LUX 2.0

NAYA DAUR

LUX INDUSTRIES LIMITED | ANNUAL REPORT 2025-26 contents

Corporate overview

Statutory reports

Financial statements

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral - that we periodically make, contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried, wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe our assumptions have been made with prudence. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise. The Annual Report has been prepared on the basis of consolidated numbers.

AFTER 70 YEARS OF SHAPING INDIA'S CHOICES, LUX TURNS THE PAGE.

THREE INDEPENDENT BUSINESSES. ONE SHARED DNA.

THE LEGACY REMAINS ONE. THE FUTURE WILL UNFOLD IN THREE.

LUX. THROUG

1983

"Ma, are they winning?"

"Just one more wicket."

"Can I wear my new Lux vest?"

"Quick, wear it. Kapil's about to lift India's first World Cup."

1991

"The papers say India's economy is opening up."

"Looks like you are too."

"First job. First day."

He reaches for his ironed shirt.

"Don't forget your Lux briefs."

GH THE AGES

As India grew. So did we.

2008

"Did you hear India won an Olympic gold?"

"Yes! Our first individual one."

She reaches for her Lux T-shirt, laces still in hand.

"Coach won't wait."

"Then neither should you."

2014

"India has reached Mars."

"And you're worried about Mussoorie."

"I've packed everything."

His wife slips a Lux thermal into the suitcase.

"You'll thank me tomorrow morning."

2023

"Chandrayaan really landed near the Moon's south pole?"

"It did."

"So tomorrow, it's your turn."

Her grandmother tucks Lux nightwear into the suitcase.

"Everything packed?"

"Did not forget it."

"Good. Home should travel with you."

CORPORATE SNAPSHOT

LUX INDUSTRIES LIMITED.

GOOD PRODUCTS EARN CUSTOMERS.

GREAT BRANDS BECOME HABITS.

LUX. MADE FOR EVERYDAY LIFE.

EVERY BRAND. DISTINCT.

EVERY PRODUCT. RELEVANT.

EVERY MARKET. EXPANDING.

Vision

To keep creating new benchmarks for quality and comfort, the two fundamentals that lay the foundation of our Company and take it to the epitome of success while striving to become a complete apparel company.

Mission

To be recognised as the Indian hosiery & apparel company globally and to drive the industry towards sustainable growth and development.

Values

- To ensure absolute satisfaction and maximum comfort for every consumer through the creation of top-notch quality products.
- Continuously innovating our production methods through sustained innovation and rigorous quality control practices.
- Creating new businesses while prioritizing customer satisfaction drives our economic engine.
- Lux Industries Limited is committed to upholding the highest ethical standards and transparency in all dealings and transactions.
- The Company ensures the highest level of corporate governance.

Legacy

The Lux journey began in 1957 with the establishment of Biswanath Hosiery Mills by Mr. Girdhari Lal Todi. In 1995, Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi founded Lux Industries Limited. Since then, the Company has transformed into one of India's leading branded innerwear and apparel companies.

Production

One of India's largest hosiery manufacturing networks, with an annual production capacity of 44+ Cr garment pieces across nine strategically located manufacturing facilities in West Bengal (Dankuni, Jagadishpur - Hosiery Park, and Sankrail Industrial Park), Tamil Nadu (Tiruppur and Avinashi), Punjab (Ludhiana), and Uttar Pradesh (Ghaziabad), enabling scale, efficiency and nationwide distribution.

Leadership

Chairman Mr. Ashok Kumar Todi and Managing Director Mr. Pradip Kumar Todi bring over five decades of experience across sales, marketing, branding and product development. The Company is also witnessing a seamless generational transition, with Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi, Mr. Saket Todi and Mr. Udit Todi playing active leadership roles.

People

A passionate workforce of 4,800+ employees drove the Company's growth in FY 2025-26. As on March 31, 2026, the average employee age was 35–40 years, reflecting a blend of experience and youthful energy.

Credit profile

During the year under review, the Company's creditworthiness was reaffirmed in its ACUITE AA (Stable) long-term credit rating and ACUITE A1+ (Stable) short-term rating.

Brands

A portfolio of 10+ brands and 100+ products caters to men, women and children across multiple price points, age groups, regional preferences and seasons, with comfort, innovation and value at the heart of every offering.

Quality

Manufacturing excellence is reinforced by ISO 9001:2015 certification for Quality Management System. The Government of India recognised Lux Industries Limited as a Star Export House.

Reach

A portfolio of 5,000+ SKUs is distributed through a network of 3,000+ dealers and 15 Exclusive Brand Outlets (EBOs), with products reaching consumers in 46+ countries worldwide.

THE NUMBERS BEHIND OUR JOURNEY

Revenues (₹ in Cr.)

Why this is measured

It is an index that showcases the Company's ability to maximize revenues, which provides a basis against which the Company's performance can be compared with sectoral peers.

What this means

Consistent revenue growth reflects healthy consumer demand, successful product launches, wider market reach and the Company's ability to convert opportunities into sustainable business growth.

Value impact

The Company's revenue increased to ₹2,929 Cr driven by the first full-year's contribution of new brands, the sustained performance of established brands, expanding distribution and continued market share gains.

EBITDA (₹ in Cr.)

Why this is measured

It is an index that showcases the Company's ability to generate a surplus after operating costs, creating a base for comparison with sectoral peers.

What this means

Helps create a robust surplus-generating engine that facilitates reinvestment.

Value impact

The Company's EBITDA decreased to ₹205 Cr. in FY 2025-26 following strategic investments in new brand launches, higher advertising expenditure, increased employee costs and expanded working capital deployment to support the Company's multi-brand growth strategy.

Note: EDITDA after exceptional item of Rs. 6.11 cr.

EBITDA margin (%)

Why this is measured

EBITDA margin is a key indicator of the Company's operating efficiency and profitability, excluding the impact of financing costs, taxes, depreciation and amortisation.

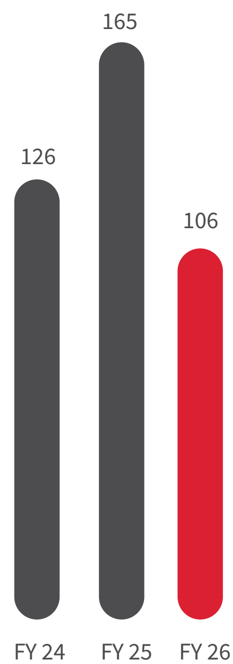
What this means

A higher EBITDA margin reflects stronger profitability from core operations, enabling the Company to reinvest in growth initiatives while maintaining financial discipline.

Value impact

The Company's EBITDA margin declined by 318 bps to 6.93% in FY 2025–26 due to front-loaded investments in advertising, talent acquisition and brand-building initiatives to support Lux Nitro, Pynk, Lux Parker and Lux Champion during their first full year in the market.

Net profit (₹ in Cr.)



Why this is measured

It serves as a critical metric to evaluate the Company's overall profitability and financial performance.

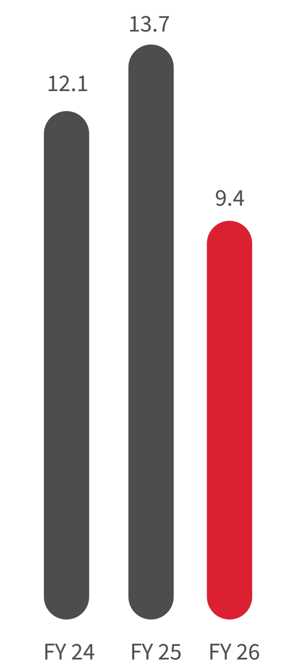
What this means

A positive net profit indicates that the Company is generating a surplus after covering all costs, contributing to its financial stability and growth potential.

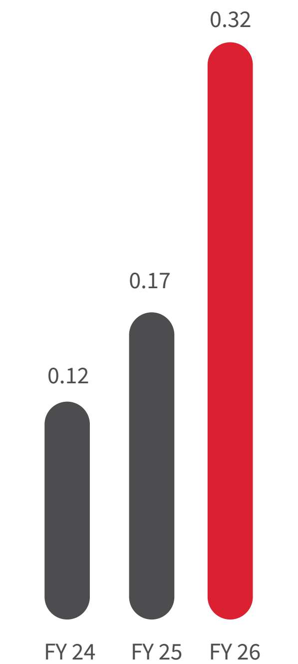
Value impact

The Company's net profit decreased to ₹106 Cr in FY 2025–26 following higher investments in brand building, employee capability and market expansion, undertaken to establish a broader multi-brand, multi-category portfolio.

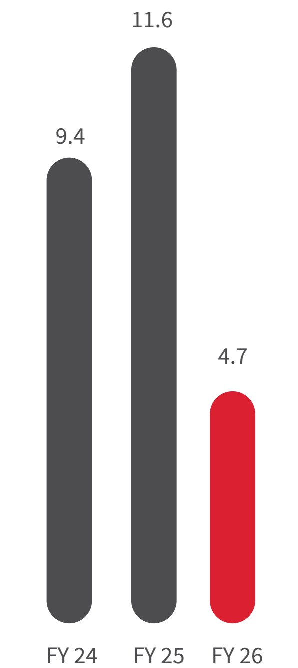
Return of capital employed (ROCE) (%)



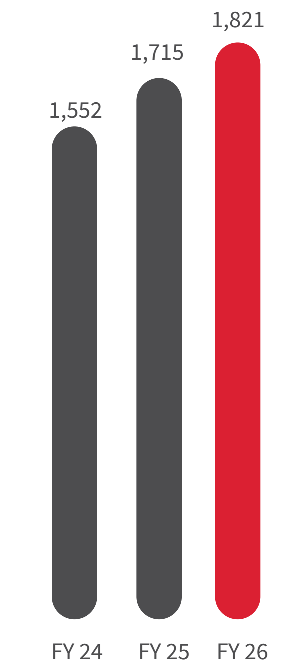
Debt-equity ratio (x)



Interest cover (x)



Net worth (₹ in Cr.)



Why this is measured

ROCE is an insightful metric to compare profitability across companies based on their capital efficiency.

What this means

Enhanced ROCE can potentially drive valuations and market perception.

Value impact

The Company's ROCE declined by 434 bps to 9.4% in FY 2025–26, reflecting a planned investment phase characterized by higher working capital, increased advertising, expanded manpower and investments in new brands that are expected to generate superior returns over the medium term

Why this is measured

The Debt-Equity Ratio measures the Company's financial leverage by comparing its total debt with shareholders' equity. It indicates the strength of the Company's capital structure and its ability to meet long-term financial obligations.

What this means

A lower Debt-Equity Ratio reflects prudent financial management, lower dependence on borrowings and greater financial stability. Conversely, a higher ratio may indicate increased leverage and higher repayment obligations.

Value impact

The Company's Debt-Equity Ratio stood at 0.32x in FY 2025–26, reflecting higher short-term borrowings to fund inventory, receivables and working capital associated with the launch and market expansion of new brands, while maintaining a prudent capital structure.

Why this is measured

The Interest Coverage Ratio measures the Company's ability to meet its interest obligations from operating earnings. It is an important indicator of financial strength, debt-servicing capacity and overall creditworthiness.

What this means

A higher Interest Coverage Ratio indicates that the Company generates sufficient operating profits to comfortably service its interest costs, reflecting a stronger financial resilience and lower credit risk.

Value impact

The Company's Interest Coverage Ratio stood at 4.7x in FY 2025–26, reflecting lower operating profitability and higher finance costs arising from increased working capital borrowings undertaken to support the Company's multi-brand expansion strategy.

Why this is measured

Net worth represents the Company's total shareholder value after deducting liabilities from assets. It is a key indicator of financial strength, long-term stability and the Company's ability to fund future growth.

What this means

A higher net worth reflects a stronger Balance Sheet, greater financial resilience and an enhanced capacity to invest in expansion while withstanding economic uncertainties.

Value impact

The Company's net worth increased by ₹106 Cr in FY 2025-26, driven by increase in revenue (13.4%) on account of the addition of new brands.

VISION

HOW WE ARE BUILDING NEW GROWTH PLATFORMS

A legacy that shaped markets. A future ready to shape more.

Overview

Some journeys are measured in years. Others are measured in the lives they touch. Lux's journey is defined by both.

For over seven decades, Lux has evolved from a single business into a trusted name in Indian households, serving generations with quality innerwear and apparel. Its growth has been shaped by a clear understanding of consumers and a consistent focus on quality, innovation and accessibility. By identifying emerging needs and responding with relevant products and brands, Lux has helped shape categories and expand the reach of organized innerwear across India.

The company's progress has been supported by a robust manufacturing foundation, an extensive distribution network and a portfolio built to serve diverse consumer segments. These strengths have enabled Lux to deepen its presence across markets while building enduring relationships with customers, partners and consumers.

As the company enters its next phase, its legacy provides both perspective and strength. The journey ahead is an opportunity to build on established capabilities, embrace changing market dynamics and pursue new avenues of growth. With its entrepreneurial spirit intact and consumer trust at its core, Lux is positioned to carry forward its heritage while creating greater value for the future.

A legacy of creating markets

For more than 70 years, Lux has believed that growth is created - not found.

By making quality products affordable, taking trusted brands to every corner of the country, and continually introducing new categories and consumer propositions, the Company helped expand the innerwear market. Along the way, it earned something far more valuable than market share: consumer trust.

That same mindset now lays the foundation for three independent businesses, each with the freedom to pursue its own opportunities while carrying forward the values that built the Lux legacy.

Shared values. Independent growth.

While each of the three business vertical will chart its own course, each will continue to be guided by the principles that have defined Lux across generations. These are not just shared values. They are the common foundation on which three independent futures will be built.

Entrepreneurship: Building new markets and unlocking new growth opportunities.

Quality: Delivering products that consumers trust, every single day.

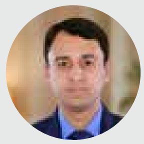
Technology: Investing in innovation and world-class manufacturing.

Integration: Leveraging strong manufacturing and supply-chain capabilities.

Efficiency: Driving disciplined execution and operational excellence.

Expansion: Reaching new categories, geographies and consumers.

LEADERSHIP STRUCTURE

Business verticals	Leadership	Key brands
VERTICAL A	 Mr. Saket Todi	Lux Cozi, ONN, Lux Parker, Pynk, Lux Cozi Heatek and other brands
VERTICAL B	 Mr. Udit Todi	Lux Venus, Lyra, Lux Nitro, Lux Inferno and other brands
VERTICAL C	 Mr. Rahul Kumar Todi	Lux Classic, Lux Champion, GenX, Lux Amore and other brands

WHAT OUR PROPOSED DEMERGER AIMS TO DELIVER

For consumers

- Sharper brand focus
- Faster innovation
- Wider product choices

For channel partners

- Dedicated category teams
- Faster decision-making
- Stronger market execution

For employees

- Greater ownership
- Entrepreneurial opportunities
- Focused leadership

For shareholders

- Independent growth platforms
- Better capital allocation
- Long-term value creation

The way forward

Every enduring legacy reaches a moment when preserving its values means embracing change.

Our proposed demerger represents that moment for Lux.

It seeks to create three agile, focused businesses - each empowered to build its own future while carrying forward the entrepreneurial culture, trusted relationships and a market-building philosophy nurtured over 70 years.

The name on the organization chart may evolve, but the purpose remains unchanged: to build trusted brands, create new opportunities, and deliver lasting value for consumers, partners, employees and shareholders.

Our story that began more than seven decades ago is far from complete. It is simply preparing to be written through three new chapters - united by one legacy, one set of values and one enduring ambition. To keep building what comes next.

MILESTONES

How does a brand remain relevant for nearly 70 years?

By evolving with every consumer generation.

By changing with the times - without compromising the purpose.

By embracing every new development - new markets, new brands, new categories and new consumers.

1950s

A BELIEF IS BORN

Every enduring brand begins with a simple belief.

- Biswanath Hosiery Mills established.

1970s TO 1980s

BUILDING TRUST

Even before branding became the norm, Lux became a household name for millions of Indian consumers..

- Established itself as a trusted mass-market innerwear company.
- Expanded distribution beyond Eastern India.
- Built a manufacturing and supply chain foundation for future growth.

1990s

GIVING COMFORT A NAME

As India liberalized, Lux looked beyond manufacturing to create one of the country's earliest consumer-facing innerwear brands.

- Introduced the iconic Lux brand.
- Began exports to the Middle East, Africa and Europe.
- Organized India's first hosiery dealers' business conference.
- Experimented with television, cinema and regional advertising.
- Initiated early celebrity associations across regional markets.

2000s

FROM A COMPANY TO A BRAND

The new millennium marked Lux's arrival on the national stage.

- Successfully launched the IPO, which was oversubscribed four times.
- Sunny Deol became the face of Lux Cozi.
- 'Yeh Andar Ki Baat Hai' became one of India's most memorable advertising campaigns.
- Introduced GenX for younger consumers.
- Expanded marketing across television, print, billboards , railways and cricket sponsorships.
- Strengthened Lux Venus in men's innerwear.
- Entered the thermal wear segment with Lux Inferno and Lux Cott's Wool.
- Expanded exports across international markets.

2010s

BUILDING BRANDS THAT PEOPLE REMEMBER

Lux's transformation into a contemporary branded apparel company.

- Introduced ONN as a premium innerwear brand with Shah Rukh Khan.
- Launched Lyra and expanded into women's wear and endorsed brand ambassadors Taapsee Pannu and Parineeti Chopra.
- Listed on the BSE and NSE.
- Commissioned Eastern India's largest hosiery manufacturing facility at Dankuni.
- Became a principal sponsor of Kolkata Knight Riders.
- Partnered Amitabh Bachchan, Varun Dhawan, Kartik Aaryan and Sushant Singh Rajput.
- Introduced India's first scented vest through Lux Cozi.
- Introduced Lyra lingerie and launched One8.
- Strengthened our manufacturing automation, digital presence and e-commerce capabilities.

2020s

REINVENTING FOR A NEW GENERATION

New brands, new categories and new-age ambassadors reinforced Lux's ambition to become a complete apparel company.

- Integrated J.M. Hosiery and Ebell Fashions with Lux Industries.
- Expanded into rainwear, lingerie, premium thermal wear and adjacent apparel categories.
- Introduced Lux Nitro, Lux Champion, Lux Parker, Lux Parker Zoya, Pynk and Lux Cozi Heatek.
- Strengthened e-commerce and quick-commerce presence.
- Partnered with leading personalities including Salman Khan, Hrithik Roshan, Sidharth Malhotra, Sunny Deol, Sourav Ganguly, Shraddha Kapoor, Jacqueline Fernandez, Boman Irani, Vijay Deverakonda, Janhvi Kapoor, Kartik Aaryan, Varun Dhawan, Pankaj Tripathi, Suryakumar Yadav and Urvashi Rautela.
- Earned leading industry recognitions for Lux Cozi and Pynk.
- Honoured Mr. Ashok Kumar Todi with the 'Bharat Samman Award, 2023' at the House of Lords, UK Parliament, London.
- Featured Mr. Pradip Kumar Todi in BW Businessworld's "India's Most Valuable CEOs of the Year 2023."
- Commissioned a new manufacturing facility at Jagadishpur, Hosiery Park, West Bengal.
- Earned recognition for Lyra as India's Most Desired Bottomwear Brand by TRA's Most Desired Brands.
- Received the Brand of the Year 2025 award for Lux Cozi from BARC & ERTC Media.
- Launched the women's range under Pynk with Shraddha Kapoor as brand ambassador.
- Introduced the Lux Parker brand with its economy range of warmers and innerwear, with Sourav Ganguly as our brand ambassador.
- Earned the Best Brand for Women 2025 recognition for Pynk from Times Group.

2026

EXPANDING THE BRAND, LEADING THE NEXT GENERATION

Lux's continued evolution through new brands, categories, and leadership recognition.

- Expanded into new categories with Lux Nitro Socks, Lux Venus Her lingerie, Lux Venus rainwear, and Lux Inferno Premium and Hotcots thermal wear.
- Mr. Saket Todi and Mr. Udit Todi were named among India's Top 155 U35 Leaders in the Avendus Wealth–Hurun India U35 List 2025.

FROM INDIA. TO THE WORLD.

Some brands travel.
The best ones belong wherever they go.

46+
Countries with our presence

8%
of revenue generated from exports in FY 2025–26.

