the Resolution set out under Item No. 6 of the Notice for approval of the Members as an Ordinary Resolution.

ITEM NO. 7

The first term of Ms. Amishal Modi (DIN: 09661312), as an Independent Director, shall expire on 11th August 2027. She being eligible for reappointment as Independent Directors of the company for the second term of further five years. The Nomination and Remuneration Committee ("NRC") and the Board of Directors have recommended her reappointment for the second term of five years from 12th August 2027 to 11th August, 2032 subject to the approval of the shareholders.

In requirement of SEBI (LODR) Regulations, 2015 read with Companies Act 2013, the Company has received a declaration from Ms. Amishal Modi confirming the fulfillment of requirement to be re-appointed as independent director of the company.

Details pursuant to Regulation 36 of SEBI (Listing obligations and disclosures requirements). Regulations 2015, and Secretarial Standard - II, on General Meeting issued by the Institute of Company Secretaries of India, is attached as Annexure - I.

Ms. Amishal Modi, if appointed shall be with effect from 12th August 2027 for a period of 5 years.

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

Except Ms. Amishal Modi, none of the Directors or Key Managerial Personnel or their relatives, except to the extent of their shareholdings, if any, in the Company is concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Resolution set out under Item No. 7 of the Notice for approval of the Members as Special Resolution.

ITEM NO. 8

The Company has four Wind Mills, engaged in the business of Power Generation, located at (1) Village Suthari, Taluka - Abdasa, Dist. Kutch (Gujarat), (2) Village Okha Madhi, Taluka - Dwarka, Dist. Jamnagar (Gujarat), (3) Village Methan, Survey No. 284, Taluka - Jamjodhpur, Dist. Jamnagar (Gujarat) and (4) Village Methan, Survey No. 284/3, Taluka - Jamjodhpur, Dist. Jamnagar (Gujarat).

The Audit Committee and the Board of Directors and in its meeting held on 13th August 2026 have recommended and approved the proposal to either renew the lease agreements of the land alongwith the Power Purchase Agreements (PPAs) OR sale/slump-sale/scrap or otherwise dispose of any one or all of the Wind Mill Undertakings (herein after referred to as “Business Undertaking”), of the Company on going concern on a ‘Slump Sale’ or appropriate basis, for a consideration. The Book Value of these four Wind Mills as on 31.03.2026 is Rs. 123,65,546.

The aforesaid proposal is to ensure the operational continuity, since the 20-year land leases and corresponding Power Purchase Agreements (PPAs) for these four assets are scheduled to expire in the calendar year 2027.

The management is evaluating various alternatives for the aforesaid proposals and is in discussion with various experts, consultants and other parties for deciding either to renew the land lease or to sale/slump-sale/scrap or otherwise dispose of these Business Undertaking, together with all related assets and liabilities to as going concern on a ‘Slump Sale’ or appropriate basis, to any party and at such value as the Board of Directors decides in the best interest of the Company.

The proceeds of the Said Sale/slump Sale/scrap shall be utilized for the working capital requirement and towards the general corporate purpose of the Company.

In terms of Section 180(1)(a) of the Companies Act, 2013 ("Companies Act”) the approval of the members is required by way of passing of a special resolution to sell, dispose of or otherwise transfer the whole or substantially the whole of any undertaking.

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

The Board is of the opinion that the aforesaid proposal in the overall best interest of the Company and hence, the Board recommends the Resolution set out under Item No. 8 of the Notice for approval of the Members as Special Resolution.

ITEM NO. 9

In terms of the provisions of Section 181 of the Companies Act, 2013, any amount contributed to any Bonafide and charitable funds in excess of 5% of the Company's average net profits during the three immediately preceding financial years requires prior approval of the Members of the Company.

Since the Company has incurred losses during the last 3 financial years, approval of the Members of the Company is sought to authorise the Board of Directors of the Company to contribute, donate or otherwise provide assistance from time to time to any bona fide charitable, social, benevolent and other funds, body, society, trust, etc., as approved by the Board of Directors of the Company up to an amount not exceeding Rs. 18,00,000/- (Rupees Eighteen Lakh only) in any financial year, in one or more tranches, from time to time, and that the said amount may exceed 5% of the Company's average net profits as determined in accordance with the provisions of the Companies Act, 2013 during the three immediately preceding financial years.

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

The Board recommends the Resolution set out under Item No. 9 of the Notice for approval of the Members as Special Resolution.

Annexure – A

Details of Directors seeking Appointment/Reappointment at the 107th Annual General Meeting pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-II issued by the Institute of Company Secretaries of India ("ICSI") are as under:

Sl. No.	**Name of Director**	Shri Gopal Patodia, Managing Director	Shri Mohan Kumar Patodia Managing Director and CFO	**Ms. Amishal Modi, (Re-appointment as Independent cum Woman Director)**
1	DIN (Director Identification Number)	00014247	00027335	09661312
2	Date of Birth	12th December, 1946	10th June, 1948	16th May 1980
3	Age (in Years)	80	78	46
4	Date of First Appointment on the Board	12th September, 1978	9th August, 1980	12th August 2022
5	Qualifications	B.Sc. B. Tech (Chemical)	B.Com. Textile Technocrat	Ph.D. (in English)
6.	No. of shares held in Company as on 31st March, 2026.	27,369	67,998	NIL
7.	Brief profile and nature of their expertise in specific functional areas and Skill & Capabilities.	B.Sc. and B. Tech. Chemical Engineering (first division). More than 60 years of experience in managing textile industry and marketing.	B.Com. Textile Technocrat, having more than 50 years of experience in marketing of Cotton Yarn and other Textile Products.	Ms. Amishal Modi is having expertise in the field of administration and finance with experience of around 15 years. Presently she is engaged in Content Development (CBSE Project)-Freelance and is in profession since the year 2003. During her career she has worked as Editorial Assistant. She was also assistant professor at Nirma University Ahmedabad, The Dhirubhai Ambani Institute of Information and Communication Technology, Gandhinagar, and other prominent institutions.

8.	Terms and Conditions of Re-appointment	As per the resolution at item no.4 of the Notice convening this Meeting read with explanatory stateme4nt	As per the resolution at item no. 5 of the Notice convening this Meeting read with explanatory statement	As per the resolution at item no. 7 of the Notice convening this Meeting read with explanatory statement
9.	Remuneration last drawn (2025-26)	Rs. 83.95 lakhs	Rs. 59.15 lakhs	--
10.	Remuneration to be paid	Rs. 3,90,000/- per month	Rs. 2,10,000/- per month	--
11.	Number of meetings of the Board attended during the year 2025-26	4	1	4
12.	Directorship of other Companies	(a) Patodia Syntex Limited; (b) Shashank Investments Private Limited; (c) Sambhu Investments Private Limited; (d) Veepee Intrades Private Limited; and (e) Trikon Investments Private Limited	(a) Eurospin Industries Limited; (b) Sambhu Investments Private Limited; (c) Trikon Investments Pvt. Ltd.	NIL
13.	Chairman of Committees of other Companies	Nil	Nil	NIL
14.	Member of Committees of other Companies	Nil	Nil	NIL
15.	Relationship with other Directors, Manager and Key Managerial Personnel ("KMP")	**Brothers:** Shri Krishan Kumar Patodia, and Shri Mohan Kumar Patodia **Son:** Shri Amit Patodia – Senior President cum CEO	**Brothers:** Shri Gopal Patodia and Shri Krishan Kumar Patodia	Not related to any of the Directors, Managers and KMP

By Order of the Board
For PBM Polytex Limited

GOPAL PATODIA
Managing Director
(DIN: 00014247)

Place : Vadodara
Date : 13.08.2026

PBM POLYTEX LIMITED
DIRECTORS' REPORT

OBITUARY

The Board records with profound sorrow the passing of Mr. Hari Prasad Siotia, Non-Executive Non-Independent Director (DIN 00015103), on 7th June 2026. Associated with the Company as a Director since 1980, Mr. Siotia was an integral part of its leadership for over four decades, and his invaluable counsel and guidance contributed significantly to the Company's progress. His sudden demise is an irreparable loss to the Company. The Board of Directors and the entire PBM Polytex family express their deepest condolences and heartfelt sympathies to the bereaved family.

To,
The Members,

Your Directors have pleasure in presenting the 107th Annual Report of the Company together with the Audited Standalone and Consolidated Statements of Accounts for the financial year ended **31st March, 2026**

1. Financial Results

(Rs. in Lakhs)

Particulars	2025-26	2024-25
Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA)	214.38	(214.93)
Less:- Interest and Financial Charges	51.06	47.46
Profit before depreciation and tax	163.32	(262.39)
Less:- Depreciation and Amortization	357.50	367.64
Profit Before Tax	(194.18)	(630.03)
Less:- Provision for Taxation (Net)	0.44	0.35
	(193.74)	(629.68)
Add:- Deferred Tax Assets	44.99	161.86
Profit After Tax (PAT)	(148.75)	(467.82)
Add:- Other Comprehensive Income	65.33	82.56
Total Comprehensive Income for the year	(83.42)	(385.26)
Add:- Surplus brought forward	405.16	790.42
Amount available for Appropriation	321.74	405.16
Less :- Appropriation:-		
General Reserve	NIL	NIL
Dividend	NIL	NIL
Total Appropriation	NIL	NIL
Balance carried to Balance Sheet	321.74	405.16

2. DIVIDEND

Your Directors have decided not to declare any dividend for the FY 2025-26

3. TRANSFER TO RESERVES

No amount has been transferred to General Reserves.

4. CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of business of the Company during the financial year 2025-26.

5. REVIEW OF BUSINESS OPERATIONS/STATE OF COMPANY'S AFFAIRS

During the financial year 2025–26, the Company operated in a demanding environment shaped by volatile cotton prices, escalating international trade barriers, and continued shortages of skilled manpower. While the first half of the year was marked by significant headwinds — including a fire incident at the Petlad Unit in August 2025 — the second half witnessed a gradual improvement in demand and operational momentum. During the year, the Company also undertook several strategic initiatives to strengthen its cost structure, modernize its production facilities, and bring closure to long-pending contingencies.

Market Conditions and Cotton Price Volatility

The persistent disparity between domestic and international cotton prices remained the single largest challenge for the spinning industry throughout the year. Following a 7.6% increase in the Minimum Support Price (MSP) for the cotton crop announced by the Central Government, domestic cotton prices rose sharply during the year. This increase was disproportionate to prevailing international prices. The 11% import duty on raw cotton continued to prevent domestic mills from accessing cheaper international cotton, although a temporary waiver during August–December 2025 offered brief relief. The resulting cost disparity compressed yarn margins and adversely affected export price realization.

Trade and Tariff Environment

Export competitiveness was further eroded by punitive tariff action from the United States, one of the largest markets for Indian textile products. Tariffs on Indian textile exports escalated during the year, rising to 50% with effect from 27 August 2025. This significantly reduced the viability of yarn and garment exports to the U.S. market, dampened overall demand for cotton yarn, and added to the pressure on domestic realizations.

Operational Performance

Borgaon Unit: The Borgaon Unit operated at approximately 85% capacity during the year. Its principal constraint was the retirement of experienced permanent workers, compounded by absenteeism, resulting in an estimated production loss of 15–20%. The HR Department initiated accelerated recruitment and structured training of apprentices to bridge the manpower gap and restore optimal production levels.

Petlad Unit: The Petlad Unit continued to face severe workforce shortages and high absenteeism, with capacity utilisation ranging between approximately 52% and 55% for much of the year. Retention remained difficult owing to competing employment opportunities in the agriculture and dairy sectors. The HR Department pursued sustained recruitment and training of apprentices, alongside worker counselling and attendance-improvement measures, to stabilise the workforce and enhance operational efficiency.

Fire Incident at Petlad Unit

On 17 August 2025, a fire caused by an electrical fault damaged certain main power cables supplying the production machinery at the Petlad Unit. No personnel were harmed, and there was no damage to machinery or building structure. Production was temporarily halted and restoration work, completed in a record sixteen days, enabled the unit to resume normal operations by 4 September 2025. The Company's operations were adequately covered under comprehensive insurance policies. The fire insurance claim has since been fully settled, with the Company receiving a total of ₹73.99 Lakhs.

Modernization and Capital Initiatives

During the year, the Company commenced an Open-End Modernization Project at an estimated cost of ₹1.60–1.70 Crores. Civil and building works were completed and the supporting utilities — including power connection, humidification systems, and compressed-air infrastructure — were made fully operational. The Auto Leveler Draw Frame and the new Open-End machine were received and commissioned in the early part of the following financial year, with the project fully completed by mid-July 2026. The modernized line is expected to deliver an improved realization of approximately ₹5–6 per kg over existing production. Subject to successful market acceptance, a proposal to install a second machine together with an additional Draw Frame is under consideration for the period September–December 2026, at an estimated cost of ₹1.50 Crores.

Cost Reduction and Renewable Energy

The Company continued to prioritize cost control, with particular focus on power, which constitutes a significant share of manufacturing cost. The Phase II Solar Plant at the Petlad Unit, commissioned in May 2025 at a cost of ₹54 Lakhs, added to the savings generated by the earlier Phase I plant (₹1.82 Crores, commissioned in the prior year). The Company is further evaluating the installation of an additional solar power plant of approximately 250 KVA at the Petlad Unit, at an estimated cost of ₹50–60 Lakhs, subject to space availability.

Other Significant Developments

Sale of Saoner Land: The Company completed the sale of its land at Saoner during the year, realising ₹6.22 Crores. The gain on sale is expected to be substantially offset against carried-forward depreciation losses, and accordingly no material capital gains tax liability is anticipated.

Labour Settlement – BLP Unit: The long-pending labour dispute at the BLP Unit was resolved through an out-of-court settlement with the labour union, covering the period from FY 2021–22 to FY 2025–26. The settlement has been duly filed and accepted by the Hon'ble High Court. The provisional total liability is approximately ₹2.33 Crores, against which a provision of ₹73.05 Lakhs had already been made across FY 2021–22 to FY 2023–24. The resolution brings closure to a prolonged uncertainty and is expected to improve industrial relations and operational stability.

Recovery of Inter-Corporate Loan: The corporate loan of ₹3.00 Crores extended to the sister concern, M/s. Eurotex Industries and Exports Limited, together with the outstanding interest thereon, has been fully recovered during the year.

Legal Matter – PRC Yarn (Bad Debt): The matter relating to cheque dishonour in the PRC Yarn case continues to be pursued through the Company's legal counsel, Mr. Vikas Baisye, and remains sub judice, with no final outcome reached as of the date of this report.

Outlook and Management Commitment

While manpower shortages and absenteeism remain key challenges, the improvement in demand towards the close of the year, together with the benefits expected from the modernization and cost-efficiency initiatives undertaken, provides a more constructive platform for the year ahead. The management remains committed to strengthening the workforce, enhancing productivity, and restoring profitability, while continuing to engage with industry bodies and policymakers to shape a more favourable operating environment.

6. INDEPENDENT DIRECTORS' DECLARATION

All the Independent Directors of the Company have given their declarations that they meet the criteria of Independence as prescribed under section 149(6) of the Companies Act, 2013.

7. DIRECTORS

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Shri Mohan Kumar Patodia (DIN: 00035381), Managing Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting ("AGM") of the Company and being eligible, offers himself for re-appointment.

Subject to the approval of members at the ensuing AGM, the Board of Directors at its meeting held on 13th August, 2026, on recommendations of the Nomination and Remuneration Committee, has proposed to re-appoint Ms Amishal Modi (DIN: 09661312) as Independent Director of the Company w.e.f. 12th August, 2027 for a further period of 5 consecutive years by way of special resolution.

Subject to the approval of members at the ensuing AGM by way of special Resolution, on recommendations of the Nomination and Remuneration Committee ("NRC") the Board of Directors at its meeting held on 13th August, 2026, has proposed to re-appoint Shri Gopal Patodia (DIN : 00014247) and Shri Mohan Patodia (DIN : 00035381) as Managing Directors of the Company w.e.f. 01.04.2027 for a further period of three consecutive years and to approve their Remuneration as recommended and Board hereby obtains the consent of Shareholders as required under Section 196 of the Act. Since both of them have attained the age of 70 years since they are quite healthy and able to discharge their duties very efficiently.

Mr. Hari Prasad Siotia, Non-Executive Director of the Company ceased to be director due to sad demise on 7th June 2026.

The details in respect of qualification, area of expertise etc. of all the above appointee directors are provided in annexure to the notice. You are therefore in the interest of the company requested to accord your consent to these resolutions.

Neither of these Directors are disqualified under Section 164(2) of the Act.

8. KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Sections 2(51) and 203 of the Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the following persons are acting as Key Managerial Personnel of the Company:-

Shri Gopal Patodia	:	Managing Director
Shri Mohan Kumar Patodia	:	Managing Director cum Chief Financial Officer
Shri Amit Patodia	:	Senior President cum Chief Executive Officer
Ms. Swati Billore	:	Company Secretary cum Compliance Officer

9. FORMAL ANNUAL EVALUATION

Pursuant to the provisions of Section 134(3)(p) of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, Board's Committees, as well as, Directors individually including performance of Independent Directors, after seeking inputs from all the Directors/Committee members and finds it satisfactory.

10. BOARD MEETINGS

The Board of Directors have met 4 times during the financial year 2025-26.
The details of Board Meetings held are disclosed in Corporate Governance Report appended to Directors' Report.

11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the Provisions of Section 134(3)I of the Act, your Directors confirm that –

1. in the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. the accounting policies adopted are consistently applied and judgments made 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 the said period;
3. proper and sufficient care has been taken 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 & detecting errors & frauds and other irregularities;
4. annual accounts have been prepared on a going concern basis;
5. internal financial controls (as required by explanation to section 134(5)I of the Act) is being followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. Proper systems have been devised to ensure compliance with all other applicable laws and that such systems are adequate and operating effectively.

12. SHARE CAPITAL

There was no change in the authorized/issued or paid up share capital of the company during the year.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE ACT

The Company had granted loan of Rs. Three Crores to its Associate Company Eurotex Industries & Exports Limited which was repaid in full in the month of July 2025. The interest amount of Rs. 31,66,605/- is outstanding as on 30.06.2026.

Investments in mutual fund as on 31.03.2026 was Rs. 503.08 Lacs.

Short Term deposits with banks have been made, the details of which are given under Note pertaining to Cash and Bank Balances.

The Company is holding 46,00,000 Preference shares of Rs. 10/- each aggregating to Rs. 4.60 Crores in Eurotex Industries & Exports Limited. The said Company since last more than five years due to inadequate profit/loss has not declared dividend on Preference Shares.

All these investments including long term investments are within the limits prescribed under Section 186 of the Act.

14. INDUSTRIAL RELATIONS

During the year under review, the Industrial relations remained cordial at both the Petlad and Borgaon Units of the Company.

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

The Company has, in place, an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee (“Committee”) has been set up to redress the complaints received regarding sexual harassment.
Status of cases reported during the FY 2025-26:

Particulars	**No.**
Number of complaints received during the FY 2025-26	0
Number of complaints resolved during the FY 2025-26	0
Number of complaints pending over 90 days	0

16. COMPLIANCE WITH THE PROVISIONS OF MATERNITY BENEFIT ACT, 1961

The organization remains fully committed to upholding the rights and welfare of women employees as mandated under the Maternity Benefit Act, 1961. During the year, we have ensured strict adherence to all statutory provisions of the Act. The organization continues to foster a supportive and inclusive work environment, ensuring that all women employees are aware of and able to exercise their rights under the Act. No complaints or violations were reported during the year.

17. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required pursuant to section 197 (12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of the employees of the Company is given in **Annexure “A”**.

There is no Employee in the company who was / is drawing remuneration more than managerial personnel. Further, there is no employee who has drawn remuneration more than Rs. 102.00 Lakhs p.a. or 8.50 Lakhs p.m. as described under Rules Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

18. SUBSIDIARY AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary Company. However, the Company holds 22,31,980 Equity Shares of Rs. 10/- per share and also 46,00,000; 6% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs. 10/- per share of Eurotex Industries and Exports Limited (CIN : L70200MH1987PLC042598) having its registered office at 809 – Raheja Chambers, 8th Floor, 213 – Nariman Point, Mumbai and Spinning Unit at Kolhapur. Form AOC – 1 as required under section 129(3) of the Act is attached as **Annexure "A (1)".**

Accordingly, the said Eurotex Industries and Exports Limited is an Associate Company of our Company as defined under section 2(6) of the Act by virtue of the fact that our Company holds 25.5087% equity share of that Associate Company.

In pursuance of section 129 of the Companies Act, 2013 including any amendment and/or modifications thereof read with other applicable provisions of the Financial Statements of our Company and the associate company has been consolidated and accordingly, the share of our Company in Reserves and Surplus of the Associate Company upto the period 31.03.2014 has been accounted and exhibited under the head "Reserves and Surplus" as Capital Reserves, and the results from the F.Y. 2014-15 to 2025-26 have been incorporated in Consolidated Statement of Profit and Loss (of relevant years). The corresponding effect of the above has been given in the value of shares of the Associate Company held by us and has been shown under Note No. 5 of Balance Sheet of the Consolidated Balance Sheet under Investments (Non – Current).

The working of the Mill of the said Company is at grinding halt due to the continuous illegal strike by the workers since long and the company is suffering huge losses. As per the provisions of Industrial Disputes Act, 1947, services of the remaining 38 workers who were sitting idle were terminated as the mill was closed following the legal provisions from 30.03.2022. Now, Eurotex do not have any permanent workmen in the mills and only have a few essential staff. Presently, Eurotex has one major legal case with MSEB regarding a dispute already decided in its faovur by MERC and APTEL, Delhi and where the Honorable Supreme Court has lastly decided in its favour but the order has been wrongly interpreted by MSEB as being in their favour and the matter is now pending with Honorable APTEL, Delhi. Plant and machineries in the mills are being maintained in proper shape. Some of the machines in the Plant are being gradually sold as and when they get suitable buyers and price since yarn markets all over the world including in India continues to be in bad shape. The Real Estate business operations are continuing satisfactorily. The loans and dues of Banks and financial institutions have been fully paid.

The portion of our company's share in profit/losses of the associate company has been shown in Form AOC-1 as required under the Act.

19. RELATED PARTY TRANSACTIONS

All Related Party Transactions as entered into during the financial year were at Arm's Length basis and were in ordinary course of business. No materially significant related party transactions were entered/effected/undertaken by the Company with Promoters, Directors, Key Managerial Personnel, other designated persons or other related parties, which may have potential conflict with the interest of the Company at large.

All related party transactions were approved by the Audit Committee, as well as, the Board of Directors. The summary of such transactions is given in Note No. 40 of 'Notes forming part of Accounts'.

The Policy on Related Party Transactions has been uploaded on the Company's Website, web-link of which is https://pbmpolytex.com/upload/investor_lodr_reg/policy-on-related-party-transactions-final.pdf.

Form AOC – 2 as required under section 134 (3) (h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 is attached as **Annexure "A (2)".** During the year, the Company has made required changes in the policy to bring them in line with the amendments in the SEBI Listing Regulations, 2015.

20. DISCLOSURE ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

In terms of Sub-section 3(m) of Section 134 of the Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo are given in **Annexure "B"** forming part of this report.

21. ANNUAL RETURN AND EXTRACT OF ANNUAL RETURN

As per provisions of Section 92 of the Companies Act, 2013 read with Rules made thereunder, a draft Annual Return of the Company for the financial year 2025-26 is available on the website of the Company, web-link of which is https://pbmpolytex.com/upload/investor_lodr_reg/draft-annual-return-mgt-7-25-26.pdf.

22. CORPORATE SOCIAL RESPONSIBILITY ("CSR")

Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, every company meeting the specified financial thresholds is required to constitute a Corporate Social Responsibility Committee and undertake CSR activities as prescribed.

For the financial year ended 2025-26, the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are **not applicable** to the Company. Accordingly, the Company has not constituted a CSR Committee, nor is it required to formulate a CSR Policy or undertake CSR initiatives during the year.

The Company continues to remain committed to ethical business practices, sustainability, and stakeholder engagement, and will comply with CSR requirements as and when they become applicable.

23. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has a well-defined Whistle Blower Policy and has established Vigil Mechanism which provides adequate safeguards against victimisation of Reporting persons who follow such mechanism and also make provisions for direct access to the Chairman of Audit Committee in appropriate cases. The Vigil Mechanism / Whistle Blower Policy has been placed on the Company's website www.pbmpolytex.com.

24. POLICY ON NOMINATION AND REMUNERATION

In compliance with the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has laid down a Nomination and Remuneration policy which has been uploaded on the Company's website www.pbmpolytex.com.

The salient features of the NRC Policy are as under:-

a.) Setting out the objectives of the Policy
b.) Definitions for the purposes of the Policy
c.) Policy for appointment and removal of Director, KMP and Senior Management
d.) Policy relating to the Remuneration for the Managerial Personnel, KMP, Senior Management Personnel & other employees.

25. RISK MANAGEMENT POLICY

The Company has a structured Risk Management Policy. The Risk Management Process is designed to safeguard the organization from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventoried and integrated with the management process so that they receive the necessary consideration during decision making. It is dealt with in greater details in the management discussion and analysis section.

26. COMMITTEES OF THE BOARD

The Company has already formed the following committees to ensure timely compliances and better corporate governance of all the applicable rules and regulations:
1) Audit Committee, 2) Nomination & Remuneration Committee and 3) Stakeholders' Relationship Committee. The details about these committees are given in the Corporate Governance Report.

27. INSURANCE

All the properties of the Company including plant and machinery, stocks etc. have been adequately insured. The Company has also taken adequate insurance cover for loss of profit and Standing Charges.

28. AUDITORS

A. Statutory Auditors

In compliance with the Companies (Audit and Auditors) Rules, 2014, the Members at the 103rd Annual General Meeting (AGM) of the Company, have appointed M/s. Mahendra N. Shah & Co., Chartered Accountants (FRN: 105775W), Ahmedabad as Statutory Auditors of the Company, for a consecutive years of five years from the conclusion of 103rd Annual General Meeting till the conclusion of the 108th Annual General Meeting.

B. Secretarial Auditors

Pursuant to the provisions of section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. J J Gandhi & Co. (FRN: S1996GJ018900) a firm of Practicing Company Secretaries, Vadodara, as Secretarial Auditors for a period of 5 consecutive years from the FY 2025-26 to FY 2029-30, to undertake Secretarial Audit of the Company. The Secretarial Audit Report for the financial year 2025-26 is annexed herewith as **Annexure "C"**.

C. Cost Auditor

M/s. K. C. Moondra & Associates (FRN No. 101814), has been appointed as Cost Auditor for audit of cost records and statements for the financial year 2026-27 also. The proposed remuneration for the said financial year, as stated in the notice of the ensuing Annual General Meeting, is to be confirmed by the shareholders as required under section 148 of the Act.
Further the company has made and maintained proper Cost Records as specified by the Central Government under Section 148 (1) of the Companies Act, 2013 for its business activities carried out during the year.

D. Internal Auditors

Shri. Yegasubramaniam Iyer, (Membership No-045781), Chartered Accountants, Vadodara and M/s. D. P. Sarda & Co., (FRN: 117227W), Chartered Accountants, Nagpur have been appointed as Internal Auditors for conducting internal audit of Petlad and Borgaon Units of the Company respectively, for the financial year 2026-27.

Explanation or Comments on disqualifications, reservations, adverse remarks or disclaimers in the Auditors' Reports;
No disqualifications, reservations, adverse remarks or disclaimers have been reported in the Auditors' Reports, requiring any explanation or comments by the Board of Directors of the Company.

29. REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSIONS & ANALYSIS REPORT

The Company has complied with all the applicable requirements of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Separate Report on Corporate Governance and a Certificate obtained from M/s. J J Gandhi & Co., Practicing Company Secretaries, regarding compliance with the conditions of Corporate Governance and Management Discussions & Analysis Report are annexed herewith with as **Annexure "D"** which forms part of this Report.

30. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company have occurred during the financial year and upto the date of this Report.

31. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and/or material orders were passed by any Regulator or Court or Tribunal impacting the going concern status and the Company's operations in future.

32. INTERNAL CONTROL SYSTEMS

The Company has adequate internal control systems, commensurate with the size and scale of the Company. However, looking to the need of the time it has been decided to widen the scope of internal audit and accordingly internal auditors have been appointed for Petlad, as well as, Borgaon units of the Company who submit their periodical reports to the Board and their advices are adopted and needful is done, if required for better control.

33. UNCLAIMED EQUITY SHARES AND DIVIDEND

Pursuant to the provisions of Section 124 of the Companies Act, 2013 ("the said Act"), the declared dividends which remained unpaid or unclaimed for a period of seven years have been duly transferred by the Company to the Investor Education and Protection Fund ("IEPF") established by the Central Government under Section 125 of the said Act.

The Company has uploaded the details of unpaid and unclaimed amounts lying in separate bank accounts named "PBM POLYTEX LIMITED UNPAID DIVIDEND ACCOUNT" upto the financial year 2017-18 on the Company's website (www.pbmpolytex.com) and also on the Ministry of Corporate Affairs' website: www.mca.gov.in.

The dividend for the years mentioned below, if remain unclaimed for consecutive seven years, will be transferred by the Company to IEPF:-

Financial Year	Date of Declaration of Dividend	Unclaimed Dividend as on 31.03.2026 (Rs.)
2018-19	30.09.2019	90210.00
2019-20	No dividend declared	0.00
2020-21	30.09.2021	192020.00

2021-22	28.09.2022	436671.00
2022-23	No dividend declared	0.00
2023-24	No dividend declared	0.00
TOTAL		**718901.00**

Pursuant to the provision of Section 124 (6) read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (the "IEPF Rules") as amended, all the shares in respect of which dividend has/have remained unpaid or unclaimed for consecutive seven years, have to be transferred in the name of IEPF Authority.

Accordingly 15672 equity shares against 111 folios corresponding to the dividend for the financial year ended 31st March, 2018 which remained unclaimed for seven consecutive years have been transferred to the IEPF Authority after giving individual notices to the concerned shareholders and advertisement in Newspapers.

In aggregate 183887 equity shares are lying with IEPF Authority as on 31.03.2026.

The Company has uploaded the details of all shares transferred to the IEPF Authority on the Company's website (www.pbmpolytex.com) and also on the Ministry of Corporate Affairs' website: www.mca.gov.in.

The shareholders or their legal successors can claim back the dividend and all equity shares so transferred, from MCA after following the procedure laid down by MCA.

SECRETARIAL STANDARDS

All the applicable Secretarial Standards are being followed by the Company.

DEPOSITS

The Company has not accepted or continued any public deposits as contemplated under section 73 of the Act and the Companies (Acceptance of Deposits) Rules, 2014.

APPLICATION MADE OF PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the financial period under review, no application was made under the Insolvency and Bankruptcy Code, 2016 ("IBC 2016") by the Company. No proceedings are pending under IBC 2016 against the Company.

PARTICULARS OF VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS

During the financial period under review, there were no instances of any one-time settlement against loans taken from Banks or Financial Institutions.

ACKNOWLEDGEMENTS

The bankers, and financial institutions have extended their full cooperation, support and valuable assistance to the Company. Your Directors place on record their appreciation for the same.

	For PBM POLYTEX LIMITED	**For PBM POLYTEX LIMITED**
	GOPAL PATODIA	**CHIRAYUSH INDRAJITBHAI PATEL**
Place: Vadodara	**Managing Director**	**(Independent Director)**
Date: 13.08.2026	**(DIN: 00014247)**	**(DIN: 08690998)**

ANNEXURE "A" TO THE DIRECTORS' REPORT

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

1. Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2025-26, the percentage increase in remuneration of each director, Chief Executive Officer and Chief Financial Officer during the financial year 2025-26:

Sl. No.	Name of Director / Key Managerial Personnel	Designation	Ratio of remuneration of each Director to median remuneration of Employees	Percentage increase in Remuneration during 2025-26 (%)
1.	Shri Gopal Patodia	Managing Director	**28.94**	**31.24**
2.	Shri Mohan Kumar Patodia	Managing Director cum CFO	**20.39**	**9.60**
3.	Shri Amit Patodia	Senior President cum CEO	**NA**	**11.35**
4.	Ms. Swati Billore	Company Secretary	**NA**	**NA**

Note:

a. The Non-Executive Directors of the Company are entitled to sitting fees for meetings attended as per the statutory provisions. The details of remuneration of Non-Executive Directors have been exhibited in the Corporate Governance Report and is governed by the Nomination and Remuneration Policy. The ratio of remuneration and percentage increase for Non-Executive Directors' Remuneration is therefore, not considered for the above purpose.

b. Percentage increase in remuneration indicates annual target total compensation increases, as approved by the Nomination & Remuneration Committee of the Company during the financial year 2025-26.

2. The percentage increase in the median remuneration of Employees for the financial year 2025-26 was 14.37% compared to previous year because of retirement of many old employees from service, recruitment of new employees in their place, reduction in benefits related to attendance which was much less during the year.
3. The Company has 714 permanent Employees on the rolls of Company as on 31st March, 2026.
4. It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

Disclosure under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time.

A) None of the employee was employed throughout the year who was in receipt of remuneration of more than Rs. 102.00 lakhs per annum.

B) None of the employee was employed for part of the year who was in receipt of remuneration of more than Rs. 8.50 lakhs per month.

C) No employee was in receipt of remuneration in the financial year which, in aggregate, or as the case may be, was at a rate which, in aggregate, is in excess of that drawn by the Managing Director(s) and holds by himself or along with his spouse and dependent children, two percent of the equity shares of the Company.

For PBM POLYTEX LIMITED | **For PBM POLYTEX LIMITED**

GOPAL PATODIA | **CHIRAYUSH INDRAJITBHAI PATEL**

Place: Vadodara | **(Managing Director)** | **(Independent Director)**

Date: 13.08.2026 | **(DIN: 00014247)** | **(DIN: 08690998)**

ANNEXURE "A(1)" TO THE DIRECTORS' REPORT

Form AOC-I
Part "B": Associates and Joint Ventures

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

	Name of Associate Company		Eurotex Industries and Exports Ltd
1.	**Latest audited Balance Sheet Date**		31.03.2026
2.	**Shares of Associate held by the Company on the year end**		
	A.	No. of Equity Shares	22,31,980
		Amount of Investment in Associate (Rs. In Lakhs)	545.91
		Extent of Holding (%)	25.5087
	B.	No. of 6% Non-Convertible Non-Cumulative Redeemable Preference Shares	46,00,000
		Amount of Investment in Associate (Rs. In Lakhs)	460.00
3.	**Description of how there is significant influence**		By virtue of more than 20% holding in paid up share capital and thereby the voting rights.
4.	**Reason why the Associate is not consolidated**		Results of Associate Company are consolidated.
5.	**Net worth attributable to Shareholding as per latest audited Balance Sheet (Rs. In Lakhs)**		NIL
6.	**Profit / (Loss) for the year**		
	I.	Considered in Consolidation (Rs. In Lakhs)	NIL
	ii.	Not Considered in Consolidation (Rs. In Lakhs)	NIL

1. Names of associates or joint ventures which are yet to commence operations: NA
2. Names of associates or joint ventures which have been liquidated or sold during the year: NA
NOTE:

AOC – 1 Part A "Subsidiaries" is not applicable as the Company does not have any subsidiary.

For PBM POLYTEX LIMITED **For PBM POLYTEX LIMITED**

GOPAL PATODIA
(Managing Director)
(DIN: 00014247)

CHIRAYUSH INDRAJITBHAI PATEL
(Independent Director)
(DIN: 08690998)

Place: Vadodara
Date: 13.08.2026

ANNEXURE “A(2)” TO THE DIRECTORS’ REPORT

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm’s length basis: All the transactions with related parties were at arm’s length.

2. Details of material contracts or arrangement or transactions at arm’s length basis: Details given in “Notes forming part of Accounts”. (Note No.**40**).

	For PBM POLYTEX LIMITED	**For PBM POLYTEX LIMITED**
	GOPAL PATODIA	**CHIRAYUSH INDRAJITBHAI PATEL**
Place: Vadodara	**(Managing Director)**	**(Independent Director)**
Date: 13.08.2026	**(DIN: 00014247)**	**(DIN: 08690998)**

ANNEXURE "B" TO THE DIRECTORS' REPORT

ADDITIONAL INFORMATION AS REQUIRED UNDER SUB-SECTION 3 (M) OF SECTION 134 OF THE ACT AND RULE 8 OF THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY:

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

The management is very much cautious for minimizing/eliminating any losses in energy consumption. With such watch the consumption of electricity and its cost is absolutely under control.

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

Both the manufacturing units are purchasing power from respective State Electricity Boards. Whenever possible, to reduce the power cost, the company also purchases power from open excess sources.

(iii) The capital investment on energy conservation equipment:

During the year, the Company commenced an Open-End Modernization Project at an estimated cost of ₹1.60–1.70 Crores. Civil and building works were completed and the supporting utilities — including power connection, humidification systems, and compressed-air infrastructure — were made fully operational.

The Auto Leveler Draw Frame and the new Open-End machine were received and commissioned in the early part of the following financial year, with the project fully completed by mid-July 2026.

The modernized line is expected to deliver an improved realization of approximately ₹5–6 per kg over existing production. Subject to successful market acceptance, a proposal to install a second machine together with an additional Draw Frame is under consideration for the period September–December 2026, at an estimated cost of ₹1.50 Crores.

(B) TECHNOLOGY ABSORPTION:

(i) Efforts made towards technology absorption:

The company has its own Quality Assurance Department which is equipped with instruments of latest technology for testing quality of raw material i.e. cotton, finished goods etc.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

Since considerable quantity of company's cotton yarn is exported, the quality of finished product is always kept within the acceptable norms. It is also kept in view that the cost of production does not go beyond the appropriate level.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):-Not Applicable

(iv) Expenditure incurred on Research and Development:

Expenditure on In-House R & D, as and when incurred, is debited to the respective head of expenses in Statement of Profit and Loss

(C) Foreign Exchange Earning in terms of actual Inflows and actual Outflows:

(Rs. In Lakhs)

Particulars	**2025-26**	**2024-25**
Foreign Exchange outgo in terms of Actual Outflows	30.03	59.22
Foreign Exchange earned in terms of Actual Inflows	4763.64	4005.15

For PBM POLYTEX LIMITED **For PBM POLYTEX LIMITED**

GOPAL PATODIA **CHIRAYUSH INDRAJITBHAI PATEL**

Place: Vadodara **(Managing Director)** **(Independent Director)**

Date: 13.08.2026 **(DIN: 00014247)** **(DIN: 08690998)**

ANNEXURE "C" TO THE DIRECTORS' REPORT

Secretarial Audit Report

(For the Financial Year ended March 31, 2026)

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

To,
The Members,
PBM Polytex Limited
Opp. Railway Station,
Petlad, Gujarat, India-388450

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **PBM Polytex Limited (CIN L17110GJ1919PLC000495)** (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, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **on 31st March, 2026,** complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder.
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI) and Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB). – As reported to us there were no FDI, ODI and ECB transactions in the Company during the Audit period.
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
   A. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
   B. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
   C. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not Applicable to the Company during the Audit Period.
   D. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not Applicable to the Company during the Audit Period.

E. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not Applicable to the Company during the Audit Period.

F. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 - The Company has appointed SEBI Registered Category I Registrar & Share Transfer Agent.

G. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. - Not Applicable to the Company during the Audit Period.

H. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. - Not Applicable to the Company during the Audit Period.

I. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

6. Further, as per representation of management letter, considering its nature of business, process and location, the following Acts are specifically applicable to the Company. There are adequate systems and processes in the company to monitor and ensure compliance.
   1. The Essential Commodities Act, 1955
   2. Ordinances issued by the Textile Commissioner (Textile Control Order).

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

(i) The Mandatory Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.

(ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder.

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

We further report that;

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

B. Due Notice were served on all Directors entitled to receive notice in accordance with section 173(3) of the Companies Act, 2013 for holding Board and Committee meetings. Agenda and detail notes on Agenda were sent to the Directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

C. We further report that as per the minutes of the meetings duly recorded and signed by the Chairman, the decisions were carried at meetings without any dissent.

D. Based on the Compliance mechanism established by the Company and on the basis of certificates placed before the Board and taken on record by the Directors at their meetings, we further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that;
The Company has passed Special Resolutions at the 106th AGM held on 26th day of September, 2025 for approval of revision in remuneration payable to Shri Amit Patodia, Senior President cum Chief Executive Officer.

for J. J. Gandhi & Co.
Practising Company Secretaries

Place: Vadodara
Date: 13th August, 2026

(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515
P R No. 7600/2026
UDIN F003519H001092871

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

Annexure to Secretarial Audit Report

To,
The Members,
PBM Polytex Limited,
Opposite Railway Station,
Petlad, Gujarat, India-388450

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and the processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and the practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company. The Compliance of applicable financial laws like direct and indirect laws have not been reviewed in t his Audit since the same have been subject to review by Statutory Financial Audit and Other designated professionals.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

for J. J. Gandhi & Co.
Practising Company Secretaries

Place: Vadodara
Date: 13th August, 2026

(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515
P R No. 7600/2026

ANNEXURE "D" TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance refers to a combination of laws, regulations, procedures, implicit rules and good corporate practices which ensures that the Company meets its obligations and fulfils its responsibilities towards shareholders, employees, government and others. The Company is committed on adopting the best possible practices.

The Company's philosophy of corporate governance aims at the best possible in every sphere of operations consistent with good ethical standards.

2. BOARD OF DIRECTORS

A. Composition of the Board

As per requirements of section 149 of the Companies Act, 2013 ("the Act") and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), atleast 50% of the Board Members should be Independent. There is optimum combination of Executive, Non – Executive and Independent Directors including Woman Director and the Company fulfills the criteria. The Chairman of the Company is Non-Executive Promoter Director. The Composition of the Board is given hereunder:

Name of Directors	Designation	No. of Shares held as on 31st March 2026	Category	As on 31st March, 2026		
				No. of Directorship in other Companies	#Committee(s) Position in other Companies	
					Member	Chairperson
Shri Krishan Kumar Patodia	Chairman	141028	Promoter – Non Executive Director	7	1	0
Shri Gopal Patodia	Managing Director	27369	Promoter – Executive Director	5	0	0
Shri Hari Prasad Siotia	Director	199280	Promoter – Non Executive Director	4	1	1
Shri Mohan Kumar Patodia	Managing Director cum CFO	67998	Promoter – Executive Director	3	0	0
Shri Ashok Pandit	Director	0	Independent Director	0	0	0
Shri Rakesh Todi	Director	13227	Independent Director	0	0	0

Shri Chirayush Indrajitbhai Patel	Director	0	Independent Director	0	0	0
Ms. Amishal Modi	Director	0	Independent Director (Woman Director)	0	0	0

 # Only Committee position of Audit Committee and Stakeholders' Relationship Committee have been considered.

** Shri Hari Prasad Siotia, Non-Executive Director passed away on 7th June 2026.*

B. Four Board meetings were held during the FY 2025-26 on the dates mentioned below:

Dates on which Board Meetings were held	Total strength of Board	No. of Directors Present
28.05.2025	8	4
13.08.2025	8	8
14.11.2025	8	5
14.02.2026	8	5

C. Attendance of each Director present at the Board Meetings and Last Annual General Meeting ("AGM"):-

Name of the Directors	Attendance at Board Meetings held on				
	28.05.2025	13.08.2025	14.11.2025	14.02.2026	Attendance at AGM held on 26.09.2025
Shri Krishan Kumar Patodia	Leave of Absence	✓	Leave of Absence	Leave of Absence	Leave of Absence
Shri Gopal Patodia	✓	✓	✓	✓	✓
Shri Hari Prasad Siotia	Leave of Absence	✓	Leave of Absence	Leave of Absence	Leave of Absence
Shri Mohan Kumar Patodia	Leave of Absence	✓	Leave of Absence	Leave of Absence	✓
Shri Ashok Pandit	✓	✓	✓	✓	✓
Shri Rakesh Todi	✓	✓	✓	✓	✓
Shri Chirayush Indrajitbhai Patel	Leave of Absence	✓	✓	✓	✓
Ms. Amishal Modi	✓	✓	✓	✓	Leave of Absence

D. Directorship in other Listed Companies:-

Name of Directors	Name of Listed Companies	Category of Directorship
Shri Krishan Kumar Patodia	M/s. Eurotex Industries and Exports Ltd.	Chairman and Managing Director
Shri Gopal Patodia	--	--
Shri Hari Prasad Siotia	M/s. Eurotex Industries and Exports Ltd.	Non-Executive Director
Shri Mohan Kumar Patodia	--	--
Shri Ashok Pandit	--	--
Shri Rakesh Todi	--	--
Shri Chirayush Indrajitbhai Patel	--	--
Ms. Amishal Modi	--	--

(i) Key Board qualifications, expertise and attributes:

SKILLS/ EXPERTISE/ COMPETENCE OF THE BOARD OF DIRECTORS

Leadership -The capacity to set and achieve challenging goals, take fast and decisive action when needed, outperform the competition, and inspire others to perform at their highest possible level. The Chairman Shri Krishan Kumar Patodia and Managing Directors Shri Goal Patodia and Shri Mohan Kumar Patodia have vast experience in running of textile industry. They lead the whole administration and Senior personnel of the company at every point and on every problem.
Shri Gopal Patodia, and Shri Mohan Kumar Patodia, (Managing Directors) and Audit Committee Chairman, Shri Ashok Pandit and other directors are well versed in techniques and requirements of Corporate Governance.

Corporate Finance - Managing sources and deployment of funds to enable the best returns both for the long and short term so as to increase the value of the Corporate to the stakeholders. Shri Gopal Patodia and Shri Mohan Kumar Patodia Managing Directors of the company are having vast knowledge and experience of managing finance and they monitor it on day to day basis.

Sales and marketing - Generating revenue from the operations of the Corporate. The role of Marketing is to create market awareness, preference and demand for the Products of the Corporate. Sales is responsible for converting that demand into actual sales. Other than the Chairman and the Managing Directors the other Independent Directors, Shri Rakesh Todi and Shri Chirayush Indrajitbhai Patel are experts in marketing and have rich knowledge of managing business.

Governance - The collection of mechanisms, processes and relations by which Corporate is governed. Corporate Governance is the combination of rules, processes and laws by which businesses are operated, regulated or controlled. Shri Gopal Patodia, and Shri Mohan Kumar Patodia, (Managing Directors) and Audit Committee Chairman, Shri Ashok Pandit and other directors are fully acquainted with requirements of Corporate Governance.

Technology – The combination of techniques, skills, methods and processes used in the production of goods or services or in the accomplishment of objectives. The chairman Shri Krishan Kumar Patodia is textile gold medalist and Managing Director Sri Gopal Patodia is Chemical Engineer (First Division). Both of them are highly experienced in textile technology.

International business - Encompasses all commercial activities that take place to promote the transfer of goods, services, resources, people, ideas and technologies across national boundaries. Shri Krishan Kumar Patodia, Chairman and Shri Gopal Patodia and Shri Mohan Kumar Patodia, Managing Directors are all in the business of yarn sales since very long time. The company and these three directors are having much knowledge and experience in export market. The company is exporting considerable quantity of its product since the year 1984.The chairman is also managing 100% export oriented unit namely Eurotex Industries and Exports Ltd. They are always in touch with foreign buyers.

Disclosure of relationships between Directors inter-se
Shri Krishan Kumar Patodia, Shri Gopal Patodia and Shri Mohan Kumar Patodia are related to each other. No other director is relative of any other director(s).

Confirmation on the independence of the Independent Directors
The Board of Directors hereby confirm that in their opinion, the Independent Directors fulfil the conditions specified in the Listing Regulations and are Independent of the Management.

COMMITTEES OF THE BOARD
With a view to have more focused attention on business and for better governance and accountability, the Board has constituted various mandatory committees viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The term of reference of these Committees are determined by the Board and their relevance is reviewed from time to time.

3. AUDIT COMMITTEE

(i) Terms of Reference
The Audit Committee acts as a link between the Statutory Auditors, Internal Auditors and the Board of Directors. Its purpose is to assist the Board in fulfilling its responsibilities of monitoring financial reporting process, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's Statutory and Internal Audit activities. The Committee is governed by a Charter, which is in line with the regulatory requirements mandated by the Act and Listing Regulations.

(ii) Composition
The Audit Committee (as mentioned below) consists of four Non-Executive Directors, all of them are Independent Directors and one Executive Director. All the members of Audit Committee are financially literate and majority of them are specialized in accounting and financial management. The constitution of Audit Committee meets with the requirements prescribed under Section 177 of the Act and Listing Regulations.

Name of Committee Members	**Category**
Shri Chirayush Indrajitbhai Patel	Chairman, Independent Director
Shri Rakesh Todi	Member, Independent Director
Shri Ashok Pandit	Member, Independent Director
Ms. Amishal Modi	Member, Independent Director

The Chairman of Audit Committee was present at the last Annual General Meeting to answer the shareholders' queries through video conference.

Ms. Swati Billore acts as the Secretary of the Committee.

(iii) Meetings
During the year, the Audit Committee has met 4 times. Attendance of each Committee member at the meetings were as follows:

Name of Committee Members	Category	Attendance at the Audit Committee Meetings held on			
		28.05.2025	13.08.2025	14.11.2025	14.02.2026
Shri Chirayush Indrajitbhai Patel	Chairman, Independent Director	Leave of Absence	✓	✓	✓
Shri Hari Prasad Siotia*	Member, Non – Executive Director	Leave of Absence	✓	Leave of Absence	Leave of Absence
Shri Rakesh Todi	Member, Independent Director	✓	✓	✓	✓
Shri Ashok Pandit	Member, Independent Director	✓	✓	✓	✓
Ms. Amishal Modi	Member, Independent Woman Director	✓	✓	✓	✓

** Shri Hari Prasad Siotia, Non-Executive Director passed away on 7th June 2026.*

The Internal Auditors and Statutory Auditors are permanent invitees at the meetings. The terms of reference of Audit Committee are in accordance with the section 177 of the Act and Listing Regulations.

The Company has system and procedures in place to ensure that the Audit Committee mandatorily review:

- Management discussion and analysis of financial condition and results of operations;
- All Related Party Transactions submitted by management;
- Management letters / letters of internal control weaknesses issued by the Statutory Auditor;
- Internal Audit Reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief Internal Auditor.
- Statement of deviation, if applicable

3. NOMINATION AND REMUNERATION COMMITTEE AND REMUNERATION OF MANAGERIAL PERSONNEL AND SENIOR EXECUTIVES

(i) Terms of reference

Remuneration of employees largely consists of basic remuneration and perquisites. The components of total remuneration vary for different cadres and are governed by industry pattern, qualifications and experience of the employee (concerned), responsibilities handled, individual performance etc. The objectives of the Nomination and Remuneration Policy are to motivate employees to excel in their performance, recognize their contribution, and retain talent in the organization and reward merit.

The Nomination and Remuneration Committee shall act in accordance with the terms of reference which inter alia, include:

a) To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal;
b) To carry out evaluation of every Director's performance;

c) To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees;
d) To formulate the criteria for evaluation of Independent Directors and the Board of Directors;
e) To devise a policy on Board diversity;
f) To recommend/review remuneration of the Managing Director(s), Whole-time Directors and other senior management personnel based on their performance and defined assessment criteria;
g) 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;
h) For every appointment of an independent director, to 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;
i) #To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
j) To perform such other functions as may be necessary or appropriate for the performance of its duties.

#The terms of reference at point no. (i) are effective from January 1, 2022.

(ii) Composition

The Nomination and Remuneration Committee consists of four Non-Executive Directors and one Executive Director as mentioned below.

Name of Committee Members	**Category**
Shri Chirayush Indrajitbhai Patel	Chairman, Independent Director
Shri Rakesh Todi	Member, Independent Director
Shri Ashok Pandit	Member, Independent Director
Ms. Amishal Modi	Member, Independent Director

Ms. Swati Billore acts as the Secretary of the Committee.

The appointments and remuneration of all the Managerial Personnel and top executives are decided on the recommendation of the Committee.

(iii) Meetings

During the year, the Nomination and Remuneration Committee has met two times. Attendance of each Committee member at the meetings were as follows:

Name of Committee Members	Category	Attendance at the Nomination and Remuneration Committee Meetings held on	
		28.05.2025	13.08.2025
Shri Ashok Pandit	Chairman, Independent Director	✓	✓
Shri Hari Prasad Siotia	Member, Non – Executive Director	Leave of Absence	✓
Shri Rakesh Todi	Member, Independent Director	✓	✓
Shri Chirayush Indrajitbhai Patel	Member, Independent Director	Leave of Absence	✓
Ms. Amishal Modi	Member, Independent Woman Director	✓	✓

The Chairman of Nomination and Remuneration Committee was present at the last Annual General Meeting to answer the shareholders' queries through video conference.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS & SENIOR EXECUTIVES AND THEIR REMUNERATION

The remuneration of Managing Directors is decided as per the applicable Schedule and Sections of the Act, as amended from time to time on recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors subject to the approval of shareholders and other authority(ies), if required.

The remuneration of Senior Executives is also decided by the Board of Directors on the recommendation of the Nomination and Remuneration Committee and also subject to the sanction of shareholders, if any. Senior Executive holds Place of Profit.

The selection and appointment of the Whole Time Directors, other directors and Top Executives is done on the basis of their experience, qualifications and knowledge of the concerned field.

Performance evaluation criteria for Independent Directors:
All the Independent Directors of the Company have efficiently played their roles and discharged their responsibilities for the benefit of the Company as a whole. Based on formal and informal appraisals, all the Independent Directors have played vital role in ensuring good corporate governance efficiency.

DETAILS OF REMUNERATION PAID / PAYABLE TO EXECUTIVE AND NON-EXECUTIVE DIRECTORS

Remuneration of Whole Time / Executive Directors
Remuneration paid/accrued to the Executive Directors for the financial year ended March 31, 2026 is as follows:

(Amount in Rs.)

Name of Managing Director	Salary	Perquisites	Comm-ssion	Incentives	Other	Total
Shri Gopal Patodia	42,00,000	16,14,540	--	2,40,000	23,40,000	**83,94,540**

Shri Mohan Kumar Patodia	24,00,000	24,15,911	--	2,40,000	8,60,000	**59,15,911**
TOTAL	**66,00,000**	**40,30,451**	**--**	**4,80,000**	**32,00,000**	**1,43,10,451**

Two Managing Directors namely Shri Gopal Patodia and Shri Mohan Kumar Patodia were reappointed as such for the period of three year from 01.04.2024 to 31.03.2027 by the shareholders at the Annual General Meeting of the company held on 25.09.2023 on recommendations of Nomination & Remuneration Committee on approval of the Board of Directors.

Remuneration of Non-Executive Directors

Non-Executive Directors including Independent Directors are paid sitting fees only for attending the meetings of the Board of Directors and Committees thereof within the limits prescribed under the Act and Articles of Association of the company. No criteria of making payment to Non-Executive Directors is required to be fixed as they are paid only sitting fees. Details of remuneration paid to Non-Executive Directors during financial year 2025-26 are as follows:

Name of Directors	**Sitting Fees (Rs.)**
Shri Ashok Pandit	150000
Shri Rakesh Todi	150000
Shri Chirayush Indrajitbhai Patel	105000
Ms. Amishal Modi	150000

The company has not done any transaction with any of the above Non-Executive Directors except reimbursement of actual travelling expenses incurred for attending Board Meeting(s)/Committee Meeting(s) and/or Annual General Meeting during the year ended March 31, 2026.

The Company does not have any Stock Option Scheme.

Both the Managing Directors have agreements with the Company for the period of three consecutive years which are renewed after every three years on their reappointment.

Both the Managing Directors shall be paid Incentive upto 10% of the Salary as may be decided by Board from time to time. Further there is no separate provision for notice period or payment of severance fees to the Managing Directors.

4. STAKEHOLDERS RELATIONSHIP COMMITTEE

(A) Terms of reference

Stakeholders Relationship Committee is constituted in line with the provisions of Regulation 20 of the listing Regulations and Section 178 of the Act.

1) To consider and resolve the grievances of security holders.
2) To consider and approve issue of share certificates, transfer, transmission of securities etc.

(B).The Stakeholders Relationship Committee ("Committee") consists of the following Directors:

Name of Committee Members	**Category**
Shri Chirayush Indrajitbhai Patel	Chairman, Independent Director
Shri Krishan Kumar Patodia	Member, Non-Executive Director
Shri Gopal Patodia	Member, Executive Director

Shri Rakesh Todi	Member, Independent Director
Shri Ashok Pandit	Member, Independent Director

This Committee also looks into the grievances lodged by the Shareholders. No complaints have been received from shareholders during the year 2025-26.

The then Chairman of the Committee, Shri Ashok Pandit was present at the last Annual General Meeting to answer the shareholders' queries through video conference.

Three meetings of the Committee were held on 28.05.2025, 13.08.2025 and 14.02.2026.

Ms. Swati Billore, Company Secretary is the Compliance Officer of the Company.

(C) The Company has appointed **M/s. MUFG Intime India Private Limited**., having its Vadodara Office at "Geetakunj" 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390 015 India and registered office at C-101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400083, Maharashtra, India as **Registrar and Share Transfer Agent**.

5. CORPORATE SOCIAL RESPONSIBILITY ("CSR") COMMITTEE

For the financial year 2025-26, the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility are **not applicable** to the Company. Accordingly, the Company has not constituted a CSR Committee.

6. GENERAL BODY MEETINGS

Details about location, dates and details of the Special Resolutions passed at the previous three AGMs are as under:

Financial Year	Meeting and Venue	Day, Date and Time	Special Resolutions passed
2022-23	104th AGM through video conferencing (VC)/Other Audio Visual Means (OAVM)	Monday, 25.09.2023 at 11:00 A.M.	To Consider Re-appointment of Shri Mohan Kumar Patodia (DIN: 00035381) as Managing Director of the Company for a period of 3 years from 1st April 2024. To Consider Re-appointment of Shri Gopal Patodia (DIN: 00014247) as Managing Director of the Company for a period of 3 years from 1st April 2024. To reappoint Shri Rakesh Todi (DIN: 08476512) as an Independent Director of the Company for the second term of 5 consecutive years.

2023-24	105th AGM through video conferencing (VC)/Other Audio Visual Means (OAVM)	Friday, 27.09.2024 at 11:00 A. M	To reappoint Shri Chirayush Indrajitbhai Patel (DIN: 08690998) as an Independent Director of the Company for the second term of 5 consecutive years
2024-25	106th AGM through video conferencing (VC)/Other Audio Visual Means (OAVM)	Friday, 26.09.2025 at 11:00 A. M	To approve revision in remuneration payable to Shri Amit Patodia, Senior President cum Chief Executive Officer

Whether any special resolution was passed through Postal Ballot last year – **No**
Whether any Special Resolution is proposed to be conducted through Postal Ballot this year – **No**

7. INDEPENDENT DIRECTORS' MEETING

During the year under review, all the Independent Directors of the Company met One time i.e. on 13.08.2025, to discuss and evaluate :-

a.) the performance of Non-Independent Directors and the Board as a whole;
b.) the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
c.) the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.
d.) To take note of applicable provisions of The Act, and rules made thereunder and to do needful in the matter.

Based on the disclosures received from all the independent directors and also in the opinion of the Board, the independent directors have fulfilled the conditions specified in the Act, SEBI Listing Regulations and are independent of the management.

The details of the Familiarization Programme imparted to Independent Directors is available on Company's Website, at https://pbmpolytex.com/upload/investor_lodr_reg/familiarization-programme-independent-directors.pdf

8. RELATED PARTY TRANSACTIONS

The Policy on Related Party Transactions is available on Company's Website, web-link of which is https://pbmpolytex.com/upload/investor_lodr_reg/policy-on-related-party-transactions-final.pdf.

9. DISCLOSURES

A. Disclosure on Materially Significant Related Party Transactions that may have potential conflict with the interests of the company at large:

There are no materially significant related party transactions made by the Company with its Promoters, Directors or Management, their subsidiaries or relatives, etc., that may have potential conflict with the interests of the Company at large.

However, the Company has taken on rent- Offices, Godowns (for storing material) and Residential Premises (for employees) in and outside Gujarat which belong to Related Parties namely Sambhu Inv. Pvt. Ltd., M/s Murarilal Mahendrakumar, Eurotex Industries & Exports Ltd., Patodia Syntex Limited, M/s Dharamchand Kesardeo, M/s Brijlal Purushottamdas, M/s B P Dying and M/s B L Patodia Family Trust, to whom rent is paid at reasonable rates and sale and purchase transactions have also been made with Eurotex Industries & Exports Ltd. which all are on Arm's Length Basis.