COUNTRIES OF PRESENCE

- Afghanistan
- Algeria
- Azerbaijan
- Bahrain
- Benin
- Burkina Faso
- Cameroon
- Chad
- Republic of Congo
- Djibouti
- Ethiopia
- Gabon
- Gambia
- Ghana
- Hong Kong
- Indonesia
- Iraq
- Ivory Coast
- Jordon
- Kenya
- Kuwait
- Malaysia
- Mali
- Mauritania
- Morocco
- Myanmar
- Nepal
- Niger
- Nigeria
- Oman
- Philippines
- Qatar
- Russia
- Saudi Arabia
- Senegal
- Singapore
- Somaliland
- South Africa
- Sudan
- Thailand
- Togo
- Tunisia
- UAE
- Uganda
- Ukraine
- USA
- Yemen

Ashok Kumar Todi
Chairman

WE ARE LOOKING AHEAD WITH CONFIDENCE.

NOT BECAUSE WE ARE HOPING FOR A FAVOURABLE CONDITION, BUT BECAUSE WE HAVE BUILT THE RESILIENT FOUNDATION NEEDED TO NAVIGATE THEM.

Overview

Businesses evolve. Institutions endure.

The difference between the two has never been a matter of size or ambition, but of a willingness to prepare for the future long before the future announces itself. That, more than any single number in the pages that follow, was the story of your Company last year - not a story of short-term gains chased and captured, but of an institution being built, deliberately, for the decades ahead of it.

A journey measured in decades

Founded in 1957, Lux has, over nearly seven decades, grown into one of India's leading branded apparel companies. But longevity by itself is not an achievement; what distinguishes an institution is the pattern behind its growth. Look closely at Lux's history and a pattern emerges with striking consistency: the Company has, at almost every turn, moved before the moment demanded it.

We built manufacturing capabilities before scale became a competitive necessity. We invested in brands before branding became an industry norm. We expanded into new categories before consumer aspirations had fully evolved to meet them.

Through each phase of this evolution, the surface of the business changed considerably; its core values did not.

What began as a single-product, single-brand enterprise has grown into a diversified house of brands, spanning innerwear, outerwear, athleisure, thermal wear, rainwear, and women's apparel. Alongside this diversification, Lux built one of India's largest hosiery manufacturing platforms and an extensive nationwide distribution network that now reaches millions of households across the country. Few companies in our sector can claim to have achieved all of the following simultaneously: scale in manufacturing, strength in brand equity, depth in distribution reach, and professional governance - all while remaining, at heart, a family-led institution across generations.

That combination is rarer than it appears from the outside. Scale, on its own, can be bought. Brand equity, on its own, can be manufactured through spend. What cannot be bought or manufactured is the accumulated confidence of a consumer base that has grown up alongside a brand - mothers who passed their trust in Lux on to their children, retailers who built their own livelihoods in partnership with ours over the decades, employees who spent entire careers within these walls.

The trust of generations of consumers, which remains, in my view, the Company's single greatest strength.

The acceleration of growth

If one were to compare the Company's revenues, profitability, and brand investments during the decade from 2007 to 2016 with those from 2017 to 2026, one conclusion would stand out immediately: Lux has not merely grown; the pace of its growth has accelerated alongside the rise of consumer India.

This acceleration has transformed the Company into the largest player in the mid-premium segment of India's hosiery industry.

Having reached this position, the relevant question is no longer how to defend it, but how to build upon it. The task before us is now to elevate the business to its next phase of value creation.

Accordingly, we are pursuing a structured demerger across our business verticals. This architecture is designed to allow each constituent business to pursue its own growth trajectory with a greater strategic focus and operational agility, free from the competing priorities of the other verticals. Over time, we believe this structure will enable a sharper capital allocation, improve strategic clarity, and unlock meaningful value for all shareholders.

1,821
₹ Cr., net worth, FY 26

Preparing for the next chapter

Following the Family Settlement Agreement at Lux, the Board approved an in-principle proposal to reorganize the Company into focused, independently managed businesses. I would ask shareholders to view this proposed demerger not as a departure from Lux's journey, but as its natural continuation.

Following our demerger, each business will gain a greater strategic focus, higher operational agility, and sharper accountability, guided by Lux's shared values, its entrepreneurial character, and its long-inherited legacy of trust. Each will also be shaped by the increasing engagement of the younger generation of the family, ensuring continuity even as structures change.

This clarity of ownership, delegation, and accountability is, I believe, what will unleash the Company's next phase of growth. It reinforces a principle that experience has taught us repeatedly across this Company's history: value is sometimes created not by adding more to a single structure, but by allowing each part of our business the room to realize its full potential on its own terms.

A philosophy of long-term investment

Lux has always measured its success by the institution it builds over time, rather than by the performance of any single quarter or year. That philosophy has translated, consistently, into a balanced pattern of investment across people, manufacturing, technology, brands, and markets.

This philosophy found its clearest expression during the year in the Board's approval of a ₹600 Cr expansion of the Dankuni manufacturing facility in West Bengal - a decision that, in my assessment, represents an inflection point in the life of this Company. The project will nearly treble our manufacturing capacity and graduate the Dankuni facility towards becoming one of Asia's largest

Lux has always measured its success by the institution it builds over time, rather than by the performance of any single quarter or year. That philosophy has translated, consistently, into a balanced pattern of investment across people, manufacturing, technology, brands, and markets.

garment manufacturing facilities, while generating significant direct and indirect employment along the way.

Building relevance across generations

Consumer preferences continue to evolve, and brands that wish to remain meaningful must evolve with them. Over time, Lux has expanded from serving a single category to addressing multiple consumer segments across age groups, income levels, and lifestyles. New brands, new categories, and differentiated value propositions have enabled the Company to increase its share of the Indian consumer's apparel spend.

While doing so, the Company has preserved its core promise to consumers: quality, affordability, and trust. Sustained investment in branding has strengthened the emotional connection consumers have with Lux, while our manufacturing capabilities and nationwide distribution network ensure that this promise reaches households across the country.

Values that outlast business cycles

Lux is built on the foundation of integrity, responsibility, and respect for every stakeholder. We have continued to strengthen our governance standards through the year, even as we prepare the next generation of leadership to carry this culture forward. It is with pride that I note that during the year, Navin, Rahul, Saket, and Udit – our next generation - assumed greater responsibilities within our Company. This development reflects a continuity in our entrepreneurial thinking and reassures me of the long-term leadership that our institution has in place.

In addition, I would like to mention that our Company Secretary and Compliance Officer, Mrs. Smita Mishra, with her exceptional expertise and a long-standing association of over 16 years with the Company, diligently oversees all compliance-related matters and ensures the highest standards of corporate governance, which Lux believes is the cornerstone of stakeholder transparency and the foundation for a better tomorrow and sustained growth of the Company.

This same culture extends to how the Company conducts itself in the world beyond its Balance Sheet. We have continued to focus on responsible business practices through a greater use of renewable energy, manufacturing with natural fibres, and the adoption of recyclable packaging - each a deliberate step towards a manufacturing footprint the next generation will inherit with pride rather than apology.

We continued, too, our commitment to community development, including support for a residential school for underprivileged girls and the creation of healthcare infrastructure in the communities where we operate.

Looking ahead

India's apparel industry entered a strong growth phase in FY 2025-26, with textile and apparel exports reaching nearly USD 33 billion and ready-made garments remaining the largest export category. Closer to our category, India's innerwear market is expected to nearly double from USD 10.24 billion in 2024 to USD 19.25 billion by 2033, driven by rising aspirations, premiumization, market formalization, and growing preference for trusted, branded products.

Mrs. Smita Mishra
Company Secretary and Compliance Officer

Lux is exceptionally well positioned to benefit from these tailwinds, supported by decades of investment in its brands, manufacturing capabilities, technology, people, governance, and diversified portfolio. The organization will continue creating long-term value for its consumers, its employees, its partners, its shareholders, and the wider society it serves.

A word of gratitude

I would like to express my gratitude to every stakeholder who has supported Lux through this journey - our consumers, our employees, our partners, and our shareholders alike.

It bears repeating that Lux's story has never truly been about reaching a destination. It has always been about evolving continuously and with purpose in the service of something larger than any single year's performance.

It is in that spirit that I look forward, with confidence, to the next phase of this institution's journey.

Ashok Kumar Todi
Chairman

Pradip Kumar Todi
Managing Director

MANAGING DIRECTOR'S MESSAGE

FY 2025-26 WAS A YEAR OF PURPOSEFUL INVESTMENT.

WE STRENGTHENED OUR FOUNDATION AND BUILT CAPABILITIES WITH RESILIENCE AND DISCIPLINE.

Overview

Strong brands open the door to growth. What keeps that door open, year after year, is something less visible and considerably harder to build: robust systems, disciplined execution, and the continuous capacity to adapt.

FY 2025-26 was, at its core, a year devoted to strengthening precisely these foundations, so that the next phase of Lux's growth rests on ground firm enough to bear it. This builds on the platform established over the years, where we expanded our addressable market, strengthened our apparel positioning, and introduced new brands across the economy and mid-premium segments; FY 2025-26 was about building the organizational, technological and operational foundations required to scale those opportunities responsibly.

I say this deliberately, because it would be easy, in a year of record revenue, to let the headline number speak for itself and move on. I do not think that would serve shareholders well. The more instructive story of FY 2025-26 lies beneath the headline - in the choices we made about where to invest, what to prioritize, and which short-term targets we were willing to forgo in the service of a stronger Company five and ten years from now.

Building a stronger Lux

Your Company delivered its highest-ever revenue in FY 2025-26, at ₹2,929 Cr, representing a growth of 13% over the previous year. I would ask shareholders to read this number not merely as an outcome, but as a reflection of two things working in tandem: the underlying resilience of our business model, and our willingness, as an organization, to invest ahead of the curve even when the immediate arithmetic argued for caution.

A less confident organization may have paused at the first sign of margin pressure. We chose, instead, to press ahead with the investments this business needs to compete over the next decade, trusting that the discipline behind those investments would, in time, be vindicated by the results.

That willingness showed up across the year in continued investments in our brand portfolio, in market expansion, in technology capability, and in organizational capacity.

Over several years, Lux has steadily evolved from being predominantly an innerwear company into a broader apparel organization, serving men, women and children across multiple price points and product categories; FY 2025-26 marked another step in that transition. None of these were short-term expenses incurred out of necessity. Each was a deliberate, long-term strategic decision, taken with a clear-eyed understanding of what it would cost us in the near term and what it should return to us over the years ahead.

Consider brand investment specifically. Over the last eight years, including FY 2025-26, Lux has invested ~₹1,260 Cr in building its brands - a figure that, taken in isolation, might appear large. Taken alongside its return, it tells a different story: in FY 2025-26 alone, every rupee spent on brand promotion generated approximately ₹13 in return. We continued to invest through the year in brand development, in distribution, in channel expansion, and in digital infrastructure, each of these seeding the business for successive growth rounds. These investments moderated our short-term profitability, and I want to be direct about that rather than understate it. They were made with long-term value creation as the explicit objective, not as a by-product hoped for after the fact.

The early evidence is encouraging. Lux Nitro, a new addition to our portfolio in mid-premium category, generated nearly ₹175 Cr in revenue in its very first

2,929

₹ Cr. , revenue in FY 26, highest in the Company's history

year - a result that exceeded what many newly launched brands achieve even over several years. Our objective is not to increase the number of brands in our portfolio, but to build differentiated consumer propositions that occupy relevant spaces in the market and, over time, become durable contributors to the Company. We expect profitability across our newer brands to improve steadily as they scale and as operating leverage begins to work in our favour, the way it has for every mature brand in our stable before them.

On the manufacturing side, we have a modernized facility in the West Bengal Hosiery Park in Kolkata - a 4.50 Lakh square foot facility spread across five acres, of which approximately 30% is manufacturing space, with the balance allocated to warehousing, storage, and finishing. As part of our long-term strategy, we continued to invest in upgrading and modernizing our manufacturing facilities every year, such expansions funded entirely through our internal accruals, a reflection of the disciplined capital allocation this Company has practiced consistently, and intends to continue practicing.

Improving the quality of growth

Somewhere in the last year, the question our leadership team asks internally shifted in an important way. It is no longer simply how do we grow faster. It is how do we grow better. That shift in framing matters more than it might first appear, because it changes what we optimize for.

One consequence of this shift is visible in our return on capital employed, which declined to 9.4% in FY 2025-26, from 13.74% in FY 2024-25. This decline was not the product of a deteriorating performance; it was the direct, planned consequence of increased investment in working capital, advertising, manpower,

Our journey has evolved beyond innerwear, with Lux steadily building a broader apparel portfolio designed to connect with consumers across seasons, categories and generations.

and new brands - investments we made consciously. Our management views this as a deliberate investment phase rather than a departure from the discipline this Company has always prided itself on. Our priority going forward is to improve capital efficiency steadily, even as we continue to invest in brand-building without allowing growth itself to slow. Alongside this, we have continued our efforts to sharpen business processes, strengthen accountability, and instil a greater execution discipline across the organization - the less visible work that ultimately determines whether ambition translates into results.

Strengthening governance and risk management

Growth of the kind we are pursuing carries its own risks, and we have been equally deliberate about the frameworks that keep those risks within bounds we understand and accept. Our Board and its committees continued to provide a close oversight of strategy, capital allocation and internal controls, and we have continued to strengthen enterprise risk management, statutory compliance and internal governance as the business has grown in scale and complexity. We see this discipline not as a constraint on ambition, but as the condition that makes ambition sustainable – governance that is sound enough to be, in time, invisible, because it works.

Building a digitally enabled enterprise

Technology at Lux has evolved from a support function into a genuine strategic capability, and I think it is important that shareholders understand this shift, because it changes what technology is expected to deliver. It is no longer judged merely by whether systems run smoothly; it is judged by whether it gives us better visibility, faster decision-making, and stronger execution across the enterprise. A business of our scale, spanning owned manufacturing and hundreds of external partners, cannot be run on intuition alone; it requires an information backbone that tells us, reliably and in near real time, what is happening across the value chain.

During the year, we accelerated our Warehouse Management Systems; we deployed an automated conveyor-based scanning infrastructure that has meaningfully improved the speed and accuracy of our operations. We also strengthened our cybersecurity and IT governance through a comprehensive revamp of ERP role mapping, enhanced segregation-of-duties controls, and the implementation of a 'One Terminal, One Login' framework, alongside measures to strengthen data protection.

Alongside this, we accelerated the adoption of AI, automation and analytics across business functions – including the AI-enabled Lux Ad Tracking Application, which geo-tags outdoor advertising assets and enables real-time validation, reducing manual processes and improving accountability. On the retailer side, our engagement platforms, Lux Connect and Lyra Connect, began to change how closely and how quickly we can work with our trade partners.

The operational benefits of this investment are already visible in improved demand forecasting, faster inventory replenishment, sharper visibility into secondary sales, and stronger retailer engagement. Combined with our manufacturing facilities, this ecosystem provides flexible scaling, consistent product quality, and a considerably better visibility into production, inventory, and demand than we have had at any point in our history - and, in turn, the ability to make faster, more data-driven decisions about where to grow next.

Creating a more resilient business

Lux remains amongst India's largest innerwear company by volume, holding approximately 15% of the organized men's innerwear market. That leadership rests on two things we have built patiently over the decades: manufacturing scale, and consistent execution - the unglamorous discipline of delivering, quarter after quarter, what the market expects of us. It is worth remembering that leadership positions of this kind are rarely won through a single bold move; they represent the compounding result of thousands of ordinary decisions taken correctly, year after year.

We maintain a strong presence across traditional trade, modern retail, our own Exclusive Brand Outlets, e-commerce, quick commerce and other digital platforms, and this omni-channel presence allows us to stay close to the consumer and responsive to how buying behaviour continues to shift beneath our feet. Our intent is to grow our share of the consumer's wallet, rather than simply pursuing volume at the expense of brand equity and profitability. Brand equity of this kind cannot be manufactured through advertising spend alone; it is earned, product after product and season after season, through the trust consumers place in what we deliver – and it is that trust, more than any single campaign, that we are ultimately investing in.

Internationally, our brands are now available in more than 46 countries, with exports contributing approximately 8% of our revenue. We hold Star Export House recognition from the Government of India, and we have added 25 new countries to our international footprint over the past five years. Our target is to expand our presence to 60 countries by 2030, and we view exports as an important long-term growth opportunity, particularly as global sourcing increasingly gravitates towards reliable Indian manufacturers who can be trusted on quality, scale, and consistency.

Investing with discipline

Every investment we make is evaluated against the same three questions: will it strengthen our competitiveness, will it improve our operational efficiency, and will it create sustainable long-term value? Where the answer to these is yes, we invest with conviction.

Our priorities remain manufacturing and operational capability, brand development and consumer engagement, and digital infrastructure, and FY 2025-26 saw a continued investment across manufacturing, automation, technology, branding, and sustainability. Through all of this, we maintained a gross cash balance of approximately ₹300 Cr, preserving the financial flexibility that allows us to act with conviction when opportunity presents itself. We remain conscious that every rupee retained in the business carries an opportunity cost, and we hold ourselves accountable for deploying capital only where the incremental return justifies that cost – a discipline we intend to hold to as firmly in years of expansion as in years of restraint.

I would be remiss not to address the financial impact of this investment phase directly. Our EBITDA margin for the year stood at 6.93%, against 10.16% in FY 2024-25, and net profit came in at ₹106 Cr. This margin moderation reflects advertising investment, talent acquisition, and brand-building costs associated with newer brands including Lux Nitro, Pynk, Lux Parker, and Lux Champion. Our debt-equity ratio increased to 0.32x, from 0.17x in FY 2024-25, and interest coverage declined to 4.7x, from 11.6x. The higher borrowings behind these numbers were used primarily to finance inventory and receivables associated with new brand launches, and our management expects returns on this capital to improve steadily as these brands mature and find their footing in the market, as our earlier brands have done before them. Vertical B also partnered REEBOK as its exclusive licensee for innerwear and thermal wear in India.

In the area of sustainability, we added 700 KW of solar capacity during the previous financial year across our manufacturing facilities in Avinashi and Tiruppur; renewable energy contributed approximately 10 % of our total power requirements. This investment supports our environmental performance and long-term operating efficiency, and we intend to keep building on it.

In the area of shareholder returns, the Board recommended a dividend of ₹2 per equity share, a 100% payout, for FY 2025-26. I would also note, with appreciation, that the promoters voluntarily waived their entitlement to this final dividend - a decision that reflects the same long-term thinking that runs through every decision described in this message.

Looking ahead

The long-term prospects for our industry remain favourable, underpinned by rising incomes, greater brand consciousness among consumers, ongoing premiumization, continuing shift towards organized players and away from the unorganized segment that once dominated this category.

For Lux specifically, the investments we made over several years are now beginning to converge into a coherent whole: a broader portfolio, stronger brands, more efficient manufacturing, and smarter technology platforms, each reinforcing the other. None of these strengths, taken alone, would set us apart; taken together, they are difficult for any competitor to replicate quickly, which is precisely the point of building them patiently rather than acquiring them overnight.

Our strategic priorities from here are clear. We intend to improve profitability through operating leverage, strengthen our working capital efficiency, scale our recently launched brands, expand our manufacturing capabilities, grow our international business, deepen our digital integration, and continue building a professionally managed organization that combines entrepreneurial agility with institutional discipline - the two qualities that, together, have carried this Company for nearly seven decades and will, I believe, carry it a good deal further.

That, in essence, is the story of FY 2025-26: a Company that chose to anticipate change rather than merely respond to it - and that continues to build an institution founded on trusted brands, operational excellence, and responsible leadership.

I would like to close by expressing my sincere gratitude to our consumers, our employees, our business partners, our Board of Directors and our shareholders for the continued trust and support that makes all of this possible.

It is with genuine confidence that I look ahead to the Company's next phase of growth.

Pradip Kumar Todi
Managing Director


LYRA
LYRA

CHIEF FINANCIAL OFFICER'S REVIEW

LUX 2.0
A COMPANY IN PURPOSEFUL TRANSFORMATION

The big picture

FY 2025–26 was a year defined not by ease but by intention. Lux Industries crossed ₹2,929 Cr in revenues — a 13.4% advance on the ₹2,583 Cr reported in FY 2024–25 — posting the highest topline in its history. In isolation, that number is a cause for quiet satisfaction. In context, it is the opening chapter of a more demanding story.

The company is in the midst of a deliberate re-architecture. The quarter that closed FY 2024–25 saw the simultaneous launch of four brands — Pynk, Parker, Nitro and Champion. FY 2025–26 became their first full operational year in the market. Building brand traction is never free: it requires inventory depth, extended credit, elevated advertising and the patience to absorb near-term margin compression while longer-term equity is being assembled. The financial results of this year carry the full weight of that investment.

Profit Before Tax stood at ₹138 Cr against ₹221 Cr in the prior year. EBITDA moderated to ₹205 Cr from ₹266 Cr. These are numbers that demand explanation rather than apology — and this review offers both, plainly.