Further, the Company has given on rent a small room for office use in Premises of Registered Office of the company to Shashank Investments Pvt. Ltd., Chandramauli Global Ventures LLP, Veepee Intrades Pvt. Ltd. and Suragini Enterprises LLP, from whom rent is received at reasonable rates which are on Arm's Length Basis.

B. Details of non-compliances by the Company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any Statutory Authority, on any matter related to capital markets during the last three years:

The Company has complied with all the requirements of Listing Agreement entered into with BSE, as well as, the Listing regulations and guidelines of SEBI. There were no strictures or penalties imposed either by SEBI or BSE or any Statutory Authority for non – compliance of any matter (s) related to the capital markets during the last three years.

C. Whistle Blower Policy / Vigil Mechanism:

A Vigil Mechanism provides adequate safeguards against victimization of persons who use such mechanism for reporting genuine concerns. It also makes provision for direct access to the Chairman of the Audit Committee. Web link for Whistle Blower Policy / Vigil Mechanism is https://pbmpolytex.com/upload/investor_lodr_reg/whistle-blower-vigil-mechanism-policy1.pdf. As per the Policy, no person has been denied access to the Chairman of Audit Committee.

D. Policy for determining material subsidiaries:

The Company does not have any Subsidiary Company. Therefore, requirement of devising such policy does not apply to the Company.

E. Certificates from Company Secretary in Practice:

The following certificates as issued by Shri J. J. Gandhi, Proprietor of M/s. J. J. Gandhi & Co., a firm of Practicing Company Secretaries, Vadodara are enclosed to this Report:

(a) Compliance Certificate regarding compliance of conditions of Corporate Governance; and
(b) Certificate that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI / Ministry of Corporate Affairs or any such statutory authority.

F. Details of utilization of funds raised through preferential allotment/qualified institutions placement as specified under Reg. 32(7A) of the Listing Regulations:

The Company has, during the year, not raised any funds through preferential allotment or qualified institutions placement as specified under the Listing Regulations.

G. Fees paid to Statutory Auditors:

The Company has, during the year, paid an amount of Rs. 5,50,000/- (Rupees Five Lakhs Fifty Thousand only) excluding GST to its Statutory Auditors M/s. Mahendra N. Shah & Co., Chartered Accountants as approved by the shareholders.

H. Disclosures under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the Financial Year 2025-26	NIL

Number of complaints disposed off during the Financial Year 2025-26	NIL
Number of complaints pending as at the end of the Financial Year 2025-26	NIL

I. Disclosure of compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Regulations:

Regulation No.	Particulars	Compliance Status (Yes or No)
17	Board of Directors	YES
17A	Maximum number of Directorship	YES
18	Audit Committee	YES
19	Nomination and Remuneration Committee	YES
20	Stakeholders Relationship Committee	YES
21	Risk Management Committee	N. A.
22	Vigil Mechanism	YES
23	Related Party Transactions	YES
24	Corporate Governance requirements with respect to subsidiary of the Company	N. A.
24A	Secretarial Audit and Secretarial Compliance Report	YES
25	Obligations with respect to Independent Directors	YES
26	Obligations with respect to employees including senior management, key managerial persons, directors and Promoters	YES
27	Other Corporate Governance Requirements	YES
46(2) (b) to (i)	Website	YES

J. Compliance with the SEBI (Listing Obligations and Disclosure Requirements), 2015

The Company has adopted and complied with mandatory requirements of the SEBI (LODR) Regulations, 2015. Some of the following non-mandatory requirements have also been complied with.

NON-MANDATORY REQUIREMENTS:

(i) Reporting of Internal Auditor

Internal Auditors of the Company submit their reports directly to the Audit Committee regularly.

(ii) Audit Qualification / Modified Opinion(s)

There is no Audit Qualification / Modified Opinion(s) in the Audit Reports by the Auditor.

(iii) Disclosure of Accounting Treatment:

In the preparation of the financial statements, the Company has followed the applicable Indian Accounting Standards (Ind AS) issued by the Institute of Chartered Accountants of India. The significant accounting policies, which are constantly applied, are set out in the Annexure to Notes on Accounts.

(iv) Shareholders' Rights:

Since the financial results are published in the newspapers and also posted on the Company's website, those are not being sent to the shareholders.

(v) Risk Management:

Business risk evaluation and management is an ongoing process within the Company. During the year under review, a detailed exercise of Risk Assessment and Management was carried out covering the entire gamut of business operations and the Board was informed of the same.

K. Instances of not accepting any recommendation of the Committee by the Board:

There was no such instance where Board had not accepted any recommendation of any committee of the Board, whether mandatorily required or not, in the relevant financial year.

L. Details of Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount:

The Company had granted loan of Rs. Three Crores to its Associate Company Eurotex Industries & Exports Limited which was repaid in full in the month of July 2025. The interest amount of Rs. 3166605/- is outstanding as on 30.06.2026.

M. The Company is not required to formulate Dividend Distribution Policy as per Reg. 43A of the Listing Regulations.

N. MEANS OF COMMUNICATION

The Company generally publishes quarterly, half yearly, nine months and Annual Standalone and Consolidated Financial Results in one English daily newspaper and one daily newspaper of regional language namely “The Financial express”, in accordance with the requirements of the Regulation 47 of the Listing Regulations.

All periodical compliance like Announcements, Financial Results, Shareholding Pattern, Corporate Governance Report, Book Closure Dates, etc. are electronically filed with BSE Limited through BSE.LISTING CENTRE. All material information about the Company including financial results is promptly uploaded on website of the Company www.pbmpolytex.com also as may be required from time to time.

O. GENERAL SHAREHOLDER INFORMATION:

1. 107th Annual General Meeting will be held at **11:00 A. M.** on Monday 28th September, 2026**, through Video Conference.**

2. Financial Year from 01.04.2025 to 31.03.2026

3. Date of Book Closure: From **22.09.2026 to 28.09.2026 (both days inclusive)**

4. Listing of Shares: The Company's shares are listed on the following Stock Exchange. The Company confirms that the annual listing fees to BSE Limited for the financial year 2025-26 has been paid.

Name of Stock Exchange	Scrip Code	ISIN No.
BSE Limited Floor 25, P. J. Towers, Dalal Street, Mumbai – 400001	514087	INE501F01018

5. Stock Market Data for FY 2025-26 (BSE) :

Month	Month's Highest Price (Rs.)	Month's Lowest Price (Rs.)
April 2025	79.15	58.80
May 2025	88.94	73.54
June 2025	81.00	67.16
July 2025	78.40	69.10
August 2025	76.87	65.00
September 2025	71.98	66.07
October 2025	72.90	58.65
November 2025	70.98	58.20
December 2025	63.83	48.00
January 2026	51.93	44.15
February 2026	60.84	49.99
March 2026	59.65	47.00

6. Performance in comparison to broad-based indices such as BSE Sensex, CRISIL Index etc.

Particulars	31.03.2025 (Rs.)	31.03.2026 (Rs.)	Change (%)
Share price of PBM	62.49	59.65	-4.54
BSE Sensex	77414.92	71947.55	-7.06

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

During the financial year, the Company actively monitored and managed its foreign exchange exposure, implementing hedging strategies for export transactions as deemed appropriate. The management continues to closely observe fluctuations in yarn prices, which remain inherently volatile, and takes necessary measures to mitigate associated risks.

The Company does not have any material exposure to other commodities and, therefore, has not undertaken any specific hedging activities in this regard. Consequently, there are no disclosures required under the SEBI circular dated November 15, 2018

8. Demat Suspense account/ Unclaimed Suspense Account

No unclaimed share certificates are with the Company.

9. Registrars & Share Transfer Agent:

(Share Transmission, Duplicate issue, Consolidation, Name Deletion etc., Demat, communications regarding Share Certificates, Dividends and Change of address):-

Mr. Alpesh Gandhi
M/s MUFG Intime India Pvt. Ltd., (Unit:- PBM Polytex Limited)
"Geetakunj" 1, Bhakti Nagar Society, Behind ABS Tower, Old Padra Road, Vadodara – 390 015;
Tel Nos. 0265-3566768; Fax No. 0265-2356791;
E-mail: alpesh.gandhi@in.mpms.mufg.com/ vadodara@in.mpms.mufg.com

10. Share Transfer System:

Share transfers are processed and Share Certificates are duly endorsed, and are delivered within a period of 15 days from the date of receipt, subject to documents being valid and complete in all respect. All requests for dematerialization of shares are processed and the confirmation is given to the Depositories concerned within 15 days from the date of receipt, subject to documents being valid and complete in all respects.

Effective from April 1, 2019, as per SEBI notification no. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018 as amended from time to time, no shares can now be transferred in physical form except transmission of shares to the legal successors.

11. Distribution of shareholding as at 31.03.2026:

No. of Equity Shares held	No. of Shareholders	No. of Shares Held	% of Issued Capital
1 – 500	3623	415046	6.03
501 – 1000	243	190930	2.78
1001 – 2000	124	179849	2.61
2001 – 3000	49	124729	1.81
3001 – 4000	21	73838	1.07
4001 – 5000	8	37683	0.55
5001 – 10000	19	140412	2.04
More than 10000	51	5716533	83.10
TOTAL	**4138**	**6879020**	100.00

12. Dematerialization of shares:

About 97.89% of Company's paid up equity share capital has been dematerialized up to 31st March, 2026. The shareholders wishing to demat the shares may approach Depository Participant(s).

13. Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity: Not Applicable.

14. Plant Location:

(A) Yarn Manufacturing Plants of the Company are situated at -

(i) Opp. Railway Station,
Petlad – 388450,
Dist. Anand, Gujarat

(ii) Plot No.16 to 19, Sector B,
AKVN Industrial Area, Borgaon,
Kheritaigaon,
Dist. Chhindwara (M. P.)p

(B) Four Windmills are located in Gujarat at -

(i) Vill: Suthari,
Revenue Survey No. 870/P,
Taluka Abdasa,
Dist. Kutch (Guj.)

(ii) Vill: Okha Madhi,
Survey No. 24 Part,
Taluka Dwarka,
District Jamnagar (Guj.)

(iii) Vill: Methan,
Survey No. 284,
Taluka Jamjodhpur,
Dist. Jamnagar (Guj.)

(iv) Vill: Methan,
Survey No. 284/3/Paiki,
Taluka Jamjodhpur,
Dist. Jamnagar (Guj.)

15. Address for correspondence
Attn: Company Secretary
PBM Polytex Limited,
Corporate Office: 8th Floor, Ramakrishna Chambers, Productivity Road,
Alkapuri, Baroda – 390007, Gujarat
E-Mail pbmcs@patodiagroup.com

16. Details of Credit Ratings assigned
Your Company has been assigned the following ratings by CARE Ratings Limited:

Name of Credit Rating Agency	Facilities	Existing Ratings	Revised Ratings
CARE Ratings Limited	Long-term Bank Facilities	Care BBB+; Outlook : Negative	Care BBB; Outlook : Stable
	Short-term Bank Facilities	CARE A2; (A Two)	CARE A3+ (A Three plus)

Members are requested to quote their Folio No. / DP ID-Client ID, Email ID, Telephone Number and full address while having any communication with the Company / Registrars & Share Transfer Agent.

Members are also requested to register their email ID with the Registrar & Share Transfer Agent and also to give their bank account particulars for direct remittance of dividend to their account, if declared (i.e. Name of Bank, account No. with the Bank, Bank IFC Code No., a cancelled cheque leaf).

For PBM POLYTEX LIMITED **For PBM POLYTEX LIMITED**

GOPAL PATODIA
Managing Director
(DIN: 00014247)

CHIRAYUSH INDRAJITBHAI PATEL
Independent Director
(DIN: 08690998)

Place: Vadodara
Date: 13.08.2026

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(ANNEXURE TO DIRECTORS' REPORT)

1. Industrial Structure and Developments

PBM Polytex Limited, established in 1919, commenced manufacturing operations in 1922 at Petlad, Gujarat. After facing near-terminal financial distress, the Company was revived by the current management in 1978 through phased modernisation. Between 1980 and 1998, capital was raised through internal accruals, public and rights issues, and the private placement of debentures, transforming the Company into a consistent dividend-paying entity. Its shares were listed on the Bombay Stock Exchange in 1986, and bonus shares were issued twice. A second spinning unit was established in 1990 at Borgaon, District Chhindwara (Madhya Pradesh). The Company also invested in renewable energy by installing four windmills of aggregate capacity 1,600 KWA in Jamnagar and Kutch, Gujarat, during 2006–07.

The Company has continued to expand its sustainability footprint. Following the Phase I Solar Plant (₹1.82 Crores; approximately 9.19 lakh units per annum; annual savings of about ₹66 Lakhs), the Phase II Solar Plant was commissioned in May 2025 at a cost of ₹54 Lakhs, expected to generate approximately 9.95 lakh units per annum with projected savings of about ₹10 Lakhs per year. A further solar installation of approximately 250 KVA at the Petlad Unit is under evaluation, subject to space availability.

2. Market Analysis

- **Cotton Price Disparity:** Domestic cotton prices remained elevated through the year following a 7.6% MSP hike, well above international benchmarks.
- **Global Benchmark:** International cotton prices remained subdued, creating a significant and sustained cost gap for domestic spinners.
- **Import Duty:** The 11% import duty on raw cotton continued to distort competitiveness, with only a temporary waiver during August–December 2025 offering short-term relief.
- **Export Headwinds:** U.S. tariffs on Indian textile exports escalated to 50% with effect from 27 August 2025, sharply reducing export viability, particularly for cotton yarn.

3. Opportunities, Threats, Risks and Concerns

Opportunities

- Continued renewable-energy investment (solar) to structurally reduce power costs.
- Policy advocacy for permanent removal of the cotton import duty to align domestic input costs with global benchmarks.
- Diversification of export markets to mitigate concentration and tariff risk.
- Modernisation of the Open-End line to improve product quality and per-kg realisation.

Threats and Risks

- Cotton remains a rain-dependent crop, vulnerable to climatic and policy shifts.
- Rising MSP and import duties continue to inflate input costs.
- Escalating international trade barriers, notably U.S. tariffs, threaten export demand.
- Persistent shortage of skilled manpower and high absenteeism constrain capacity utilisation.

4. Segment-wise Performance

Cotton Yarn: The Company's core product continued to face margin pressure during the year, owing to weak export demand and elevated domestic cotton prices. Demand showed a positive trend towards the close of the year, providing a more constructive base for FY 2026–27.

Wind Energy: The four windmills continued to operate at average efficiency, reflecting the age of the installed infrastructure.

Solar Power: The commissioned solar plants continued to reduce energy costs and improve the Company's sustainability metrics, with a further installation under evaluation.

5. Internal Control Systems and their Adequacy

The Company maintains internal control systems commensurate with its scale and complexity. To enhance compliance and transparency, two independent firms of Chartered Accountants conduct internal audits at the Petlad and Borgaon units. The Internal Control function regularly monitors asset protection, transaction accuracy, and legal and statutory compliance.

6. Financial and Operational Performance

FY 2025–26 was characterised by high volatility in cotton and yarn markets, tepid domestic demand, and limited pricing power, all of which compressed margins during the first half of the year. Operational performance was further affected by the fire incident at the Petlad Unit and by continued manpower constraints. Performance improved in the latter part of the year, aided by firmer demand and the resolution of several long-pending matters, including the BLP labour settlement, the sale of the Saoner land, and the full recovery of the inter-corporate loan extended to the sister concern.

7. Human Resources and Industrial Relations

Industrial relations remained stable across both units during the year, and the out-of-court settlement of the long-pending labour dispute at the BLP Unit — duly filed and accepted by the Hon'ble High Court — is expected to further strengthen industrial harmony. Both units nonetheless continue to face a shortage of skilled workers and high absenteeism, resulting in production losses; industry-wide, absenteeism in spinning mills ranges from 11–20% daily, driven by strenuous working conditions and low job satisfaction. The HR Department remains actively engaged in recruiting and training apprentices, counselling workers, and implementing attendance-improvement initiatives to stabilise manpower and restore production efficiency.

8. Outlook

The near-term outlook for cotton yarn is expected to improve gradually, supported by firmer demand observed towards the close of the year and the benefits anticipated from the Open-End modernization. Elevated domestic cotton prices and international trade barriers remain key risks. The Company's renewable-energy and cost-efficiency initiatives are expected to support cost competitiveness and long-term profitability.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS ALONGWITH DETAILED EXPLANATIONS THEREOF:

The following key financial ratios in FY 2025-26 has witnessed a significant change i.e. a change of 25% or more as compared to the FY 2024-25 :-

Sr. No.	Key Financial Ratios	FY 2025-26	FY 2024-25	Change in % as compared to previous year	Reason
1.	Current Ratio	5.12 times	5.87 times	-12.73%	No major Variation
2.	Net Profit Margin (%)	-0.91%	-2.69%	66.25%	Current year loss decreased as compared to previous year
3.	Return on Net Worth (%)	-1.20%	-4.89%	75.36%	Current year loss decreased as compared to previous year
4.	Debtors Turnover Ratio	13.87 times	14.58 times	-4.82%	No major variation
5.	Inventory Turnover Ratio	3.41 times	3.34 times	1.91%	No major variation
6.	Interest Coverage	7.26 times	-11.29 times	164.30%	Current year loss decreased as compared to previous year
7.	Operating Profit Margin	1.16%	-1.39%	183.45%	Current year loss decreased as compared to previous year
8.	Debt Equity Ratio	0.01%	0.003%	221.76%	Due to higher working capital fund utilization.

FINANCIAL PERFORMANCE OF CURRENT AND PREVIOUS TWO YEARS BASED ON DIFFERENT INDICATORS

(Rs. In Lakhs)

Year	2023-24	2024-25	2025-26
Capital	688	688	688
Free Reserves	10443	10443	10443
Effective Capital	12046	11660	11577
Exports	4656	4191	5000
Total Sales & other Income	19600	17820	17516
Profit Before Depreciation & Tax	-473	-262	163
Dividend Per Share (Rs.)	NIL	NIL	NIL

CAUTIONARY STATEMENT

Any changes in applicable laws, regulations and Government policies and the present epidemic leading to reduction / stoppage of production are beyond the control and anticipations of the management and may adversely affect the profitability of the Company.

For PBM POLYTEX LIMITED **For PBM POLYTEX LIMITED**

GOPAL PATODIA
Managing Director
(DIN: 00014247)

CHIRAYUSH INDRAJITBHAI PATEL
Independent Director
(DIN: 08690998)

Place: Vadodara
Date: 13.08.2026

Compliance with Code of Business Conduct and Ethics

Pursuant to Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, hereby, confirm that the Company has received affirmations on compliance with the Company's Code of Business Conduct and Ethics for the financial year ended 31st March, 2026 from all the Board members and Senior Management Personnel.

For PBM Polytex Limited

Place	**:**	**Vadodara**	**(Amit Patodia)**
Date	**:**	**29.05.2026**	**Sr. President cum Chief Executive Officer**

CEO / CFO CERTIFICATION

We, the undersigned, in our respective capacities as Sr. President cum Chief Executive Officer and as Managing Director cum Chief Financial Officer of PBM Polytex Limited ("the Company"), to the best of our knowledge and belief, certify that:

a. We have reviewed the Financial Statements and Cash Flow Statement for the financial year ended 31st March, 2026 and that to the best of our knowledge and belief, we state that:

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 the existing accounting standards, applicable laws and regulations;

b. We further state that to the best of our knowledge and belief, no transactions which are entered into by the Company during the year, are fraudulent, illegal or violative of the Company's Code of Business Conduct and Ethics;

c. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee that there are :

   i. no significant changes in internal controls over financial reporting during the year;

   ii. no significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   iii. no instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

Place	**:**	**Vadodara**	**(Amit Patodia)**	**(Mohan Kumar Patodia)**
Date	**:**	**29.05.2026**	**Sr. President cum Chief Executive Officer**	**Managing Director cum Chief Financial Officer**

Corporate Governance Compliance Certificate

[For the Financial Year ended March 31, 2025 pursuant to Schedule V – Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Members,
PBM Polytex Limited
Opposite Railway Station,
Petlad, Gujarat, India-388450

We have examined the compliance of the conditions of Corporate Governance by PBM Polytex Limited (CIN L17110GJ1919PLC000495) (hereinafter referred to as the Company), for the financial year ended 31st March, 2026 as prescribed in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and Para C, D, E, F and G of Schedule V to the Securities and exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (hereinafter referred to as the Listing Regulations).

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to review of the procedures and the implementation process adopted by the Company for ensuring compliance of the conditions of Corporate Governance. This Certificate 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 and information given to us, and the representation made by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations.

We further state that such compliance 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. We have examined the compliance of the conditions of Corporate Governance by PBM Polytex Limited ("Company") for the Financial Year ended March 31, 2026 ("review period"), as per the relevant provisions of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was limited to the 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 an 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 in the above mentioned Listing Regulations.

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 J. J. Gandhi & Co.
Practising Company Secretaries

Place: Vadodara
Date: 13th August, 2026

(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515
P R No. 7600/2026
UDIN F003519H001093168

Certificate of Non-Disqualification of Directors

[*Pursuant to Regulation 34(3) read with Schedule V Para C Clause 10 (i)*
of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Members,
PBM Polytex Limited
Opposite Railway Station,
Petlad, Gujarat, India-388450

We have examined the Registers, Papers, Books, Records, Forms, Returns, Declarations, Disclosures and other related documents of **PBM Polytex Limited ("Company"), having CIN: L17110GJ1919PLC000495,** and having Registered Office at Opposite Railway Station, Petlad, Gujarat, India– 388 450 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	**Name of the Director**	**DIN**	**Date of Appointmen**
1	Mr. Hari Prasad Siotia	00015103	09-08-1980
2	Mr. Krishan Kumar Patodia	00027335	12-06-1979
3	Mr. Rakesh Laxmanprasad Todi	08476512	13-08-2019
4	Mr. Mohan Kumar Patodia	00035381	01-04-2012
5	Mr. Gopal Patodia	00014247	01-10-2010
6	Mr. Ashok Anandpriya Pandit	08132980	19-05-2018
7	Mr. Chirayush Inderjitbhai Patel	08690998	14-02-2020
8	Ms. Amishal Surendrakumar Modi	09661312	12-08-2022

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these, based on our verification.

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

For J. J. Gandhi & Co.
Practising Company Secretaries
(J. J. Gandhi)
Proprietor
FCS No. 3519 and CP No. 2515
P R No. 7600/2026
UDIN F003519H001093168

Place: Vadodara
Date: 13th August, 2026

Standalone Financial Statements

Annual Report 2025-26

INDEPENDENT AUDITOR'S REPORT

To the Members of
PBM Polytex Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **PBM Polytex Limited** (the 'Company') which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information (herein after referred as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined that there is no key audit matter to communicate in our report.

Information other than Financial Statements & Auditors Report thereon.

The Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report and Management Discussion & Analysis, but does not include the standalone financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

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

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

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 "The Auditor's Responsibilities Relating to Other Information".

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian 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 the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgement and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements:-
Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting polices used and the reasonableness of accounting estimates and related disclosures made by the 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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 standalone 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 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 are necessary for the purpose of our audit.
    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
    (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
    (d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
    (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
    (f) With respect to the adequacy of internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure A"**.
    (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:
    In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
    (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us :
        i. The Company has disclosed the impact of pending litigations on its financial position of its standalone financial statements – Refer Note No. 37 to the standalone financial statements.
        ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
        iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
        iv. (a) The management has represented that, to the best of its knowledge and belief, 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, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of its knowledge and belief, 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, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under (a) & (b) above contain any material misstatement.

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

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 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 (refer Note No. 53 to the standalone financial statements). Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per statutory requirements for record retention.

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 B"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For, Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place: Ahmedabad — **Chirag M. Shah**
Date: May 29, 2026 — **Partner**
UDIN: 26045706VHEDQL9443 — **Membership No. 045706**

"Annexure A" to the Independent Auditors' Report

(Referred to in paragraph 1(f) under "Report on Other Legal and Regulatory Requirements" section of our report to the members of PBM Polytex Limited of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of PBM Polytex Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as on March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For, Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place: Ahmedabad | **Chirag M. Shah**
Date: May 29, 2026 | **Partner**
UDIN: 26045706VHEDQL9443 | **Membership No. 045706**

PBM Polytex Limited

“Annexure B” to the Independent Auditors’ Report

(Referred to in paragraph 2 under “Report on Other Legal & Regulatory Requirements” section of our report of even date to the financial statements of the Company for the year ended March 31, 2026)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that :-

i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property Plant & Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Property, Plant & Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and nature of its business. According to information and explanation given to us, no material discrepancies were noticed on such verification.

(c) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in Note No. 2 on “Property, Plant and Equipment” to the financial statements are in the name of the company.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.

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

ii. (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns/ statements filed by the Company are not in agreement with the books of accounts. Refer Note No. 50 of the financial statements for the same.

iii. The Company has not made investments in, provided any guarantee or security to companies, firms, Limited Liability Partnerships and other parties during the year. The Company has granted loans or advances in the nature of loans, secured or unsecured, to companies and any other parties during the year, in respect of which:

(a) Company has granted loans or advances in the nature of loans during the year and details of which are given below:

(Rs. In Lakhs)

The Particulars	Aggregate Amount during the year (Rs. In Lakhs)	Balance outstanding at the balance sheet date (Rs. In Lakhs)
- Subsidiaries	Nil	Nil
- Joint Ventures	Nil	Nil
- Associates	Nil	34.42*
- Others	16.83	26.45

* including interest accrued amounting to Rs. 34.42 Lakhs

The Company has not given guarantee or provided security to any other entity during the year.

(b) The grant of all the above-mentioned loans and advances in the nature of loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) In respect of interest-free loans or advances in the nature of loans provided by the Company to its employees, the schedule of repayment of principal has been stipulated and the repayments of principal amounts are regular as per stipulation in such cases except for the following:

(Rs. In Lakhs)

Name of the employee	Nature	Amount	Due Date	Extent of Delay
VINOD KUMAR SHARMA	Staff Loan	0.04	Apr-24	24 Months
DEV RAJ SAINI	Staff Loan	0.94	Jan-25	15 Months
SANJAY PRASAD	Staff Loan	0.03	Aug-24	20 Months
SHANKAR NIMBALKAR	Staff Loan	0.03	Apr-24	24 Months
SHUBHASH CHAND SONI	Staff Loan	0.19	Dec-24	16 Months
GANPATBHAI CHAUHAN	Staff Loan	0.24	Jun-25	10 Months

In respect of loan to associate company, schedule of repayment of principal amount has not been stipulated and is repayable on demand. However, a term for payment of interest has been stipulated and the same is not paid on due date:-

(Rs. In Lakhs)

Name of the Company	Nature	Financial Year	Amount	Due Date	Extent of Delay
Eurotex Industries and Exports Limited	Interest on Inter-corporate Loan	2023-24	9.72	March-24	24 Months
		2024-25	18.90	March-25	12 Months
		2025-26	5.80	July-26	8 Months

(d) In respect of following loans granted and advances in the nature of loans provided by the Company, which have been overdue for more than 90 days at the balance sheet date, as explained to us, the management has taken reasonable steps for recovery:

(Rs. In Lakhs)

Nos. of cases	Principal amount overdue	Interest overdue	Total overdue
7	1.47	34.42	35.89

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any new loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause (iii)(f) is not applicable.

iv. In our opinion and according to the information and explanations given to us, the company has complied with provisions of Section 185 and 186 of the Act in respect of investments made and loans granted, to the extent applicable to the Company. The company has not given guarantee or provided security as provided in section 185 and 186 of the Act.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. The Central Government has prescribed maintenance of Cost Records under section 148(1) of the Companies Act, 2013 in respect of manufacturing activities of the company. We have broadly reviewed the accounts and the records of the company in this connection and are of opinion, that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

vii. According to information and explanations given to us in respect of statutory dues and on the basis of our examination of the books of account, and records,

(a) The Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2026 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us, there are no statutory dues referred to in sub-clause (a) above which have not been deposited with the appropriate authorities as on March 31, 2026 on account of any dispute.

viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

ix. (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, associate or joint venture.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary, associate or joint venture.

x. (a) According to the information and explanations given by the management, The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

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

xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

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

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

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and till the date of the audit report covering the period up to March 31, 2026.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) In our opinion and according to information and explanations given to us, the Company is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

(b) In our opinion, the Company has not conducted any Non-Banking Financial or Housing Finance activities without any valid Certificate of Registration from Reserve Bank of India. Hence, the reporting under paragraph clause 3(xvi)(b) of the Order are not applicable to the Company.

(c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence, the reporting under paragraph clause 3 (xvi)(c) of the Order are not applicable to the Company.

(d) The Company does not have any CIC as part of its group. Hence the provisions stated in paragraph clause 3(xvi)(d) of the order are not applicable to the company.

xvii. The Company has not incurred cash losses in the financial year covered by our audit but had incurred cash losses amounting to Rs. 236.70 Lakhs in the immediately preceding financial year.

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

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that 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 Company has not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company for the year.

For, Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place: Ahmedabad **Chirag M. Shah**
Date: May 29, 2026 **Partner**
UDIN: 26045706VHEDQL9443 **Membership No. 045706**

PBM POLYTEX LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

(Rs. in Lakhs)

		Particulars	Notes No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**				
1)	**Non-current Assets**				
	(a)	Property, Plant and Equipment (including ROU Assets)	2	5,009.67	5,202.51
	(b)	Capital work-in-progress	3	15.01	69.02
	(c)	Intangible assets	4	4.16	3.67
	(d)	Financial Assets			
		(i) Investments	5	493.01	466.51
		(ii) Other Financial Assets	6	88.02	86.32
	(e)	Other non-current assets	7	91.86	71.11
		Total Non-current Assets		**5,701.73**	**5,899.14**
2)	**Current Assets**				
	(a)	Inventories	8	4,705.25	4,707.36
	(b)	Financial Assets			
		(i) Current Investments	9	503.08	-
		(ii) Trade receivables	10	938.97	1,423.60
		(iii) Cash and cash equivalents	11	883.19	277.49
		(iv) Bank balances other than (iii) above	12	23.29	28.12
		(v) Loans	13	26.45	328.55
		(vi) Other Financial Assets	14	34.65	65.89
	(c)	Current tax assets (Net)	15	25.11	15.92
	(d)	Other current assets	16	530.93	492.93
		Total Current Assets		**7,670.92**	**7,339.86**
		TOTAL ASSETS		**13,372.65**	**13,239.00**
II	**EQUITY AND LIABILITIES**				
1)	**Equity**				
	(a)	Equity Share Capital	17	687.90	687.90
	(b)	Other Equity	18	10,889.59	10,973.01
		Total Equity		**11,577.49**	**11,660.91**
2)	**Liabilities**				
	Non-current Liabilities				
	(a)	Financial Liabilities			
		(i) Lease Liabilities	36.1	12.39	11.67
		(ii) Other financial liabilities	19	1.00	1.00
	(b)	Provisions	20	65.82	73.47
	(c)	Deferred tax liabilities (Net)	21	218.77	241.78
		Total Non-current Liabilities		**297.98**	**327.92**
	Current Liabilities				
	(a)	Financial Liabilities			
		(i) Borrowings	22	88.14	16.80
		(ii) Lease Liabilities	36.1	9.44	5.95
		(iii) Trade payables			
		- Total outstanding dues of micro and small enterprises	23	86.61	13.92
		- Total outstanding dues of creditors other than micro and small enterprises		420.19	350.20
		(iv) Other financial liabilities	24	160.07	170.15
	(b)	Other current liabilities	25	617.50	578.62
	(c)	Provisions	26	115.23	114.53
		Total Current Liabilities		**1,497.18**	**1,250.17**
		TOTAL EQUITY AND LIABILITIES		**13,372.65**	**13,239.00**
		Material Accounting Policies and Notes to the Standalone Financial Statements	1 - 54		

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Chirag M. Shah
Partner
Mem. No.: 045706

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. in Lakhs)

	Particulars	Notes No.	2025-26	2024-25
I	**INCOME**			
	Revenue from operations	27	16,651.92	17,621.48
	Other income	28	863.81	198.25
	Total Income		**17,515.73**	**17,819.73**
II	**EXPENSES**			
	Cost of materials consumed	29	10,484.67	12,179.93
	Changes in inventories of finished goods and work-in-progress	30	756.62	(98.86)
	Employee benefits expense	31	2,459.54	2,263.04
	Finance costs	32	51.06	47.46
	Depreciation and amortization expense	33	357.50	367.64
	Other expenses	34	3,600.52	3,690.55
	Total Expenses		**17,709.91**	**18,449.76**
III	**Profit/(Loss) before exceptional items and tax**		**(194.18)**	**(630.03)**
IV	Exceptional Items		-	-
V	**Profit/(Loss) before tax**		**(194.18)**	**(630.03)**
VI	**Tax Expenses**			
	Current Tax		-	-
	Deferred Tax Provision / (Reversal)		(44.99)	(161.86)
	Excess Provision of Income Tax of Earlier Years		(0.44)	(0.35)
	Total Tax Expense		**(45.43)**	**(162.21)**
VII	**Profit/(Loss) for the year**		**(148.75)**	**(467.82)**
VIII	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	Remeasurement of defined benefit plans		87.30	110.33
	Income tax relating to above items		(21.97)	(27.77)
	Total Other comprehensive Income for the year		**65.33**	**82.56**
IX	**Total Comprehensive Income/(Loss) for the year**		**(83.42)**	**(385.26)**
X	**Earning per Equity Share of face value of Rs. 10 each**			
	Basic	35	(2.16)	(6.80)
	Diluted	35	(2.16)	(6.80)
	Material Accounting Policies and Notes to the Standalone Financial Statements	1 - 54		

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Chirag M. Shah
Partner
Mem. No.: 045706

Place : Ahmedabad
Date: 29th May, 2026

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. in Lakhs)

	Particulars	Year Ended 31st March, 2026	Year Ended 31st March, 2025
A	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit/(Loss) Before Tax	**(194.18)**	**(630.03)**
	Adjustments for :		
	Depreciation /Amortization	357.50	367.64
	Interest Income	(30.62)	(43.14)
	Interest and Other Borrowing Cost	51.06	47.46
	(Profit) / Loss on Sale of Property, Plant and Equipment (Net)	(613.94)	(5.08)
	(Profit) / Loss on Sale of Investment (Net)	(122.58)	(145.45)
	Provision for Expected Credit Loss	44.44	11.09
	Excess Provision/Sundry Balances Written Back (Net)	(2.93)	(1.62)
	Net Gain due to Lease Modification	(0.48)	-
	Effect of fair valuation of investments	(14.69)	33.32
	Other Comprehensive Income for gratuity	87.30	110.33
	Operating Profit/(Loss) before Working Capital Changes	**(439.12)**	**(255.48)**
	Working Capital Changes:		
	Changes in Inventories	2.10	913.31
	Changes in trade and other receivables	695.86	(389.27)
	Changes in trade and other payables	173.05	(830.84)
	Net Changes in Working Capital	**871.01**	**(306.80)**
	Cash Generated from Operations	**431.89**	**(562.28)**
	Direct Taxes paid (Net of Income Tax refund)	(8.75)	1.31
	Net Cash flow from/(used in) Operating Activities	**423.14**	**(560.97)**
B	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of property, plant & equipment/intangible assets	(131.53)	(158.99)
	Proceeds from sale/disposal of property, plant & equipment	632.57	14.56
	Proceeds from Sale/Redemption of Investment (Net)	(377.42)	814.44
	Movement in Other Bank Balances	4.54	6.44
	Interest Income	46.96	10.45
	Net Cash flow from in Investing Activities	**175.12**	**686.90**
C	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Dividend Paid	(5.56)	(7.37)
	Proceeds from/(Repayments) of Short Term Borrowings (Net)	71.34	(91.05)
	Interest and Other Borrowing Cost Paid	(49.01)	(45.43)
	Payment of Lease Liability	(9.33)	(6.97)
	Net Cash flow from/(used) in Financing Activities	**7.44**	**(150.82)**
	Net Increase/(Decrease) in cash & cash equivalents	**605.70**	**(24.89)**
	Cash & Cash equivalent at the beginning of the year	277.49	302.38
	Cash & Cash equivalent at the end of the year (Refer Note No. 11)	**883.19**	**277.49**

The accompanying notes are an integral part of these standalone financial statements.

Note :
The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standards (Ind AS) 7, 'Statement of Cash Flows'.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Chirag M. Shah
Partner
Mem. No.: 045706

Place : Ahmedabad
Date: 29th May, 2026

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Shri Sunil Somani, Finance Controller

Swati Billore, Company Secretary
(M. No. F8321)

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

a. Equity Share capital

PARTICULARS	Rs. in Lakhs
As at 1st April, 2024	**687.90**
Changes during the year 2024-25	-
As at 31st March, 2025	**687.90**
Changes during the year 2025-26	-
As at 31st March, 2026	**687.90**

b. Other Equity **(Rs. in Lakhs)**

Particulars	Reserves and Surplus				Total
	Share Capital Forfeiture	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance at 1st April, 2024	**0.23**	**125.00**	**10,442.62**	**790.42**	**11,358.27**
Profit/(Loss) for the year	-	-	-	(467.82)	**(467.82)**
Other Comprehensive Income for the year (Including tax thereon)	-	-	-	82.56	**82.56**
Balance at 31st March, 2025	**0.23**	**125.00**	**10,442.62**	**405.16**	**10,973.01**
Balance at 1st April, 2025	**0.23**	**125.00**	**10,442.62**	**405.16**	**10,973.01**
Profit/(Loss) for the year	-	-	-	(148.75)	**(148.75)**
Other Comprehensive Income for the year (Including tax thereon)	-	-	-	65.33	**65.33**
Balance at 31st March, 2026	**0.23**	**125.00**	**10,442.62**	**321.74**	**10,889.59**

The accompanying notes are an integral part of these standalone financial statements.

Gain of Rs. 65.33 Lakhs and Rs. 82.56 Lakhs on remeasurement of defined employee benefit plan (net of tax) is recognized as a part of retained earnings for the year ended 31st March, 2026 and 2025 respectively.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Chirag M. Shah
Partner
Mem. No.: 045706

Place : Ahmedabad
Date: 29th May, 2026

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia
Managing Director
(DIN: 00014247)

Shri Mohan Kumar Patodia
Managing Director cum CFO
(DIN: 00035381)

Shri Chirayush Patel
Independent Director
(DIN: 08690998)

Shri Amit Patodia
CEO

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani
Finance Controller

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

1A CORPORATE INFORMATION

PBM Polytex Limited is a public company domiciled in India and is incorporated under the provisions of Companies Act applicable in India. The company is listed on the BSE limited (BSE). The registered office of the Company is located at Opp. Railway Station, Petlad – 388450, District - Anand, Gujarat, India.

The Company is engaged in manufacture and processing of yarn. Its plants are located at Petlad, Gujarat and Boregaon, Madhya Pradesh. The Company has its wide market in local as well foreign market. The Company sells its products through established network.

The standalone financial statements were authorized for issue in accordance with a resolution of the directors on 29th May, 2026.

1B MATERIAL ACCOUNTING POLICIES

(1) Basis of Preparation:

Compliance with Ind AS

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (as amended from time to time).

Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

1) certain financial assets and liabilities that are measured at fair value;
2) defined benefit plans - plan assets measured at fair value;

Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

Functional currency:

The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakh as per the requirement of Schedule III, unless otherwise stated.

(2) Key accounting estimates & judgements:

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

(3) Property, Plant & Equipment:

Property, plant and equipment are stated at cost, net of recoverable taxes, less depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and other cost directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

All expenditure incurred towards property, plant and equipment including expenditure incurred during construction / new projects are accumulated and shown as capital work in progress and not depreciated until such assets are ready for commercial use.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on a Straight-Line Method over the estimated useful lives of assets as follows: -

Class of Assets	Estimated useful life
Buildings	5-60 years
Plant & Equipment	15-25 years
Electrical Installations	10 years
Furniture & Fixtures	10 years
Office Equipment	3-6 years
Vehicles	8-10 years

The useful life as estimated above is aligned to the prescribed useful life specified under Schedule II to the Companies Act, 2013.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

Leasehold land is amortized over the period of lease.

(4) Intangible Assets

Computer software is stated at cost, less accumulated amortisation and impairments, if any.

Amortisation method and useful life

The Company amortizes computer software using the straight-line method over the period of 5 years. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(5) Inventories:

Items of inventories of Raw Material, Finished goods, Spares and Stores, Packing Material, etc. are valued at lower of cost or net realizable value except waste which is valued at estimated net realizable value. Cost is computed on a weighted average basis. Cost of inventories comprise of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. The net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

(6) Financial Instruments

i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under Ind AS 115.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

• amortized cost;
• Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
• Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

• the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
• the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities
Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

De-recognition
Financial assets
The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities
The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

Off-setting
Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(7) Revenue recognition
Revenue is measured at the value of the consideration received or receivable, after deduction of any trade discount, volume rebates and any taxes or duties collected on behalf of Government such as Goods and Services Tax, etc.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company’s activities as described below.

Sale of goods

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customers and there are no longer any unfulfilled obligations. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Sale of Service

Revenue from contract with customers for job work charges is recognised on the basis of percentage of completion method.

Other revenue:

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

Revenue in respect of insurance/other claims etc, is recognized only when it is reasonably certain that the ultimate collection will be made.

Dividends are generally recognised in the Statement of Profit and Loss only when the right to receive is established.

(8) Foreign Currency Transactions:

Foreign currency transactions are translated into the functional currency using exchange rate at the date of the transaction. Foreign exchange gains and losses from the settlement of these transactions are recognized in the statement of profit and loss. Foreign currency denominated monetary assets and liabilities are translated into functional currency at the exchange rates in effect at the balance sheet date, the gain or loss arising on such translations are recognized in the statement of profit and loss.

(9) Income tax

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

(a) Current Tax

Current tax includes provision for Income Tax computed under Special provision (i.e., Minimum alternate tax) or normal provision of Income Tax Act. Tax on Income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

(b) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(10) Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management’s best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.
A contingent asset is a possible asset arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognised till the realisation of the income is virtually certain. However the same are disclosed in the financial statements where an inflow of economic benefit is possible.

(11) Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees’ services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

Post-employment obligations

The Company operates the following post-employment schemes:

(a) defined benefit plans such as gratuity; and

(b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Gratuity liability of employees is funded with the approved gratuity trusts.

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund, etc., are charged to the Statement of Profit and Loss as incurred. The Company contributes to Superannuation Trust for the Managerial Personnel of the Company as per the rules of the Trust.

(12) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

(13) Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- Average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(14) Impairment of Assets:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable Value. An impairment loss is charged to the statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been a change in the estimate of recoverable amount.

(15) Leases :

The Company has adopted Ind AS 116-Leases effective 1st April, 2019, using the modified retrospective method. The Company has applied the standard to its leases with the cumulative impact recognised on the date of initial application (April 1, 2019).

As a Leasee

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company recognises a Right-of-Use (ROU) asset and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payment made at or before the commencement date, plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The ROU asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of ROU assets are determined on the same basis as those of Property, Plant and Equipment. In addition, the ROU asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-to-use assets and lease liabilities for short-term lease that have a lease term of 12 months or less and leases of low-value assets. The Company recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a Lessor

The company, as a lessor, classifies a lease either as an operating lease or a finance lease. Leases are classified as finance lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term.

(16) Cash and Cash Equivalents

Cash and cash equivalents comprise cash in hand, cash at bank, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(17) Events occurring after the balance sheet date

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

1C Recent Accounting Pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time. MCA has notified amendments to Ind AS 1 – Presentation of Financial Statements (classification of liabilities as current or non-current, including liabilities with covenants), Ind AS 12 – Income Taxes (International Tax Reform – Pillar Two Model Rules), Ind AS 21 – The Effects of Changes in Foreign Exchange Rates (Lack of Exchangeability), and Ind AS 7 – Statement of Cash Flows and Ind AS 107 – Financial Instruments: Disclosures (Supplier Finance Arrangements), effective from April 1, 2025.

The Company has reviewed these amendments and based on its evaluation, has determined that they do not have any impact on the Company's financial statements.

New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1 - The amendments clarify that lender waivers obtained after the reporting date cannot be considered for the purpose of classifying liabilities as current or non-current and require retrospective application in accordance with Ind AS 8. These amendments are effective for reporting periods beginning on or after April 1, 2026. The Company does not expect any impact on its financial statements.

2. Property, plant and equipment **(Rs. in Lakhs)**

Particular	*Freehold Land	Building	Plant and Equipment	Electric Installation	Furniture and fixtures	Vehicles	Office equipment	Computers	Right-of- Use Assets		Total
									Leasehold Land	Other Assets	
Gross Value											
Balance as at 1st April, 2024	**137.25**	**2,265.35**	**12,176.19**	**537.81**	**171.66**	**412.63**	**64.11**	**40.71**	**25.36**	**30.23**	**15,861.30**
Additions	-	37.54	88.04	0.37	3.45	21.99	5.02	3.19	-	-	159.60
Deduction & Adjustment	-	-	63.00	-	0.09	9.61	0.94	3.18	-	-	76.82
Balance as at 31st March, 2025	**137.25**	**2,302.89**	**12,201.22**	**538.18**	**175.02**	**425.01**	**68.19**	**40.72**	**25.36**	**30.23**	**15,944.08**
Additions	-	0.40	160.77	0.34	4.16	-	2.99	1.58	-	11.97	182.21
Deduction & Adjustment	4.37	1.00	126.23	-	0.30	6.54	6.39	-	-	-	144.83
Balance as at 31st March, 2026	**132.87**	**2,302.29**	**12,235.77**	**538.52**	**178.88**	**418.48**	**64.78**	**42.30**	**25.36**	**42.20**	**15,981.46**
Accumulated Depreciation											
Balance as at 1st April, 2024	**-**	**1,265.14**	**8,175.07**	**494.30**	**141.98**	**270.86**	**46.50**	**37.20**	**1.44**	**10.91**	**10,443.40**
Depreciaton for the year	-	42.07	270.61	3.36	4.91	29.26	6.85	3.18	0.36	4.92	365.51
Deduction & Adjustment	-	-	54.62	-	0.09	8.72	0.90	3.02	-	-	67.34
Balance as at 31st March, 2025	**-**	**1,307.21**	**8,391.06**	**497.66**	**146.80**	**291.40**	**52.45**	**37.36**	**1.80**	**15.83**	**10,741.57**
Depreciaton for the year	-	41.35	268.77	2.50	4.55	24.68	5.97	1.83	0.36	6.41	356.42
Deduction & Adjustment	-	0.73	114.02	-	0.25	5.14	6.07	-	-	-	126.20
Balance as at 31st March, 2026	**-**	**1,347.83**	**8,545.81**	**500.16**	**151.09**	**310.95**	**52.35**	**39.20**	**2.16**	**22.24**	**10,971.79**
Net carrying amount											
Balance as at 31st March, 2025	**137.25**	**995.68**	**3,810.16**	**40.52**	**28.23**	**133.61**	**15.73**	**3.36**	**23.56**	**14.40**	**5,202.51**
Balance as at 31st March, 2026	**132.87**	**954.46**	**3,689.96**	**38.36**	**27.79**	**107.53**	**12.44**	**3.10**	**23.21**	**19.95**	**5,009.67**

* Includes 100 Shares of Rs.10/- each (fully paid up) of The Friends Co-operative Housing Society Limited, Baroda.

2.1 All the title deeds for 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 in the name of the Company.

2.2 The Company has not done revaluation of PPE / Intangible assets.

2.3 Refer Note No. 22.1 for details of charge created against the above mentioned assets.

PBM POLYTEX LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

3 Capital Work in Progress

Particulars	As at 31st March, 2026	As at 31st March, 2025
Project in Progress	15.01	69.02
Total	**15.01**	**69.02**

3.1 Details of Capital work in progress Ageing

Ageing of Capital work-in-progress as at 31/03/2026 is as follows

Project In Progress

Particulars	Amount in Capital work-in-progress for the Period of				Total
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
As at 31st March, 2026	15.01	-	-	-	15.01
As at 31st March, 2025	69.02	-	-	-	69.02

Note :

There are no projects under Capital Work in progress where the completion is overdue or has exceded its cost compared to its original plan.

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

4. Intangible Assets

Particular	Computer Software
Gross Value	
Balance as at 1st April, 2024	**28.35**
Additions	-
Deduction & Adjustment	-
Balance as at 31st March, 2025	**28.35**
Additions	1.57
Deduction & Adjustment	-
Balance as at 31st March, 2026	**29.92**
Amortization	
Balance as at 1st April, 2024	**22.55**
Deduction & Adjustment	-
Amortization for the year	2.13
Balance as at 31st March, 2025	**24.68**
Deduction & Adjustment	-
Amortization for the year	1.08
Balance as at 31st March, 2026	**25.76**
Net carrying amount	
Balance as at 31st March, 2025	**3.67**
Balance as at 31st March, 2026	**4.16**

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

5. Investments (Non-Current)

PARTICULARS	As at 31st March, 2026		As at 31st March, 2025	
	Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
Investments measured at Fair Value Through Profit & Loss				
In Equity Shares of Associate Company				
Quoted, Fully Paid Up				
M/s Eurotex Industries and Exports Limited (of Rs. 10 each)	2,231,980	291.94	2,231,980	280.34
Total of Investments measured at Fair Value Through Profit & Loss		**291.94**		**280.34**
Investments measured at Amortized Cost				
In Preference Shares of Associate Company				
Unquoted, Fully Paid Up				
6% Non- Cumulative Non- convertible Redeemable Preference Shares of Rs. 10/- each of M/s Eurotex Industries and Exports Limited	4,600,000	201.07	4,600,000	186.17
Total of Investments measured at Amortized Cost		**201.07**		**186.17**
Total Non Current Investments		**493.01**		**466.51**
Aggregate amount of quoted Investments		291.94		280.34
Market Value of quoted Investments		291.94		280.34
Aggregage amount of unquoted Investments		201.07		186.17

(Rs. in Lakhs)

6. Other Financial Assets (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Security Deposits		
- Deposits with Related Parties	2.00	2.00
- Deposits with Others	85.73	84.32
Fixed Deposits with Banks*	0.29	-
Total	**88.02**	**86.32**

* under lien for security against margin money / overdraft facility

7. Other Non Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Capital Advances	39.30	25.57
Others	52.56	45.54
Total	**91.86**	**71.11**

8. Inventories

Particulars	As at 31st March, 2026	As at 31st March, 2025
Raw materials	3,744.13	2,972.04
Stores, Spares & Fuel (including Goods in Transit of Rs. 5.14 Lakhs, PY Rs. 19.65 Lakhs)	170.41	187.99
Finished goods	417.51	1,180.90
Work in Process	318.23	326.01
Cotton Waste	54.97	40.42
Total	**4,705.25**	**4,707.36**

For valuation method of Inventories, refer note no. 1B(5)

Refer note no. 22.1 for details of charges created against inventories

9. Investments (Current)

PARTICULARS	As at 31st March, 2026		As at 31st March, 2025	
	Units	Rs. in Lakhs	Units	Rs. in Lakhs
Investments measured at Fair Value Through Profit & Loss				
In Mutual Funds - unquoted				
Axis Fixed Maturity Plan	4,999,750	503.08	-	-
Total Current Investments		**503.08**	**-**	**-**
Aggregate amount of quoted investments		-		-
Market Value of quoted Investments		-		-
Aggregage amount of unquoted Investments		503.08		-

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

10. Trade Receivables (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good	994.50	1,434.69
Less: Expected credit loss	(55.53)	(11.09)
Total	**938.97**	**1,423.60**

(Refer Note No. 47 for ageing of trade receivales)
Refer note no. 22.1 for details of charges created against inventories

11. Cash and Cash Equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks		
- In current / cash credit accounts	865.45	267.08
Cash on hand	17.74	10.41
Total	**883.19**	**277.49**

12. Bank balances other than mentioned in cash and cash equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unclaimed Dividend	7.19	12.75
Fixed Deposits with Banks*	16.10	15.37
Total	**23.29**	**28.12**

* under lien for security against margin money / overdraft facility

13. Loans (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured - Considered good		
Loans to Employees	26.45	28.55
Secured - Considered good		
Loans to Related Parties		
-Inter Corporate Deposit with Associate Company	-	300.00
Total	**26.45**	**328.55**

14. Other financial assets (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Interest receivable	34.65	65.89
Total	**34.65**	**65.89**

15. Current tax asset (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance tax (net off provision of income tax)	25.11	15.92
Total	**25.11**	**15.92**

16. Other Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Advances to Suppliers & Others	227.10	241.75
Balance with Govt. Agencies	212.36	177.26
Prepaid Expenses	91.47	73.92
Total	**530.93**	**492.93**

17 Share capital

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Units	Rs. in Lakhs	Units	Rs. in Lakhs
Authorised Share Capital :				
Equity Shares of Rs. 10 each	10,000,000	1,000.00	10,000,000	1,000.00
		-		-
Issued & Subscribed :		-		-
Equity Shares of Rs. 10 each	6,880,000	688.00	6,880,000	688.00
		-		-
Subscribed and Fully Paid Up		-		-
Equity Shares of Rs. 10 each	6,879,020	687.90	6,879,020	687.90
Total	**6,879,020**	**687.90**	**6,879,020**	**687.90**

17.1 The reconciliation of the no. of shares outstanding is set out below :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Equity shares		
At Beginning of the period	6,879,020	6,879,020
Add : Issued during the year	-	-
At End of the period	**6,879,020**	**6,879,020**

17.2 Details of shareholders holding more than 5% shares

Name of the shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Units	% of holding	Units	% of holding
M/s Eurotex Industries & Exports Ltd.	358,345	5.21	358,345	5.21
M/s Sambhu Investments Pvt Ltd	779,320	11.33	779,320	11.33
M/s Patodia Syntex Ltd.	712,957	10.36	712,957	10.36
M/s Trikon Investments Pvt Ltd	557,834	8.11	557,834	8.11

17.3 The Company has only one class of shares i.e. equity shares. All equity shares carry equal rights with respect to voting and dividend.

17.4 In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remaining after

17.5 Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at 31st March, 2026 is as follows

Promoter Name	As at 31st March, 2026		As at 31st March, 2025		% Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Sambhu Investments Pvt Ltd	779,320	11.33	779,320	11.33	-
Patodia Syntex Ltd	712,957	10.36	712,957	10.36	-
Trikon Investments Pvt Ltd	557,834	8.11	557,834	8.11	-
Eurotex Industries and Exports Limited	358,345	5.21	358,345	5.21	-
Rajiv Agencies LLP	222,848	3.24	222,848	3.24	-
Manju Patodia	216,744	3.15	216,744	3.15	-
Madhu Patodia	212,594	3.09	212,594	3.09	-
Rani Krishan Kumar Patodia	210,511	3.06	210,511	3.06	-
Hari Prasad Siotia	199,280	2.90	199,280	2.90	-
Anita Patodia	148,194	2.15	148,194	2.15	-
Nandini Narayan Patodia	148,194	2.15	148,194	2.15	-
Krishan Kumar Patodia	141,028	2.05	141,028	2.05	-
Shashank Investments Private Limited	89,512	1.30	89,512	1.30	-
Amit Patodia	78,980	1.15	78,980	1.15	-
Shakuntala Devi Patodia	74,386	1.08	74,386	1.08	-
Siddharth krishan kumar patodia	69,007	1.00	69,007	1.00	-
Narayan Patodia	68,849	1.00	68,849	1.00	-
Mohankumar patodia	67,998	0.99	67,998	0.99	-
Aditi Jussawalla	-	-	63,467	0.92	(0.92)
Priya gopal patodia	56,553	0.82	56,553	0.82	-
Chandramauli Investment Pvt Ltd	56,314	0.82	56,314	0.82	-
Vikash patodia	49,518	0.72	49,518	0.72	-
Yashvardhan narayan patodia	47,173	0.69	47,173	0.69	-
Devan Patodia	45,917	0.67	45,917	0.67	-
Gaurav Narayan Patodia	44,995	0.65	44,995	0.65	-
Gopal Patodia	27,369	0.40	27,369	0.40	`
Shailja Patodia	3,125	0.05	3,125	0.05	-
Maharashtra Fibre and Syntex Ltd.	447	0.01	447	0.01	-
Thrust Investment and Management Consultants LLP	6,473	0.09	6,473	0.09	-

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

Disclosure of shareholding of promoters as at 31st March, 2025 is as follows

Promoter Name	As at 31st March, 2025		As at 31st March, 2024		% Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Sambhu Investments Pvt Ltd	7,79,320	11.33	7,79,320	11.33	-
Patodia Syntex Ltd	7,12,957	10.36	7,12,957	10.36	-
Trikon Investments Pvt Ltd	5,57,834	8.11	5,57,834	8.11	-
Eurotex Industries and Exports Limited	3,58,345	5.21	3,58,345	5.21	-
Rajiv Agencies LLP	2,22,848	3.24	2,22,848	3.24	-
Manju Patodia	2,16,744	3.15	2,16,744	3.15	-
Madhu Patodia	2,12,594	3.09	2,12,594	3.09	-
Rani Krishan Kumar Patodia	2,10,511	3.06	2,10,511	3.06	-
Hari Prasad Siotia	1,99,280	2.90	1,99,280	2.90	-
Anita Patodia	1,48,194	2.15	1,48,194	2.15	-
Nandini Narayan Patodia	1,48,194	2.15	1,48,194	2.15	-
Krishan Kumar Patodia	1,41,028	2.05	1,41,028	2.05	-
Shashank Investments Private Limited	89,512	1.30	89,512	1.30	-
Amit Patodia	78,980	1.15	78,980	1.15	-
Shakuntala Devi Patodia	74,386	1.08	74,386	1.08	-
Siddharth krishan kumar patodia	69,007	1.00	69,007	1.00	-
Narayan Patodia	68,849	1.00	68,849	1.00	-
Mohankumar patodia	67,998	0.99	67,998	0.99	-
Aditi Jussawalla	63,467	0.92	63,467	0.92	-
Priya gopal patodia	56,553	0.82	56,553	0.82	-
Chandramauli Investment Pvt Ltd	56,314	0.82	56,314	0.82	-
Vikash patodia	49,518	0.72	49,518	0.72	-
Yashvardhan narayan patodia	47,173	0.69	47,173	0.69	-
Devan Patodia	45,917	0.67	45,917	0.67	-
Gaurav Narayan Patodia	44,995	0.65	44,995	0.65	-
Gopal Patodia	27,369	0.40	27,369	0.40	-
Shailja Patodia	3,125	0.05	3,125	0.05	-
Maharashtra Fibre and Syntex Ltd.	447	0.01	447	0.01	-
Thrust Investment and Management Consultants LLP	6,473	0.09	6,473	0.09	-

(Rs. in Lakhs)

18. Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Share Capital Forfeiture	**0.23**	**0.23**
General Reserve		
Balance as per last year	10,442.62	10,442.62
Add: Appropriations From Current year's Profit	-	-
Balance at the end of the year	**10,442.62**	**10,442.62**
Share Capital Redemption Reserve	**125.00**	**125.00**
Surplus in Statement of Profit & Loss		
Balance at the beginning of the Year	405.16	790.42
Add: Total Comprehensive Income/(Loss) for the year	(83.42)	(385.26)
Balance at the end of the year	**321.74**	**405.16**
Total	**10,889.59**	**10,973.01**

Share Capital Redemption Reserve

Capital Redemption Reserve represents reserve created during buy back of Equity Shares and it is a non-distributable reserve.

General Reserve

General Reserve has been created by transfer out of profit generated by the Company and is available for distribution to shareholders. Under the erstwhile Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to the introduction of the Companies Act, 2013, the requirement to mandatory transfer a specified percentage of net profit to general reserve has been withdrawn.

Retained Earnings

Retained earnings are the profits that the Company has earned till date including effect of remeasurement of defined benefit obligations less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained Earnings is a free reserve available to the Company.

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

19. Other financial liabilities (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Security Deposits (From Debtors, Employees and Contractors)	1.00	1.00
Total	**1.00**	**1.00**

20. Provisions (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for employee benefits		
- Leave Encashment (unfunded)	65.82	73.47
Total	**65.82**	**73.47**

21. Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Liability Relating to earlier years	241.78	375.87
Add/(Less): Liability/(Assest) for the year		
- Charged/(Credited) to P & L	(44.99)	(161.86)
- Charged/(Credited) to OCI	21.97	27.77
TOTAL	**218.77**	**241.78**

21.1 Component of Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Depreciation	751.95	752.88
Employee Benefits	9.66	3.88
Carried forward losses/unabsorbed depreciation	(400.12)	(375.62)
Other Timing Differences	(142.72)	(139.36)
TOTAL	**218.77**	**241.78**

21.2 Component of Deferred Tax Expense / (Income)

Particulars	2025-26	2024-25
- Charged/(Credited) to P & L		
Depreciation	(0.93)	(6.68)
Employee Benefits	(16.19)	(11.39)
Carried forward losses/unabsorbed depreciation	(24.50)	(123.96)
Other Timing Differences	(3.37)	(19.83)
	(44.99)	**(161.86)**
- Charged/(Credited) to OCI		
Employee Benefits	21.97	27.77
	21.97	**27.77**
TOTAL	**(23.02)**	**(134.09)**

(Rs. in Lakhs)

22. Borrowings (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Working Capital Facilities		
From banks		
Secured	88.14	16.80
Total	**88.14**	**16.80**

22.1 Details of Security and Interest of working capital facilities from banks

Nature of Security	Terms of Interest
IDBI Bank: Primary Security - First pari passu charge over current assets of the company. Collateral Security - First pari passu charge over fixed assets of the company.	RLRR plus 185 bps p.a.
State Bank of India: Primary Security - First charge on pari passu basis over the hypothecation of entire current assets of the company with IDBI. Collateral Security - First pari passu charge over the entire fixed assets of the company including hypothecation over plant and machinery and mortgage over land and building of the company.	2.80% above MCLR - 6 months

23. Trade Payables (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total outstanding dues of micro and small Enterprises (Refer Note No. 48.1)	86.61	13.92
Total outstanding dues of creditors other than micro and small enterprises	420.19	350.20
Total	**506.80**	**364.12**

(Refer Note No. 48.2 For ageing of trade payables)

24. Other Financial Liabilities (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unclaimed dividends*	7.19	12.75
Dues to Employees and others	152.88	157.40
Total	**160.07**	**170.15**

***** There are no amounts due for payment to Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at year end.

25. Other Current liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Credit Balances of Customers	0.39	5.24
Security Deposit from Customer	171.86	307.02
Statutory Dues	42.26	44.49
Other Payables	402.99	221.87
Total	**617.50**	**578.62**

26. Provisions (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for employee benefits		
- Leave Encashment (unfunded)	36.54	34.90
- Bonus	78.69	79.63
Total	**115.23**	**114.53**

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

27. Revenue from Operations

Particulars	2025-26	2024-25
Sale of Products	16,036.75	17,266.59
Sale of Services (Job Work Charges)	350.50	125.87
Other Operating Revenue		
-Sale of Scrap	13.43	8.53
-Export Incentive Income	251.24	220.49
Total	**16,651.92**	**17,621.48**

27.1 Sale of Products

Name of Products	2025-26	2024-25
Yarn sales	15,226.30	16,199.35
Cotton/Yarn Waste Sales	685.17	941.92
Sale of Electricity Units	125.28	125.32
Total	**16,036.75**	**17,266.59**

28. Other income

Particulars	2025-26	2024-25
Interest income on financial assets measured at amortised cost :		
- Fixed deposits	1.06	1.14
- Security deposits	4.88	4.99
- Loan to related party	6.44	21.00
- Preference shares	14.89	13.79
- Others	3.35	2.22
Effect of fair valuation of investments through FVTPL	14.69	-
Net Gain on sale of Investments	122.58	145.45
Insurance claims Recevied	78.45	2.71
Net Gain on sale of property, plant and equipment*	613.94	5.08
Excess Provision/Sundry Balances written back	2.93	1.62
Net Gain due to Lease Modification	0.48	-
Other Miscellaneous Income	0.12	0.25
Total	**863.81**	**198.25**

*Gain on sale of property, plant and equipment includes Rs. 609.69 Lakhs Pertaining to gain on sale of freehold land.

(Rs. in Lakhs)

29. Cost of materials consumed

Particulars	2025-26	2024-25
Opening Stock	2,972.03	4,014.82
Add : Purchases	11,256.77	11,137.14
Sub Total	**14,228.80**	**15,151.96**
Less : Closing Stock	3,744.13	2,972.03
Total	**10,484.67**	**12,179.93**

30. Changes in Inventories of Finished goods, WIP and Waste

Particulars	2025-26	2024-25
Inventories at the beginning of the year		
Finished Goods	1,180.90	1,102.09
WIP	326.01	299.78
Waste	40.42	46.60
Sub Total	**1,547.33**	**1,448.47**
Less : Inventories at the end of the year		
Finished Goods	417.51	1,180.90
WIP	318.23	326.01
Waste	54.97	40.42
Sub Total	**790.71**	**1,547.33**
Net Decrease / (Increase) in Inventories	**756.62**	**(98.86)**

31. Employee benefit expense

Particulars	2025-26	2024-25
Salaries, wages and bonus (Refer Note No. 31.1)	2,148.44	1,970.54
Contribution to provident and other funds	154.72	147.16
Gratuity expense (Refer Note No. 41)	71.26	46.36
Staff welfare expenses	85.12	98.97
Total	**2,459.54**	**2,263.04**

31.1 Settlement of labour unions for dispute regarding wage increment demand

In respect of dispute regarding wage revison demand raised by labour unions in BLPSS unit, the Industrial Tribunal, Indore had passed the order in favour of the labour unions in January 2026. The company had filed an appeal before the Hon'ble High Court, Madhya Pradessh challanging the said order.

Later on, an out-of-court settlement (in consent with Hon'ble High court) has been mutually agreeed upon with unions in April, 2026 (i.e. after year-end but before approval of financial statements). Total liability towards the settlement is amouting to Rs. 233.01 Lakhs. The Company has accounted for liability of Rs. 159.05 lakhs (net of provision of Rs. 73.05 Lakhs made in earlier years) in the books, and the same has been disclosed under employee benefit expenses for the year ended 31st March, 2026.

32. Finance costs

Particulars	2025-26	2024-25
Interest Expenses	2.38	1.77
Interest on lease liability	2.05	2.04
Other Borrowing Costs	46.63	43.65
Total	**51.06**	**47.46**

(Rs. in Lakhs)

33. Depreciation and Amortization Expenses

Particulars	2025-26	2024-25
Depreciation on Property, Plant & Equipment	349.65	360.23
Amortization of Intangible Assets	1.08	2.13
Amortization of Leasehold Land	0.36	0.36
Depreciation on Other Right-of-Use Assets	6.41	4.92
Total	**357.50**	**367.64**

34. Other expenses

Particulars	2025-26	2024-25
Consumption of stores and packing material	356.55	344.72
Power and fuel	2,023.39	2,173.04
Rent Expense	45.38	46.10
Repairs:-		
- Machinery (including spares)	238.08	208.09
- Building	52.17	50.10
- Others	50.03	46.49
Insurance	63.41	58.95
Rates and Taxes	21.69	16.93
Licence Fees, Legal & Professional Charges	71.55	72.61
Sales and Distribution Expenses	345.81	343.66
Travelling and conveyance	167.01	161.87
Directors Sitting Fees	5.55	8.10
Audit Fees and Expenses (Refer Note No. 34.1)	8.10	7.76
Donation	6.26	6.85
Foreign Exchange Fluctuation Loss	27.25	4.07
Loss on Forward Contract	11.97	-
Effect of fair valuation of investments through FVTPL	-	33.32
Allowance for Expected Credit Loss	44.44	11.09
Other General Expenses	61.88	96.80
Total	**3,600.52**	**3,690.55**

34.1 Auditor's Remuneration

Particulars	2025-26	2024-25
As auditor :		
Audit fees	5.75	5.50
Tax Audit Fees	1.25	1.00
Reimbursement of expenses	1.10	1.26
Total	**8.10**	**7.76**

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NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

35. Earning Per Share

Particulars	2025-26	2024-25
Net Profit/(Loss) for the year attributable to Equity Shareholders (Rs. in Lakhs)	(148.75)	(467.82)
Weighted Average number of Equity Shares outstanding of Face Value of Rs. 10 each. (Nos.)	6,879,020	6,879,020
Number of Equity Shares for Basic EPS (Nos.)	6,879,020	6,879,020
Add : Diluted Potential Equity Shares (Nos.)	-	-
Number of Equity Shares for Diluted EPS (Nos.)	6,879,020	6,879,020
Basic Earning Per Share (Rs.)	(2.16)	(6.80)
Diluted Earning Per Share (Rs.)	(2.16)	(6.80)
Nominal Value Per Share (Rs.)	10.00	10.00

36. Disclosure under Ind As 116 - Leases

36.1 Lease liabilities included in financial statements

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Current	9.44	5.95
Non-Current	12.39	11.67
Total	**21.83**	**17.62**

36.2 Movement in Lease Liability during the year

Particulars	**2025-26**	**2024-25**
Balance at the beginning of the year	17.62	22.56
Additions	11.49	-
Finance Cost accrued during the year	2.05	2.04
Payment of Lease Liabilities (including interest)	(9.33)	(6.97)
Balance at the end of the year	**21.83**	**17.62**

36.3 Maturity Analysis of Undiscounted cash flow of the lease liability

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Less than 1 year	11.13	7.45
1 to 5 years	7.86	8.65
More than 5 years	55.13	39.02

36.4 Movement in Right to Use of Assets during the year

Particulars	**2025-26**	**2024-25**
(A) Buildings		
Balance at the beginning of the year	14.40	19.32
Addition during the year	11.97	-
Amortisation during the year	(6.41)	(4.92)
Balance at the end of the year	**19.96**	**14.40**
(B) Leasehold Land		
Balance at the beginning of the year	23.56	23.92
Addition during the year	-	-
Amortisation during the year	(0.36)	(0.36)
Balance at the end of the year	**23.21**	**23.56**

(Rs. in Lakhs)

36.5 Expense relating to short-term leases are disclosed under the head rent expense in other expenses (Refer Note 34).

36.6 Amount recognised in statement of profit and loss:

Particulars	2025-26	2024-25
Amortization of Leasehold Land	0.36	0.36
Depreciation charged on other Right of Use Assets	6.41	4.92
Interest Expense included in Finance Cost	2.05	2.04
Net Gain due to Lease Modification	0.48	-

37. Contingent Liabilities and Commitments

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contingent Liabilities		
Disputed wages for which company has preferred appeal before court	120.87	120.87
Claim by Director of Industries, Gujarat in Gujarat High Court for non-delivery of yarn in the year 1978	1.09	1.09
Bills discounted under Export/Inland Letters of Credit	166.88	58.30
Commitments		
Estimated amount of contracts remaining unexecuted on capital account and not provided for in Books (net of advances)	220.97	220.97
Other commitments	-	-

38. Segment Information

The company manufactures and deals in single segment, i.e. manufacturing of cotton yarn. Therefore no separate disclosure as per Ind AS 108 - "Operating Segments" is given.

38.1 Geographical Information

Revenue from external customers	2025-26	2024-25
India	11,506.93	13,527.31
Outside India	4,880.32	3,865.14
Total	**16,387.25**	**17,392.46**

38.2 There are no Non Current Assets other than in India.

38.3 Refer Note No. 43.1 for details of major customers comprising 10% or more of Company's total revenue.

PBM POLYTEX LIMITED
NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

39. Income Taxes

Particulars	2025-26	2024-25
The major components of income tax expense for the year as under:		
Current tax	-	-
Deferred tax (Refer Note No. 21.2)	(23.02)	(134.09)
Adjustment of tax for earlier years	(0.44)	(0.35)
Total tax expenes charged to statement of Profit and Loss	**(23.46)**	**(134.44)**

39.1 Reconcilliation of Effective Tax Rate

Particulars	2025-26	2024-25
Applicable Tax Rate	25.168%	25.168%
Profit before tax	(194.18)	(630.03)
Other Comprehensive Income	87.30	110.33
Income tax expense at tax rates applicable to individual entities	(26.90)	(130.80)
Expenses that are not decuctible	1.58	2.02
Adjustment of tax for earlier years	(0.44)	(0.35)
Others	2.30	(5.31)
Income Tax Expenses recongnised in Statement of Profit and Loss	**(23.46)**	**(134.44)**

(Rs. in Lakhs)

40. Related Party Disclosures

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Company are as follows:

40.1 Name of the Related Parties and Nature of Relationship:

Enterprises owned or significantly influenced by key management personnel (with whom the Company entered into transactions during the year)

M/s Patodia Syntex Limited
M/s Sambhu Investments Private Limited
M/s Shashank Investment Private Limited
M/s Veepee Intrades Private Limited
M/s B.L.Patodia Family Trust
B P Dyeing Co.
M/s Murarilal Mahendrakumar
M/s Brijlal Purushottamdas
M/s Dharamchand Keshardeo
M/s Chandramauli Global Ventures LLP
M/s Suragini Enterprises LLP

Associate company :

M/s Eurotex Industries and Exports Limited

Key Managerial Personnel, Directors and Relatives:

Shri Gopal Patodia	Managing Director
Shri Mohan Kumar Patodia	Managing Director cum Chief Financial Officer
Shri Amit Patodia	Senior President cum Chief Executive Officer
Smt. Swati Sharda	Company Secretary (upto 21/05/2024)
Smt. Kirti Chauhan	Company Secretary (from 11/06/2024 to 11/03/2025)
Smt. Swati Billore	Company Secretary (from 11/03/2025)
Shri Kishankumar Patodia	Chairman
Shri Hari Prasad Siotia	Non-Executive Director
Shri Ashok Pandit	Independent Director
Shri Rakesh Todi	Independent Director
Shri Chirayush Patel	Independent Director
Ms. Amishal Modi	Independent Director

40.2 Transactions with Related Parties :

Transactions	Associates & Enterprises owned or Significantly influenced by KMP		Key Managerial Personnel, Directors & Relatives	
	2025-26	2024-25	2025-26	2024-25
Purchase of Goods (Net of GST)				
- M/s Eurotex Industries and Exports Limited	12.15	11.60	-	-
Purchase of Property,plant & equipment (Net of GST)				
- M/s Eurotex Industries and Exports Limited	58.80	12.31	-	-
Sales of Goods (Net of GST)				
- M/s Eurotex Industries and Exports Limited	-	0.03	-	-
Rent Paid (Net of GST)				
- M/s Patodia Syntex Limited	1.20	1.20		-
- M/s Sambhu Investments Private Limited	7.80	7.80	-	-
- M/s B.L.Patodia Family Trust	2.88	2.88	-	-
- M/s Murarilal Mahendrakumar	4.50	4.50	-	-
- M/s Brijlal Purushottamdas	0.90	1.80	-	-
- M/s Dharamchand Keshardeo	0.90	1.80	-	-
- M/s Eurotex Industries and Exports Limited	0.90	0.90	-	-
- B.P Dyeing Co.	1.60	-	-	-
Rent Received (Net of GST)				
- M/s Shashank Investment Private Limited	0.03	0.03	-	-
- M/s Veepee Intrades Private Limited	0.03	0.03	-	-
- M/s Chandramauli Investment Private Limited	0.03	0.03	-	-
- M/s Suragini Investment Private Limited	0.03	0.03	-	-

(Rs. in Lakhs)

Repayment of Loan given (including interest)				
- M/s Eurotex Industries and Exports Limited	340.04	-	-	-
Sitting Fees				
- Shri Kishankumar Patodia	-	-	-	0.15
- Shri Hari Prasad Siotia	-	-	-	0.45
- Shri Ashok Pandit	-	-	1.50	2.40
- Shri Rakesh Todi	-	-	1.50	1.50
- Shri Chirayush Patel	-	-	1.05	2.40
- Ms. Amishal Modi	-	-	1.50	1.20
Interest Income				
- M/s Eurotex Industries and Exports Limited	6.44	21.00	-	
Remuneration to KMP*				
- Managing Directors	-	-	124.31	112.79
- Senior President cum Chief Executive Officer	-	-	45.76	49.35
- Company Secretary	-	-	5.26	3.89

*Does not include provision made for gratuity and compensated absences as they are determined on actuarial basis for all employees together.

40.3 Outstanding Balances:

Transactions	**Associates & Enterprises owned or Significantly influenced by KMP**		**Key Managerial Personnel**	
	As at 31st March, 2026	**As at 31st March, 2025**	**As at 31st March, 2026**	**As at 31st March, 2025**
Security deposits given				
- M/s Sambhu Inestments Pt. Limited	2.00	2.00	-	-
Investmensts				
Investments in 22,31,980 Equity Shares of Rs. 10/- each of M/s. Eurotex Industries and Exports Limited (Stated at Fair Value through Profit & Loss) (Purchase Value Rs. 545.90 Lakhs)	291.94	280.34	-	-
Investments in 46,00,000 6% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs.10/- each of M/s. Eurotex Industries and Exports Limited. (Stated at Amortized Cost) (Purchase Value Rs. 460 Lakhs)	201.07	186.17	-	-
Loan Given				
- M/s Eurotex Industries and Exports Limited	-	300.00	-	-
Interest Receivable				
- M/s Eurotex Industries and Exports Limited	34.42	65.55	-	-
Trade Receivables / (Payables)				
- M/s Eurotex Industries and Exports Limited	0.04	12.67	-	-
Remuneration Payable to				
- Managing Director	-	-	10.78	9.81
- Company Secretary	-	-	0.49	0.57
- Senior President	-	-	-	4.00

Terms and conditions of transactions with related parties:

Outstanding balances at the year-end are unsecured and interest free (except loan to Associate Company) and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

(Rs. in Lakhs)

41 DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 19 "EMPLOYEE BENEFITS"

(a) Defined contribution plans

Contribution to defined contribution plans, recognised as expense for the year is as under :

Particulars	2025-26	2024-25
Employer's contribution to Provident Fund	50.63	51.70
Employer's contribution towards Employee State Insurance (ESI)	15.59	4.72
Employer's contribution to Superannuation Fund	24.73	21.43
Employer's contribution to Pension Scheme	63.77	69.31

(b) Defined benefit plan

Details of defined benefit obligation and plan assets in respect of retiring gratuity are given below :

i) Reconciliation of opening and closing balances of defined benefit obligation

Particulars	2025-26	2024-25
Present value of obligation as at the beginning of the year	1,324.05	1,331.53
Interest Cost	75.06	81.20
Current Service Cost	55.08	58.61
Past Service Cost	31.56	-
Benefits Paid	(83.11)	(54.04)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(32.90)	(25.32)
Actuarial (Gain)/Loss on arising from Change Demographic Assumption	-	(20.38)
Actuarial (Gain)/Loss on arising from Experience Adjustment	(31.53)	(47.54)
Present value of obligation as at the end of the year	**1,338.22**	**1,324.05**

ii) Reconciliation of opening and closing balances of fair value of plan assets

Particulars	2025-26	2024-25
Fair Value of plan assets at the beginning of the year	1,527.46	1,470.97
Interest Income	90.44	93.45
Contributions by the employer	-	-
Benefits paid	(83.11)	(54.04)
Return on plan assets	22.87	17.09
Fair Value of plan assets at the end of the year	**1,557.67**	**1,527.46**

iii) Reconciliation of fair value of assets and obligations

Particulars	As at 31st March, 2026	As at 31st March, 2025
Fair Value of plan assets	1,557.67	1,527.46
Present value of obligation	1,338.22	1,324.05
Amount recognised in Balance Sheet [Surplus/(Deficit)]	**219.45**	**203.41**

iv) Expenses recognised during the year

Particulars	2025-26	2024-25
(A) In the Statement of Profit & Loss		
Interest Cost	(15.38)	(12.25)
Current Service Cost	55.08	58.61
Past Service Cost	31.56	-
Net Cost	**71.26**	**46.36**
(B) In Other Comprehensive Income		
Actuarial (Gain)/Loss	(64.43)	(93.24)
Return on Plan Assets	(22.87)	(17.09)
Net Expense/(Income) recognized in Other Comprehensive Income	**(87.30)**	**(110.33)**

(Rs. in Lakhs)

v) Investment Details :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Insurance Plan	100.00%	100.00%

vi) Actuarial Assumptions

Particulars	As at 31st March, 2026	As at 31st March, 2025
Mortality Table	IALM(2012-14)	IALM(2012-14)
Discount Rate	6.75%	6.60%
Expected rate of return on plan assets	6.75%	6.60%
Rate of escalation in salary	4.25%	5.00%

vii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Sensitivity Level - Discount Rate		
0.5% Increase	1,305.29	1,312.94
0.5% Decrease	1,372.85	1,374.32
Sensitivity Level - Salary Escalation		
0.5% Increase	1,370.68	1,372.19
0.5% Decrease	1,307.06	1,314.71
Sensitivity Level - Withdrawal Rate		
W.R. X 110%	1,342.02	1,349.68
W.R. X 90%	1,334.08	1,344.18

viii) Expected contribution to the defined benefit plan for the next reporting period - Rs. 57.84 Lakhs

ix) Maturity Profile of Defined Benefit Obligation

Particulars	As at 31st March, 2026	As at 31st March, 2025
Within the next 12 months (next annual reporting period)	393.76	373.46
Between 2 to 5 years	423.79	393.06
Beyond 5 years	601.01	580.32

x) Weighted Average duration of Defined Plan Obligation

Particulars	As at 31st March, 2026	As at 31st March, 2025
Gratuity	6.095 Years	6.64 Years

41.1 The Government of India has notified the implementation of four new Labour Codes by consolidating and rationalizing 29 existing labour laws. These Codes have been made effective from 21st November, 2025. The Company has assessed the financial implications thereof and has made additional provision of Rs. 31.56 lakhs towards past service cost on the basis of actuarial valuation. The Company continues to monitor the finalisation of Central/ State Rules and clarifications from the Government on all the aspects of the Codes and would provide appropriate accounting effect, if any, on the basis of such developments as needed.

(Rs. in Lakhs)

42 Financial Instruments - Fair Values & Risk Management

42.1 Accounting Classifications & Fair Value Measurements

The fair values of the financial assets and liabilities are measured at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

All financial instruments are initially recognized and subsequently re-measured at fair value as described below :

1. The fair value of investment in quoted equity shares and mutual funds is measured at quoted price or NAV.
2. Fair values of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short-term maturities of these instruments.
3. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account for the expected losses of these receivables.
4. The fair value of forward foreign exchange contracts and currency swaps is determined using forward exchange rates and yield curves at the balance sheet date.

The company uses the following hierarchy for determining and disclosing the fair values of financial instruments by valuation technique:

Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 : Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3 : Input that is significant to the fair value measurement is unobservable.

I. Figures as at 31st March, 2026

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	201.07	-	-	-
Other Non Current Financial Assets	88.02	-	-	-
Trade Receivables	938.97	-	-	-
Cash and Cash Equivalents	883.19	-	-	-
Bank Balances Other than Cash and Cash Equivalents	23.29	-	-	-
Other Current Financial Assets	61.11	-	-	-
TOTAL	**2,195.64**	**-**	**-**	**-**
Financial assets at fair value through profit or loss:				
Investments (Current)*	503.08	-	503.08	-
Investments (Non-Current)	291.94	291.94	-	-
TOTAL	**795.03**	**291.94**	**503.08**	**-**
Financial liabilities at amortised cost:				
Lease Liabilities	21.83	-	-	-
Borrowings (Current)	88.14	-	-	-
Trade Payables	506.80	-	-	-
Other Financial Liabilities	161.07	-	-	-
TOTAL	**777.84**	**-**	**-**	**-**
Financial liabilities at fair value through profit or loss:	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

* Valuation technique and key input for investment in Mutual Funds: NAV declared by respective Asset Management Companies.

(Rs. in Lakhs)

II. Figures as at 31st March, 2025

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	186.17	-	-	-
Other Non Current Financial Assets	86.32	-	-	-
Trade Receivables	1,423.60	-	-	-
Cash and Cash Equivalents	277.49	-	-	-
Bank Balances Other than Cash and Cash Equivalents	28.12	-	-	-
Other Current Financial Assets	394.44	-	-	-
TOTAL	**2,396.14**	**-**	**-**	**-**
Financial assets at fair value through profit or loss:				
Investments (Current)	-	-	-	-
Investments (Non-Current)	280.34	280.34	-	-
TOTAL	**280.34**	**280.34**	**-**	**-**
Financial liabilities at amortised cost:				
Lease Liabilities	17.62	-	-	-
Borrowings (Current)	16.80	-	-	-
Trade Payables	364.12	-	-	-
Other Financial Liabilities	171.15	-	-	-
TOTAL	**569.70**	**-**	**-**	**-**
Financial liabilities at fair value through profit or loss:	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

42.2 No financial instruments have been routed through Other Comprehensive Income and hence separate reconciliation disclosure relating to the same is not applicable.

42.3 There has been no transfer between level 1 and level 2 during the year ended 31st March, 2026 and 31st March, 2025.

(Rs. in Lakhs)

43 Financial Risk Management

The company's Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

43.1 Credit Risk Management

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The carrying amount of following financial assets represents the maximum credit exposure.

Trade Receivables

The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable. Individual risk limits are set accordingly. The Company performs impairment analysis at each reporting date using expected credit loss model. The Company does not hold collateral as security.

Details of single customer accounted for more than 10% of the accounts receivables as at 31st March 2026 and 31st March 2025:

Name of Customer	As at 31st March, 2026	As at 31st March, 2025
HUNARAM PROCESSING PVT LTD (KOLKATA)	142.04	159.27
KOTHARI HOSIERY FACTORY PVT.LTD.	-	168.14

Details of single customer accounted for more than 10% of revenue for the year ended at 31st March 2026 and 31st March 2025 :

Name of Customer	2025-26	2024-25
BYC Co. Ltd	3,551.48	2,218.81

The requirement of impairment of trade receivable is analysed at each reporting date. Based on historic default rates and overall credit worthiness of customers, management has made provision for expected credit loss in respect of outstanding trade receivables as on 31st March, 2026 as below:

Movement in provision for expected credit loss for trade receivables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	11.09	-
Add : Additional provision made during the year	44.44	11.09
Closing Balance	**55.53**	**11.09**

Other Financial Assets

The Company has limited credit risk arising from cash and cash equivalents as the balances are maintained with banks with high cedit rating. Hence these arelow risk items.

The Company evaluates the recoverability of other financial assets at each reporting date and the same are written off when there is no reasonable expectataion of recovery. Wehere recoveries are made, these are recognised in the State of Profit and Loss.

(Rs. in Lakhs)

43.2 Liquidity Risk

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecast on the basis of expected cash flows.

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	Borrowings including interest obligations	Trade Payables	Other Financial Liabilities	Total
As at 31st March, 2026				
Less than 1 year	88.14	506.80	169.51	**764.45**
1 to 5 years	-	-	13.39	**13.39**
Total	**88.14**	**506.80**	**182.90**	**777.84**
As at 31st March, 2025				
Less than 1 year	16.80	364.12	176.10	**557.02**
1 to 5 years	-	-	12.67	**12.67**
Total	**16.80**	**364.12**	**188.78**	**569.70**

43.3 Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loan borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures, borrowing strategies, and ensuring compliance with market risk limits and policies.

43.4 Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the company's position with regards to the interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in it total portfolio.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

Nature of Borrowing	Change in basis points	Impact on PAT	
		2025-26	2024-25
Working Capital Facilities from Bank	(0.50)	0.33	0.06
	0.50	(0.33)	(0.06)

(Rs. in Lakhs)

43.5 Foreign currency risk

The company operates internationally and is exposed to currency risk on account of its receivables in foreign currency. The functional currency of the company is Indian Rupee. The company uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

The company does not use derivative financial instruments for trading or speculative purposes.

I. Foreign Currency Exposure

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	USD	Euro	USD	Euro
Financial Assets				
Trade & Other Receivables	1.84	-	1.28	-
Less : Forward Contract for selling foreign currency	(1.84)	-	(1.28)	-
Total	-	-	-	-
Financial Liabilities	-	-	-	-
Net Exposure	-	-	-	-

43.6 Price Risk

--> Investment Price Risk

The company's exposure to price risk arises from investments in equity and mutual fund held by the company and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from investments, the company diversifies its portfolio.

Sensitivity Analysis

The table below summarises the impact of increase/decrease of the index on the company’s equity and profit for the period. The analysis is based on the assumption that the price of the instrument has increased by 3% or decreased by 3% with all other variables held constant.

Particulars	Movement in Rate	Impact on PAT	
		2025-26	2024-25
Equity Shares (Quoted)	3%	6.55	6.29
	-3%	(6.55)	(6.29)
Mutual Fund	3%	11.29	-
	-3%	(11.29)	-

--> Commodity Price Risk

Principal Raw Material for company’s products is cotton. Company sources its raw material requirements from domestic markets. Company effectively manages availability of material as well as price volatility through well planned procurement and inventory strategy and also through appropriate contracts and commitments.

Sensitivity Analysis

The table below summarises the impact of increase/decrease in prices of cotton by Rs. 1 per kg on profit for the period.

Particulars	Impact on PAT	
	2025-26	2024-25
Rs. 1 decrease in price of cotton	52.27	58.71
Rs. 1 increase in price of cotton	(52.27)	(58.71)

(Rs. in Lakhs)

44 Capital management

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.

The company monitors capital using gearing ratio, which is net debt divided by total equity plus debt.

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Borrowings	88.14	16.80
Less : Cash & Cash Equivalents	883.19	277.49
Net Debt (A)	-	-
Total Equity	11,577.49	11,660.91
Equity and Net Debt (B)	11,577.49	11,660.91
Gearing Ratio (A/B)	-	-

45 In terms of Ind AS 36 – Impairment of Assets issued by ICAI, the management has reviewed its property, plant & equipment and arrived at the conclusion that impairment loss which is difference between the carrying amount and recoverable value of assets, was not material and hence no provision is required to be made.