The year's theme, Lux 2.0, is not cosmetic rebranding. It is a signal to the market that the company that built its franchise on the strength of two or three flagship brands is now deliberately and systematically constructing a multi-brand, multi-category and all-season portfolio. The costs of that construction are visible in this year's accounts. Its returns will become visible in the years ahead.

Revenue growth

The company's net revenues grew by 13.4% to ₹2,929 Cr, the strongest topline growth delivered in recent years and comfortably ahead of the broader Indian GDP growth trajectory. This marks the second consecutive year of double-digit revenue expansion, a meaningful signal of the company's market momentum.

The growth engine in FY 2025–26 was multi-pronged. Lux Nitro — re-launched during the year — completed its first full operational season and contributed meaningfully to volume build-up. The Parker, Pynk and Champion franchises, seeded in Q4 FY 2024-25, gained shelf space and distributor confidence across geographies during the year under review. The company's established brands continued to anchor revenues while the emerging portfolio expanded its footprint.

Crossing ₹2,929 Cr also marks a psychologically important milestone: the company is within striking distance of the ₹3,000 Cr threshold — a landmark that will be, in all probability, achieved in the coming year.

Year	FY 23	FY 24	FY 25
Capital Expenditure (₹ Cr)	108	81	52

Margins: The honest picture

Gross margin strengthened in absolute terms to ₹864 Cr from ₹821 Cr in FY 2024–25, a year-on-year improvement of ₹43 Cr. This reflects the company's sustained ability to manage input costs and maintain realizations even while onboarding new brands at competitive price points.

However, the EBITDA margin contracted during the year — a deliberate consequence of specific cost decisions. Employee costs rose to ₹179 Cr from ₹151 Cr, driven by an increase in headcount from 4,055 to 4,563 and by annual increments — costs that reflect the company's investment in the human capital needed to manage a larger, more complex brand portfolio.

Brand and advertising expenditure was raised by 19.4% to ₹231.5 Cr from ₹194 Cr in the prior year. This increase was not an act of improvidence — it was a calculated commitment to launching new franchises into a competitive market where visibility is a prerequisite for shelf space and shelf space is a prerequisite for volume. The company's advertising-to-revenue ratio expanded modestly as a result. The returns on this spending will be measured not in this year's income statement, but in the brand equity and market share data of the years to come.

Metric	FY 24	FY 25	FY 26
EBITDA (Rs Cr.)	214	266	205
PBT (Rs Cr.)	172	221	138
Gross margin (Rs Cr.)	719	821	864
Ad spend (Rs Cr.)	174	194	232
Ad spend as a % of revenue	7	8	8

Brand architecture: The Lux 2.0 investment thesis

A word on the philosophy behind Lux 2.0 is warranted here, because it is inseparable from any honest reading of the year's financial results.

India's innerwear market is evolving. Consumer preference is fragmenting by age, occasion, gender and aspiration. A company that enters the decade with a narrow brand portfolio — however loved — will eventually find itself ceding the growing edges of the market to nimble competitors. Lux's strategic response has been to build a portfolio of brands capable of addressing every meaningful pocket of demand: Lux Venus & Lux Parker addresses the mass men's wear segment, Lux Cozi and Lux Champion caters to the mid-premium men's innerwear segment. Lux Nitro offers performance-focused menswear, and ONN serves the premium menswear and innerwear segment. For women, Lux Venus focuses on the mass women's innerwear market with Lux Venus Her dedicated to women's innerwear offerings. Lyra & Pynk targets the mid-premium women's wear segment and the company's Rainwear portfolio serves men, women, and children across everyday and urban consumer needs.

The management accepted, eyes open, that building this architecture would be a multi-year exercise requiring front-loaded investment in advertising, distribution, working capital and people. FY 2025–26 represents the first full year of that front-loading. The company increased its advertising spend by ₹38 Cr, absorbed the working capital burden of seeding new brands across hundreds of distributor touchpoints, and invested in talent to manage a broader operational canvas.

This is not cost inflation. It is capital deployment — albeit of a form that appears first in the P&L rather than on the Balance Sheet.

Working capital: The market cost of a new brand portfolio

Our working capital cycle extended to 197 days in FY 2025–26 from 181 days in the prior year. Debtor days stood at approximately 140 days — within the industry norm for the hosiery sector and a deliberate consequence of the company's policy of extending credit to support the market penetration of new brands.

When a new brand enters a market, the trade does not absorb it on the same credit terms as an established franchise. Distributors require incentive. The company's management consciously accepted this extended receivables cycle as the market-entry cost for Nitro, Pynk, Parker and Champion. As these brands mature and gain independent traction, receivables norms will normalize — and working capital efficiency will improve accordingly.

The company's inventory position was also augmented ahead of the new brand launches to ensure supply chain depth and prevent stock-outs during the critical first-impression period in the market. Enhanced inventory for market penetration was not the result of working capital indiscipline; it was a standard and sound commercial practice for any company managing a multi-brand launch programme.

Year	FY 24	FY 25	FY 26
Working capital cycle (days)	161	181	197
Debtor days (days)	113	126	140

Capital efficiency: A transitional year

Return on Equity moderated to 5.8% in FY 2025–26 from 9.6% in FY 2024–25. Return on Capital Employed declined to 9.4% from 13.74%. The management did not minimize these movements — they were real and deserved direct comment.

Capital efficiency ratios are, by design, a function of earnings relative to the capital base. When a company is in an active investment phase — hiring people, building brands, extending credit and augmenting inventory — returns will compress in the short term before expanding as the investments bear fruit. The management is confident that as Lux Nitro, Pynk, Parker and Champion achieve operating velocity, the incremental returns they generate will more than justify the capital consumed in their establishment.

The company's net worth remained robust, providing the financial ballast to absorb the investment cycle without distress. The company maintained adequate liquidity, avoided long-term debt accumulation, and preserved the Balance Sheet strength that has been one of the company's most distinctive competitive advantages.

Metric	FY 24	FY 25	FY 26
Return on Equity (%)	11.1	9.6	5.8
Return on Capital Employed (%)	12.1	13.7	9.4

People: Investing in organizational capability

Employee costs increased from ₹151 Cr to ₹179 Cr, reflecting an 18.5% increase, while the employee base grew by 19.8%, from 4,055 to 4,856 employees — and the annual cycle of merit-based increments.

The expansion of the workforce was not incidental. A company running four concurrent brand launches, managing a national distribution network across an extended working capital cycle, and building the organizational depth needed for the next phase of growth must invest in people ahead of the earnings they generate. The human capital built in FY 2025–26 was the infrastructure for the revenues and margins of FY 2026–27 and beyond.

Year	FY 24	FY 25	FY 26
Employee cost (Rs Cr.)	132	151	179
Headcount	3,364	4,055	4,856

Structural transformation: The demerger

The year under review saw the announcement of a company demerger as an outcome of a family settlement— a structural decision whose financial implications could be visible in the FY 2026–27 Balance Sheet. The demerger signals a considered intent to unlock discrete value within the company's businesses, enabling each vertical to be evaluated, funded and governed on its own merits.

This is consistent with the Lux 2.0 philosophy: a leaner, sharper, more accountable organizational architecture, where capital allocation is transparent, performance accountability is unambiguous, and each business unit carries clear mandate and clear metrics.

The management anticipates that the demerger will be accretive to long-term shareholder value — not merely by unlocking sum-of-the-parts valuation, but by sharpening the strategic focus and enabling a more responsive capital deployment within each demerged entity.

The road ahead: FY 2026–27 and beyond

As the company enters FY 2026–27, the strategic priorities are clear and the financial foundation is sound.

First, the management will focus decisively on margin recovery. The front-loaded costs of the new brand programme — advertising, working capital, headcount — will begin to generate their anticipated returns. Lux Nitro, having completed its first full season, enters its second year with established distribution and growing consumer recognition. Pynk, Parker and Champion are past their market-introduction phase. The company's goal is to convert the goodwill built in FY 2025–26 into revenue scale, gross margin improvement and EBITDA normalization.

Second, working capital discipline will be restored progressively as the new brands mature. As the trade gains confidence in these brands, receivables will tighten and inventory norms will reflect steady-state rather than launch-phase requirements. The management expects the working capital cycle to begin moderating from its FY 2025–26 peak.

Third, cost rationalization will be pursued in earned advertising spend — not in the absence of ambition, but in a more precise calibration of media investment to brand health metrics. The company will continue to invest in brands that are gaining traction and redirect spend from areas of lower return.

Fourth, and most importantly, the demerger process has been commenced — bringing structural clarity to the company's capital story and enabling the market to properly price the constituent businesses.

Lastly, ongoing geopolitical conflicts and war-driven disruptions are expected to continue exerting a pressure on Lux Industries Limited, particularly through higher raw material costs, volatile freight expenses, and deferred shipments, though strong domestic consumption will remain a stabilizing factor.

The company entered FY 2026–27 with revenues approaching ₹3,000 Cr, a multi-brand portfolio with full-market coverage, an experienced management team that has demonstrated the capacity to execute complex multi-brand launches, and a Balance Sheet that retains the conservatism and strength that has always defined Lux. The year ahead is likely to be one of consolidation and conversion; our management is confident of a recovery in its capital efficiency ratios that this company has historically delivered.

Ajay Nagar
Chief Financial Officer


ONN

BRAND

THE COMPLETE LUX

From a trusted innerwear brand to a complete apparel company.

BIG NUMBERS

2,929
₹ Cr. revenue, FY 2025-26

#1
India's foremost innerwear company by volume

~15
%, market share in organized men's innerwear market

44+
Cr., garment making capacity per annum

Overview

The strongest brands do not remain relevant by standing still; they remain relevant by anticipating change.

That philosophy has shaped Lux Industries for nearly seven decades.

What began as a trusted innerwear company has steadily evolved into a diversified apparel business, serving men, women and children across the innerwear, outerwear, thermals, leggings, lingerie, rainwear, socks and athleisure. Every new category, every new brand and every new investment has been guided by a single objective - to remain relevant to changing lifestyles without compromising the trust built over generations.

FY 2025-26 reflected another significant milestone in this journey. The Company expanded its portfolio, strengthened its premium presence, deepened its consumer engagement, accelerated its digital capabilities and invested in the foundations of future growth.

Today, Lux is not merely participating in India's apparel opportunity; it is helping shape it.

BRAND HIGHLIGHTS, FY 2025-26

MANY NEEDS. ONE LUX.

Lux Nitro & Lux Nitro Neo and Lux Champion

Relaunched the men's mid-premium innerwear portfolio, expanding Lux's presence in a faster-growing value segment.

Lux Parker

Introduced a new economy brand across the innerwear and outerwear categories for men, women and children, broadening the Company's consumer reach.

Pynk

Expanded the women's portfolio with contemporary outerwear, strengthening Lux's relevance among modern women.

Lux Nitro Socks

Entered the socks category, extending the brand into an adjacent everyday essentials segment with the launch of a fully automated, no-stitch socks line.

Lux Venus Her

Strengthened the Company's presence in the fast-growing women's lingerie market through a dedicated product line.

Lux Venus Rainwear

Reinforced year-round consumer relevance by expanding into the rainwear category with an encouraging market response.

Lux Cozi Heatek

Introduced a premium thermal wear range across four variants, offering differentiated comfort across price points.

Lux Inferno Premium & Hotcots

Expanded India's highest-selling thermal wear brand with higher-value offerings catering to evolving consumer preferences.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MARKETING

CREATING LOYALTY - AT SCALE

Creating awareness. Driving engagement. Building preference.

Overview

The consumer journey rarely begins inside a store - it begins earlier, through what people watch, discuss and remember. Lux's integrated marketing strategy builds brands that remain visible, relevant and desirable across every consumer touchpoint.

By combining mass reach with digital precision and strong retail execution, the Company converts awareness into preference, preference into purchase and purchase into long-term loyalty.

Navigating complexity across segments

Portfolio breadth: Brands spanning mass, mid-premium and premium segments.

Retail optimization: Retail overlap used to strengthen visibility across adjacent brands.

Market relevance: Each brand positioned in the retail environment best suited to its target consumer.

Channel differentiation: Dedicated go-to-market strategies for men's and women's categories.

Challenge and counterinitiative

Rising media inflation and increasing outdoor and retail activation costs put pressure on marketing effectiveness and return on investment.

Optimised marketing spends through disciplined budgeting, focused prioritisation and efficient deployment of resources, ensuring consistent brand visibility and sustained consumer engagement across markets.

Highlights, FY 2025-26

- Strengthened our retail visibility through enhanced in-store branding and exclusive ONN airport outlets.
- Expanded our retailer engagement through Cozi Club, Lux Connect, Lyra Connect and ONN Daily and monitoring secondary sales and building a relation with our end consumers through Lux DMS & Lux CRM.
- Enhanced our promotional effectiveness and market responsiveness through digital retailer platforms.
- Deepened our retailer outreach through a structured engagement programme, leveraging a data-backed retailer database to identify and prioritise high-potential outlets for focused brand-building.
- Delivered one of the year's standout brand activations through an extensive Durga Puja campaign across Kolkata's leading pandals, reinforcing Lux's visibility during India's UNESCO-recognised cultural celebration.
- Built our digital marketing into a dedicated growth capability through a focused team driving new-age brand strategies across digital and OTT platforms.

LUX'S 360° MEDIA ECOSYSTEM

CREATE DESIRE

Our celebrity endorsements

- Salman Khan
- Hrithik Roshan
- Kartik Aaryan
- Shraddha Kapoor
- Sourav Ganguly
- Sunny Deol
- Janhvi Kapoor
- Varun Dhawan
- Jacqueline Fernandez
- Sidharth Malhotra
- Pankaj Tripathi
- Surya Kumar Yadav
- Urvashi Rautela

DRIVE CONSIDERATION

Retail visibility

- In-store branding
- POS visibility
- Visual merchandising
- Airport stores
- Modern trade

TELL STORIES

Integrated content & media

- TV commercials
- Brand films
- Product launches
- Seasonal campaigns
- OTT platforms
- Television
- Digital content

ENABLE PURCHASE

Omnichannel availability

- 2 Lakh+ retail touchpoints
- General trade
- Modern trade
- E-commerce
- Quick commerce

Retailer connect

- Cozi Club
- Lux Connect
- Lyra Connect
- ONN Daily
- Kutumb

End consumer connect

- Lux DMS
- Lux CRM

AMPLIFY REACH

Always-on consumer engagement

- Instagram
- Facebook
- YouTube
- Search & display
- Influencer collaborations
- Performance marketing
- Digital content

BUILD LOYALTY

Creating lifelong consumers

- Higher brand recall
- Consumer engagement
- Repeat purchase
- Cross-category adoption
- Stronger brand affinity

BRAND

HOW LUX BUILT BRANDS PEOPLE PREFER

Products create sales. Brands create preference — and preference has to be earned again with every consumer, every season, every shelf.

Overview

Consumers rarely remain the same. Their lifestyles evolve, their aspirations change, and they now discover brands through an ever-widening mix of retail, e-commerce and social influence. Lux read this shift early, evolving from a single-brand innerwear company into a diversified house of brands built around how people actually live — by occasion, lifestyle, income and personal identity. At Lux, every investment in building that recall has been matched by an equal investment in making sure the brand is never out of reach.

By price point

- **Economy** (Lux Venus, Lux Parker, Lux Classic, Lux Karishma, Lux Venus Her)
- **Mid-Premium** (Lux Cozi, Lux Nitro, Lux Champion, Lyra, Pynk, GenX, Lux Inferno, Lux Cott's Wool, Lux Amore, Lux Cozi Her)
- **Premium** (ONN, Lux Inferno Premium, Lux Inferno Hotcots, Lux Cozi Heatek)

By consumer

- **Men** (Lux Cozi, ONN, Lux Nitro, Lux Champion, Lux Classic, GenX, Lux Venus)
- **Women** (Lyra, Pynk, Lux Cozi Her, Lux Venus Her, Lux Amore, Lux Karishma, Lux Touch)
- **Kids** (Lux Cozi Boyz, Lux Cozi Girlz)
- **Family** (Lux Cott's Wool, Lux Heatek, Lux Venus, Inferno, Lux Inferno Hotcots)

By occasion

- **Everyday** essentials (Lux Cozi, Lux Venus, Lux Classic, Lux Parker)
- **Active & athleisure** (GenX, Lux Nitro, Lux Champion, ONN, Lyra)
- **Fashion & lifestyle** (ONN, Lyra, Pynk, Lux Amore)

By season

- **Summer** (Lux Cozi, ONN, Pynk, Lyra, Lux Nitro)
- **Monsoon** (Lux Venus Rainwear)
- **Winter** (Lux Inferno, Lux Cozi Heatek, Lux Cott's Wool)

Building recall

1,260
₹ Cr., Invested in brand building over the last 8 years

13
₹, Return generated for every ₹1 spent on brand promotion in FY 2025-26

25+
Years, Sustained investment in building brand equity

Building reach and convenience

3,000+
Dealers across India

200,000+
Retail touchpoints

~80%
Industry average fill rate

95%
Fill rate

VERTICAL
A

Headed by
Mr. Saket Todi
Executive Director

THE MORNING BEGINS DIFFERENTLY ACROSS INDIA. *COMFORT DOES NOT.*

By seven o'clock, the country is already in motion.

In a home in Lucknow, a father reaches for his familiar Lux Cozi vest before leaving for work.

"Have you seen my white vest?" He calls out impatiently.

"It's where it always was," his wife replies, "next to Aarav's Lux Cozi Boyz T-shirt."

A few hundred kilometres away in Gurugram, a young executive slips into an ONN T-shirt before heading out.

"No time to change before dinner?" A colleague asks.

He smiles. "Don't need to."

By afternoon, the rhythms begin to diverge.

At a neighbourhood store in Nagpur, a woman browses the Pynk collection.

"Do you have these leggings in olive?"

"Just got them this morning."

Across the aisle, another customer picks up a pack of Lux Cozi Her.

"The same ones again?" the shopkeeper asks.

"Why change what's comfortable?"

Elsewhere, a grandfather folds a freshly washed Lux Parker vest into his cupboard.

"One more for me," his son says, placing another pack on the table.

"And one for Dad."

Some comforts become family traditions.

As the year turns colder, winter arrives at its own pace.

In Kolkata, a light morning chill calls for Lux Cozi Heatek 333.

In Delhi, someone reaches for Heatek 555 before stepping out.

By the time the family reaches Manali, Heatek 888 has already found its place in the suitcase.

"Packed enough? Its going to be freezing."

"Just the right amount."

For another traveller heading deeper into the mountains, a lightweight Lux Cott's Wool thermal disappears beneath a sweater.

"Is that all you're wearing?"

"Sometimes the warmest layer is the one you don't notice."

VERTICAL A

OUR DIVERSIFIED PRODUCT PORTFOLIO

Lux Cozi

A legacy of comfort, innovation, and affordability

Launched in 2001, Lux Cozi has evolved into one of the most iconic and trusted brands within the Lux Industries portfolio. Known for its seamless blend of comfort, style, and value, the brand offers a wide, demand-driven product range crafted from 100% premium cotton. This ensures superior breathability and all-day freshness, making Lux Cozi a preferred choice for consumers across India. Central to Lux Cozi's success is its focus on innovation and continuous improvement in product quality - all while remaining true to its core promise of affordability. Its distinct positioning has solidified its leadership in the men's hosiery segment. The latest campaign, 'Ye Nahi Toh Kuch Nahi', captures the brand's bold and confident ethos. To connect with younger audience and broaden its appeal, Lux Cozi has onboarded Bollywood stars Varun Dhawan and Jacqueline Fernandez, whose vibrant personalities align with the brand's dynamic image.

Men's wear

Vest | Brief | Trunk | T-Shirt | Boxers | Shorts | Sweat Shirts

Lux Cozi Her

Affordable Comfort Meets Everyday Style

Lux Cozi Her is a lingerie brand created for women who seek the perfect balance of comfort, style, and affordability. Offering premium essentials at an accessible price point of around ₹200, the collection is designed for everyday wear.

Every product is thoughtfully crafted to provide an optimal fit, enhanced breathability, and all-day comfort, ensuring confidence throughout the day. Combining contemporary designs with dependable quality, Lux Cozi Her delivers practical innerwear solutions without compromising on style.

With its strong value proposition and focus on everyday essentials, Lux Cozi Her has emerged as a trusted choice for women looking for comfortable, stylish, and affordable lingerie.

Women's innerwear

Panties | Boylegs | Camisoles | Racerbacks | Slips

Lux Parker

Premium warmth with everyday comfort

Launched in 2024, Lux Parker expands Lux Industries' portfolio with a premium range of warmers, innerwear, and outerwear designed to make superior comfort accessible to a wider audience. Inspired by extensive consumer research, the brand addresses the need for quality products at affordable prices, bringing the trusted comfort of Lux Cozi within reach of millions of Indians.

Crafted from 100% high-quality cotton, Lux Parker products are soft, lightweight, and ideal for everyday wear. The fabric's natural anti-bacterial and odour-resistant properties ensure lasting freshness, comfort, and hygiene. Initially introduced as a premium thermal wear brand, Lux Parker has evolved into an economy brand offering to a wider audience.

The brand is endorsed by cricket legend Sourav Ganguly and Sunny Deol, whose dependable and resilient persona reflects Lux Parker's values of trust and quality. Reinforcing its promise of accessible comfort, the brand's philosophy is captured in its tagline 'Lux Parker – Pehenna Jaroori Hai.'

Men's innerwear

Vests | Briefs | Drawers | Trunks

Women's innerwear

Panties | Bloomers

Men's outerwear

T-Shirts

ONN

Redefining premium comfort and style

Launched in 2010, ONN represents Lux Industries' foray into the premium innerwear and casual wear segment. Building on the legacy of Lux Cozi, the brand is designed to meet the style and comfort aspirations of urban and semi-urban consumers. Every offering embodies ONN's promise of 'Total Comfort', combining superior quality with contemporary global fashion trends.

To reinforce its premium and aspirational identity, ONN has partnered with Hrithik Roshan as its Brand Ambassador. His dynamic personality, fitness-driven image, and enduring style resonate strongly with the brand's values, strengthening consumer connect, enhancing brand perception, and driving engagement through integrated campaigns.

With its contemporary product portfolio, aspirational positioning, and strong brand equity, ONN has emerged as a leading player in the premium innerwear and casual wear market.

Men's innerwear

Vest | Brief | Trunk | Thermals

Men's outerwear

T-Shirt | Half Pants | Joggers | Socks | Track Pants | Sweat Shirts | Jackets

Pynk

A tribute to the modern Indian woman

Launched in 2025, Pynk is a sophisticated mid-premium womenswear brand from the house of Lux Cozi, redefining everyday fashion with a versatile and contemporary product portfolio. From elegant Kurti Pants and classic Churidars to stylish Jeggings, Ribbed Palazzos, and Leggings, the brand offers fashionable solutions for every occasion and lifestyle.

Featuring an impressive palette of over 200 vibrant shades and a portfolio spanning more than 20 product categories, Pynk continues to expand with innovative additions. Crafted from premium stretch fabrics and enhanced with colour-lock technology, its products deliver exceptional comfort, ease of movement, a perfect fit, and long-lasting durability without compromising on style.

Brand Ambassador Shraddha Kapoor reflects Pynk's youthful and authentic spirit through the 'That's Me' campaign. Embodying the confidence, ambition, and resilience of today's women, she reinforces the brand's celebration of individuality and self-expression.

Womenswear

Leggings | Jeggings | Kurti Pants | Palazzos | Casual Tees | Shorts | Joggers | Track Pants | Cigarette Pants | Pencil Pants | Short Tunics | Co-ord Sets | Shapewear

Lux Cozi Heatek

Garmi Ka Ehsaas

Winter demands more than just clothing—it calls for protection, comfort, and performance. Lux Cozi Heatek rises to this challenge with a designed range—333, 555, 777, and 888—catering to diverse winter intensities.

The 333 offers lightweight comfort, the 555 balances warmth with everyday breathability, and the 777 provides enhanced thermal efficiency with precision interlock knitting. Leading the portfolio is the 888, the epitome of premium craftsmanship. Its dual-layer construction combines a soft, fur-brushed inner lining for superior heat retention with a strong, finegauge outer knit for durability and lasting shape. Engineered for extreme conditions, Heatek 888 blends innovation, comfort, and resilience—securing Lux Cozi's place as a leader in thermalwear. Blending innovation, comfort, and functionality, Lux Cozi Heatek represents the next generation of Indian thermal wear, ensuring dependable warmth, modern styling, and superior performance for the entire family.

Thermal wear

Vests | Lowers | Tops | Bottoms

Lux Cott's Wool

Lightweight warmth , trusted comfort

Launched in 2005, Lux Cott's Wool marked Lux Industries' entry into the winter wear category with an innovative range designed to provide superior warmth without compromising on comfort. Made from 100% cotton, the brand combines the insulating properties of winter wear with a lightweight, breathable fabric for everyday ease.

Engineered to retain body heat while eliminating the heaviness typically associated with winter clothing, Lux Cott's Wool offers lasting comfort throughout the colder months. Its naturally anti-bacterial properties further enhances freshness and hygiene, reflecting the brand's commitment to quality and functionality.

Guided by its tagline, 'Sardi Mein Garmi Ka Ehsaas', Lux Cott's Wool has earned the trust of consumers as a dependable winter wear brand. By blending warmth, functionality, and comfort in every product, it continues to deliver an ideal solution for everyday winter essentials.

Men's thermal wear

Thermal vests | Thermal briefs | Thermal lowers

Women's thermal wear

Thermal tops | Thermal bottoms

Lux Cozi Boyz

Comfort and style for the next generation

Launched in 2024, Lux Cozi Boyz brings the trusted legacy of Lux Cozi to children aged 3 to 14 years. Crafted from 100% cotton, the brand is designed to deliver superior comfort, durability, and style for active, growing kids.

Built for everyday adventures, the range combines soft, breathable fabrics with long-lasting quality to keep children comfortable through play, school, and daily activities. With a focus on ease of movement and contemporary designs, Lux Cozi Boyz ensures kids feel as confident as they look.

Driven by the energetic tagline 'Dum Hai', the brand resonates with both children and parents, representing strength, energy, and all-day ease while reinforcing Lux Cozi's commitment to quality for the next generation.

Innerwear

Vests | Briefs | Boxers (Plain & Printed)

Outerwear

T-Shirts | Half pants | Track pants

VERTICAL A

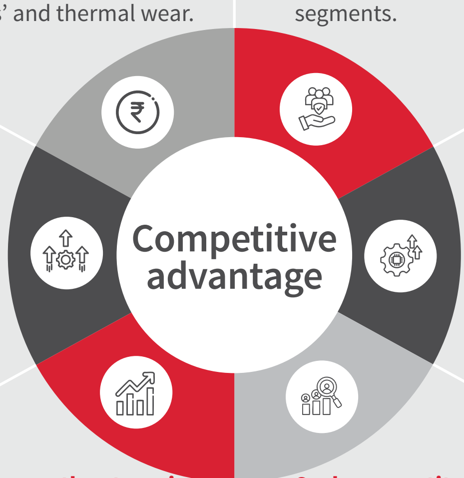
OUR BUSINESS AT A GLANCE

Manufacturing facilities

Dankuni (West Bengal) | Sankrail Industrial Park (West Bengal) | Tajpur Road (Punjab) | Tiruppur (Tamil Nadu)

Winning across every price point: Differentiated portfolio across economy, premium, women's, kids' and thermal wear.

Brands consumers choose: Strong and emerging brands with distinct positioning across segments.



Accelerating growth: Around 23–25% CAGR over the last eight quarters, more than 3× industry growth.

Innovation that differentiates: Advanced fabrics and technologies enhance comfort and performance.

Built for high-growth categories: Strong positioning in women's wear, premium innerwear and thermal apparel.

Scale competitors find hard to match: Deep distribution, integrated manufacturing and growing international reach.

Scorecard, FY 2025-26

18.74
Cr., total number of pieces sold (28% YoY growth)

1,365
₹ Cr., Revenue from Operations (23% YoY growth)

66
₹ Cr., Profit Before Tax

107
₹ Cr., EBITDA

116.8
₹ Cr., advertisement spend

120
Inventory days

141
Debtor days

80
Creditor days

181
Working capital days

VERTICAL A

"We are not just growing faster than the market - we seek to shape the future of India's innerwear industry."

Saket Todi
Executive Director

A category redefining itself

Innerwear in India has crossed a threshold. What was once a low-involvement, replenishment purchase - bought out of habit, rarely deliberated over - has become a genuinely brand-led category. Consumer expectations today mirror those once reserved for outerwear: fit, fabric, durability and brand trust now matter as much as the basic function the category was built around. Rising aspiration, a growing consciousness around comfort, and a willingness to pay premium for demonstrable quality are together reshaping how India buys innerwear. This shift is the foundation on which Vertical A's strategy is built.

Setting the pace

The strength of Vertical A's portfolio lies in its breadth and, just as importantly, its clarity. Lux Cozi remains the mid-premium anchor of the portfolio and continues to command the widest brand recall in the category. Lux Parker has established clear authority in the economy segment. The newly launched Pynk addresses the women's wear opportunity, while Lux Cozi Heatek owns the premium winterwear space. Each of these brands is anchored to a distinct consumer and price point, which means the portfolio as a whole grows without competing against itself.

This discipline was tested through a genuinely difficult industry backdrop in FY 2025-26. Rural demand remained subdued through large parts of the year, discretionary spending in the value segment stayed cautious, and input cost volatility in yarn and cotton pressured margins across the industry. Unorganised and regional players pulled back meaningfully, and even organised peers moderated their growth guidance during the year. In this environment, our growth was earned through sharper execution, deeper distribution, disciplined pricing, and continued innovation despite real cost headwinds.

Against that backdrop, FY 2025-26 stood out as a landmark year for Vertical A – one where performance accelerated through a soft industry. The business delivered a 23-25% CAGR over the last eight quarters, against an industry growing at 7 to 8% over the same period. The underlying philosophy driving this is straightforward and, we believe, durable: enduring growth comes from brands consumers aspire to own, not brands they default to out of habit. That belief has translated into sustained investment in product innovation, premiumization and consumer engagement, and into a leadership position built simultaneously across multiple price segments.

Powering the next phase of growth

Vertical A closed the year with a net revenue of ₹1,365 Cr, up 23% year-on-year, on volumes of 18.74 Cr pieces, up 28%. That volume grew faster than value was a deliberate outcome rather than an accident of pricing - it reflected genuine market and segment penetration while protecting realisations across the economy-to-premium spread. This was not price-led growth; it was share-led growth, and the distinction matters for how sustainable it will prove to be.

Equally important was that this growth was broad-based rather than concentrated in any one brand or region. Consumer acceptance strengthened across every segment of the portfolio, market presence expanded across both existing and new geographies, and gains were distributed meaningfully across the power brands rather than carried by any single one. Growth of this kind was harder to build - it demands consistency across many moving parts simultaneously - but it is considerably more durable once achieved, because no single setback in any one brand or region can derail it.

This performance came alongside a deliberate trade-off on near-term profitability. Continued investments behind Parker, Heatek and Pynk in their early years, layered on top of sustained brand spend behind Cozi, moderated Vertical A's near-term profitability - a posture entirely consistent with the Group's broader FY 2025-26 approach of prioritising brand equity, distribution depth and category presence over near-term margin optimisation. We expect profitability to improve steadily as these newer brands scale and begin to benefit from the operating leverage that Cozi has enjoyed for years.

Lux Cozi delivered approximately ₹700 Cr in gross sales during the year, a result that validates nearly two decades of consistent brand investment and confirms its position as the first-choice brand in the mid-premium segment. Its recognition as 'Brand of the Year 2025' reflected a sustained consumer preference built over years. The premium and semi -premium segments continued to anchor the company's financial foundation, contributing over 70% of total revenue and providing stability for growth initiatives. Following a strategic launch, the new economy brand 'Lux Parker' achieved a historic milestone by surpassing ₹250 Cr in revenue within its inaugural year, validating a dual-engine strategy aimed at maximizing shareholder value across high-margin and high-volume markets, Parker, in the process, opened up headroom in a segment that previously served largely by unorganised players. Lux Cozi Heatek in premium thermals and Pynk in women's wear closed the year as credible, scaling propositions within categories that remained under-penetrated by organised, branded players.

FY 2025-26 stood out as a landmark year for Vertical A – one where performance accelerated through a soft industry. The business delivered a 23 to 25% CAGR over the last eight quarters, against an industry growing at 7 to 8% over the same period.

This fiscal year marked more than just continued growth for Vertical A; it signalled the commencement of a strategic new chapter. As the Company transitions toward independently managed business units, Vertical A is establishing a robust governance structure, sharper accountability, and accelerated decision-making - a mandate the entire leadership team is prepared to champion. Ultimately, the proposed demerger is designed to optimize capital allocation, fast-track category expansion, and unlock long-term shareholder value through greater operational agility than would be achievable within a larger, undivided corporate structure.

Building brands with intent

Vertical A remained focused on building enduring brand franchises rather than pursuing short-term volume gains. Approximately ₹200 Cr was invested in brand development over the last two years, with this expenditure treated as a strategic investment in brand equity and consumer trust rather than a cost evaluated solely against near-term margins. The portfolio strategy was anchored in a set of power brands operating across the economy, mid-premium, and premium segments, reducing a dependence on any single brand while widening the Company's addressable consumer base.

The ecosystem was strengthened during the year through two differentiated partnerships: Sunny Deol as the face of Lux Parker and Hrithik Roshan as the face of ONN. These endorsements reinforced the distinct positioning of each brand, with Lux Parker appealing to value-conscious consumers and ONN targeting a more aspirational audience, without creating any overlap in brand identity. Internationally, Vertical A expanded its presence into 24 additional countries during the year, creating an early platform for global scale and the diversification of revenue opportunities.

Looking ahead with confidence

Lux Cozi Group (Vertical 'A' of the Company), one of India's leading innerwear and apparel manufacturers, marked a historic milestone on 11 July 2026 by laying the foundation stone for its new state-of-the-art manufacturing facility in Dankuni, West Bengal. With a planned investment of approximately ₹600 Cr, this project represents the largest manufacturing investment in the company's history and is set to establish one of Asia's largest garment manufacturing hubs.

The company will expand its existing 8 Lakh sq. ft. Dankuni facility by another 12 Lakh sq. ft., creating a massive 20 Lakh sq. ft. manufacturing campus that will boost Vertical A's total nationwide capacity to approximately 44 crore pieces annually. Once fully operational, this highly automated facility will set new benchmarks in production scale and efficiency, enabling the company to seamlessly meet rising domestic and global demand. Beyond manufacturing excellence, the project underscores our long-term commitment to strengthening India's textile ecosystem.

The groundwork here has been deliberately and patiently laid: the brand platforms are built, the manufacturing capacity is being shaped to serve them with flexibility, and the consumer's trust has been earned rather than borrowed.

The objective ahead is to build brands that come to define their categories, to deepen the loyalty already earned, and to create stakeholder value that compounds rather than merely accumulates. Every marker from this year suggests that growth from this point forward will be robust, sustainable and profitable in equal measure.

Saket Todi
Executive Director

From left to right: *Mr. Narendra Panjwani - Production Head Exports, Mr. Ritesh Poddar -Senior Manager- Advertisement Digital, Mr. Vikash Agarwal- General Manager Production, Ms. Hema Sharan- VP-Export Sales, Mr. Saket Todi- Executive Director, Mr. Saurabh Kumar Bhudolia- Corporate Advisor Vertical A and Executive Director of Lux and Cozi Limited, Mr. Sanjay Kumar Mittal- VP-Sales Domestic, Mr. Pravesh Agarwal- Regional Sales Western India, Mr. Anand Poddar- VP Advertisement*

STRATEGY

LUX. BUILDING AN OPERATING SYSTEM FOR ENDURING LEADERSHIP

Saurabh Bhudolia
Corporate Advisor - Vertical A

A stronger foundation for the future

Uniquely positioned to accelerate sustainable growth and unlock new frontiers of profitability by embedding AI and intelligent automation across our enterprise. This technological evolution lies at the heart of our ongoing professionalisation agenda, transforming legacy processes into agile, data-driven workflows that elevate execution speed and reduce human error. Crucially, as we scale these advanced systems, we are simultaneously modernising our internal controls. By integrating automated compliance checks and predictive risk management directly into our digital architecture, we ensure our rapid expansion remains secure, compliant, and highly resilient.

Performance

Despite external market challenges, Vertical A excelled in FY 2025-26, driving a 23% increase in revenue and 28% volume growth. We accelerated our modern trade and e-commerce strategies to anchor future expansion. By intentionally investing in brand equity over immediate margins, we are positioning our portfolio to deliver enduring competitive advantages and long-term value.

Financial performance: Working capital in focus

This is the area where I would particularly like to draw your attention.

Our disciplined new credit framework significantly strengthened our working capital position this year. By prioritizing secondary sales and tightening credit mechanisms across our distribution network, we released capital previously locked in the trade channel, improving cash conversion without compromising volume growth. Consequently, our liquidity position has bolstered substantially.

We concluded FY 2025-26 with gross cash and cash equivalents including liquid investments of ₹97 Cr, providing a resilient buffer to fund organic growth, mitigate input-cost volatility, and execute strategic capital expenditures without relying on external debt.

Looking ahead

This year, we strengthened our operational foundation and accelerated our digital transformation to drive measurable business efficiency. We reinforced our internal control system to ensure strict compliance, protect assets, and minimize operational risk across the organization.

To optimize our supply chain and lower transaction costs, we deployed an integrated Warehouse Management System (WMS) and in the process of launching Distribution Management System (DMS), significantly improving inventory accuracy and delivery speed. On the commercial side, our new Retailer App simplifies the loyalty process for business partners, while our upgraded Customer Relationship Management (CRM) system allows sales teams to track client needs and boost retention. These integrated technologies directly lower our cost to serve while positioning the company for profitable growth.

The new Dankuni facility marks a transformative chapter in our manufacturing trajectory. Engineered with future-ready infrastructure and advanced automation, this facility significantly scales up our production capabilities.

The expansion positions the Vertical A to optimize operational efficiencies, accelerate response times to shifting consumer demands, and consolidate our market leadership in the innerwear and apparel sectors. This landmark project reflects our long-term commitment to constructing a globally competitive, innovation-led, and sustainable manufacturing ecosystem. We project a five-year payback period on this capital commitment. The project is financed via a balanced architecture of internal accruals and external borrowings.

Following the Board's in-principle approval to demerge the Vertical A business into Lux and Cozi Limited, this strategic restructuring will drive our operational focus and maximize long-term stakeholder value.

Driven by a strengthened Balance Sheet, expanding premium brand portfolio, and disciplined execution, Vertical A is positioned to command sustainable growth and deliver enduring value.

Regards,

Saurabh Bhudolia
Corporate Advisor - Vertical A

pynk Fashion for her

Best Brand for Women 2025 award for Pynk from The Times Group.

Achievements

Won the Brand of the Year 2025 award for Lux Cozi from BARC & ERTC Media.

Received the Best Brand for Women 2025 award for Pynk from The Times Group.

Featured Mr. Saket Todi, Executive Director, among India's Top 155 U35 Leaders 2025 by Avendus Hurun India


LUX
NITRO

LUX.

QUALITY BUILDS TRUST.