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

46 Key Ratios

Sr. No	Ratio	Ratio as on 31st March 2026	Ratio as on 31st March 2025	% Deviation	Reason for variance
1	**Current Ratio**				
	Current Assets	5.12	5.87	-12.73%	N.A.
	Current Liabilities				
2	**Debt-to-equity Ratio**				
	Total Borrowing plus Lease Liability	0.01	0.003	221.76%	Due to increase in working capital fund as compared to previous year.
	Shareholder's Equity				
3	**Debt Service Coverage Ratio**				
	Earnings Available for Debt Servicing	(8.43)	(3.18)	-165.00%	Due to increase in loss (after adjustments) as comapred to previous year.
	Interest and Lease Payment Installments				
4	**Return on Equity Ratio**				
	Net Profit After Tax	-1.28%	-3.95%	67.56%	Current year loss has been decreased as compared to previous year.
	Average Shareholder's Equity				
5	**Inventory Turnover Ratio**				
	Sale of Products	3.41	3.34	1.91%	N.A.
	Average Inventory				
6	**Receivables Turnover Ratio**				
	Net Sales	13.87	14.58	-4.82%	N.A.
	Average Accounts Receivable				
7	**Payables Turnover Ratio**				
	Net Credit Purchases plus Other Expenses	33.93	50.43	-32.72%	Avergae trade payables have been increased as compared to previous year.
	Average Trade Payables				
8	**Net Capital Turnover Ratio**				
	Net Sales	2.65	2.86	-7.06%	N.A.
	Working Capital				
9	**Net Profit Ratio**				
	Proift After Tax	-0.91%	-2.69%	66.25%	Current year loss has been decreased as compared to previous year.
	Net Sales				
10	**Return on Capital employed Ratio**				
	EBIT	-1.20%	-4.89%	75.36%	Current year loss has been decreased as compared to previous year.
	Capital Employed				
11	**Return on investment Ratio**				
(a)	**Mutual Fund Investments**				
	Gain on sale / fair valuation of Mutual Fund	6.25%	11.13%	-43.83%	Due to fluctuations in market yeild.
	Average investment in Mutual Funds				
(b)	**Fixed Income Investments (FD, Bonds, Debentures & Preference Shares)**				
	Interest Income + Profit on redemption	6.80%	7.75%	-12.31%	N.A.
	Average investment in Fixed Income investments				
(c)	**Quoted Equity Instruments Investments**				
	Fair valuation of quoted investment + Dividend Income	4.14%	-10.29%	140.25%	Due to fluctuations in market yeild.
	Average investment in Quoted Equity Instruments				

(Rs. in Lakhs)

47. Ageing of Trade Receivable

Ageing of Trade Receivables outstanding as at 31/03/2026

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled Revenue/ Not due	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivable-Considered good	133.39	803.44	1.32	0.91		-	939.06
Undisputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-		-
Disputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivable-Credit Impaired	-	-	-	-	-	55.44	55.44
Total	**133.39**	**803.44**	**1.32**	**0.91**	**-**	**55.44**	994.50
Less : Expected credit Loss							**55.53**
Net Trade Receivable							**938.97**

Ageing of Trade Receivables outstanding as at 31/03/2025

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled Revenue/ Not due	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivable-Considered good	89.35	1,288.99	0.91	-	-	-	1,379.25
Undisputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	**-**
Undisputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	**-**
Disputed Trade Receivable-Considered good	-	-	-	-	55.44	-	**55.44**
Disputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	**-**
Disputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	**-**
Total	**89.35**	**1,288.99**	**0.91**	**-**	**55.44**	**-**	**1,434.69**
Less : Expected credit Loss							**11.09**
Net Trade Receivable							**1,423.60**

48.1 Details as required under MSMED Act are given below : **(Rs. in Lakhs)**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Principal amount due to any supplier registered under MSMED Act and remaining unpaid as at the end of accounting year	86.61	13.92
Interest due to any supplier registered under MSMED Act and remaining unpaid as at the end of accounting year	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the reporting period of delay in making payment [which have been paid but beyond the appointed day during the year] but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
Amount of further interest remaining due and payable even in succeeding years, untill such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductivble expenditure under Section 23 of MSMED Act.	-	-

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.

48.2 Ageing of Trade Payables

Ageing of Trade Payables outstanding as on 31/03/2026 **(Rs. in Lakhs)**

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	
MSME	86.61	-	-	-	-	**86.61**
Others	367.35	51.50	0.70	0.64	-	**420.19**
Disputed dues – MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**453.96**	**51.50**	**0.70**	**0.64**	**-**	**506.80**

Ageing of Trade Payables outstanding as on 31/03/2025 **(Rs. in Lakhs)**

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	
MSME	13.91	0.01	-	-	-	**13.92**
Others	291.78	57.63	0.67	0.12	-	**350.20**
Disputed dues – MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**305.69**	**57.64**	**0.67**	**0.12**	**-**	**364.12**

(Rs. in Lakhs)

49. Loans granted to Promoters, Directors, KMPs and Related Parties

Details of Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are(a) repayable on demand or (b) without specifying any terms or period of repayment :

Type of Borrower	As at 31st March, 2026		As at 31st March, 2025	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	0.00%	-	0.00%
Directors	-	0.00%	-	0.00%
KMPs	-	0.00%	-	0.00%
Related Parties	34.42	56.54%	365.55	92.75%

49.1 Disclosures pursuant to Section 186(4) of the Companies Act, 2013 :

Name of the Company	Purpose of Loan	Amount outstanding		Maximum Outstanding durng the year	
		As at 31st March, 2026	As at 31st March, 2025	2025-26	2024-25
Eurotex Industries and Exports Limited	Working Capital	34.42	365.55	365.55	346.65

50. Borrowing based on security of current assets

Quarter	Name of Bank	Particulars of securities provided	Amount as per books of accounts	Amount as reported in quarterly return/statement	Amount of difference	Reason for material discrepancies
June, 2025	State Bank of India/ IDBI Bank	Trade Receivable	1,000.19	887.88	112.31	Refer Note Below
June, 2025		Inventory - Raw Material	1,861.10	1,861.26	(0.16)	
June, 2025		Inventory - Finished Goods	621.39	616.59	4.80	
June, 2025		Inventory - Work in Progress	217.63	217.63	(0.00)	
June, 2025		Inventory - Stores and Spares	167.25	147.91	19.34	
September, 2025		Trade Receivable	843.91	777.45	66.46	
September, 2025		Inventory - Raw Material	1,084.80	1,084.80	0.00	
September, 2025		Inventory - Finished Goods	889.36	763.29	126.07	
September, 2025		Inventory - Work in Progress	326.45	326.45	(0.00)	
September, 2025		Inventory - Stores and Spares	156.94	136.69	20.25	
December, 2025		Trade Receivable	944.67	870.69	73.98	
December, 2025		Inventory - Raw Material	2,514.33	2,514.34	(0.01)	
December, 2025		Inventory - Finished Goods	994.19	870.63	123.56	
December, 2025		Inventory - Work in Progress	291.01	291.01	(0.00)	
December, 2025		Inventory - Stores and Spares	157.20	141.81	15.39	
March, 2026		Trade Receivable	938.97	1,038.83	(99.86)	
March, 2026		Inventory - Raw Material	3,744.13	3,744.69	(0.56)	
March, 2026		Inventory - Finished Goods	472.48	289.01	183.47	
March, 2026		Inventory - Work in Progress	318.24	317.97	0.27	
March, 2026		Inventory - Stores and Spares	165.27	143.91	21.36	

Note- 'Reason for material discrepancies'

-The differences in inventories and trade receivables are majorly on account of goods in transit where the goods have been physically dispatched from the Company location however, the same has not been considered as revenue from the purpose of revenue recognition principles and hence reversed from books of accounts for respective quarter ends. Further, unbilled revenue and provision for expected credit loss are not considered in trade receivables for submission to bank, resulting into differences in amount of trade receivables as per books and stock statements submitted to bank.The aforesaid adjustments have been made in compliance with the requirements of the applicable Indian Accounting Standards (Ind AS).

- The management, basis their understanding with banks, submits stock statement of physical stock as available at respective locations at the period end. Accordingly adjustment for goods in transit (inward and outward) is not considered for the purpose of filing returns with banks.
- There are other differences on account of regrouping and reclassification of trade receivable balances .

(Rs. in Lakhs)

51. Events occuring after reporting period

The Company evaluated subsequent events after year-end and upto 29th May, 2026 (i.e. the date financial statements were available for issuance) and determined that there were no additional material subsequent events requiring disclosure.

52. Other Statutory Information

(a) The Company does not held any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. Hence any proceeding has not been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(b) The Company does not have any transactions with companies struck off.

(c) As on March 31, 2026 there is no unutilised amounts in respect of any issue of securities and long term borrowings from banks and financial institutions. The borrowed funds have been utilised for the specific purpose for which the funds were raised.

(d) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (Such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(e) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(f) The company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

(g) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- 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 to or on behalf of the Ultimate Beneficiaries

(h) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- 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

53.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 been operated throughout the year for all relevant transactions recorded in the software. Further, there are no instances of audit trail being tampered with. Additionally, the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention.

PBM POLYTEX LIMITED

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

54. Previous year's figures have been regrouped/re-arranged/recasted, wherever necessary, so as to make them comparable with current year's figures.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Chirag M. Shah
Partner
Mem. No.: 045706

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Place: Vadodara
Date: 29th May, 2026

Consolidated Financial Statements

Annual Report 2025-26

INDEPENDENT AUDITOR'S REPORT

To the Members of
PBM Polytex Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **PBM Polytex Limited** (the 'Company') and its associate which comprise the Consolidated Balance Sheet as at March 31, 2026, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (herein after referred as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Company and its associate as at March 31, 2026, its consolidated loss, its consolidated total comprehensive loss, its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company and its associate in accordance with the Code of Ethics issued by Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditor in terms of their reports referred to in "Other Matter" paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Emphasis of Matter

Attention is drawn to Note No. 56 of accompanying consolidated financial statements, which explains that statements of Eurotex Industries and Exports Limited (associate company) have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business though the said Company has incurred cash loss during the current year, losses during last many years, having eroded its entire net worth, that the operations of the manufacturing plants at Kolhapur having been discontinued since March 25, 2019 and announcement of their closure on March 30, 2022. The management of the said Company has settled dues of lender banks (by borrowing from promoter group companies) and it is planning to undertake the further development of available land area at Kolhapur in near future. In view of such positivities, the financial statements of the said Company have been prepared on a going concern basis.

Our opinion on the consolidated financial statements is not modified in respect above matter.

Key Audit Matters

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

We have determined that there is no key audit matter to communicate in our report.

Information other than Consolidated Financial Statements & Auditors Report thereon.

The Company's Board of Directors is responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report and Management Discussion & Analysis, but does not include the consolidated financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the Other Information and we do not and will not express any form of assurance conclusion thereon.

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

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's Responsibilities Relating to Other Information".

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Company including in its associate in accordance with the with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act.

The respective Board of Directors of the Company and its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and its associate and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgement and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

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

The respective Board of Directors of the Company and its associate are responsible for overseeing the financial reporting process of their respective companies.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements: -

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated 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 consolidated 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate

internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting polices used and the reasonableness of accounting estimates and related disclosures made by the 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 ability of the Company and its associate 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 consolidated 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 and its associate company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities of the Company and its associate of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Company 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 consolidated 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.

Other Matter

The Consolidated financial statements also include the Company's share of net loss of Rs. Nil and total comprehensive income of Rs. Nil for the year ended March 31, 2026, as considered in the consolidated financial statements in respect of an associate company, whose financial statements have not been audited by us. These financial statements have been audited by other auditor whose report has been furnished by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the above associate and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the above associate, is based solely on the report of the other auditor.

Our opinion on the consolidated financial statements as above and our report on Other Legal and Regulatory Requirements below is not modified in respect above matters with respect of our reliance on the work done and the report of the other auditor.

Report on Other Legal and Regulatory Requirements

1. 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 are necessary for the purpose of our audit;
   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph 1(i)(vi)(b) below on reporting under Rule 11(g).
   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flow and the Consolidated Statement of changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
   (d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors of the Company as on 31st March, 2026 taken on record by the Board of Directors of the Company and the report of the statutory auditor of its associate company, none of the directors of the company and its associate company is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph 1(i)(vi)(b) below on reporting under Rule 11(g).
   (g) With respect to the adequacy of internal financial controls with respect to consolidated financial statements of the Company and its associate company, incorporated in India,

and the operating effectiveness of such controls, refer to or separate report in **“Annexure A”**.

(h) In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other statutory auditors of associate Company, incorporated in India, the managerial remuneration paid/provided by the Company and its associate Company to their directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Act.

(i) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor’s report of associate company:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Company and its associate – Refer Note No. 37 to the Consolidated Financial Statements.

ii. The Company and its associate did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its associate.

iv. (a) The respective management of the Company and its associate Company, incorporated in India, have represented to us and the other auditors of such associate company respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or its associate to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or its associate (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b)The respective management of the Company and its associate company, incorporated in India, have represented to us and the other auditors of such associate Company respectively that, to the best of their knowledge and belief, no funds have been received by the Company or its associate from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company or its associate shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of associate Company, incorporated in India, nothing has come to our notice that has caused us to believe that the representations under (a) & (b) above contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company and its associate company.

vi. (a) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 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 [refer Note No. 55(a) to the consolidated financial statements]. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per statutory requirements for record retention.

(b) Based on examination which included test checks performed by the auditors of the of the Associate Company, it uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that audit trail feature is not enabled to trace information contained in certain statements or reports back to the original input source [refer Note No. 55(b)]. It is in compliance with the preservation of audit trail as per the statutory requirements for record retention.

2. With respect to matter specified in paragraph 3(xxi) and 4 of 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, there are no qualification or adverse remarks by respective auditor in the Companies (Auditors Report) Order (CARO) reports of the companies included in consolidated financial statements except for the following:

No.	Name of the Company	CIN	Nature of Relationship	Clause Number of CARO report with qualification or adverse remarks
1	PBM Polytex Limited	L17110GJ1919PLC000495	Company	ii(b), iii(c), iii(d)
2	Eurotex Industries and Exports Limited	L70200MH1987PLC042598	Associate Company	vii(b), ix(a), ix(d) and xvii

For, Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place: Ahmedabad
Date: May 29, 2026
UDIN: 26045706HNJXWO2087

Chirag M. Shah
Partner
Membership No. 045706

(Referred to in paragraph 1(f) under "Report on Other Legal and Regulatory Requirements" section of our report to the members of PBM Polytex Limited of even date)

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

We have audited the internal financial controls with reference to consolidated financial statements of PBM Polytex Limited ("the Company") and its associate company incorporated in India, as of March 31, 2026 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the associate company in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Company and its associate, which are companies incorporated in India.

Meaning of Internal Financial Controls with reference to Consolidated Financial statements

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

Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial statements

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

Opinion

In our opinion, the Company and its associate company, which are incorporated in India, have, in all material respects, an adequate internal financial control system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements 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 controls as stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reports issued by the Institute of Chartered Accountants of India. Besides, it is advisable to continue internal audit of associate company for better financial controls.

Other Matters

Our aforesaid report under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 on the adequacy and reporting effectiveness of the internal financial controls with reference to the consolidated financial statements in so far as it relates to an associate company, incorporated in India, is based on the corresponding report of the auditor of such associate company incorporated in India. Our opinion is not modified in respect of this matter.

For, Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Place: Ahmedabad
Date: May 29, 2026
UDIN: 26045706HNJXWO2087

Chirag M. Shah
Partner
Membership No. 045706

PBM POLYTEX LIMITED
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2026

(Rs. in Lakhs)

		Particulars	Notes No.	As at 31st March, 2026	As at 31st March, 2025
I	ASSETS				
1)	**Non-current Assets**				
	(a)	Property, Plant and Equipment (including ROU Assets)	2	5,009.67	5,202.51
	(b)	Capital work-in-progress	3	15.01	69.02
	(c)	Intangible assets	4	4.16	3.67
	(d)	Financial Assets			
		(i) Investments	5	201.07	186.17
		(ii) Other Financial Assets	6	88.02	86.32
	(e)	Other non-current assets	7	91.86	71.11
		Total Non-current Assets		**5,409.79**	**5,618.80**
2)	**Current Assets**				
	(a)	Inventories	8	4,705.25	4,707.36
	(b)	Financial Assets			
		(i) Current Investments	9	503.08	-
		(ii) Trade receivables	10	938.97	1,423.60
		(iii) Cash and cash equivalents	11	883.19	277.49
		(iv) Bank balances other than (iii) above	12	23.29	28.12
		(v) Loans	13	26.45	328.55
		(vi) Other Financial Assets	14	34.65	65.89
	(c)	Current tax assets (Net)	15	25.11	15.92
	(d)	Other current assets	16	530.93	492.93
		Total Current Assets		**7,670.92**	**7,339.86**
		TOTAL ASSETS		**13,080.71**	**12,958.66**
II	**EQUITY AND LIABILITIES**				
1)	**Equity**				
	(a)	Equity Share Capital	17	687.90	687.90
	(b)	Other Equity	18	10,671.13	10,763.22
		Total Equity		**11,359.03**	**11,451.12**
2)	**Liabilities**				
	Non-current Liabilities				
	(a)	Financial Liabilities			
		(i) Lease Liabilities	36.1	12.39	11.67
		(ii) Other financial liabilities	19	1.00	1.00
	(b)	Provisions	20	65.82	73.47
	(c)	Deferred tax liabilities (Net)	21	145.29	171.23
		Total Non-current Liabilities		**224.50**	**257.37**
	Current Liabilities				
	(a)	Financial Liabilities			
		(i) Borrowings	22	88.14	16.80
		(ii) Lease Liabilities	36.1	9.44	5.95
		(iii) Trade payables			
		- Total outstanding dues of micro and small enterprises	23	86.61	13.92
		- Total outstanding dues of creditors other than micro and small enterprises		420.19	350.20
		(iv) Other financial liabilities	24	160.07	170.15
	(b)	Other current liabilities	25	617.50	578.62
	(c)	Provisions	26	115.23	114.53
		Total Current Liabilities		**1,497.18**	**1,250.17**
		TOTAL EQUITY AND LIABILITIES		**13,080.71**	**12,958.66**
		Material Accounting Policies and Notes to the Consolidated Financial Statements	1 - 57		

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Chirag M. Shah
Partner
Mem. No.: 045706

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED

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

(Rs. in Lakhs)

	Particulars	Notes No.	2025-26	2024-25
I	**INCOME**			
	Revenue from operations	27	16,651.92	17,621.48
	Other income	28	852.21	198.25
	Total Income		**17,504.13**	**17,819.73**
II	**EXPENSES**			
	Cost of materials consumed	29	10,484.67	12,179.93
	Changes in inventories of finished goods and work-in-progress	30	756.62	(98.86)
	Employee benefits expense	31	2,459.54	2,263.04
	Finance costs	32	51.06	47.46
	Depreciation and amortization expense	33	357.50	367.64
	Other expenses	34	3,600.52	3,658.41
	Total Expenses		**17,709.91**	**18,417.63**
III	**Profit/(Loss) before Share in profit/(loss) of associate, exceptional items and tax expense (III-IV)**		**(205.78)**	**(597.90)**
IV	Share of profit/(loss) from associate		-	-
V	**Profit/(Loss) before exceptional items and tax**		**(205.78)**	**(597.90)**
VI	Exceptional Items		-	-
VII	**Profit/(Loss) before tax**		**(205.78)**	**(597.90)**
VIII	**Tax Expenses**			
	Current Tax		-	-
	Deferred Tax Provision / (Reversal)		(47.92)	(153.76)
	Excess Provision of Income Tax of Earlier Years		(0.44)	(0.35)
	Total Tax Expense		**(48.36)**	**(154.11)**
IX	**Profit/(Loss) for the year**		**(157.42)**	**(443.79)**
X	**Other Comprehensive Income**			
	Items that will not be reclassified to profit or loss			
	Remeasurement of defined benefit plans		87.30	110.33
	Income tax relating to above items		(21.97)	(27.77)
	Total Other comprehensive Income for the year		**65.33**	**82.56**
XI	**Total Comprehensive Income/(Loss) for the year**		**(92.09)**	**(361.23)**
XII	**Net Profit attriubutable to:**			
	Owners of the company		**(157.42)**	**(443.79)**
	Non controlling Interest		**-**	**-**
XIII	**Other Comprehensive Income attributable to:**			
	Owners of the company		**65.33**	**82.56**
	Non controlling Interest		**-**	**-**
XIV	**Total Comprehensive Income attributable to:**			
	Owners of the company		**(92.09)**	**(361.23)**
	Non controlling Interest		**-**	**-**
XV	**Earning per Equity Share of face value of Rs. 10 each**			
	Basic	35	(2.29)	(6.45)
	Diluted	35	(2.29)	(6.45)
	Material Accounting Policies and Notes to the Consolidated Financial Statements	1 - 57		

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

Chirag M. Shah
Partner
Mem. No.: 045706

Place : Ahmedabad
Date: 29th May, 2026

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED
CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. in Lakhs)

	Particulars	Year Ended 31st March, 2026	Year Ended 31st March, 2025
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit/(Loss) Before Tax	**(205.78)**	**(597.90)**
	Adjustments for :		
	Depreciation /Amortization	357.50	367.64
	Interest Income	(30.62)	(43.14)
	Interest and Other Borrowing Cost	51.06	47.46
	(Profit) / Loss on Sale of Property, Plant and Equipment (Net)	(613.94)	(5.08)
	(Profit) / Loss on Sale of Investment (Net)	(122.58)	(145.45)
	Provision for Expected Credit Loss	44.44	11.09
	Excess Provision/Sundry Balances Written Back (Net)	(2.93)	(1.62)
	Net Gain due to Lease Modification	(0.48)	-
	Effect of fair valuation of investments	(3.09)	1.18
	Other Comprehensive Income for gratuity	87.30	110.33
	Operating Profit/(Loss) before Working Capital Changes	**(439.12)**	**(255.48)**
	Working Capital Changes:		
	Changes in Inventories	2.10	913.31
	Changes in trade and other receivables	695.86	(389.27)
	Changes in trade and other payables	173.05	(830.84)
	Net Changes in Working Capital	**871.01**	**(306.80)**
	Cash Generated from Operations	**431.89**	**(562.28)**
	Direct Taxes paid (Net of Income Tax refund)	(8.75)	1.31
	Net Cash flow from/(used in) Operating Activities	**423.14**	**(560.97)**
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of property, plant & equipment/intangible assets	(131.53)	(158.99)
	Proceeds from sale/disposal of property, plant & equipment	632.57	14.56
	Proceeds from Sale/Redemption of Investment (Net)	(377.42)	814.44
	Movement in Other Bank Balances	4.54	6.44
	Interest Income	46.96	10.45
	Net Cash flow from in Investing Activities	**175.12**	**686.90**
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Dividend Paid	(5.56)	(7.37)
	Proceeds from/(Repayments) of Short Term Borrowings (Net)	71.34	(91.05)
	Interest and Other Borrowing Cost Paid	(49.01)	(45.43)
	Payment of Lease Liability	(9.33)	(6.97)
	Net Cash flow from/(used) in Financing Activities	**7.44**	**(150.82)**
	Net Increase/(Decrease) in cash & cash equivalents	**605.70**	**(24.89)**
	Cash & Cash equivalent at the beginning of the year	277.49	302.38
	Cash & Cash equivalent at the end of the year (Refer Note No. 11)	**883.19**	**277.49**

The accompanying notes are an integral part of these consolidated financial statements.

Note :
The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standards (Ind AS) 7, 'Statement of Cash Flows'.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Chirag M. Shah
Partner
Mem. No.: 045706

Shri Amit Patodia, CEO

Shri Sunil Somani, Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Swati Billore, Company Secretary
(M. No. F8321)

Place: Vadodara
Date: 29th May, 2026

PBM POLYTEX LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

a. Equity Share capital

PARTICULARS	Rs. in Lakhs
As at 1st April, 2024	**687.90**
Changes during the year 2024-25	-
As at 31st March, 2025	**687.90**
Changes during the year 2025-26	-
As at 31st March, 2026	**687.90**

b. Other Equity **(Rs. in Lakhs)**

Particulars	Reserves and Surplus					Total
	Share Capital Forfeiture	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained Earnings	
Balance at 1st April, 2024	**0.23**	**125.00**	**1,483.39**	**10,442.62**	**(926.79)**	**11,124.45**
Profit/(Loss) for the year	-	-		-	(443.79)	**(443.79)**
Other Comprehensive Income for the year (Including tax thereon)	-	-		-	82.56	**82.56**
Balance at 31st March, 2025	**0.23**	**125.00**	**1,483.39**	**10,442.62**	**(1,288.02)**	**10,763.22**
Balance at 1st April, 2025	**0.23**	**125.00**	**1,483.39**	**10,442.62**	**(1,288.02)**	**10,763.22**
Profit/(Loss) for the year	-	-		-	(157.42)	**(157.42)**
Other Comprehensive Income for the year (Including tax thereon)	-	-		-	65.33	**65.33**
Balance at 31st March, 2026	**0.23**	**125.00**	**1,483.39**	**10,442.62**	**(1,380.11)**	**10,671.13**

The accompanying notes are an integral part of these consolidated financial statements.

Gain of Rs. 65.33 Lakhs and Rs. 82.56 Lakhs on remeasurement of defined employee benefit plan (net of tax) is recognized as a part of retained earnings for the year ended 31st March, 2026 and 2025 respectively.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia
Managing Director
(DIN: 00014247)

Shri Mohan Kumar Patodia
Managing Director cum CFO
(DIN: 00035381)

Shri Chirayush Patel
Independent Director
(DIN: 08690998)

Chirag M. Shah
Partner
Mem. No.: 045706

Shri Amit Patodia
CEO

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani
Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Place: Vadodara
Date: 29th May, 2026

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

1A CORPORATE INFORMATION

PBM Polytex Limited is a public company domiciled in India and is incorporated under the provisions of Companies Act applicable in India. The company is listed on the BSE limited (BSE). The registered office of the Company is located at Opp. Railway Station, Petlad – 388450, District - Anand, Gujarat, India.

The Company is engaged in manufacture and processing of yarn. Its plants are located at Petlad, Gujarat and Boregaon, Madhya Pradesh. The Company has its wide market in local as well foreign market. The Company sells its products through established network.

The consolidated financial statements comprise financial statements of PBM Polytex Limited (the "Company") and its associate company M/s Eurotex Industries & Exports Limited (the "Associate Company") for the year ended 31st March, 2026.

The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on 29th May, 2026.

1B MATERIAL ACCOUNTING POLICIES

(1) Basis of Preparation:

Compliance with Ind AS

These consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (as amended from time to time).

Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:
1) certain financial assets and liabilities that are measured at fair value;
2) defined benefit plans - plan assets measured at fair value;

Current and non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

Principles of consolidation and equity accounting

Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the company's share of the post-acquisition profits or losses of the investee in profit and loss. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the company's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the company does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Functional currency:
The financial statements are presented in Indian rupee (INR), which is Company's functional and presentation currency.

Rounding of amounts
All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakh as per the requirement of Schedule III, unless otherwise stated.

(2) Key accounting estimates & judgements:
The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

(3) Property, Plant & Equipment:
Property, plant and equipment are stated at cost, net of recoverable taxes, less depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and other cost directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

All expenditure incurred towards property, plant and equipment including expenditure incurred during construction / new projects are accumulated and shown as capital work in progress and not depreciated until such assets are ready for commercial use.

Depreciation methods, estimated useful lives and residual value
Depreciation is provided on a Straight-Line Method over the estimated useful lives of assets as follows: -

Class of Assets	Estimated useful life
Buildings	5-60 years
Plant & Equipment	15-25 years
Electrical Installations	10 years
Furniture & Fixtures	10 years
Office Equipment	3-6 years

Vehicles	8-10 years

The useful life as estimated above is aligned to the prescribed useful life specified under Schedule II to the Companies Act, 2013.

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

Leasehold land is amortized over the period of lease.

(4) Intangible Assets

Computer software is stated at cost, less accumulated amortisation and impairments, if any.

Amortisation method and useful life

The Company amortizes computer software using the straight-line method over the period of 5 years. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(5) Inventories:

Items of inventories of Raw Material, Finished goods, Spares and Stores, Packing Material, etc. are valued at lower of cost or net realizable value except waste which is valued at estimated net realizable value. Cost is computed on a weighted average basis. Cost of inventories comprise of cost of purchase, cost of conversion and other costs including manufacturing overheads incurred in bringing them to their respective present location and condition. The net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and estimated cost necessary to make the sale.

(6) Financial Instruments

i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under Ind AS 115.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

De-recognition

Financial assets

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

Off-setting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(7) Revenue recognition

Revenue is measured at the value of the consideration received or receivable, after deduction of any trade discount, volume rebates and any taxes or duties collected on behalf of Government such as Goods and Services Tax, etc.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and specific criteria have been met for each of the Company's activities as described below.

Sale of goods

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customers and there are no longer any unfulfilled obligations. The performance obligations in our contracts are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on customer terms.

Sale of Service

Revenue from contract with customers for job work charges is recognised on the basis of percentage of completion method.

Other revenue:

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

Revenue in respect of insurance/other claims etc, is recognized only when it is reasonably certain that the ultimate collection will be made.

Dividends are generally recognised in the Statement of Profit and Loss only when the right to receive is established.

(8) Foreign Currency Transactions:

Foreign currency transactions are translated into the functional currency using exchange rate at the date of the transaction. Foreign exchange gains and losses from the settlement of these transactions are recognized in the statement of profit and loss. Foreign currency denominated monetary assets and liabilities are translated into functional currency at the exchange rates in effect at the balance sheet date, the gain or loss arising on such translations are recognized in the statement of profit and loss.

(9) Income tax

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

(a) Current Tax

Current tax includes provision for Income Tax computed under Special provision (i.e., Minimum alternate tax) or normal provision of Income Tax Act. Tax on Income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

(b) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

(10) Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.
A contingent asset is a possible asset arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are not recognised till the realisation of the income is virtually certain. However the same are disclosed in the financial statements where an inflow of economic benefit is possible.

(11) Employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

Post-employment obligations

The Company operates the following post-employment schemes:

(a) defined benefit plans such as gratuity; and
(b) defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Gratuity liability of employees is funded with the approved gratuity trusts.

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund, etc., are charged to the Statement of Profit and Loss as incurred. The Company contributes to Superannuation Trust for the Managerial Personnel of the Company as per the rules of the Trust.

(12) Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to Statement of Profit and Loss.

(13) Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- Average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

(14) Impairment of Assets:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable Value. An impairment loss is charged to the statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in earlier accounting period is reversed if there has been a change in the estimate of recoverable amount.

(15) Leases :

The Company has adopted Ind AS 116-Leases effective 1st April, 2019, using the modified retrospective method. The Company has applied the standard to its leases with the cumulative impact recognised on the date of initial application (April 1, 2019).

As a Leasee

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company recognises a Right-of-Use (ROU) asset and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payment made at or before the commencement date, plus any initial direct cost incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The ROU asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of ROU assets are determined on the same basis as those of Property, Plant and Equipment. In addition, the ROU asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Short-term leases and leases of low-value assets
The Company has elected not to recognise right-to-use assets and lease liabilities for short-term lease that have a lease term of 12 months or less and leases of low-value assets. The Company recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a Lessor
The company, as a lessor, classifies a lease either as an operating lease or a finance lease. Leases are classified as finance lease whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term.

(16) Cash and Cash Equivalents
Cash and cash equivalents comprise cash in hand, cash at bank, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(17) Events occurring after the balance sheet date
Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

1C Recent Accounting Pronouncements
The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to existing standards under the Companies (Indian Accounting Standards) Rules from time to time. MCA has notified amendments to Ind AS 1 – Presentation of Financial Statements (classification of liabilities as current or non-current, including liabilities with covenants), Ind AS 12 – Income Taxes (International Tax Reform – Pillar Two Model Rules), Ind AS 21 – The Effects of Changes in Foreign Exchange Rates (Lack of Exchangeability), and Ind AS 7 – Statement of Cash Flows and Ind AS 107 – Financial Instruments: Disclosures (Supplier Finance Arrangements), effective from April 1, 2025.

The Company has reviewed these amendments and based on its evaluation, has determined that they do not have any impact on the Company's financial statements.

New standards or amendments not yet adopted

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to Ind AS 1 - The amendments clarify that lender waivers obtained after the reporting date cannot be considered for the purpose of classifying liabilities as current or non-current and require retrospective application in accordance with Ind AS 8. These amendments are effective for reporting periods beginning on or after April 1, 2026. The Company does not expect any impact on its financial statements.

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

2. Property, plant and equipment **(Rs. in Lakhs)**

Particular	*Freehold Land	Building	Plant and Equipment	Electric Installation	Furniture and fixtures	Vehicles	Office equipment	Computers	Right-of- Use Assets		Total
									Leasehold Land	Other Assets	
Gross Value											
Balance as at 1st April, 2024	**137.25**	**2,265.35**	**12,176.19**	**537.81**	**171.66**	**412.63**	**64.11**	**40.71**	**25.36**	**30.23**	**15,861.30**
Additions	-	37.54	88.04	0.37	3.45	21.99	5.02	3.19	-	-	159.60
Deduction & Adjustment	-	-	63.00	-	0.09	9.61	0.94	3.18	-	-	76.82
Balance as at 31st March, 2025	**137.25**	**2,302.89**	**12,201.22**	**538.18**	**175.02**	**425.01**	**68.19**	**40.72**	**25.36**	**30.23**	**15,944.08**
Additions	-	0.40	160.77	0.34	4.16	-	2.99	1.58	-	11.97	182.21
Deduction & Adjustment	4.37	1.00	126.23	-	0.30	6.54	6.39	-	-	-	144.83
Balance as at 31st March, 2026	**132.87**	**2,302.29**	**12,235.77**	**538.52**	**178.88**	**418.48**	**64.78**	**42.30**	**25.36**	**42.20**	**15,981.46**
Accumulated Depreciation											
Balance as at 1st April, 2024	**-**	**1,265.14**	**8,175.07**	**494.30**	**141.98**	**270.86**	**46.50**	**37.20**	**1.44**	**10.91**	**10,443.40**
Depreciaton for the year	**-**	42.07	270.61	3.36	4.91	29.26	6.85	3.18	0.36	4.92	365.51
Deduction & Adjustment	**-**	-	54.62	-	0.09	8.72	0.90	3.02	-	-	67.34
Balance as at 31st March, 2025	**-**	**1,307.21**	**8,391.06**	**497.66**	**146.80**	**291.40**	**52.45**	**37.36**	**1.80**	**15.83**	**10,741.57**
Depreciaton for the year	**-**	41.35	268.77	2.50	4.55	24.68	5.97	1.83	0.36	6.41	356.42
Deduction & Adjustment	**-**	0.73	114.02	-	0.25	5.14	6.07	-	-	-	126.20
Balance as at 31st March, 2026	**-**	**1,347.83**	**8,545.81**	**500.16**	**151.09**	**310.95**	**52.35**	**39.20**	**2.16**	**22.24**	**10,971.79**
Net carrying amount											
Balance as at 31st March, 2025	**137.25**	**995.68**	**3,810.16**	**40.52**	**28.23**	**133.61**	**15.73**	**3.36**	**23.56**	**14.40**	**5,202.51**
Balance as at 31st March, 2026	**132.87**	**954.46**	**3,689.96**	**38.36**	**27.79**	**107.53**	**12.44**	**3.10**	**23.21**	**19.95**	**5,009.67**

* Includes 100 Shares of Rs.10/- each (fully paid up) of The Friends Co-operative Housing Society Limited, Baroda.

2.1 All the title deeds for 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 in the name of the Company.

2.2 The Company has not done revaluation of PPE / Intangible assets.

2.3 Refer Note No. 22.1 for details of charge created against the above mentioned assets.

(Rs. in Lakhs)

3 Capital Work in Progress

Particulars	As at 31st March, 2026	As at 31st March, 2025
Project in Progress	15.01	69.02
Total	**15.01**	**69.02**

3.1 Details of Capital work in progress Ageing

Ageing of Capital work-in-progress as at 31/03/2026 is as follows

Project In Progress

Particulars	Amount in Capital work-in-progress for the Period of				Total
	Less than 1 Year	1-2 Year	2-3 Year	More than 3 Years	
As at 31st March, 2026	15.01	-	-	-	15.01
As at 31st March, 2025	69.02	-	-	-	69.02

Note :

There are no projects under Capital Work in progress where the completion is overdue or has exceded its cost compared to its original plan.

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

4. Intangible Assets

Particular	Computer Software
Gross Value	
Balance as at 1st April, 2024	**28.35**
Additions	-
Deduction & Adjustment	-
Balance as at 31st March, 2025	**28.35**
Additions	1.57
Deduction & Adjustment	**-**
Balance as at 31st March, 2026	**29.92**
Amortization	
Balance as at 1st April, 2024	**22.55**
Deduction & Adjustment	-
Amortization for the year	2.13
Balance as at 31st March, 2025	**24.68**
Deduction & Adjustment	**-**
Amortization for the year	1.08
Balance as at 31st March, 2026	**25.76**
Net carrying amount	
Balance as at 31st March, 2025	**3.67**
Balance as at 31st March, 2026	**4.16**

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

5. Investments (Non-Current)

PARTICULARS	As at 31st March, 2026		As at 31st March, 2025	
	Nos.	Rs. in Lakhs	Nos.	Rs. in Lakhs
Investment in Equity Shares of Associate Company (measured using Equity Method)				
Quoted, Fully Paid Up				
M/s Eurotex Industries and Exports Limited (of Rs. 10 each)	22,31,980	-	22,31,980	-
Total of Investments measured using Equity Method		**-**		**-**
Investments measured at Amortized Cost				
In Preference Shares of Associate Company				
Unquoted, Fully Paid Up				
6% Non- Cumulative Non- convertible Redeemable Preference Shares of Rs. 10/- each of M/s Eurotex Industries and Exports Limited	46,00,000	201.07	46,00,000	186.17
Total of Investments measured at Amortized Cost		**201.07**		**186.17**
Total Non Current Investments		**201.07**		**186.17**
Aggregate amount of quoted Investments		-		-
Market Value of quoted Investments		-		-
Aggregage amount of unquoted Investments		201.07		186.17

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

6. Other Financial Assets (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Security Deposits		
- Deposits with Related Parties	2.00	2.00
- Deposits with Others	85.73	84.32
Fixed Deposits with Banks*	0.29	-
Total	**88.02**	**86.32**

* under lien for security against margin money / overdraft facility

7. Other Non Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Capital Advances	39.30	25.57
Others	52.56	45.54
Total	**91.86**	**71.11**

8. Inventories

Particulars	As at 31st March, 2026	As at 31st March, 2025
Raw materials	3,744.13	2,972.04
Stores, Spares & Fuel (including Goods in Transit of Rs. 5.14 Lakhs, PY Rs. 19.65 Lakhs)	170.41	187.99
Finished goods	417.51	1,180.90
Work in Process	318.23	326.01
Cotton Waste	54.97	40.42
Total	**4,705.25**	**4,707.36**

For valuation method of Inventories, refer note no. 1B(5)

Refer note no. 22.1 for details of charges created against inventories

9. Investments (Current)

PARTICULARS	As at 31st March, 2026		As at 31st March, 2025	
	Units	Rs. in Lakhs	Units	Rs. in Lakhs
Investments measured at Fair Value Through Profit & Loss				
In Mutual Funds - unquoted				
Axis Fixed Maturity Plan	49,99,750	503.08	-	-
Total Current Investments		**503.08**	**-**	**-**
Aggregate amount of quoted investments		-	-	-
Market Value of quoted Investments		-	-	-
Aggregage amount of unquoted Investments		503.08	-	-

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

10. Trade Receivables (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good	994.50	1,434.69
Less: Expected credit loss	(55.53)	(11.09)
Total	**938.97**	**1,423.60**

(Refer Note No. 46 for ageing of trade receivales)

11. Cash and Cash Equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks		
- In current / cash credit accounts	865.45	267.08
Cash on hand	17.74	10.41
Total	**883.19**	**277.49**

12. Bank balances other than mentioned in cash and cash equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unclaimed Dividend	7.19	12.75
Fixed Deposits with Banks*	16.10	15.37
Total	**23.29**	**28.12**

* under lien for security against margin money / overdraft facility

13. Loans (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured - Considered good		
Loans to Employees	26.45	28.55
Secured - Considered good		
Loans to Related Parties		
-Inter Corporate Deposit with Associate Company	-	300.00
Total	**26.45**	**328.55**

14. Other financial assets (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Interest receivable	34.65	65.89
Total	**34.65**	**65.89**

15. Current tax asset (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance tax (net off provision of income tax)	25.11	15.92
Total	**25.11**	**15.92**

16. Other Current Assets

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unsecured, Considered Good		
Advances to Suppliers & Others	227.10	241.75
Balance with Govt. Agencies	212.36	177.26
Prepaid Expenses	91.47	73.92
Total	**530.93**	**492.93**

17 Share capital

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Units	Rs. in Lakhs	Units	Rs. in Lakhs
Authorised Share Capital :				
Equity Shares of Rs. 10 each	1,00,00,000	1,000.00	1,00,00,000	1,000.00
		-		-
Issued & Subscribed :		-		-
Equity Shares of Rs. 10 each	68,80,000	688.00	68,80,000	688.00
		-		-
Subscribed and Fully Paid Up		-		-
Equity Shares of Rs. 10 each	68,79,020	687.90	68,79,020	687.90
Total	**68,79,020**	**687.90**	**68,79,020**	**687.90**

17.1 The reconciliation of the no. of shares outstanding is set out below :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Equity shares		
At Beginning of the period	68,79,020	68,79,020
Add : Issued during the year	-	-
At End of the period	**68,79,020**	**68,79,020**

17.2 Details of shareholders holding more than 5% shares

Name of the shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Units	% of holding	Units	% of holding
M/s Eurotex Industries & Exports Ltd.	3,58,345	5.21	3,58,345	5.21
M/s Sambhu Investments Pvt Ltd	7,79,320	11.33	7,79,320	11.33
M/s Patodia Syntex Ltd.	7,12,957	10.36	7,12,957	10.36
M/s Trikon Investments Pvt Ltd	5,57,834	8.11	5,57,834	8.11

17.3 The Company has only one class of shares i.e. equity shares. All equity shares carry equal rights with respect to voting and dividend.

17.4 In the event of liquidation of the Company, the equity shareholders shall be entitled to proportionate share of their holding in the assets remaining after

17.5 Disclosure of Shareholding of Promoters

Disclosure of shareholding of promoters as at 31st March, 2026 is as follows

Promoter Name	As at 31st March, 2026		As at 31st March, 2025		% Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Sambhu Investments Pvt Ltd	7,79,320	11.33	7,79,320	11.33	-
Patodia Syntex Ltd	7,12,957	10.36	7,12,957	10.36	-
Trikon Investments Pvt Ltd	5,57,834	8.11	5,57,834	8.11	-
Eurotex Industries and Exports Limited	3,58,345	5.21	3,58,345	5.21	-
Rajiv Agencies LLP	2,22,848	3.24	2,22,848	3.24	-
Manju Patodia	2,16,744	3.15	2,16,744	3.15	-
Madhu Patodia	2,12,594	3.09	2,12,594	3.09	-
Rani Krishan Kumar Patodia	2,10,511	3.06	2,10,511	3.06	-
Hari Prasad Siotia	1,99,280	2.90	1,99,280	2.90	-
Anita Patodia	1,48,194	2.15	1,48,194	2.15	-
Nandini Narayan Patodia	1,48,194	2.15	1,48,194	2.15	-
Krishan Kumar Patodia	1,41,028	2.05	1,41,028	2.05	-
Shashank Investments Private Limited	89,512	1.30	89,512	1.30	-
Amit Patodia	78,980	1.15	78,980	1.15	-
Shakuntala Devi Patodia	74,386	1.08	74,386	1.08	-
Siddharth krishan kumar patodia	69,007	1.00	69,007	1.00	-
Narayan Patodia	68,849	1.00	68,849	1.00	-
Mohankumar patodia	67,998	0.99	67,998	0.99	-
Aditi Jussawalla	-	-	63,467	0.92	(0.92)
Priya gopal patodia	56,553	0.82	56,553	0.82	-
Chandramauli Investment Pvt Ltd	56,314	0.82	56,314	0.82	-
Vikash patodia	49,518	0.72	49,518	0.72	-
Yashvardhan narayan patodia	47,173	0.69	47,173	0.69	-
Devan Patodia	45,917	0.67	45,917	0.67	-
Gaurav Narayan Patodia	44,995	0.65	44,995	0.65	-
Gopal Patodia	27,369	0.40	27,369	0.40	`
Shailja Patodia	3,125	0.05	3,125	0.05	-
Maharashtra Fibre and Syntex Ltd.	447	0.01	447	0.01	-
Thrust Investment and Management Consultants LLP	6,473	0.09	6,473	0.09	-

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

Disclosure of shareholding of promoters as at 31st March, 2025 is as follows

Promoter Name	As at 31st March, 2025		As at 31st March, 2024		% Change during the year
	No. of Shares	% of holding	No. of Shares	% of holding	
Sambhu Investments Pvt Ltd	7,79,320	11.33	7,79,320	11.33	-
Patodia Syntex Ltd	7,12,957	10.36	7,12,957	10.36	-
Trikon Investments Pvt Ltd	5,57,834	8.11	5,57,834	8.11	-
Eurotex Industries and Exports Limited	3,58,345	5.21	3,58,345	5.21	-
Rajiv Agencies LLP	2,22,848	3.24	2,22,848	3.24	-
Manju Patodia	2,16,744	3.15	2,16,744	3.15	-
Madhu Patodia	2,12,594	3.09	2,12,594	3.09	-
Rani Krishan Kumar Patodia	2,10,511	3.06	2,10,511	3.06	-
Hari Prasad Siotia	1,99,280	2.90	1,99,280	2.90	-
Anita Patodia	1,48,194	2.15	1,48,194	2.15	-
Nandini Narayan Patodia	1,48,194	2.15	1,48,194	2.15	-
Krishan Kumar Patodia	1,41,028	2.05	1,41,028	2.05	-
Shashank Investments Private Limited	89,512	1.30	89,512	1.30	-
Amit Patodia	78,980	1.15	78,980	1.15	-
Shakuntala Devi Patodia	74,386	1.08	74,386	1.08	-
Siddharth krishan kumar patodia	69,007	1.00	69,007	1.00	-
Narayan Patodia	68,849	1.00	68,849	1.00	-
Mohankumar patodia	67,998	0.99	67,998	0.99	-
Aditi Jussawalla	63,467	0.92	63,467	0.92	-
Priya gopal patodia	56,553	0.82	56,553	0.82	-
Chandramauli Investment Pvt Ltd	56,314	0.82	56,314	0.82	-
Vikash patodia	49,518	0.72	49,518	0.72	-
Yashvardhan narayan patodia	47,173	0.69	47,173	0.69	-
Devan Patodia	45,917	0.67	45,917	0.67	-
Gaurav Narayan Patodia	44,995	0.65	44,995	0.65	-
Gopal Patodia	27,369	0.40	27,369	0.40	-
Shailja Patodia	3,125	0.05	3,125	0.05	-
Maharashtra Fibre and Syntex Ltd.	447	0.01	447	0.01	-
Thrust Investment and Management Consultants LLP	6,473	0.09	6,473	0.09	-

(Rs. in Lakhs)

18. Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Share Capital Forfeiture	**0.23**	**0.23**
Capital Reserve		
Balance as per last year	1,483.39	1,483.39
Add: Appropriations From Current year's Profit	-	-
Balance at the end of the year	**1,483.39**	**1,483.39**
General Reserve		
Balance as per last year	10,442.62	10,442.62
Add: Appropriations From Current year's Profit	-	-
Balance at the end of the year	**10,442.62**	**10,442.62**
Share Capital Redemption Reserve	**125.00**	**125.00**
Surplus in Statement of Profit & Loss		
Balance at the beginning of the Year	(1,288.02)	(926.79)
Add: Total Comprehensive Income/(Loss) for the year	(92.09)	(361.23)
Amount available for Approriation (A)	(1,380.11)	(1,288.02)
Total	**10,671.13**	**10,763.22**

Share Capital Redemption Reserve

Capital Redemption Reserve represents reserve created during buy back of Equity Shares and it is a non-distributable reserve.

General Reserve

General Reserve has been created by transfer out of profit generated by the Company and is available for distribution to shareholders. Under the erstwhile Companies Act, 1956, a general reserve was created through an annual transfer of net profit at a specified percentage in accordance with applicable regulations. Consequent to the introduction of the Companies Act, 2013, the requirement to mandatory transfer a specified percentage of net profit to general reserve has been withdrawn.

Retained Earnings

Retained earnings are the profits that the Company has earned till date including effect of remeasurement of defined benefit obligations less any transfers to general reserve, dividends or other distributions paid to shareholders. Retained Earnings is a free reserve available to the Company.

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

19. Other financial liabilities (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Security Deposits (From Debtors, Employees and Contractors)	1.00	1.00
Total	**1.00**	**1.00**

20. Provisions (Non Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for employee benefits		
- Leave Encashment (unfunded)	65.82	73.47
Total	**65.82**	**73.47**

21. Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Liability Relating to earlier years	171.23	297.22
Add/(Less): Liability/(Assest) for the year		
- Charged/(Credited) to P & L	(47.92)	(153.76)
- Charged/(Credited) to OCI	21.97	27.77
TOTAL	**145.29**	**171.23**

21.1 Component of Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Depreciation	751.95	752.87
Employee Benefits	9.66	3.88
Carried forward losses/unabsorbed depreciation	(400.12)	(375.61)
Other Timing Differences	(216.20)	(209.91)
TOTAL	**145.29**	**171.23**

21.2 Component of Deferred Tax Expense / (Income)

Particulars	2025-26	2024-25
- Charged/(Credited) to P & L		
Depreciation	(0.93)	(6.68)
Employee Benefits	(16.19)	(11.39)
Carried forward losses/unabsorbed depreciation	(24.50)	(128.27)
Other Timing Differences	(6.30)	(7.42)
	(47.92)	**(153.76)**
- Charged/(Credited) to OCI		
Employee Benefits	21.97	27.77
	21.97	**27.77**
TOTAL	**(25.95)**	**(125.99)**

(Rs. in Lakhs)

22. Borrowings (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Working Capital Facilities		
From banks		
Secured	88.14	16.80
Total	**88.14**	**16.80**

22.1 Details of Security and Interest of working capital facilities from banks

Nature of Security	Terms of Interest
IDBI Bank: Primary Security - First pari passu charge over current assets of the company. Collateral Security - First pari passu charge over fixed assets of the company.	RLRR plus 185 bps p.a.
State Bank of India: Primary Security - First charge on pari passu basis over the hypothecation of entire current assets of the company with IDBI. Collateral Security - First pari passu charge over the entire fixed assets of the company including hypothecation over plant and machinery and mortgage over land and building of the company.	2.80% above MCLR - 6 months

23. Trade Payables (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total outstanding dues of micro and small Enterprises (Refer Note No. 47.1)	86.61	13.92
Total outstanding dues of creditors other than micro and small enterprises	420.19	350.20
Total	**506.80**	**364.12**

(Refer Note No. 47.2 For ageing of trade payables)

24. Other Financial Liabilities (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Unclaimed dividends*	7.19	12.75
Dues to Employees and others	152.88	157.40
Total	**160.07**	**170.15**

* There are no amounts due for payment to Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at year end.

25. Other Current liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Credit Balances of Customers	0.39	5.24
Security Deposit from Customer	171.86	307.02
Statutory Dues	42.26	44.49
Other Payables	402.99	221.87
Total	**617.50**	**578.62**

26. Provisions (Current)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Provision for employee benefits		
- Leave Encashment (unfunded)	36.54	34.90
- Bonus	78.69	79.63
Total	**115.23**	**114.53**

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

27. Revenue from Operations

Particulars	2025-26	2024-25
Sale of Products	16,036.75	17,266.59
Sale of Services (Job Work Charges)	350.50	125.87
Other Operating Revenue		
-Sale of Scrap	13.43	8.53
-Export Incentive Income	251.24	220.49
Total	**16,651.92**	**17,621.48**

27.1 Sale of Products

Name of Products	2025-26	2024-25
Yarn sales	15,226.30	16,199.35
Cotton/Yarn Waste Sales	685.17	941.92
Sale of Electricity Units	125.28	125.32
Total	**16,036.75**	**17,266.59**

28. Other income

Particulars	2025-26	2024-25
Interest income on financial assets measured at amortised cost :		
- Fixed deposits	1.06	1.14
- Security deposits	4.88	4.99
- Loan to related party	6.44	21.00
- Preference shares	14.89	13.79
- Others	3.35	2.22
Effect of fair valuation of investments through FVTPL	3.08	-
Net Gain on sale of Investments	122.58	145.45
Insurance claims Recevied	78.45	2.71
Net Gain on sale of property, plant and equipment*	613.94	5.08
Excess Provision/Sundry Balances written back	2.93	1.62
Net Gain due to Lease Modification	0.48	-
Other Miscellaneous Income	0.12	0.25
Total	**852.21**	**198.25**

*Gain on sale of property, plant and equipment includes Rs. 609.69 Lakhs Pertaining to gain on sale of freehold land.

(Rs. in Lakhs)

29. Cost of materials consumed

Particulars	2025-26	2024-25
Opening Stock	2,972.03	4,014.82
Add : Purchases	11,256.77	11,137.14
Sub Total	**14,228.80**	**15,151.96**
Less : Closing Stock	3,744.13	2,972.03
Total	**10,484.67**	**12,179.93**

30. Changes in Inventories of Finished goods, WIP and Waste

Particulars	2025-26	2024-25
Inventories at the beginning of the year		
Finished Goods	1,180.90	1,102.09
WIP	326.01	299.78
Waste	40.42	46.60
Sub Total	**1,547.33**	**1,448.47**
Less : Inventories at the end of the year		
Finished Goods	417.51	1,180.90
WIP	318.23	326.01
Waste	54.97	40.42
Sub Total	**790.71**	**1,547.33**
Net Decrease / (Increase) in Inventories	**756.62**	**(98.86)**

31. Employee benefit expense

Particulars	2025-26	2024-25
Salaries, wages and bonus (Refer Note No. 31.1)	2,148.44	1,970.54
Contribution to provident and other funds	154.72	147.16
Gratuity expense (Refer Note No. 41)	71.26	46.36
Staff welfare expenses	85.12	98.97
Total	**2,459.54**	**2,263.04**

31.1 Settlement of labour unions for dispute regarding wage increment demand

In respect of dispute regarding wage revison demand raised by labour unions in BLPSS unit, the Industrial Tribunal, Indore had passed the order in favour of the labour unions in January 2026. The company had filed an appeal before the Hon'ble High Court, Madhya Pradessh challanging the said order.

Later on, an out-of-court settlement (in consent with Hon'ble High court) has been mutually agreeed upon with unions in April, 2026 (i.e. after year-end but before approval of financial statements). Total liability towards the settlement is amouting to Rs. 233.01 Lakhs. The Company has accounted for liability of Rs. 159.05 lakhs (net of provision of Rs. 73.05 Lakhs made in earlier years) in the books, and the same has been disclosed under employee benefit expenses for the year ended 31st March, 2026.

32. Finance costs

Particulars	2025-26	2024-25
Interest Expenses	2.38	1.77
Interest on lease liability	2.05	2.04
Other Borrowing Costs	46.63	43.65
Total	**51.06**	**47.46**

(Rs. in Lakhs)

33. Depreciation and Amortization Expenses

Particulars	2025-26	2024-25
Depreciation on Property, Plant & Equipment	349.65	360.23
Amortization of Intangible Assets	1.08	2.13
Amortization of Leasehold Land	0.36	0.36
Depreciation on Other Right-of-Use Assets	6.41	4.92
Total	**357.50**	**367.64**

34. Other expenses

Particulars	2025-26	2024-25
Consumption of stores and packing material	356.55	344.72
Power and fuel	2,023.39	2,173.04
Rent Expense	45.38	46.10
Repairs:-		
- Machinery (including spares)	238.08	208.09
- Building	52.17	50.10
- Others	50.03	46.49
Insurance	63.41	58.95
Rates and Taxes	21.69	16.93
Licence Fees, Legal & Professional Charges	71.55	72.61
Sales and Distribution Expenses	345.81	343.66
Travelling and conveyance	167.01	161.87
Directors Sitting Fees	5.55	8.10
Audit Fees and Expenses (Refer Note No. 34.1)	8.10	7.76
Donation	6.26	6.85
Foreign Exchange Fluctuation Loss	27.25	4.07
Loss on Forward Contract	11.97	-
Effect of fair valuation of investments through FVTPL	-	1.17
Allowance for Expected Credit Loss	44.44	11.09
Other General Expenses	61.88	96.80
Total	**3,600.52**	**3,658.41**

34.1 Auditor's Remuneration

Particulars	2025-26	2024-25
As auditor :		
Audit fees	5.75	5.50
Tax Audit Fees	1.25	1.00
Reimbursement of expenses	1.10	1.26
Total	**8.10**	**7.76**

PBM POLYTEX LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

35. Earning Per Share

Particulars	2025-26	2024-25
Net Profit/(Loss) for the year attributable to Equity Shareholders (Rs. in Lakhs)	(157.42)	(443.79)
Weighted Average number of Equity Shares outstanding of Face Value of Rs. 10 each. (Nos.)	68,79,020	68,79,020
Number of Equity Shares for Basic EPS (Nos.)	68,79,020	68,79,020
Add : Diluted Potential Equity Shares (Nos.)	-	-
Number of Equity Shares for Diluted EPS (Nos.)	68,79,020	68,79,020
Basic Earning Per Share (Rs.)	(2.29)	(6.45)
Diluted Earning Per Share (Rs.)	(2.29)	(6.45)
Nominal Value Per Share (Rs.)	10.00	10.00

36. Disclosure under Ind As 116 - Leases

36.1 Lease liabilities included in financial statements

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current	9.44	5.95
Non-Current	12.39	11.67
Total	**21.83**	**17.62**

36.2 Movement in Lease Liability during the year

Particulars	2025-26	2024-25
Balance at the beginning of the year	17.62	22.56
Additions	11.49	-
Finance Cost accrued during the year	2.05	2.04
Payment of Lease Liabilities (including interest)	(9.33)	(6.97)
Balance at the end of the year	**21.83**	**17.62**

36.3 Maturity Analysis of Undiscounted cash flow of the lease liability

Particulars	As at 31st March, 2026	As at 31st March, 2025
Less than 1 year	11.13	7.45
1 to 5 years	7.86	8.65
More than 5 years	55.13	39.02

36.4 Movement in Right to Use of Assets during the year

Particulars	2025-26	2024-25
(A) Buildings		
Balance at the beginning of the year	14.40	19.32
Addition during the year	11.97	-
Amortisation during the year	(6.41)	(4.92)
Balance at the end of the year	**19.96**	**14.40**
(B) Leasehold Land		
Balance at the beginning of the year	23.56	23.92
Addition during the year	-	-
Amortisation during the year	(0.36)	(0.36)
Balance at the end of the year	**23.21**	**23.56**

(Rs. in Lakhs)

36.5 Expense relating to short-term leases are disclosed under the head rent expense in other expenses (Refer Note 34).

36.6 Amount recognised in statement of profit and loss:

Particulars	**2025-26**	**2024-25**
Amortization of Leasehold Land	0.36	0.36
Depreciation charged on other Right of Use Assets	6.41	4.92
Interest Expense included in Finance Cost	2.05	2.04
Net Gain due to Lease Modification	0.48	-

37. Contingent Liabilities and Commitments

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Contingent Liabilities		
Disputed wages for which company has preferred appeal before court	120.87	120.87
Claim by Director of Industries, Gujarat in Gujarat High Court for non-delivery of yarn in the year 1978	1.09	1.09
Bills discounted under Export/Inland Letters of Credit	166.88	58.30
Commitments		
Estimated amount of contracts remaining unexecuted on capital account and not provided for in Books (net of advances)	220.97	220.97
Other commitments	-	-

38. Segment Information

The company manufactures and deals in single segment, i.e. manufacturing of cotton yarn. Therefore no separate disclosure as per Ind AS 108 - "Operating Segments" is given.