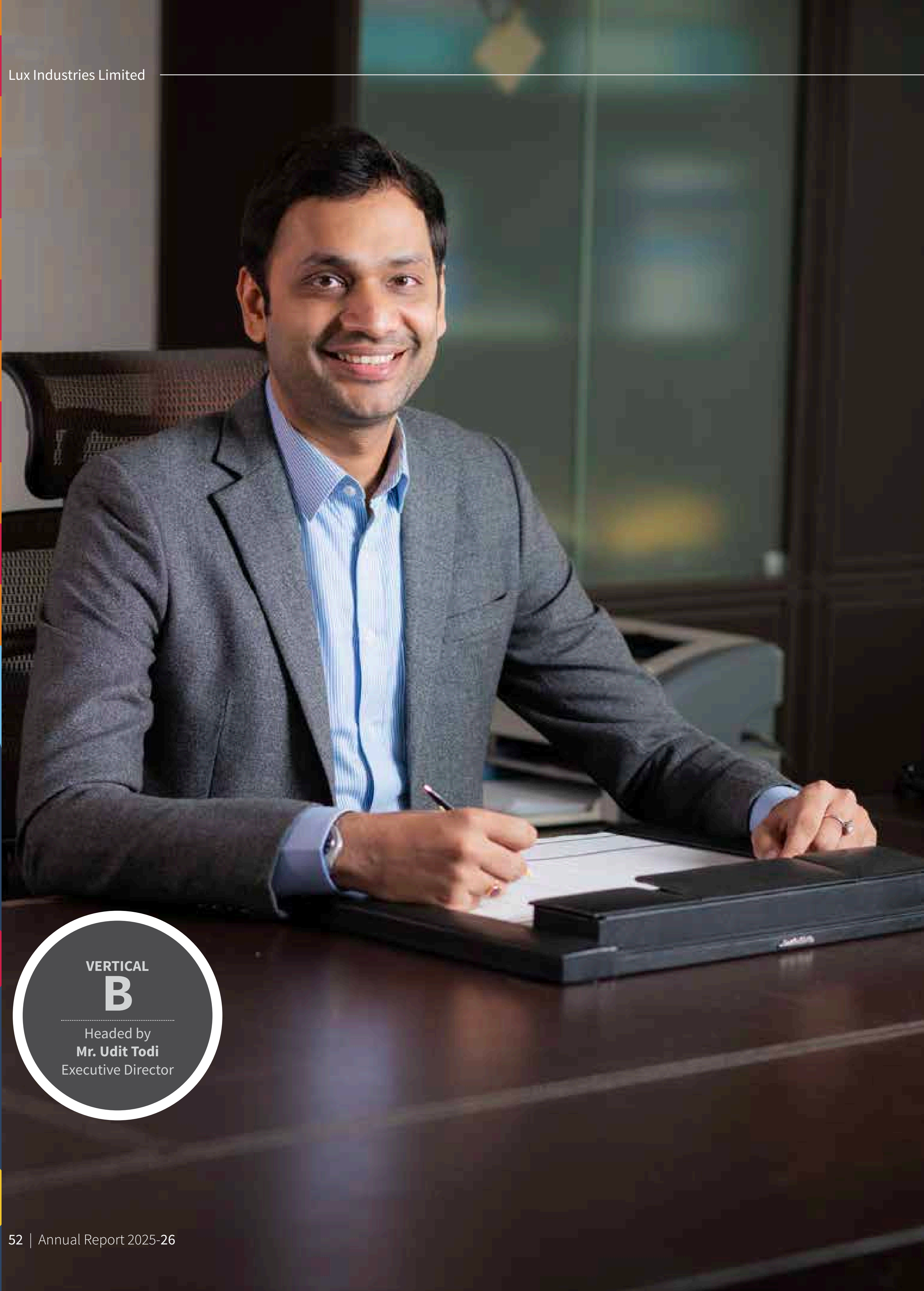
TRUST BUILDS LOYALTY.

LUX. WOVEN INTO EVERY DAY.

EVERY BRAND. FOCUSED.

EVERY PRODUCT. DEPENDABLE.

EVERY MARKET. GROWING.



VERTICAL
B
Headed by
Mr. Udit Todi
Executive Director

A BRAND FOR EVERY REASON. *AND EVERY SEASON.*

In Indore, a father folds a fresh Lux Venus vest before placing it in his cupboard.

"Another one?"

"You always buy two."

"One to wear."

"And one?"

"For later."

Some habits never need explaining.

A little later in Pune, two friends stand before a mirror.

"The black leggings?"

"No."

"The denim?"

"No."

She smiles, pulling on her favourite Lyra jeggings.

"Now we're ready."

By afternoon, dark clouds gather over Kochi.

"It's going to pour."

"I know."

He reaches for his Lux Venus rain jacket.

"What about the umbrella?"

"I'll take that too."

Some preparations are worth making.

In Bengaluru, a young professional packs for his first work trip.

"Only three days."

"I know."

"Then why two T-shirts?"

He laughs.

"One for the meetings."

"And one?"

"The rest of the trip."

Far away in Shimla, winter arrives before anyone expects it.

"Cold already?"

"Give it till evening."

She slips into a Lux Inferno thermal.

Across the room, her daughter pulls on another pair of warm socks.

"You packed those too?"

"The first thing."

Back home, the day winds down.

"Long day?"

"The longest."

She changes into her favourite Lux Venus Her camisole.

"No plans tonight?"

She smiles.

"I'm exactly where I want to be."

VERTICAL B

OUR DIVERSIFIED PRODUCT PORTFOLIO

LUX VENUS INNERWEAR

Lux Venus

Launched in 1993 as a vest for all ages and made from 100% cotton fabric. The brand Lux Venus is known for its important product attributes; softness and inner comfort. The Brand manufactures the entire range of innerwear product for men. The product is marketed as affordable, superior in quality, fine in fit, soft and comfortable, durable and well designed. It is India's largest everyday wear vest brand as it is truly loved by masses. It economically priced and truly value for money. And in the spirit of public liking it has been aptly echoed, by our brand Ambassador Bollywood Superstar Salman Khan, as 'Sabko Maangta Hai.

Men's innerwear

Vests | T-Shirts | Briefs | Boxers | Pyjamas | Shorts

Recent launches

Rainwear Collection | Lux Venus Her (Women's Lingerie)

Lyra WOMEN'S WEAR

Lyra

Launched in 2012 as a leggings brand, Lyra has evolved into a comprehensive women's apparel brand, with a portfolio spanning leggings for women and kids, loungers, palazzos, track pants, denims, T-shirts and an expanding lingerie range. The brand pioneered organised, branded women's leggings in the mid-to-premium segment, differentiated by style, comfort and fit. Today, Lyra is the only Lux brand offering both women's outerwear and innerwear. Positioned in the mid-premium segment and endorsed by Janhvi Kapoor, Lyra has built a distinctive brand identity around "Time to Style" and "Leggings Woh Jo Lyra Ho". Its memorable advertising proposition, "Har Leggings Lyra Nahi Hoti", has further strengthened brand recall and reinforced Lyra's association with quality, style and superior fit in the leggings category.

Women's innerwear

Brassieres | Panties | Camisoles | Shapewear | Lingerie

Women's outerwear

Leggings | Jeggings | Kurti pants | Palazzos | T-shirts | Night Suits | Denims | Track pants

Kids' wear

Leggings | Panties

Lux Nitro

Launched in 2019 as a casual product line and relaunched in 2025 as a mid-premium men's innerwear brand, Lux Nitro recorded revenue of ~₹175 Cr in its first year post-relaunch. With a focus on quality, technology and contemporary style, Nitro brings a fresh, youthful appeal to the innerwear category. Its portfolio spans briefs, vests and drawers, and has expanded into T-shirts, track pants, shorts, hoodies and jackets. Endorsed by Bollywood star Kartik Aaryan, the brand's tagline, 'Yeh Andar Ki Baat Hai,' reflects confidence, comfort and self-expression.

Men's innerwear

Vests | Briefs | Trunks

Men's Outerwear

T-Shirts | Track Pants | Shorts | Hoodies | Jackets | Socks

Kids' wear

Vests | T-Shirts | Underwear

Lux Inferno

Introduced in 2007, Lux Inferno quickly established itself as a leading thermal wear brand, catering to fashion-conscious consumers seeking lightweight winter wear. Its brushed fabric retains body heat, offering warmth without bulk, while anti-bacterial properties provide odour resistance. Known for comfort, style, quality and affordability, the brand is positioned in the mid-price segment and endorsed by Bollywood actor Kartik Aaryan. Its tagline, 'Lux Inferno Andar to Sardi Chumantar', captures its promise of warmth. The portfolio has expanded with Lux Inferno Premium and Lux Inferno Hotcots, strengthening its presence across winter wear.

Thermal wear

Vests | Lowers | Tops | Bottoms

Lux Venus Rainwear

In a move to strengthen its year-round relevance, Lux Venus diversified into seasonal essentials with the launch of Lux Venus Rainwear, marked by the tagline ‘Bheegna Mana Hai!’ This extension not only broadens the brand’s product offering but also taps into new market segments, enhancing Lux’s seasonal portfolio and customer base, and reinforcing its positioning as an all-season brand. Lux Venus Rainwear successfully addressed a seasonal gap in the company’s portfolio, helping stabilize revenue during monsoon and ensuring stronger year-round financial performance.

Rainwear

Raincoats | Ponchos | Jackets

Lux Venus Her

Further strengthening its presence in the women’s category, Lux introduced Lux Venus Her, a lingerie line positioned in the economy segment. This launch comes amid growing opportunities in women’s innerwear, driven by increasing female workforce participation, and greater brand awareness. Lux Venus Her is designed to offer comfort, affordability, and style to the value-conscious modern woman.

Women’s lingerie

Brassieres | Panties | Camisoles

Lux Nitro Socks

Lux Nitro Socks represents a significant leap in product innovation for Lux Industries, marking the launch of a fully automated, no-stitch socks line. Developed using cutting-edge knitting technology machines, this new line eliminates manual intervention, ensuring superior precision, comfort, and durability. The integration of automation enhances manufacturing efficiency. Lux Nitro Socks underscores the company’s commitment to innovation, quality, and customer satisfaction, while aligning with global standards in textile manufacturing.

Men’s socks

Ankle socks | Crew socks | Sports socks | Casual socks

VERTICAL B

OUR BUSINESS AT A GLANCE

Manufacturing facilities

Jagadishpur - Hosiery Park (West Bengal) | Tronica City, Ghaziabad (Uttar Pradesh) | Rahon Road, Ludhiana (Punjab) | Avinashi (Tamil Nadu)

Trusted brands that endure: Strong consumer trust across established and emerging brands.

Winning across categories: Diversified presence across innerwear, women's wear, thermal wear, rainwear, lingerie and accessories.

Built for an independent future: Focused structure, disciplined capital allocation and sharper decision-making support agile growth.

Premiumization driving value: Innovation and aspirational positioning strengthen the product mix.

Innovation expanding markets: New categories create additional growth opportunities.

Digital capabilities: Retailer apps, demand-led planning and omni-channel reach improve execution.

Scorecard, FY 2025-26

16
%, volume growth

1,236
₹ Cr., revenue from Operations (8.5% YoY growth)

92
₹ Cr., EBITDA

75
₹ Cr., Profit Before Tax

102
₹ Cr., advertisement spend

300
KW solar installation at Avinashi facility.

175
₹ Cr., Lux Nitro post re-launch revenue in the first year

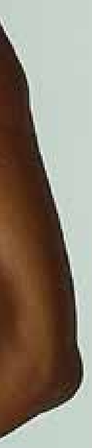
167
Working capital (days)

KEY BUSINESS HIGHLIGHTS

VERTICAL B's STRATEGIC PARTNERSHIP WITH REEBOK

Overview

In FY 2025-26, Vertical B of the Company entered into an exclusive brand licensing partnership with Reebok, a globally recognised sports and lifestyle brand, marking a significant milestone in the Company's ongoing premiumization journey and its expansion into the branded innerwear segment.



Partnership at a glance

Territory
India

Product portfolio
Men's and Women's innerwear and thermal wear

Nature of arrangement
Exclusive brand licensing partnership

Strategic fit
Premium and branded innerwear segment

Reebok | LUX
LUX INDUSTRIES LIMITED

Unlocking strategic value

Premiumization: Build on the Company's ongoing premiumization strategy and strengthen its brand positioning through an association with a globally recognised sports and lifestyle brand.

Global strength: Bring together Reebok's strong global consumer recognition with Vertical B's decades of manufacturing expertise, distribution strength and established presence in India's innerwear market.

Omni-channel: Provide the Reebok portfolio with access to the Company's extensive network across general trade, modern trade, e-commerce and other retail channels, enabling efficient market reach.

Diversification and growth: Add a distinct premium branded innerwear and thermal wear offering, broadening the portfolio and reducing reliance on any single category or brand-led growth engine.

Expand access: Enable the Company to address consumers seeking premium, branded innerwear, expanding its addressable market while complementing its existing brand architecture.

Outlook

We believe the Reebok partnership strengthens its ability to participate in India's growing premium and branded innerwear opportunity. By combining a globally recognised brand with Vertical B's manufacturing capabilities, distribution scale and established retail reach, the partnership is expected to create a differentiated platform for growth, support the Company's premiumization strategy and further strengthen its diversified brand portfolio.

VERTICAL B

"As Vertical B prepares for an independent future, we are building a business that combines strong legacy brands with digital capabilities, premiumization and sharper execution. The proposed demerger gives us the focus to accelerate this journey."

Udit Todi
Executive Director

A business ready for its next chapter

Vertical B delivered revenue of ₹1,236 Cr in FY 2025-26, up 8.5% over ₹1,139 Cr in FY 2024-25 – Lux Nitro alone touched revenue of nearly ₹175 Cr in its very first year of launch, an early signal of just how much headroom this portfolio approach still has.

Vertical B's portfolio spans two different kinds of strength, and its power lies in holding both at once. Lux Venus and Lyra carry decades of consumer trust in innerwear and outerwear, the kind of equity that cannot be built quickly at any price. Lux Inferno leads the thermal wear category outright, with strong seasonal demand and real headroom for premiumization still ahead of it. Lux Nitro is the newest of the three, a growth engine built strategically for a younger and more aspirational consumer, developed in a way that adds to the portfolio without disturbing the equity the older brands have spent years establishing. Together, this range gives Vertical B the flexibility to grow across very different consumer moments simultaneously, rather than depending on any single one of them. It is this deliberate architecture – legacy trust anchoring one end of the portfolio, calculated experimentation driving the other – that gives Vertical B a resilience most single-brand businesses do not have.

This year marked something more than another year of growth for Vertical B - it marked the beginning of a new chapter. The Company is moving toward independently managed business verticals, and Vertical B is being prepared, in this process, for sharper accountability, faster decision-making and greater strategic focus. The proposed demerger is designed to enable more efficient capital allocation, faster category expansion and greater agility than would be possible within a larger, undivided structure.

None of this came without genuine tests through the year. Thermal wear, by its nature, is seasonal and weather-dependent, and an uneven winter across markets tested our production and inventory planning in ways a milder year would not have. Rainwear depends heavily on monsoon timing and intensity, which is inherently difficult to predict with precision. Discretionary spending, too, remained cautious for large parts of the year, particularly in semi-premium categories. Despite these headwinds, Vertical B delivered strong, broad-based growth across categories that are inherently harder to plan for than core innerwear. Overall sales quantity across the vertical grew 16.3% during the year, with volume growth of 15% for Lux Inferno and 48% for Rainwear alone. This outperformance was the result of disciplined demand sensing, tighter coordination between manufacturing and retail, and continued investment in brands and platforms responsive enough to adjust as conditions changed through the year.

Winning where consumers are changing

Digitalisation at Vertical B is no longer simply an enabler sitting alongside the business; it has become fully embedded into how the business operates. Lux Connect and Lyra Connect have given us considerably deeper retail visibility, sharper demand forecasting, and stronger retailer engagement than we have had before, and together they mark a genuine shift from a supply-driven model to one that is properly demand-led.

Alongside this, our omni-channel strategy is gaining real momentum. Modern trade, e-commerce and quick commerce are each expanding our reach without disrupting the traditional distribution network that remains the backbone of this business. These channels complement rather than compete with one another - connecting us with younger, digitally native consumers while simultaneously strengthening brand visibility on a national scale.

Operational resilience extended to sustainability as well. During the year we commissioned a 300 KW solar installation at our Avinashi facility, now catering to approximately 60% of that facility's energy requirements – a step that lowers our exposure to energy cost volatility while advancing our environmental commitments.

Building brands with purpose

The outperformance this year rested on three things working together: sharper demand sensing in categories that are inherently weather-dependent, such as thermal wear and rainwear; continued premiumization within our legacy brands; and patient, well-sequenced investment behind newer brands like Lux Nitro. What made this combination powerful was that these were different playbooks being run simultaneously rather than sequentially - each calibrated to what its category and its consumer specifically needed, rather than a single approach applied uniformly across the portfolio.

Our premiumization strategy is systematic rather than opportunistic. We are moving core categories, thermal wear in particular, up the value chain by addressing needs that have long gone underserved - better insulation without bulk, wider size ranges, and design suited to everyday wear rather than occasional use. The goal throughout is to grow value ahead of volume in categories where the underlying market itself is not growing as quickly, rather than simply chasing volume for its own sake. Lux Inferno delivered 15% volume growth during the year, reinforcing its leadership of the thermal segment, and we have extended the brand further through Lux Inferno Premium and Lux Inferno Hotcots into higher-value categories. Both extensions are aimed squarely at consumers who already trust Inferno, but have, until now, traded up to unbranded or international alternatives when seeking something more premium. The objective here: grow value per user, rather than relying on category growth alone to carry the business forward. This premiumization impulse is not confined to Inferno; it reflects a strategic, vertical-wide shift in mix toward premium and mid-premium price points, which we view as a structural repositioning of the business rather than a single-category initiative.

A significant subsequent development has further accelerated this premiumization strategy. Vertical B has entered into an exclusive licensing agreement to design, manufacture and sell men's and women's innerwear and thermal wear under the brand REEBOK in India. This strategic partnership represents a significant step forward in Vertical B's premiumization journey, strengthening its presence in the premium and branded innerwear segment while leveraging REEBOK's strong consumer recognition and global sports cum lifestyle credentials. The partnership will also enable Vertical B to access new and aspirational consumer segments, broaden its brand portfolio and further enhance its positioning in the premium innerwear market.

This goes beyond our in-house brand extensions such as Inferno Premium and Hotcots - it marks our first direct participation in the premium, athleisure-adjacent segment through a globally recognised name. It reflects a conviction we hold with real confidence: that Indian consumers are willing to pay for demonstrable quality and credibility, and that Vertical B's manufacturing scale combined with its distribution depth makes it a natural partner for global brands entering the Indian market. It is the kind of endorsement money cannot manufacture on its own – a global brand choosing Vertical B not merely as a manufacturer, but as a partner it trusts with its name in the Indian market.

Elsewhere in the portfolio, Lux Nitro expanded into the socks category during the year; the encouraging response to Lux Nitro and Lux Venus Rainwear reaffirmed our belief in disciplined brand incubation as a genuine capability rather than a matter of chance. Rainwear, in particular, was one of the fastest-growing categories in the portfolio during the year. Across all of this, we view innovation not simply as a stream of product launches but as an organizational capability in its own right - the combination of consumer insight, faster product development, cross-functional collaboration and patient investment, sustained consistently rather than switched on for a single launch cycle.

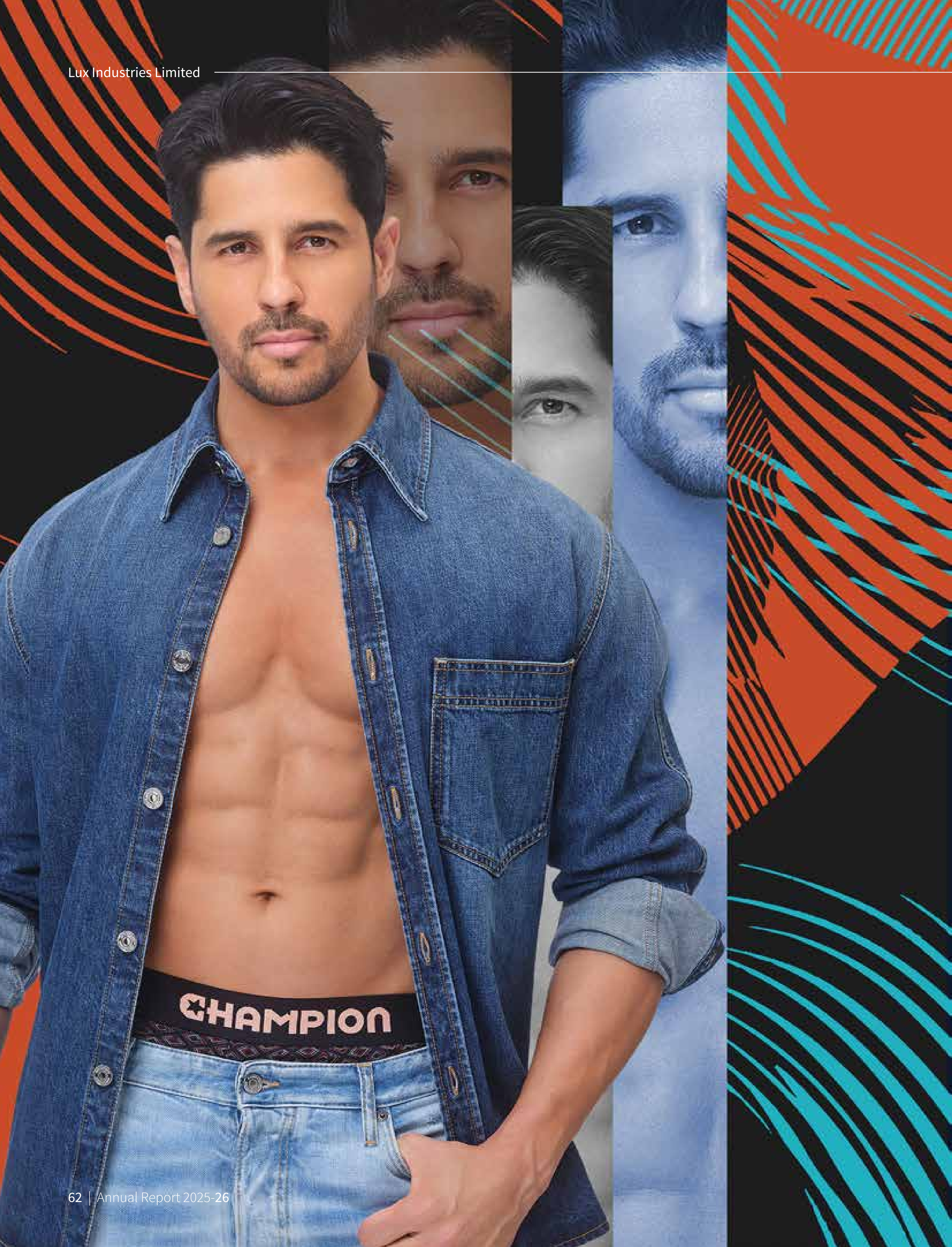
Mr. Udit Todi, Executive Director, was recognised as one of India's Top 155 U35 Leaders 2025 by Avendus Hurun India.

Looking beyond today's opportunities

The opportunity in front of Vertical B is larger and broader than at any previous point in its history. We are positioned not merely to participate in the shift toward branded, premium, lifestyle-oriented apparel, but to help define it - on the strength of a genuinely diversified portfolio that combines legacy trust with emerging relevance, an expanding digital ecosystem, and a growing omni-channel presence. Our international footprint, spanning more than 46 countries, with export turnover growing by more than 4% over the twelve months of FY 2025-26, offers a meaningful runway for growth as global sourcing continues to shift toward India.

The proposed demerger will enable a more focused organization, with dedicated leadership, sharper accountability and faster execution than has been possible to date. Our confidence in this strategy rests on foundations that have been built patiently over years: trusted brands, strong channel relationships, disciplined execution, and a culture that embraces innovation rather than merely tolerating it. The next phase for Vertical B is defined less by scale for its own sake and more by agility, consumer-centricity and digital enablement - the qualities that will determine which businesses in this category lead the next decade, and we intend for Vertical B to be counted among them.

Udit Todi
Executive Director


CHAMPION

LUX.

COMFORT WINS CONSUMERS.

CONSISTENCY WINS LOYALTY.

LUX. PART OF EVERY WARDROBE.

EVERY BRAND. SHARP.

EVERY PRODUCT. NEEDED.

EVERY MARKET. RISING.

VERTICAL
C

Headed by
Mr. Navin Kumar Todi and
Mr. Rahul Kumar Todi
Executive Director

DIFFERENT PLACES. DIFFERENT PEOPLE. *THE SAME CHOICE.*

In Kanpur, two brothers stop outside a neighbourhood store.

"You're buying another one?"

"You've been borrowing mine for three weeks."

His elder brother picks up a Lux Classic vest.

"I'll get my own."

"You've been saying that for three weeks."

In Pune, two friends pack up after an evening workout.

"The gym's over."

"I know."

"The coffee isn't."

She rolls up her GenX INSSTADRY track pants.

"So I don't have to go home and change."

In Patna, a mother stands beside her daughter at a local garment shop.

"I told you not to spend so much."

"I did not."

She places a pack of Lux Karishma on the counter.

"The same ones again?"

"They're comfortable."

Her mother nods.

"That's reason enough."

In Ahmedabad, two roommates get ready to leave.

"Which one?"

"The racerback."

"The white?"

"No... the black."

Without looking, her roommate hands over the Lux Amore camisole.

"You always know where everything is."

In Hyderabad, two colleagues wait for the lift after work.

"You've changed."

He laughs.

"I changed my shirt."

His friend points at the Lux Champion T-shirt.

"I wasn't talking about the shirt."

VERTICAL C

OUR DISTINCTIVE PORTFOLIO

GenX

Introduced in 2001, GenX was established as a men's innerwear brand catering to consumers across urban and semi-urban India. In 2022, the brand expanded into the mid-premium athleisure segment with the launch of INSSTADRY, offering a versatile range of apparel designed for both active lifestyles and everyday wear. Endorsed by Surya Kumar Yadav and Urvashi Rautela, GenX combines comfort, functionality and contemporary styling to strengthen its appeal among younger consumers.

Men's innerwear & athleisure

Vests | Boxers | T-Shirts | Shorts | Track Pants | Winterwear | Briefs & Trunks

Lux Amore

Positioned as a contemporary women's innerwear brand, Lux Amore combines stylish designs with everyday comfort to meet the evolving preferences of modern consumers. Guided by the proposition 'Live More with Amore', the brand offers thoughtfully designed products that balance fashion, fit and functionality. With a steadily expanding portfolio and presence across more than 50,000 retail outlets in over 300 cities, Lux Amore continues to strengthen its footprint in India's organized women's innerwear market.

Women's innerwear

Panties | Boylegs | Slips | Camisoles | Racerbacks | Shorts

Lux Champion

Lux Champion represents the next generation of premium innerwear, built around the philosophy of becoming a 'second skin'. Combining feather-light comfort, superior fit and advanced fabric technology, the brand delivers everyday essentials designed for consumers who value performance, innovation and effortless style. Extending beyond innerwear into casual wear, Lux Champion reflects the evolving preferences of a younger generation seeking apparel that seamlessly adapts to modern lifestyles. Endorsed by Sidharth Malhotra, the brand embodies confidence, contemporary design and timeless comfort, strengthening Lux Industries' presence in the rapidly growing performance-wear segment.

Men's innerwear & casual wear

Premium Vests | Briefs | Trunks | Boxers | T-Shirts | Casual Wear

Lux Classic

Introduced in 1995, Lux Classic offers a dependable range of value-driven men's innerwear designed around comfort, durability and affordability. Manufactured using 100% cotton fabrics, the brand has built a loyal consumer base by delivering consistent quality and practical everyday essentials. Despite limited marketing investments, Lux Classic has sustained strong performance within the value segment through trusted product quality and consumer loyalty.

Men's innerwear

Vests | Briefs | Drawers

Lux Karishma

Launched in 1993, Lux Karishma is an economy women's innerwear brand offering comfortable, affordable essentials for everyday wear. Combining soft fabrics with contemporary designs and vibrant colours, the brand caters to value-conscious consumers seeking quality, comfort and style at accessible price points.

Women's innerwear

Panties | Slips | Shorts | Bloomers

VERTICAL 6

OUR BUSINESS AT A GLANCE

Manufacturing facilities

Vengamedu, Tiruppur (Tamil Nadu)

Portfolio for every consumer: Diverse brands across value, premium, men's, women's and athleisure segments.

Trusted brands with growth potential: Strong legacy brands complemented by aspirational and performance-led offerings.

Responsible growth: Renewable energy, quality manufacturing and operational efficiency support sustainable growth.

Innovation driving premiumization: Advanced fabrics, technology and contemporary design elevate product appeal.

Agile manufacturing: Flexible, specialised capabilities support multiple brands and categories at scale.

Technology-powered execution: Data, AI and digital platforms enable smarter, faster decision-making.

Scorecard, FY 2025-26

328
₹ Cr., Revenue from Operations (1.2% YoY growth)

17.8
₹ Cr., Profit Before Tax (21.6% YoY growth)

21.7
₹ Cr., EBITDA (18.7% YoY growth)

12.47
₹ Cr., advertisement spend

106
Inventory days

188
Debtor days

49
Creditor days

244
Working capital days

VERTICAL C

“Vertical C is entering a transformative phase of growth, driven by innovation, premiumization and strategic brand building.”

Navin Kumar Todi
Executive Director

Rahul Kumar Todi
Executive Director

Strengthening a trusted franchise

Vertical C’s strength lies in the breadth of a portfolio that spans nearly the full innerwear spectrum by price, gender and aspiration.

Lux Classic, in the market since 1995, remains the value anchor of the portfolio - a 100% cotton basics range that has built a loyal following on comfort and durability alone, growing consistently even with minimal advertising spend behind it.

Lux Karishma, present since 1993, holds the value segment in women’s innerwear through modern design, soft fabrics and accessible pricing.

Lux Champion occupies the aspirational, premium end of the men’s business, spanning fine vests, drop needle vests, derby vests, trunks, boxers, casual wear and an expanding thermal wear portfolio.

GenX, launched in 2001, has steadily evolved into a youthful mid-premium innerwear and athleisure brand, offering contemporary styles designed for today’s active consumers across innerwear and casual apparel.

Lux Amore serves as the dedicated women’s range, present today across more than 50,000 stores in over 300 cities.

Together, this portfolio is built to serve almost every consumer Vertical C could plausibly reach, without requiring any single brand to stretch beyond its own core identity to do so. Across the portfolio, we have continued to invest in products that combine superior quality, comfort and value for a customer base that is, year on year, becoming more discerning. Brand visibility has been strengthened through an integrated mix of television, print and digital media, building identities that feel contemporary and aspirational while retaining the generational trust each of these brands has earned over decades.

This repositioning carried real risk in both directions, and it would be understating the achievement to pretend otherwise. Moving too fast risked eroding the trust that consumers have placed in these brands for years; moving too slowly risked ceding ground to digitally native competitors unencumbered by any legacy positioning to protect. Winterwear and thermal categories added a further layer of complexity, given their dependence on weather patterns that vary sharply across the colder markets we serve. Navigating this required deliberate, brand-by-brand calibration - expanding the aspirational appeal of Champion and GenX without in any way disturbing the value proposition that keeps Classic and Karishma trusted household names. The result speaks for itself: Vertical C did not simply hold its position through the year, it strengthened it, deepening presence across both its traditional base and its newer aspirational segments simultaneously - validating that a five-brand, multi-segment strategy can grow without one brand cannibalising another’s consumer.

Powered by technology, driven by insights

Data analytics and artificial intelligence now provide considerably deeper visibility into retail performance across our distribution network than we have had before. For a portfolio spanning as many categories and price points as Vertical C’s, intuition alone can no longer run a business at this scale; technology has replaced guesswork with evidence. Our retailer engagement platform enables real-time tracking of product movement, sharper demand forecasting, more precise inventory planning, pricing optimisation and faster decision-making across the network.

This translates directly into fewer stock-outs on our fastest-moving products, less capital locked up in slow-moving inventory, and faster, evidence-led calls on where to double down and where to pull back. It supports, in a very practical sense, the transition to a more agile, demand-driven and supply-chain-efficient business - one that can respond to changing consumer preferences considerably faster than a business still operating on instinct alone.

Innovation that elevates the brand

Lux Champion has undergone a considered repositioning this year, anchored by two decisions taken together. Sidharth Malhotra was onboarded as brand ambassador, a significant milestone in strengthening the brand's positioning and its presence in the market, alongside a new brand proposition, 'Banao Apni Pehchaan,' built around confidence, individuality and self-expression. Together, these mark a genuine move up the value ladder, shifting how consumers perceive Champion - from a reliable, functional choice to a brand actively aspired to.

This repositioning is backed by real product substance. The Lux Champion Stretch Collection brings premium vests, briefs and trunks crafted in superior Modal fabric, delivering enhanced softness, stretch, breathability and all-day comfort. This range answers a consumer who now expects performance-level comfort even from everyday innerwear - a bar mass-market brands simply did not compete on before.

Building on this premium journey, we have also expanded our presence in the winterwear category with Lux Champion Heaton Thermals, offering a comprehensive range of premium thermals designed to deliver superior warmth, lightweight comfort and exceptional fit. With changing consumer expectations and growing demand for branded winter essentials, the expanded thermal portfolio enables us to strengthen our presence across colder markets while reinforcing Lux Champion as a year-round premium innerwear and apparel brand. Looking ahead, Lux Champion Heaton Thermal Platinum will further elevate this category with advanced insulation technologies and premium fabric innovations, catering to consumers seeking enhanced comfort without added bulk.

GenX continues to strengthen its position as a contemporary innerwear and athleisure brand for young consumers. With a growing portfolio of stylish innerwear and casual wear, supported by brand ambassadors Surya Kumar Yadav and Urvashi Rautela, GenX reinforces a youthful, energetic and active lifestyle proposition. Positioned distinctly from Champion's premium aspirational identity, GenX broadens Vertical C's reach by catering to consumers seeking modern, trend-driven products across both innerwear and casual apparel.

Building operational strength

None of this brand ambition would be sustainable without the operational strength behind it. Dedicated manufacturing facilities, specialised teams and modern production technologies together enable us to deliver consistently high-quality products while continuing to improve productivity and efficiency across our operations. Continued diversification across categories has further reduced our dependence on any single category for growth.

This operational strength is precisely what allows Vertical C to run mass-market scale and premiumization side by side without compromising either. It is what gives the business the resilience to absorb the complexity of managing a five-brand portfolio, while still funding the innovation and brand investment that future growth will depend on.

Growing responsibly

A rooftop solar installation at our Tiruppur manufacturing facility now supports lower carbon emissions and improved energy efficiency, while also reducing our long-term exposure to energy cost volatility - a benefit that compounds in both environmental and financial terms over time. Our quality commitment spans fabric processing, product engineering, precision cutting, stitching and finishing across every brand in the portfolio, without exception. This quality is, in the end, what has to justify the price whenever we ask consumers to pay more for premium extensions like the Stretch Collection or our premium thermal range. It underwrites the entire premiumization strategy, and it is what strengthens consumer trust across every price point Vertical C serves, from Classic's most accessible offering to Champion's most premium.

The road ahead

New product series are planned under Lux Champion and Lux Amore, deepening our presence across men's and women's innerwear categories alike. We also see significant opportunities to further strengthen our thermal wear portfolio under Lux Champion, enabling us to capture growing demand in colder regions while reinforcing our position as a comprehensive innerwear and winterwear brand.

On the manufacturing side, we are evaluating a new facility in Ludhiana while simultaneously expanding production capacity at our Kolkata operations, ensuring that our manufacturing ambition keeps pace with our brand ambition rather than trailing behind it.

Vertical C stands today on a foundation built on trust, innovation, technology, premiumization and responsible business practice - a foundation that positions it to accelerate into its next phase with genuine confidence, not merely incremental growth. We remain committed to strengthening our market position and to creating sustainable value for our customers, our partners, our employees and our shareholders in the years ahead.

Navin Kumar Todi
and Rahul Kumar Todi
Executive Directors

BUSINESS DRIVER

OUR MANUFACTURING ENGINE

Overview

Great brands are not built on marketing alone - they are built on the factory floor, stitch by stitch, plant by plant. Manufacturing is where Lux turns yarn into trust: it is the difference between a promise and a product that actually delivers on it, at scale, every single day.

Lux's manufacturing capability is not just infrastructure - it is a competitive weapon. Nine strategically located plants, powered by some of the world's most advanced textile machinery, give the Company a grip on quality, cost, and speed that few Indian apparel players can match. And because Lux controls the process end-to-end - from raw yarn to a retailer's shelf - every efficiency gained on the shop floor becomes a value delivered to the consumer.

What sets us apart

INTEGRATION

End-to-end control across knitting, cutting and finishing ensures consistent quality, faster execution and complete oversight from fabric to finished garment.

SCALE

High-volume manufacturing strengthens procurement efficiency, improves cost competitiveness and creates meaningful economies of scale.

AGILITY

In-house production capabilities enable quicker turnaround, tighter process control and greater protection of proprietary product designs.

DIGITALISATION

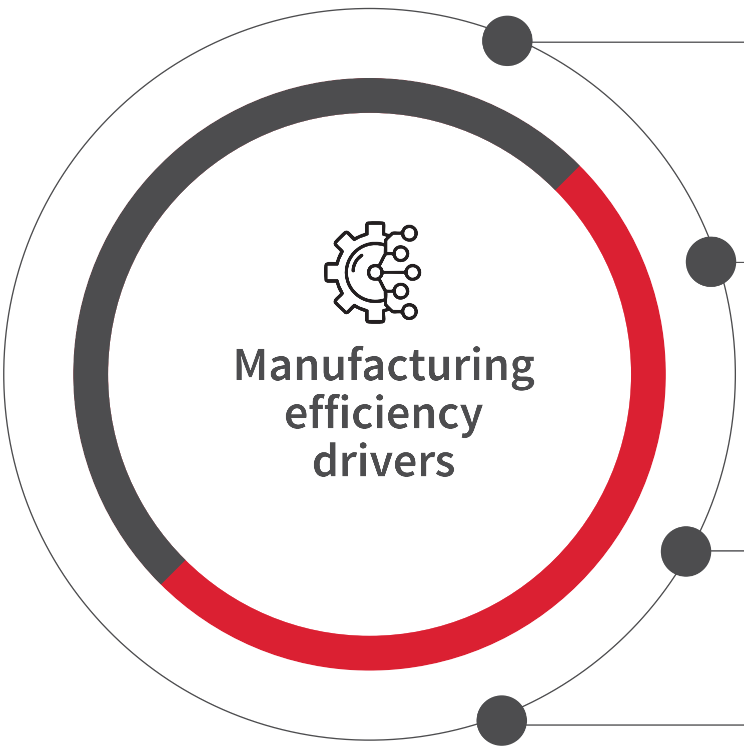
Integrated ERP and SAP platforms connect procurement, inventory and production, delivering real-time visibility, smarter planning and lower waste.

PRECISION

Advanced manufacturing technologies ensure consistent quality and operational excellence across more than 44 crore garments produced annually.

VERSATILITY

Flexible manufacturing across innerwear, outerwear, thermals, apparel, rainwear and athleisure supports multiple brands, price points and consumer segments from a single integrated platform.



Automation
- Automated cutting machines
- Faster throughput
- Higher precision

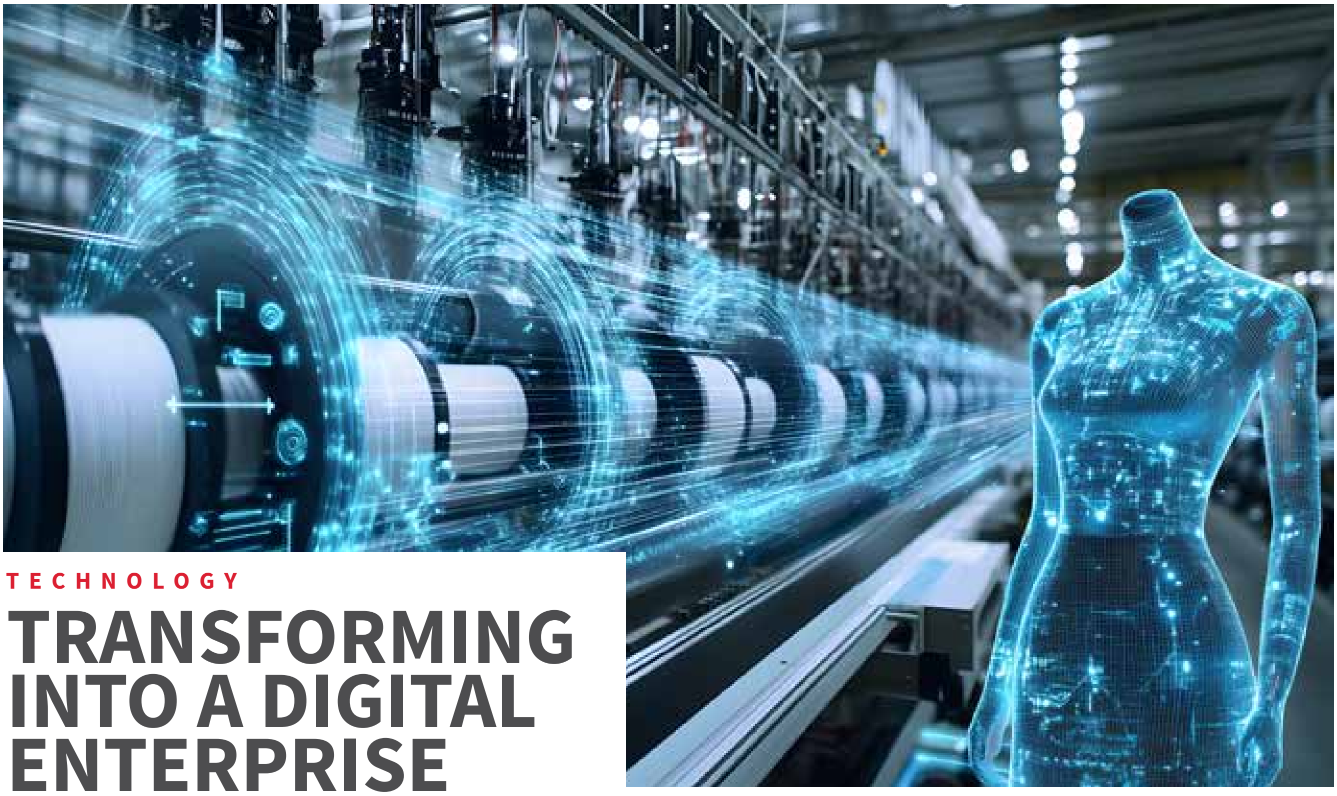
Waste reduction
- Lower material losses
- Better fabric utilisation

Quality improvement
- Improved consistency
- Lower rework

Outcome
- 10–20% input-output efficiency improvement* (*Varies by product category)

Outlook

Lux is building manufacturing capacity ahead of demand. The ₹600 Cr expansion of our Dankuni facility will create one of Asia's largest garment manufacturing campuses, taking the total manufacturing footprint to 20 Lakh sq. ft. and increasing annual production capacity to approximately 44 crore garments. Supported by advanced automation, modern warehousing and digital manufacturing systems, the expansion will strengthen operational agility, improve production efficiency and equip the Company to meet rising domestic and global demand while creating significant employment and long-term value.