38.1 Geographical Information

Revenue from external customers	**2025-26**	**2024-25**
India	11,506.93	13,527.31
Outside India	4,880.32	3,865.14
Total	**16,387.25**	**17,392.46**

38.2 There are no Non Current Assets other than in India.

38.3 Refer Note No. 43.1 for details of major customers comprising 10% or more of Company's total revenue.

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

39. Income Taxes

Particulars	2025-26	2024-25
The major components of income tax expense for the year as under:		
Current tax	-	-
Deferred tax (Refer Note No. 21.2)	(25.95)	(125.99)
Adjustment of tax for earlier years	(0.44)	(0.35)
Total tax expenes charged to statement of Profit and Loss	**(26.39)**	**(126.34)**

39.1 Reconcilliation of Effective Tax Rate

Particulars	2025-26	2024-25
Applicable Tax Rate	25.168%	25.168%
Profit before tax	(205.78)	(597.90)
Other Comprehensive Income	87.30	110.33
Income tax expense at tax rates applicable to individual entities	(29.82)	(122.71)
Expenses that are not decuctible	1.58	2.02
Adjustment of tax for earlier years	(0.44)	(0.35)
Others	2.30	(5.30)
Income Tax Expenses recongnised in Statement of Profit and Loss	**(26.39)**	**(126.34)**

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

40. Related Party Disclosures

As per the Indian Accounting Standard on "Related Party Disclosures" (Ind AS 24), the related parties of the Company are as follows:

40.1 Name of the Related Parties and Nature of Relationship:

Enterprises owned or significantly influenced by key management personnel (with whom the Company entered into transactions during the year)

M/s Patodia Syntex Limited
M/s Sambhu Investments Private Limited
M/s Shashank Investment Private Limited
M/s Veepee Intrades Private Limited
M/s B.L.Patodia Family Trust
B P Dyeing Co.
M/s Murarilal Mahendrakumar
M/s Brijlal Purushottamdas
M/s Dharamchand Keshardeo
M/s Chandramauli Global Ventures LLP
M/s Suragini Enterprises LLP

Associate company :

M/s Eurotex Industries and Exports Limited

Key Managerial Personnel, Directors and Relatives:

Shri Gopal Patodia	Managing Director
Shri Mohan Kumar Patodia	Managing Director cum Chief Financial Officer
Shri Amit Patodia	Senior President cum Chief Executive Officer
Smt. Swati Sharda	Company Secretary (upto 21/05/2024)
Smt. Kirti Chauhan	Company Secretary (from 11/06/2024 to 11/03/2025)
Smt. Swati Billore	Company Secretary (from 11/03/2025)
Shri Kishankumar Patodia	Chairman
Shri Hari Prasad Siotia	Non-Executive Director
Shri Ashok Pandit	Independent Director
Shri Rakesh Todi	Independent Director
Shri Chirayush Patel	Independent Director
Ms. Amishal Modi	Independent Director

40.2 Transactions with Related Parties :

Transactions	Associates & Enterprises owned or Significantly influenced by KMP		Key Managerial Personnel, Directors & Relatives	
	2025-26	2024-25	2025-26	2024-25
Purchase of Goods (Net of GST)				
- M/s Eurotex Industries and Exports Limited	12.15	11.60	-	-
Purchase of Property,plant & equipment (Net of GST)				
- M/s Eurotex Industries and Exports Limited	58.80	12.31	-	-
Sales of Goods (Net of GST)				
- M/s Eurotex Industries and Exports Limited	-	0.03	-	-
Rent Paid (Net of GST)				
- M/s Patodia Syntex Limited	1.20	1.20	-	-
- M/s Sambhu Investments Private Limited	7.80	7.80	-	-
- M/s B.L.Patodia Family Trust	2.88	2.88	-	-
- M/s Murarilal Mahendrakumar	4.50	4.50	-	-
- M/s Brijlal Purushottamdas	0.90	1.80	-	-
- M/s Dharamchand Keshardeo	0.90	1.80	-	-
- M/s Eurotex Industries and Exports Limited	0.90	0.90	-	-
- B.P Dyeing Co.	1.60	-	-	-
Rent Received (Net of GST)				
- M/s Shashank Investment Private Limited	0.03	0.03	-	-
- M/s Veepee Intrades Private Limited	0.03	0.03	-	-
- M/s Chandramauli Investment Private Limited	0.03	0.03	-	-
- M/s Suragini Investment Private Limited	0.03	0.03	-	-

(Rs. in Lakhs)

Repayment of Loan given (including interest)				
- M/s Eurotex Industries and Exports Limited	340.04	-	-	-
Sitting Fees				
- Shri Kishankumar Patodia	-	-	-	0.15
- Shri Hari Prasad Siotia	-	-	-	0.45
- Shri Ashok Pandit	-	-	1.50	2.40
- Shri Rakesh Todi	-	-	1.50	1.50
- Shri Chirayush Patel	-	-	1.05	2.40
- Ms. Amishal Modi	-	-	1.50	1.20
Interest Income				
- M/s Eurotex Industries and Exports Limited	6.44	21.00	-	-
Remuneration to KMP*				
- Managing Directors	-	-	124.31	112.79
- Senior President cum Chief Executive Officer	-	-	45.76	49.35
- Company Secretary	-	-	5.26	3.89

*Does not include provision made for gratuity and compensated absences as they are determined on actuarial basis for all employees together.

40.3 Outstanding Balances:

Transactions	Associates & Enterprises owned or Significantly influenced by KMP		Key Managerial Personnel	
	As at 31st March, 2026	As at 31st March, 2025	As at 31st March, 2026	As at 31st March, 2025
Security deposits given				
- M/s Sambhu Inestments Pt. Limited	2.00	2.00	-	-
Investmensts				
Investments in 22,31,980 Equity Shares of Rs. 10/- each of M/s. Eurotex Industries and Exports Limited (Stated at Fair Value through Profit & Loss) (Purchase Value Rs. 545.90 Lakhs)	291.94	280.34	-	-
Investments in 46,00,000 6% Non-Cumulative Non-Convertible Redeemable Preference Shares of Rs.10/- each of M/s. Eurotex Industries and Exports Limited. (Stated at Amortized Cost) (Purchase Value Rs. 460 Lakhs)	201.07	186.17	-	-
Loan Given				
- M/s Eurotex Industries and Exports Limited	-	300.00	-	-
Interest Receivable				
- M/s Eurotex Industries and Exports Limited	34.42	65.55	-	-
Trade Receivables / (Payables)				
- M/s Eurotex Industries and Exports Limited	0.04	12.67	-	-
Remuneration Payable to				
- Managing Director	-	-	10.78	9.81
- Company Secretary	-	-	0.49	0.57
- Senior President	-	-	-	4.00

Terms and conditions of transactions with related parties:

Outstanding balances at the year-end are unsecured and interest free (except loan to Associate Company) and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

(Rs. in Lakhs)

41 DISCLOSURES AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 19 "EMPLOYEE BENEFITS"

(a) Defined contribution plans

Contribution to defined contribution plans, recognised as expense for the year is as under :

Particulars	2025-26	2024-25
Employer's contribution to Provident Fund	50.63	51.70
Employer's contribution towards Employee State Insurance (ESI)	15.59	4.72
Employer's contribution to Superannuation Fund	24.73	21.43
Employer's contribution to Pension Scheme	63.77	69.31

(b) Defined benefit plan

Details of defined benefit obligation and plan assets in respect of retiring gratuity are given below :

i) Reconciliation of opening and closing balances of defined benefit obligation

Particulars	2025-26	2024-25
Present value of obligation as at the beginning of the year	1,324.05	1,331.53
Interest Cost	75.06	81.20
Current Service Cost	55.08	58.61
Past Service Cost	31.56	-
Benefits Paid	(83.11)	(54.04)
Actuarial (Gain)/Loss on arising from Change in Financial Assumption	(32.90)	(25.32)
Actuarial (Gain)/Loss on arising from Change Demographic Assumption	-	(20.38)
Actuarial (Gain)/Loss on arising from Experience Adjustment	(31.53)	(47.54)
Present value of obligation as at the end of the year	**1,338.22**	**1,324.05**

ii) Reconciliation of opening and closing balances of fair value of plan assets

Particulars	2025-26	2024-25
Fair Value of plan assets at the beginning of the year	1,527.46	1,470.97
Interest Income	90.44	93.45
Contributions by the employer	-	-
Benefits paid	(83.11)	(54.04)
Return on plan assets	22.87	17.09
Fair Value of plan assets at the end of the year	**1,557.67**	**1,527.46**

iii) Reconciliation of fair value of assets and obligations

Particulars	As at 31st March, 2026	As at 31st March, 2025
Fair Value of plan assets	1,557.67	1,527.46
Present value of obligation	1,338.22	1,324.05
Amount recognised in Balance Sheet [Surplus/(Deficit)]	**219.45**	**203.41**

iv) Expenses recognised during the year

Particulars	2025-26	2024-25
(A) In the Statement of Profit & Loss		
Interest Cost	(15.38)	(12.25)
Current Service Cost	55.08	58.61
Past Service Cost	31.56	-
Net Cost	**71.26**	**46.36**
(B) In Other Comprehensive Income		
Actuarial (Gain)/Loss	(64.43)	(93.24)
Return on Plan Assets	(22.87)	(17.09)
Net Expense/(Income) recognized in Other Comprehensive Income	**(87.30)**	**(110.33)**

(Rs. in Lakhs)

v) Investment Details :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Insurance Plan	100.00%	100.00%

vi) Actuarial Assumptions

Particulars	As at 31st March, 2026	As at 31st March, 2025
Mortality Table	IALM(2012-14)	IALM(2012-14)
Discount Rate	6.75%	6.60%
Expected rate of return on plan assets	6.75%	6.60%
Rate of escalation in salary	4.25%	5.00%

vii) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and employee turnover. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below :

Particulars	As at 31st March, 2026	As at 31st March, 2025
Sensitivity Level - Discount Rate		
0.5% Increase	1,305.29	1,312.94
0.5% Decrease	1,372.85	1,374.32
Sensitivity Level - Salary Escalation		
0.5% Increase	1,370.68	1,372.19
0.5% Decrease	1,307.06	1,314.71
Sensitivity Level - Withdrawal Rate		
W.R. X 110%	1,342.02	1,349.68
W.R. X 90%	1,334.08	1,344.18

viii) Expected contribution to the defined benefit plan for the next reporting period - Rs. 57.84 Lakhs

ix) Maturity Profile of Defined Benefit Obligation

Particulars	As at 31st March, 2026	As at 31st March, 2025
Within the next 12 months (next annual reporting period)	393.76	373.46
Between 2 to 5 years	423.79	393.06
Beyond 5 years	601.01	580.32

x) Weighted Average duration of Defined Plan Obligation

Particulars	As at 31st March, 2026	As at 31st March, 2025
Gratuity	6.095 Years	6.64 Years

41.1 The Government of India has notified the implementation of four new Labour Codes by consolidating and rationalizing 29 existing labour laws. These Codes have been made effective from 21st November, 2025. The Company has assessed the financial implications thereof and has made additional provision of Rs. 31.56 lakhs towards past service cost on the basis of actuarial valuation. The Company continues to monitor the finalisation of Central/ State Rules and clarifications from the Government on all the aspects of the Codes and would provide appropriate accounting effect, if any, on the basis of such developments as needed.

(Rs. in Lakhs)

42 Financial Instruments - Fair Values & Risk Management

42.1 Accounting Classifications & Fair Value Measurements

The fair values of the financial assets and liabilities are measured at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

All financial instruments are initially recognized and subsequently re-measured at fair value as described below :

1. The fair value of investment in quoted equity shares and mutual funds is measured at quoted price or NAV.
2. Fair values of cash and short term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short-term maturities of these instruments.
3. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on the evaluation, allowances are taken to account for the expected losses of these receivables.
4. The fair value of forward foreign exchange contracts and currency swaps is determined using forward exchange rates and yield curves at the balance sheet date.

The company uses the following hierarchy for determining and disclosing the fair values of financial instruments by valuation technique:

Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 : Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3 : Input that is significant to the fair value measurement is unobservable.

I. Figures as at 31st March, 2026

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	201.07	-	-	-
Other Non Current Financial Assets	88.02	-	-	-
Trade Receivables	938.97	-	-	-
Cash and Cash Equivalents	883.19	-	-	-
Bank Balances Other than Cash and Cash Equivalents	23.29	-	-	-
Other Current Financial Assets	61.11	-	-	-
TOTAL	**2,195.64**	**-**	**-**	**-**
Financial assets at fair value through profit or loss:				
Investments (Current)*	503.08	-	503.08	-
Investments (Non-Current)	-	-	-	-
TOTAL	**503.08**	**-**	**503.08**	**-**
Financial liabilities at amortised cost:				
Lease Liabilities	21.83	-	-	-
Borrowings (Current)	88.14	-	-	-
Trade Payables	506.80	-	-	-
Other Financial Liabilities	161.07	-	-	-
TOTAL	**777.84**	**-**	**-**	**-**
Financial liabilities at fair value through profit or loss:	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

* Valuation technique and key input for investment in Mutual Funds: NAV declared by respective Asset Management Companies.

(Rs. in Lakhs)

II. Figures as at 31st March, 2025

Particulars	Carrying Amount	Fair value		
		Level 1	Level 2	Level 3
Financial assets at amortised cost:				
Investments (Non-Current)	186.17	-	-	-
Other Non Current Financial Assets	86.32	-	-	-
Trade Receivables	1,423.60	-	-	-
Cash and Cash Equivalents	277.49	-	-	-
Bank Balances Other than Cash and Cash Equivalents	28.12	-	-	-
Other Current Financial Assets	394.44	-	-	-
TOTAL	**2,396.14**	**-**	**-**	**-**
Financial assets at fair value through profit or loss:				
Investments (Current)	-	-	-	-
Investments (Non-Current)	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**
Financial liabilities at amortised cost:				
Lease Liabilities	17.62	-	-	-
Borrowings (Current)	16.80	-	-	-
Trade Payables	364.12	-	-	-
Other Financial Liabilities	171.15	-	-	-
TOTAL	**569.70**	**-**	**-**	**-**
Financial liabilities at fair value through profit or loss:	-	-	-	-
TOTAL	**-**	**-**	**-**	**-**

42.2 No financial instruments have been routed through Other Comprehensive Income and hence separate reconciliation disclosure relating to the same is not applicable.

42.3 There has been no transfer between level 1 and level 2 during the year ended 31st March, 2026 and 31st March, 2025.

(Rs. in Lakhs)

43 Financial Risk Management

The company's Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls and to monitor risks. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the company's activities.

43.1 Credit Risk Management

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The carrying amount of following financial assets represents the maximum credit exposure.

Trade Receivables

The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and ageing of accounts receivable. Individual risk limits are set accordingly. The Company performs impairment analysis at each reporting date using expected credit loss model. The Company does not hold collateral as security.

Details of single customer accounted for more than 10% of the accounts receivables as at 31st March 2026 and 31st March 2025:

Name of Customer	**As at 31st March, 2026**	**As at 31st March, 2025**
HUNARAM PROCESSING PVT LTD (KOLKATA)	142.04	159.27
KOTHARI HOSIERY FACTORY PVT.LTD.	-	168.14

Details of single customer accounted for more than 10% of revenue for the year ended at 31st March 2026 and 31st March 2025 :

Name of Customer	**2025-26**	**2024-25**
BYC Co. Ltd	3,551.48	2,218.81

The requirement of impairment of trade receivable is analysed at each reporting date. Based on historic default rates and overall credit worthiness of customers, management has made provision for expected credit loss in respect of outstanding trade receivables as on 31st March, 2026 as below:

Movement in provision for expected credit loss for trade receivables

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Opening Balance	11.09	-
Add : Additional provision made during the year	44.44	11.09
Closing Balance	**55.53**	**11.09**

Other Financial Assets

The Company has limited credit risk arising from cash and cash equivalents as the balances are maintained with banks with high cedit rating. Hence these arelow risk items.

The Company evaluates the recoverability of other financial assets at each reporting date and the same are written off when there is no reasonable expectataion of recovery. Wehere recoveries are made, these are recognised in the State of Profit and Loss.

43.2 Liquidity Risk

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligations on time or at reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecast on the basis of expected cash flows.

(Rs. in Lakhs)

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Particulars	Borrowings including interest obligations	Trade Payables	Other Financial Liabilities	Total
As at 31st March, 2026				
Less than 1 year	88.14	506.80	169.51	**764.45**
1 to 5 years	-	-	13.39	**13.39**
Total	**88.14**	**506.80**	**182.90**	**777.84**
As at 31st March, 2025				
Less than 1 year	16.80	364.12	176.10	**557.02**
1 to 5 years	-	-	12.67	**12.67**
Total	**16.80**	**364.12**	**188.78**	**569.70**

43.3 Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loan borrowings.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Senior Management and the Audit Committee. The activities of this department include management of cash resources, implementing hedging strategies for foreign currency exposures, borrowing strategies, and ensuring compliance with market risk limits and policies.

43.4 Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the company's position with regards to the interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in it total portfolio.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

Nature of Borrowing	Change in basis points	Impact on PAT	
		2025-26	2024-25
Working Capital Facilities from Bank	(0.50)	0.33	0.06
	0.50	(0.33)	(0.06)

43.5 Foreign currency risk

The company operates internationally and is exposed to currency risk on account of its receivables in foreign currency. The functional currency of the company is Indian Rupee. The company uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date.

The company does not use derivative financial instruments for trading or speculative purposes.

I. Foreign Currency Exposure

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	USD	Euro	USD	Euro
Financial Assets				
Trade & Other Receivables	1.84	-	1.28	-
Less : Forward Contract for selling foreign currency	(1.84)	-	(1.28)	-
Total	**-**	**-**	**-**	**-**
Financial Liabilities	-	-	-	-
Net Exposure	**-**	**-**	**-**	**-**

(Rs. in Lakhs)

43.6 Price Risk

--> Investment Price Risk

The company's exposure to price risk arises from investments in equity and mutual fund held by the company and classified in the balance sheet at fair value through profit or loss. To manage its price risk arising from investments, the company diversifies its portfolio.

Sensitivity Analysis

The table below summarises the impact of increase/decrease of the index on the company's equity and profit for the period. The analysis is based on the assumption that the price of the instrument has increased by 3% or decreased by 3% with all other variables held constant.

Particulars	Movement in Rate	Impact on PAT	
		2025-26	2024-25
Mutual Fund	3%	11.29	-
	-3%	(11.29)	-

--> Commodity Price Risk

Principal Raw Material for company's products is cotton. Company sources its raw material requirements from domestic markets. Company effectively manages availability of material as well as price volatility through well planned procurement and inventory strategy and also through appropriate contracts and commitments.

Sensitivity Analysis

The table below summarises the impact of increase/decrease in prices of cotton by Rs. 1 per kg on profit for the period.

Particulars	Impact on PAT	
	2025-26	2024-25
Rs. 1 decrease in price of cotton	52.27	58.71
Rs. 1 increase in price of cotton	(52.27)	(58.71)

44 Capital management

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirement of the financial covenants.

The company monitors capital using gearing ratio, which is net debt divided by total equity plus debt.

Particulars	As at 31st March, 2026	As at 31st March, 2025
Borrowings	88.14	16.80
Less : Cash & Cash Equivalents	883.19	277.49
Net Debt (A)	-	-
Total Equity	11,359.03	11,451.12
Equity and Net Debt (B)	11,359.03	11,451.12
Gearing Ratio (A/B)	-	-

45 In terms of Ind AS 36 – Impairment of Assets issued by ICAI, the management has reviewed its property, plant & equipment and arrived at the conclusion that impairment loss which is difference between the carrying amount and recoverable value of assets, was not material and hence no provision is required to be made.

PBM POLYTEX LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

46. Ageing of Trade Receivable

Ageing of Trade Receivables outstanding as at 31/03/2026

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled Revenue/ Not due	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivable-Considered good	133.39	803.44	1.32	0.91		-	939.06
Undisputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	-
Undisputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	-
Disputed Trade Receivable-Considered good	-	-	-	-	-		-
Disputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	-
Disputed Trade Receivable-Credit Impaired	-	-	-	-	-	55.44	55.44
Total	**133.39**	**803.44**	**1.32**	**0.91**	**-**	**55.44**	994.50
Less : Expected credit Loss							**55.53**
Net Trade Receivable							**938.97**

Ageing of Trade Receivables outstanding as at 31/03/2025

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled Revenue/ Not due	Less than 6 months	6 months-1 Years	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivable-Considered good	89.35	1,288.99	0.91	-	-	-	1,379.25
Undisputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	**-**
Undisputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	**-**
Disputed Trade Receivable-Considered good	-	-	-	-	55.44	-	**55.44**
Disputed trade receivable-Significant increase in credit risk	-	-	-	-	-	-	**-**
Disputed Trade Receivable-Credit Impaired	-	-	-	-	-	-	**-**
Total	**89.35**	**1,288.99**	**0.91**	**-**	**55.44**	**-**	**1,434.69**
Less : Expected credit Loss							**11.09**
Net Trade Receivable							**1,423.60**

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

47.1 Details as required under MSMED Act are given below : **(Rs. in Lakhs)**

Particulars	As at 31st March, 2026	As at 31st March, 2025
Principal amount due to any supplier registered under MSMED Act and remaining unpaid as at the end of accounting year	86.61	13.92
Interest due to any supplier registered under MSMED Act and remaining unpaid as at the end of accounting year	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the reporting period of delay in making payment [which have been paid but beyond the appointed day during the year] but without adding the interest specified under the MSMED Act	-	-
Amount of interest accrued and remaining unpaid at the end of the accounting year.	-	-
Amount of further interest remaining due and payable even in succeeding years, untill such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductivble expenditure under Section 23 of MSMED Act.	-	-

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.

47.2 Ageing of Trade Payables

Ageing of Trade Payables outstanding as on 31/03/2026 **(Rs. in Lakhs)**

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	
MSME	86.61	-	-	-	-	**86.61**
Others	367.35	51.50	0.70	0.64	-	**420.19**
Disputed dues – MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**453.96**	**51.50**	**0.70**	**0.64**	**-**	**506.80**

Ageing of Trade Payables outstanding as on 31/03/2025 **(Rs. in Lakhs)**

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less Than 1 Year	1-2 Year	2-3 Years	More than 3 Years	
MSME	13.91	0.01	-	-	-	**13.92**
Others	291.78	57.63	0.67	0.12	-	**350.20**
Disputed dues – MSME	-	-	-	-	-	**-**
Disputed dues - Others	-	-	-	-	-	**-**
Total	**305.69**	**57.64**	**0.67**	**0.12**	**-**	**364.12**

(Rs. in Lakhs)

48 Details of associate company

Name of Associate Company	Principal Activity	Country of Incorporation	Proportion of Ownership Interest	
			As at 31/3/2026	As at 31/3/2025
Eurotex Industries and Exports Limited	Yarn	India	25.51%	25.51%

49 Summarised financial Information in respect of associate company (Eurotex Industries and Exports Limited)

Particulars	As at 31/03/2026	As at 31/03/2025
Non-current Assets	1,576.83	1,725.54
Current Assets	1529.81	1,506.77
Non-current Liabilities	1029.76	1,124.89
Current Liabilities	4770.17	4,983.32
Equity	**(2,693.29)**	**(2,875.90)**
Proportion of the Group's ownership	25.51%	25.51%
Carrying amount of the Investment	-	-

Particulars	2025-26	2024-25
Total Income	528.11	718.61
Total Expenses	743.26	1,012.78
Loss for the year before tax	(215.15)	(294.17)
Income Tax Expenses	(135.66)	(119.94)
Loss for the year	(79.49)	(174.23)
Other Comprehensive Income	262.10	(56.04)
Total Comprehensive Income	**182.61**	**(230.27)**
Group's share of profit for the year	-	-

50 Additional information, as required under Schedule III to the Companies Act, 2013 of Enterprises Consolidated as Associates

Name of the Company	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of Consolidation	Amount	As % of Consolidation	Amount	As % of Consolidation	Amount	As % of Consolidation	Amount
Parent								
PBM Polytex Limited								
Balance as at 31st March, 2026	100.00%	11,359.03	100.00%	(157.42)	100.00%	65.33	100.00%	(92.09)
Balance as at 31st March, 2025	100.00%	11,451.12	100.00%	(443.79)	100.00%	82.56	100.00%	(361.23)
Associate								
Eurotex Industries and Exports Limited								
Balance as at 31st March, 2026	-	-	-	-	-	-	-	-
Balance as at 31st March, 2025	-	-	-	-	-	-	-	-

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

51. Loans granted to Promoters, Directors, KMPs and Related Parties

Details of Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are(a) repayable on demand or (b) without specifying any terms or period of repayment :

Type of Borrower	As at 31st March, 2026		As at 31st March, 2025	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	0.00%	-	0.00%
Directors	-	0.00%	-	0.00%
KMPs	-	0.00%	-	0.00%
Related Parties	34.42	56.54%	365.55	92.75%

51.1 Disclosures pursuant to Section 186(4) of the Companies Act, 2013 :

Name of the Company	Purpose of Loan	Amount outstanding		Maximum Outstanding durng the year	
		As at 31st March, 2026	As at 31st March, 2025	2025-26	2024-25
Eurotex Industries and Exports Limited	Working Capital	34.42	365.55	365.55	346.65

52. Borrowing based on security of current assets

Quarter	Name of Bank	Particulars of securities provided	Amount as per books of accounts	Amount as reported in quarterly return/statement	Amount of difference	Reason for material discrepancies
June, 2025	State Bank of India/ IDBI Bank	Trade Receivable	1,000.19	887.88	112.31	Refer Note Below
June, 2025		Inventory - Raw Material	1,861.10	1,861.26	(0.16)	
June, 2025		Inventory - Finished Goods	621.39	616.59	4.80	
June, 2025		Inventory - Work in Progress	217.63	217.63	(0.00)	
June, 2025		Inventory - Stores and Spares	167.25	147.91	19.34	
September, 2025		Trade Receivable	843.91	777.45	66.46	
September, 2025		Inventory - Raw Material	1,084.80	1,084.80	0.00	
September, 2025		Inventory - Finished Goods	889.36	763.29	126.07	
September, 2025		Inventory - Work in Progress	326.45	326.45	(0.00)	
September, 2025		Inventory - Stores and Spares	156.94	136.69	20.25	
December, 2025		Trade Receivable	944.67	870.69	73.98	
December, 2025		Inventory - Raw Material	2,514.33	2,514.34	(0.01)	
December, 2025		Inventory - Finished Goods	994.19	870.63	123.56	
December, 2025		Inventory - Work in Progress	291.01	291.01	(0.00)	
December, 2025		Inventory - Stores and Spares	157.20	141.81	15.39	
March, 2026		Trade Receivable	938.97	1,038.83	(99.86)	
March, 2026		Inventory - Raw Material	3,744.13	3,744.69	(0.56)	
March, 2026		Inventory - Finished Goods	472.48	289.01	183.47	
March, 2026		Inventory - Work in Progress	318.24	317.97	0.27	
March, 2026		Inventory - Stores and Spares	165.27	143.91	21.36	

Note- 'Reason for material discrepancies'

-The differences in inventories and trade receivables are majorly on account of goods in transit where the goods have been physically dispatched from the Company location however, the same has not been considered as revenue from the purpose of revenue recognition principles and hence reversed from books of accounts for respective quarter ends. Further, unbilled revenue and provision for expected credit loss are not considered in trade receivables for submission to bank, resulting into differences in amount of trade receivables as per books and stock statements submitted to bank. The aforesaid adjustments have been made in compliance with the requirements of the applicable Indian Accounting Standards (Ind AS).

- The management, basis their understanding with banks, submits stock statement of physical stock as available at respective locations at the period end. Accordingly adjustment for goods in transit (inward and outward) and unbilled revenue is not considered for the purpose of filing returns with banks.

- There are other differences on account of regrouping and reclassification of trade receivable balances .

53. Events occuring after reporting period
The Company evaluated subsequent events after year-end and upto 29th May, 2026 (i.e. the date financial statements were available for issuance) and determined that there were no additional material subsequent events requiring disclosure.

54. Other Statutory Information
(a) The Company does not held any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder. Hence any proceeding has not been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

(b) The Company does not have any transactions with companies struck off.

(c) As on March 31, 2026 there is no unutilised amounts in respect of any issue of securities and long term borrowings from banks and financial institutions. The borrowed funds have been utilised for the specific purpose for which the funds were raised.

(d) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (Such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(e) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(f) The company does not have any charges or satisfaction, which is yet to be registered with ROC beyond the statutory period.

(g) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- 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 to or on behalf of the Ultimate Beneficiaries

(h) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- 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

55. (a) 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 been operated throughout the year for all relevant transactions recorded in the software. Further, there are no instances of audit trail being tampered with. Additionally, the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention.

(b) The associate 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 been operated throughout the year for all relevant transactions recorded in the software except that audit trail feature is not enabled to trace information contained in certain statements or reports back to the original input source. Additionally, it is in compliance with the preservation of audit trail as per the statutory requirements for record retention.

56. In respect of Eurotex Industries & Exports Limited (associate company)
The Board of Directors of associate company in their meeting held on 26th March, 2022, has decided for closure of its manufacturing plants situated at Kolhapur under Industrial Disputes Act, 1947, due to continuous grinding halt of operations of plants at Kolhapur since 25th March, 2019 arising out of persistent, unfair and illegal activities of labour including severe inter-union rivalry and disconnection of power. The Notice of Closure of the manufacturing plants at Kolhapur has been displayed on 30th March, 2022 at the main gate of the Plants and a copy of said Notice has been sent to concerned workers and authorities.
The matter in respect of labour dues for lay off of workers which was subjudice, has been disposed off by the Hon'ble Supreme Court mentioning that the remedy has to be sought in the Hon'ble High court. Accordingly, it has filed a writ petition before Hon'ble High Court, Mumbai. In view of expert legal advice taken in the matter, it expects a favourable decision. The management of the associate company has settled all the dues of lender banks, studying ways to revive some operations and it is planning to undertake the further development of available land area at Kolhapur in near future. In view of such positivities, its financial statements have been prepared on a going concern basis.

PBM POLYTEX LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH, 2026

(Rs. in Lakhs)

57. Previous year's figures have been regrouped/re-arranged/recasted, wherever necessary, so as to make them comparable with current year's figures.

As per our attached report of even date
For Mahendra N. Shah & Co.
Chartered Accountants
FRN 105775W

For and behalf of the Board of Directors of
PBM Polytex Limited

Shri Gopal Patodia, Managing Director (DIN: 00014247)

Shri Mohan Kumar Patodia, Managing Director cum CFO (DIN: 00035381)

Shri Chirayush Patel, Independent Director (DIN: 08690998)

Shri Amit Patodia, CEO

Chirag M. Shah
Partner
Mem. No.: 045706

Swati Billore
Company Secretary
(M. No. F8321)

Shri Sunil Somani, Finance Controller

Place : Ahmedabad
Date: 29th May, 2026

Place: Vadodara
Date: 29th May, 2026

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