TECHNOLOGY

TRANSFORMING INTO A DIGITAL ENTERPRISE

Overview

Technology is no longer a support function. It is a growth catalyst.

As Lux continues its evolution into an omni-channel innerwear and outerwear brand, technology has become the thread connecting every stage of the value chain - from manufacturing and finance to distributors, retailers and consumers.

What began as a journey to build robust digital foundations has now evolved into creating a connected, intelligent enterprise where systems, data and automation work seamlessly together. This work today runs through three specialised teams: core ERP solutioning, which keeps the ERP backbone running and reduces manual entries through robotics; apps and dashboard development, which builds the Company's analytics infrastructure and in-house applications; and hardware and infrastructure support, which scales IT systems alongside the Company's growth.

Our technology priorities

INTEGRATION
Creating one connected enterprise by integrating platforms, people and processes into a unified digital ecosystem that simplifies operations and delivers seamless business performance.

EFFICIENCY
Turning efficiency into competitive advantage by leveraging automation, intelligent workflows and AI-powered engagement to accelerate decision-making and strengthen customer experience.

EXPERIENCE
Elevating stakeholder experience by deploying next-generation technologies that make interactions faster, smarter and more meaningful across our retail and distribution network.

ELEVATING
Building for scale by creating a secure, cloud-first technology infrastructure capable of supporting future expansion and increasing transaction volumes.

INNOVATION
Driving a culture of innovation by encouraging experimentation, continuous learning and digital curiosity.

AGILITY
Embedding agility by building flexible technology platforms that enable the organization to respond quickly to changing market dynamics.

INTELLIGENCE
Transforming data into insight by harnessing advanced analytics to deliver real-time visibility and improve resource allocation. evidence-based business decisions.

Key digital initiatives

- Enhanced SAP, automation, payment integration and master data systems to create an efficient and resilient digital core.
- Built a modern Data Lake and real-time Tableau dashboards, enabling faster, more actionable and data-driven decision-making.
- Digitised product traceability, retailer engagement, sales operations and asset tracking to strengthen visibility across the distribution ecosystem.
- Consolidated fragmented infrastructure onto a unified AWS cloud platform, creating a more scalable, integrated and future-ready technology foundation.
- Advanced in-house AI across business intelligence, retailer engagement, marketing and analytics while building enterprise-wide AI capabilities.
- Reinforced cybersecurity, data protection and digital governance to safeguard enterprise information and support evolving regulatory requirements.

Outlook

Scale AI-led engagement: Expand AI-powered voice solutions, enterprise chatbots and advanced analytics to enable faster decisions, smarter engagement and greater operational agility across the retail ecosystem.

Deepen enterprise intelligence: Strengthen the use of enterprise data and AI to drive real-time insights, improve decision-making and extend intelligent capabilities across business operations and customer engagement.

Transform supply chain and warehousing: Implement an integrated Warehouse Management System (WMS), powered by Lux Kutumb, Lux SupplyBeam and Lux Disha alongside QR code-based tracking, to digitise inward and outward logistics.

Enable end-to-end traceability: Track every box from raw material procurement through production, warehousing and distribution to the retail point, while extending AI-driven approaches into forecasting, inventory optimisation, workflow automation and customer experience.

Strengthen the digital ecosystem: Continue enhancing cybersecurity, expanding cloud capabilities and improving regulatory readiness to build a connected, intelligent and resilient digital ecosystem that creates long-term value across the value chain.

7.82

₹ Cr, technology spend in FY 26

From automated warehouse scanning to AI-enabled ad tracking, Lux's technology investments this year moved from infrastructure to impact — sharpening demand forecasting, speeding up inventory replenishment, and deepening retailer engagement.

EXPORTS

TAKING LUX GLOBAL

Overview

Great brands are not proven by home advantage alone — they are proven by whether they travel: whether the same fit, the same fabric and the same finish hold up in a market that owes the Lux name nothing. Exports are where Lux turns familiarity into trust earned from scratch: the difference between a brand that sells at home and one that is chosen abroad, market after market.

More than an overseas sales channel, exports are the Company's second growth engine, diversifying its revenue base while strengthening the global presence of the Lux brand. Today, with a footprint across 46+ countries and Government-recognised Star Export House status, Lux continues to build enduring international credibility.

The Lux export advantage

REACH

A footprint across 46+ countries, with genuine depth, not just presence, in the GCC, Africa and tropical markets.

RECOGNITION

Star Export House status, conferred by the Government of India for long-standing export credentials.

RELATIONSHIPS

Long-standing ties with overseas distributors, built over years of on-time, on-spec delivery.

RANGE

A portfolio spanning innerwear, outerwear, athleisure and related categories, broad enough to answer varied consumer preferences across every market it serves.

RELIABILITY

Dependable fulfilment maintained even through a volatile trading year, without compromise on quality.

ADAPTABILITY

The ability to customise products to regional tastes while holding the line on Lux's own quality standards.

Decades of credibility do not show up on a certificate. They show up in every reorder a distributor places without needing to ask twice.

As global sourcing shifts towards dependable manufacturing partners, Lux's integrated manufacturing platform positions it to participate in the next phase of export growth.

Market expansion

- 25 new countries added in five years
- 46+ countries served in FY 2025-26

Distributor relationships

- Long-standing overseas partnerships
- On-time, on-spec delivery track record

Manufacturing depth

- Nine integrated facilities
- 44+ Cr garments produced annually

Outcome

- 8% of FY 2025-26 revenue from exports
- Ambition: 60 countries by 2030

Outlook

Lux is building its export business ahead of the curve. As global sourcing continues to shift towards reliable manufacturing partners, the Company intends to deepen its presence across existing export markets while selectively expanding into high-potential geographies, working toward its ambition of 60 countries by 2030. Continued investment in manufacturing capability, product innovation and distributor partnerships will remain central to building a larger, more profitable international business.

ESG

GENERATING A SUSTAINABLE OUTCOME

Overview

The cost of getting ESG wrong is no longer measured only through compliance.

It is measured in reputational damage, operational disruption, financial loss and declining stakeholder confidence. As expectations from businesses continue to evolve, responsible growth has become as important as profitable growth.

At Lux, ESG is not a parallel agenda. It is embedded in the way the Company manufactures, governs and engages with its stakeholders. Responsible resource management, strong governance and meaningful stakeholder engagement continue to strengthen operational resilience while supporting long-term value creation. During FY 2025-26, this commitment deepened through a more robust governance framework that elevated sustainability to the Board level and reinforced accountability across the organization.

Responsible growth, at Lux, is measured by the value it creates for business, society and the environment alike.

ESG scorecard

~10
%, power met through renewable energy

2
Lakh litre, water saved everyday through state-of-the-art processing technology

2,000+
Trees planted in 35-40 acres of land

95
%, fabric cuttings recycled

315.12
Rs Lakh, CSR expenditure

12
Board Members

50
%, Independent Directors on our Board

25
%., Women Directors on our Board

Environmental commitment

Overview

Every resource conserved today strengthens the resilience of tomorrow. Lux continued advancing its environmental agenda through greater renewable energy adoption, circular manufacturing practices and responsible sourcing. The Company's focus remained on improving operational efficiency while reducing environmental impact across its manufacturing ecosystem.

Environmental goals

- Increase renewable energy adoption.
- Strengthen circular manufacturing practices.
- Improve resource efficiency.
- Reinforce responsible sourcing.
- Build long-term environmental resilience.

Key initiatives

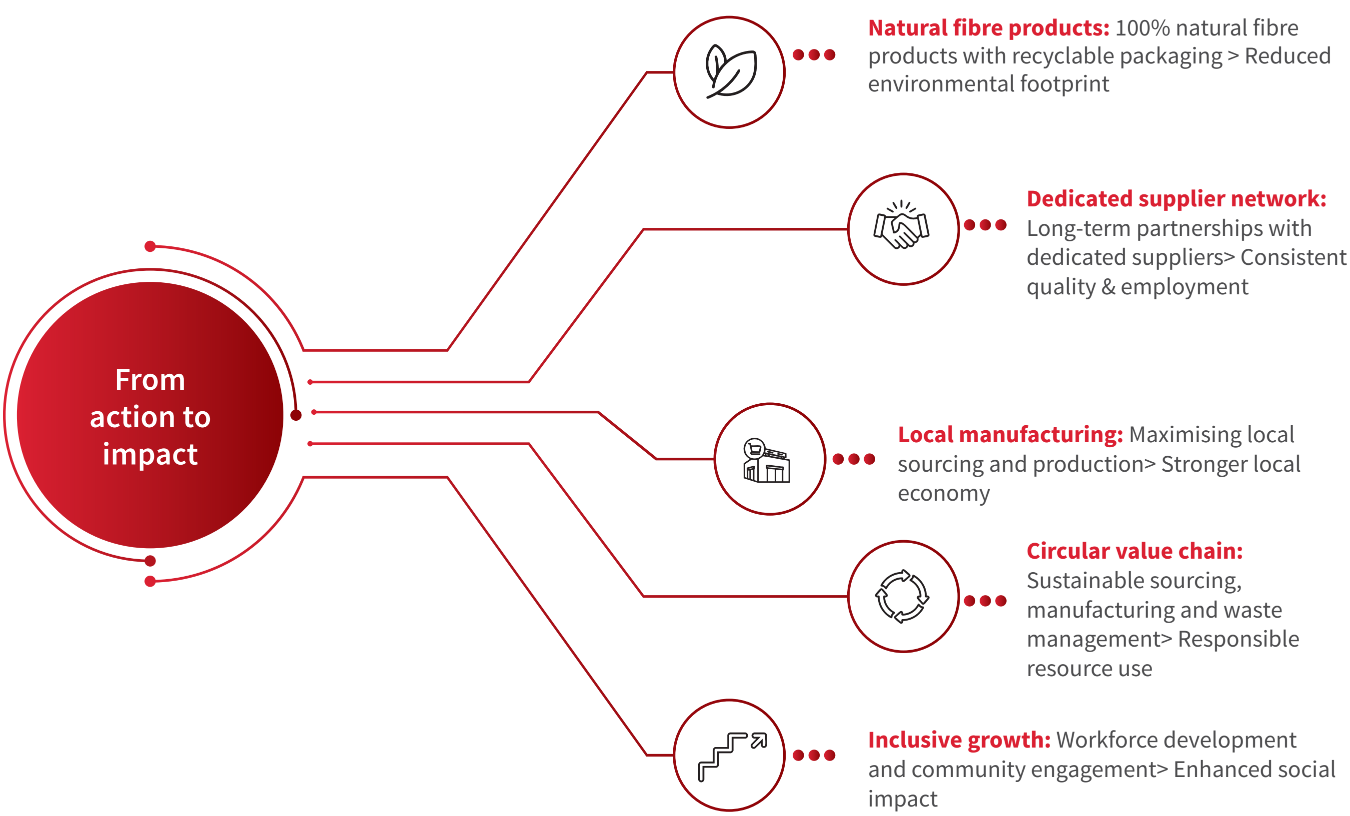
Renewable energy: The Company met approximately 10% of its total power requirements through renewable energy during FY 2025-26. It strengthened its renewable energy mix through 700 kW and 1 MW solar installations at the Tamil Nadu and Dankuni facilities.

Circular manufacturing: The Company resold or recycled approximately 95% of leftover fabric cuttings, with the material ultimately being recycled into new products. This significantly reduced landfill waste and strengthened circular manufacturing practices across operations.

Water & energy efficiency: The Company upgraded processing technologies to conserve approximately 2 Lakh litres of water per day. It further enhanced energy efficiency through LED lighting and capacitor installations across its manufacturing facilities.

Afforestation: The Company planted 2,000+ trees across 35–40 acres of land. It continued strengthening its commitment to environmental conservation through afforestation initiatives.

Responsible sourcing: The Company reinforced sustainable procurement through long-standing supplier partnerships. It promoted local sourcing, natural fibre-based products and recyclable packaging to support responsible manufacturing and local economic development.



Social commitment

Our social impact

A resilient organization begins with empowered people.

During the year under review, Lux continued strengthening its workplace culture by investing in employee capability, health and safety. Guided by continuous improvement and global best practices, the Company focused on creating a safe, inclusive and high-performance work environment where people could grow while contributing to operational excellence.

Social commitment

- Foster employee well-being.
- Strengthen workplace safety.
- Build organizational capability.
- Promote a culture of continuous improvement.

Key initiatives

- Enhanced workplace safety standards through improved safety protocols, emergency preparedness and regular safety drills aligned with global best practices.
- Strengthened employee capability through structured training programmes covering workplace safety, health regulations, technical skills and regulatory compliance.
- Expanded employee health and wellness initiatives through annual health check-ups, on-call medical support, emergency ambulance services, Mediclaim and ESI coverage, and partnerships providing access to discounted diagnostic services.
- Upgraded workplace infrastructure through ergonomic improvements, enhanced personal protective equipment, improved air circulation and strengthened hygiene standards to create a safer and healthier work environment.

Community development

Communities do not grow because businesses operate there. They grow because businesses choose to participate.

Giving back has always been integral to Lux's philosophy. Through its CSR Trust, the Lux Foundation, the Company partners with NGOs, registered trusts and Section 8 companies to create meaningful and lasting social impact across the communities it serves.

Key initiatives

Education: The Company expanded access to quality education for underserved communities through school infrastructure and educational initiatives. It supported a free residential school for over 1,000 underprivileged girls in Joka, West Bengal, and established the Saraswati Sishu Mandir School in Murshidabad.

Community welfare: The Company enhanced livelihoods and well-being through safe drinking water, free medicines and community infrastructure. It benefited over 1 Lakh people through its social welfare initiatives.

Healthcare: The Company improved healthcare accessibility by supporting medical infrastructure at institutions including Tata Medical Center, Shree Vishudanand Hospital & Research Institute and Pushpawati Singhania Hospital & Research Institute. It strengthened access to quality healthcare for underserved communities.

Sports promotion: The Company continued supporting Olympic equestrian Anush Agarwalla and contributed to the promotion of chess through the Dhanuka Dhunseri Foundation.

Animal welfare: The Company supported cowsheds and animal welfare organisations. It contributed to the welfare of 500+ cows.

Heritage & culture: The Company contributed to the preservation and promotion of India's cultural heritage. It continued supporting initiatives that celebrate and protect the country's rich cultural legacy.

Environment: The Company advanced environmental sustainability through cleaner public spaces and waste management initiatives under the Swachh Bharat Abhiyan. It also supported the upkeep of community facilities, including burning ghats and burial grounds.

Pilgrim support: The Company provided food, drinking water and free accommodation for pilgrims. It continued operating the Bangur Avenue Sansad Bhavan in Kolkata as a community service initiative.

Collaborative Impact: The Company implemented its CSR programmes across West Bengal, Delhi, Tamil Nadu and Rajasthan. It partnered with NGOs, registered trusts and Section 8 companies to maximise community impact.

Governance commitment

Overview

Good governance is measured not by policies alone, but by clear ownership and stronger accountability.

During FY 2025-26, Lux strengthened its governance framework by elevating sustainability to the Board level. The CSR and ESG Committee has assumed responsibility for overseeing the Company's ESG vision, strategy, implementation, compliance and disclosures, while the Risk Management Committee continued monitoring ESG-related risks. Supported by the Managing Director, Whole-time Director, executive leadership and functional teams, this governance architecture reinforced accountability and embedded sustainability into everyday decision-making.

Governance commitment

- Strengthened Board oversight by expanding the CSR Committee's mandate to include sustainability.
- Entrusted the Risk Management Committee with continued oversight of ESG-related risks.
- Reinforced governance through robust internal controls, regular audits, transparent reporting and a compliance-driven operating framework.
- Promoted ethical business practices founded on integrity, fairness and transparency across operations.
- Maintained a prudent and balanced approach to financial reporting and strategic decision-making.

OUR BOARD OF DIRECTORS

Mr. Ashok Kumar Todi
Chairman

MR. ASHOK KUMAR TODI, a Commerce graduate from a distinguished industrial family, began his career at a young age and brings over four decades of experience in the hosiery sector. His expertise lies in marketing and business strategy, and he has played a pivotal role in expanding the Company's operations by building strong networks of distributors, retailers, and consumers. In 2023, he was honoured with the prestigious 'Bharat Samman Award' at the House of Lords, UK Parliament. He remains actively engaged with several philanthropic organisations across India.

Mr. Pradip Kumar Todi
Managing Director

MR. PRADIP KUMAR TODI, is a Commerce graduate with over 40 years of expertise in the hosiery industry and has been an integral part of the Company since 1983, overseeing product development and production. His skills in developing new patterns, yarn combinations, and knitting technologies have driven innovation and cost optimisation, transforming Lux into a globally recognised brand. He was featured in BW Businessworld's "India's Most Valuable CEOs of the Year 2023".

Mr. Navin Kumar Todi
Executive Director

MR. NAVIN KUMAR TODI, a Commerce graduate with over 22 years of experience in the hosiery and innerwear industry, has been instrumental in strengthening the Company's presence through its extensive product portfolio. Over two decades with the Company, he has gained expertise in marketing, brand management, product development, and operations, and now oversees the Company's Tiruppur manufacturing unit, providing strategic and operational oversight..

Mr. Rahul Kumar Todi
Executive Director

MR. RAHUL KUMAR TODI, holds a Bachelor's degree in Business Management from GRD College, Coimbatore, and brings over two decades of experience in finance, production, and operations. He currently heads Vertical C, comprising brands such as GENX, Lux Classic, Lux Karishma, Lux Champion, and Lux Amore.

Mr. Saket Todi

Executive Director

MR. SAKET TODI holds a PGDM in Brand Management and Marketing from MICA and has been associated with the Company since 2014, playing a pivotal role in shaping its marketing strategy and driving brand growth. He has strengthened the premium brand ONN and positioned Pynk as one of the fastest-growing women's wear brands, and now leads Vertical A, housing brands such as Lux Cozi, ONN, Lux Parker, Pynk, and Lux Cozi Heatek. His focus on quality and consumer-centric marketing has fostered a loyal customer base while expanding the Company's footprint across retail and export markets, adding over 300 large format stores and entering Japan, the Philippines, and Algeria. He conceptualised the complete brand architecture for Lux Cozi. He was named among India's Top 155 U35 Leaders by Avendus Hurun India 2025, and in 2026 was honoured with the "Star of the East" Award by Hurun India.

Mr. Udit Todi

Executive Director

MR. UDIT TODI, holds an MSc in Finance from The London School of Economics and Political Science (LSE) and an Economics (Honours) degree from St. Stephen's College, Delhi, and has been associated with the Company since 2014. He played a central role in creating and launching the iconic women's wear brand Lyra, which skyrocketed to market dominance within five years, and has since expanded the Company's portfolio into broader innerwear and athleisure. He was recognised among India's Top 155 U35 Leaders by Avendus Hurun India 2025. He now leads Vertical B, comprising brands including Lux Nitro, Lux Venus, Lyra, Lux Inferno, Lux Venus Rainwear, and Lux Venus Her, with a focus on brand equity, market expansion, and product innovation.

Mr. Kumud Chandra Paricha Patnaik

Independent Director

MR. KCP PATNAIK is a retired Senior Indian Revenue Service Officer with over 33 years of distinguished service, having served as Director General of Income Tax Investigation. A Gold Medalist with a Master's degree in English Literature from Berhampur University, he has also studied Law and holds expertise in direct tax litigation, international taxation, company law, the Prevention of Money Laundering Act, and the Insolvency and Bankruptcy Code. He currently practices as an Advocate and Corporate Advisor at Singhania & Co. LLP, serves as Non-Executive and Independent Director on the Board of Abans Group, and as Chairperson of the Audit Committee of Abans Financial Services Limited. He is also a speaker and writer, with poetry published in English and Odia.

Mr. Sadhu Ram Bansal

Independent Director

MR. SADHU RAM BANSAL is a distinguished banking and finance professional and accomplished administrator with over 34 years of extensive experience in banking across diverse leadership roles. He has served as Chairman & Managing Director of Corporation Bank and Executive Director of Punjab National Bank, and held the position of Field General Manager and other posts at Bank of Baroda, as well as Chief General Manager (on deputation) of India Infrastructure Finance Company Ltd. Mr. Bansal is a result-oriented professional with expertise in credit and project appraisal across all segments. He is also a regular speaker at seminars and conferences organised by Industry Chambers like FICCI and CII, Management Institutes like IIM-A, and international conferences in Singapore and Dubai. He is associated with the Board of 4 (Four) listed Companies as Independent Director as on 31st March 2026.

Mrs. Shashi Sharma
Independent Director

MRS. SHASHI SHARMA, 66 years, is a Chartered Accountant and Commerce graduate from Shri Ram College of Commerce, Delhi University. She is a Certified Treasury Manager and an alumna of the London Business School, with extensive leadership experience including serving as Managing Director of Tourism Finance Corporation of India Limited and as Chief Treasury & Investment Officer and Executive Director at IFCI Limited. She brings expertise in resource mobilisation from debt markets and strategic liaison with banks, regulatory bodies, and multilateral organisations, and has also served as a Director at Stock Holding Corporation of India Limited and as a member of SEBI's Corporate Bond Securitization Advisory Committee. She presently serves as an Independent Director on the Boards of Magadh Sugar & Energy Limited and Sona Biscuits Limited.

Mrs. Rusha Mitra
Independent Director

MRS. RUSHA MITRA is a legal professional with over 10 years of experience. She holds a degree in law from the West Bengal National University of Juridical Sciences, Kolkata, and specialises in corporate restructuring, mergers and acquisitions, demergers, and reorganisations. Her legal acumen is complemented by her experience in commercial and civil litigation, making her a formidable force in the legal arena. She currently serves as a Partner at Khaitan & Co., one of the most renowned law firms of India. Mrs. Mitra's strategic insights and leadership have been instrumental in driving complex legal matters to successful outcomes, solidifying her reputation as a leading figure in the industry.

Mr. Rajnish Rikhy
Independent Director

MR. RAJNISH RIKHY is a law graduate with an MBA from the Faculty of Management Studies, Delhi University, and a Management Development Diploma from IIM Ahmedabad. With over 34 years of experience across sales, marketing, strategy, human resources, operations, and P&L management, he has held senior leadership roles in prominent media organisations, including Chief Revenue Officer at TV Today Network (India Today Group), Director–Response at BCCL (The Times Group), and Group CEO & Business Director at Kantipur Media Group, Nepal. He currently serves as an Independent Director on the Boards of Linc Limited and Laser Power & Infra Limited.

Mrs. Ratnabali Kakkar
Independent Director

MRS. RATNABALI KAKKAR holds a Bachelor's degree (Hons) in English Literature from the University of Calcutta and a Master's in Business Administration (Finance & Marketing) from IIM Calcutta. With over 44 years of experience in banking, financial services, and wealth management, she brings expertise in revenue growth, strategy, governance, risk, and client relationship management. She has held senior leadership roles with private banks in London, including Head of International Premium Banking for Guaranty Trust Bank U.K., and founded Magellan Wealth Management, a boutique multi-family office serving ultra-high-net-worth families across South Asia, Africa, and Western Europe. She presently serves as an Independent Director on the Boards of Century Plyboards (India) Ltd., Vikram Solar Ltd., and Laser Power & Infra Limited.

Corporate Information

Board of Directors

Mr. Ashok Kumar Todi
Chairman & Whole-time Director

Mr. Pradip Kumar Todi
Managing Director

Mr. Navin Kumar Todi
Executive Director

Mr. Rahul Kumar Todi
Executive Director

Mr. Saket Todi
Executive Director

Mr. Udit Todi
Executive Director

Mr. Kumud Chandra Paricha Patnaik
Independent Director

Mr. Sadhu Ram Bansal
Independent Director

Mrs. Shashi Sharma
Independent Director

Mrs. Rusha Mitra
Independent Director

Mr. Rajnish Rikhy
Independent Director

Mrs. Ratnabali Kakkar
Independent Director

Chief Financial Officer

Mr. Ajay Nagar

Company Secretary and Compliance Officer

Mrs. Smita Mishra

Registrar to an Issue and Share Transfer Agent

KFin Technologies Limited
(Previously known as KFin Technologies Private Limited)
Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda, Serilingampally
Hyderabad – 500032
E-mail: einward.ris@kfintech.com

Statutory Auditor

S K Agrawal and Co Chartered Accountants LLP
Suite Nos. 606-608, The Chambers, Opp. Gitanjali Stadium,
1865, Rajdanga Main Road, Kasba, Kolkata – 700107

Bankers

Indian Bank
(Erstwhile Allahabad Bank)
Large Corporate Branch, Kolkata

State Bank of India
Overseas Branch, Strand Road, Kolkata

HDFC Bank
Stephen House Branch, Kolkata

Yes Bank
Stephen House Branch, Kolkata

Central Bank of India
Corporate Finance Branch, Kolkata

ICICI Bank
R. N. Mukherjee Road, Kolkata

IndusInd Bank
J B House Branch, Kolkata

Registered Office

Lux Industries Limited
39, Kali Krishna Tagore Street, Kolkata - 700007
Phone: +91 33-22598155
Email: investors@luxinnerwear.com
Website: www.luxinnerwear.com

Corporate Office

Srijan Tech Park, 10th Floor, DN-52,
Sector-V, Salt Lake City,
Kolkata – 700091
Phone: +91 033 4951 5151

Head Office

Adventz Infinity @5, 17th Floor,
BN-5, Sector-V, Bidhannagar,
Kolkata – 700091
Phone: +91 33-40402121

Directors' Report

Dear Shareholders,

Your Directors have the pleasure in presenting their 31st Annual Report of Lux Industries Limited ('the Company') together with the Audited Standalone and Consolidated Financial Statements for the Financial Year ("FY" or "year under review" or "the year") ended March 31, 2026.

1. Financial Highlights

(₹ in Crores)

Particulars	Standalone		Consolidated	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Revenue from Operations	2937.11	2578.50	2928.74	2583.06
Other Income	24.65	29.79	32.08	29.84
Total Revenue	2961.76	2608.29	2960.82	2612.90
Profit Before Tax	132.89	222.23	137.51	220.66
Tax Expenses (Including Deferred Tax)	31.44	56.14	31.44	56.12
Profit After Tax	101.45	166.09	106.07	164.54

2. Operating & Financial Performance

The Company demonstrated resilience and sustained business momentum during FY 2025-26, achieving its highest-ever standalone revenue from operations of ₹2,937.11 Crores as compared to ₹2,578.50 Crores in the previous year, the Company continues to strengthen its position in the hosiery sector registering a growth of ~14%. This growth has been driven by improved market penetration, expansion of the product portfolio, continued investment in brands, and increased consumer acceptance across multiple segments. The EBITDA stood at ₹198.35 Crores in FY 2025-26. Working capital days have elongated from 181 in FY 2024-25 to 197 during FY 2025-26 with efforts underway to reduce this cycle.

The operating environment during the year continued to remain challenging owing to global macroeconomic uncertainties, inflationary pressures, volatility in raw material prices, and evolving consumer preferences. Despite these headwinds, the Company maintained its market position and continued to strengthen its presence across key product categories and geographies.

Profit before tax stood at ₹132.89 Crores as against ₹222.23 Crores in the previous year, while profit after tax for the year amounted to ₹101.45 Crores compared to ₹166.09 Crores in FY 2024-25. The profitability during the year was impacted by increased input costs, higher employee and finance costs, investments towards new brands and market expansion initiatives, and certain exceptional items recognized during the year. These investments in new brands and market expansion initiatives represent a foundation for long-term value creation, positioning the Company for sustainable growth in the years ahead.

The Company continued to strengthen its presence across major e-commerce platforms, enhancing accessibility, consumer engagement, and brand visibility. Lux Cozi continued to consolidate its market leadership through strong consumer acceptance and extensive distribution reach. Lux Venus further strengthened its position across its product categories, while Lux Venus Rainwear continued to gain encouraging traction, extending the brand's presence across men's, women's, and kids' segments.

Lux Nitro marked a significant milestone in the Company's portfolio strategy with its successful entry into the mid-premium men's innerwear segment. Driven by superior fabrics, contemporary styling, and functional innovation, the brand witnessed an exceptional market response and achieved revenues of approximately ₹175 Crores in its very first year of operations. Supported by brand ambassador Kartik Aaryan, whose youthful and dynamic persona strongly resonates with the target audience, Lux Nitro has rapidly established itself as a promising growth engine within the Company's portfolio and has created a strong platform for future expansion in the premium innerwear category.

LYRA, the Company's flagship women's wear brand, continued to strengthen its leadership position by expanding into newer product categories aligned with the evolving preferences of modern consumers. While broadening its product portfolio, the brand remained firmly rooted in its core values of style, comfort, and superior fit, which have consistently resonated with consumers. Through a balanced approach of innovation and consistency, LYRA further enhanced customer loyalty and reinforced its position as a trusted and aspirational women's apparel brand.

PYNK, the Company's contemporary women's wear brand, continued to gain traction among modern consumers by offering fashionable and comfortable products. Supported by actress Shraddha Kapoor as the brand ambassador, the brand successfully connected with younger consumers and strengthened its market visibility. Within a year of its launch "PYNK" has been honoured with the "Best Brand for Women 2025" award by the Times Group.

Lux Parker for the economy segment, expanded the Company's presence across affordable innerwear and outerwear categories for men, women, and children. With its positioning centered around affordability and accessibility, the brand has laid the foundation for wider consumer reach in value-driven markets.

Lux Champion for the mid-premium segment, endorsed by Sidharth Malhotra, is committed to offering optimally priced garments without compromising on quality. This steadfast commitment has enabled the brand to build a strong reputation among consumers seeking comfort, value, and dependable quality.

The Company continued to benefit from its long-standing distributor relationships and extensive distribution network, ensuring efficient market penetration and strong supply chain support. Continued investments in marketing, digital engagement, and brand building further strengthened consumer connect across diverse demographic segments.

During the year, the Company remained committed to operational excellence and process improvements across its manufacturing facilities. Capital investments in property, plant and equipment and capacity enhancement initiatives supported the Company's long-term growth objectives. In line with its sustainability agenda, the Company has installed 1.7MW solar power in its various facilities. These initiatives reflect the Company's commitment towards energy efficiency, sustainable manufacturing, and reduction of environmental impact.

All manufacturing facilities operated efficiently during the year, with continued emphasis on quality, safety, and operational discipline. The Company maintained stringent safety protocols and continuously enhanced its operational practices across all manufacturing locations.

During the year under review, there has been no change in the nature of business of the Company. Further, there was no change in the nature of business carried on by its subsidiary during the year.

3. Performance of Subsidiary Company: Artimas Fashions Private Limited

During the year under review, Artimas Fashions Private Limited, Subsidiary of the Company has reported ₹3.53 Crores as Revenue from operations. The Total Income for the current financial year was ₹10.96 Crores as compared to ₹15.37 Crores in the previous financial year. Profit before tax stood at ₹4.62 Crores as against ₹(1.59) Crores in the previous year, while profit after tax for the year amounted to ₹4.62 Crores compared to ₹(1.54) Crores in FY 2024-25.

4. Dividend

Over the years, Lux has consistently followed a policy of paying dividend, keeping in mind the cash-generating capacities, the expected capital needs of business and strategic considerations. The Company recommended/ declared dividend as under:

Type of Dividend	Dividend Per Share in ₹	
	Financial Year 2025-26	Financial Year 2024-25
Interim Dividend	Nil	Nil
Final Dividend	2.00*	2.00
Total Dividend	2.00	2.00

**Recommended by the Board of Directors at its meeting held on May 21, 2026 for financial year 2025-26. The payment is subject to the approval of the shareholders at the ensuing Annual General Meeting (AGM) of the Company.*

Note: The Promoters and Promoter group has waived their right to receive the final dividend for both the financial year 2025-26 and 2024-25 to reserve the resources for future expansion while rewarding public shareholders.

Dividend Distribution Policy

In terms of the provisions of Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company has adopted a Dividend Distribution Policy. The Dividend Distribution Policy is available on the website of the Company i.e., https://s3.amazonaws.com/luxs/ckeditors/pictures/535/original/Lux__Dividend_Distribution_Policy.pdf

5. Capex and Liquidity

During the financial year 2025-26, the Company incurred a capital expenditure of ₹51.70 Crores, funded through internal accruals, towards the acquisition of fixed assets. This primarily included upgraded equipment and machinery to enhance operational efficiency and support capacity expansion.

The Company's total consolidated borrowings increased from ₹287.29 Crores as on March 31, 2025, to ₹580.28 Crores as on March 31, 2026. This rise was primarily attributable to increased working capital requirements arising from the introduction of new brands, expansion into new product categories, and scaling up of distribution channels to capture emerging market opportunities.

6. Material Changes and Commitments

No material changes and commitments have occurred from the date of the close of the financial year, to which the financial statements relate, till the date of this Report, which affects the financial position of the Company.

However, pursuant to the Family Settlement Agreement dated April 22, 2026, executed among the members of the promoter and promoter group of the Company belonging to the Todi family, and as intimated to the Company vide letter dated April 22, 2026, the Board of Directors, at its meeting held on April 23, 2026, granted in-principle approval for the proposed demerger of the Company's Vertical A business and Vertical C business into two wholly owned subsidiaries, namely, WOS 1 and WOS 2, respectively. The remaining Vertical B business shall continue to be housed under Lux Industries Limited.

Further, in line with the proposed demerger, the Board of Directors, at its meeting held on April 23, 2026, also approved the incorporation of Lux and Cozi Limited (WOS 1) and Lux Global Limited (WOS 2) as wholly owned subsidiaries of the Company to facilitate the proposed demerger.

7. Significant & Material Orders

No significant and material orders have been passed by any Regulators, Courts or Tribunals during the financial year under review that would impact the Company's going concern status or its future operations.

8. Consolidated Financial Statements

The Consolidated Financial Statements of the Company are prepared in accordance with the relevant Indian Accounting Standards issued by the Institute of Chartered Accountants of India and forms an integral part of this report.

Pursuant to section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, a statement containing the salient features of the financial statements of the Subsidiary is given in Form AOC-1 which is annexed as **Annexure 'K'**.

9. Share Capital

The paid-up share capital of the Company stood at ₹6,26,35,362 as at March 31, 2026 comprising of 3,00,71,681 equity shares of ₹2/- each (plus forfeited share capital amounting ₹24,92,000). During the year under review, there was no change in the Share Capital of the Company.

10. Transfer to Reserves

The Company has not transferred any amount to the General Reserve during the financial year under review.

11. Transfer to Investor Education and Protection Fund

During the financial year 2025-26, the Company has transferred unpaid/unclaimed dividend, amounting to ₹59,180.00 for the financial year 2017-18 to the Investor Education and Protection Fund (IEPF) of the Central Government of India. The details of the shares transferred, if any, to IEPF account is available on the Company's Website- https://s3.amazonaws.com/luxs/ckeditors/pictures/623/original/List_of_Shareholders_whose_shares_are_liable_to_be_transferred_to_IEPF_in_the_FY_25-26.pdf

The dividend which was declared for the year ended March 31, 2019 at the Annual General Meeting held on September 05, 2019, which remains unclaimed, will be transferred to the IEPF by October, 2026 pursuant to the provisions of the Section 124 and 125 of the Companies Act, 2013 read with the IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016. Thereafter, no claim shall lie against the Company for such unclaimed dividends. Shareholders will be required to submit their claims directly to make their claim with the IEPF Authority following the appropriate prescribed rules and procedures in this regard.

Further, the equity shares corresponding to the dividend which remained unclaimed for seven consecutive years, will be also transferred to the Demat account of the IEPF Authority. Individual notices and necessary newspaper publication will be made in this regard.

In compliance with Section 124 of the Companies Act, 2013 read with rule 6 of the Investor Education and Protection Fund (Accounting Audit, Transfer and Refund) Rules, 2016, 50 Equity shares in respect of 7 folio which remained unclaimed for seven consecutive years were transferred to the IEPF Authority during FY 2025-26. Individual notices to concerned shareholder(s) were served and advertisement in newspapers were published by the Company in this regard.

Members are requested to claim the dividend(s), which have remained unclaimed/unpaid, by sending a written request to the Company at investors@luxinnerwear.com or to the Company's Registrar and Transfer Agent, KFin Technologies Limited at einward.ris@kfintech.com or at their address at KFin Technologies Limited, Unit: Lux Industries Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500032. Members can find the details of the Nodal officer appointed by the Company under the provisions of IEPF at https://www.luxinnerwear.com/investor-contacts.

The list of shareholders whose dividends remain unclaimed as on the date of the ensuing AGM will be uploaded on the website of the Company https://www.luxinnerwear.com/ under heading 'Investors' Section.

12. Deposits

Your Company has not accepted deposits from the public during the financial year 2025-26, hence, there were no opening balances of Deposits and no principal or interest on deposits were outstanding as on the date of balance sheet as per the provisions of the Companies Act, 2013 and the Rules made thereunder.

13. Particulars of Loans, Guarantees or Investments

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security provided is proposed to be utilized by the recipient are provided in the Standalone Financial Statement. (Refer Note 39 to the Standalone Financial Statement).

14. Internal Financial Control System and their Adequacy

Your Company has established guidelines and procedures that facilitate adequate internal financial control system (including internal financial control system) throughout the Company. The details in respect of adequacy of internal financial controls with reference to the Financial Statements are stated in Management Discussion and Analysis, which forms part of this Report.

15. Corporate Social Responsibility Initiatives

Pursuant to Section 135 of the Companies Act 2013, read with rules made thereunder, the Company has constituted a Corporate Social Responsibility and Environmental, Social and Governance Committee (CSR and ESG Committee) for monitoring and overseeing the CSR initiatives. The composition of the Committee is given in the Corporate Governance Report forming part of the Annual Report. Lux undertakes CSR initiatives both directly and through Lux Foundation. During the year under review, Company's CSR initiatives were based primarily towards: -

- Promotion of Sports
- Healthcare
- Promotion of Education
- Social Welfare of Socially and economically backward group
- Animal Welfare
- Ensuring Environmental Sustainability
- Protection of National Heritage, Art and Culture

During the year under review, the Company has spent an amount of ₹ 3.15 Crores towards its CSR obligations of ₹ 1 crore. The CSR Policy of the Company can be accessed on the Company's website at the link: https://s3.amazonaws.com/luxs/ckeditors/pictures/95/original/CSR_Policy.pdf

The Annual Report on CSR activities is annexed herewith as **Annexure 'A'** forming part of this Report.

16. Management Discussion and Analysis Report

Pursuant to Regulation 34(2)(e) of the SEBI Listing Regulations, the Management Discussion and Analysis Report for the year 2025-26 is annexed as **Annexure 'B'** forming part of this Report.

17. Corporate Governance

The Company is committed to uphold highest standards of Corporate Governance practices. Pursuant to Regulation 34(3) read with Para C of Schedule V of the SEBI Listing Regulations, a separate section on Corporate Governance together with a certificate from the Secretarial Auditor of the Company confirming compliance with the applicable Corporate Governance requirements is set out in **Annexure 'C'** and **Annexure 'E'** respectively forming part of this report.

18. Managing Director and Chief Financial Officer Certification

As required under Part B of Schedule II read with Regulation 17(8) of the SEBI Listing Regulations, the certification on the accounts of the Company by Mr. Pradip Kumar Todi, Managing Director and Mr. Ajay Nagar, Chief Financial Officer is provided in the **Annexure 'D'** of this Annual report. Further, the declaration on the Code of Conduct by the Board of Directors and Senior Management Personnel has been included in this annexure.

19. Directors, Key Managerial Personnel (KMP) & Senior Management Personnel (SMP)

As on March 31, 2026, the Board comprised of twelve directors, six of whom were independent directors, including three independent woman directors. The positions of the Chairman of the Board and the Managing Director were held by different individuals, both being Executive Directors. The details of the composition of the Board of Directors has been provided in the Corporate Governance Report forming part of this Annual Report. The profiles of all directors as on the date of this Report are available on the Company's website at luxinnerwear.com/management/board-of-directors

During the year under review, the Members approved the following re-appointment of Directors:

a. Mr. Pradip Kumar Todi (DIN: 00246268) and Mr. Navin Kumar Todi (DIN: 00054370), who retired by rotation in terms of Section 152(6) of the Companies Act, 2013 and were reappointed as a director.

b. Mr. Navin Kumar Todi (DIN: 00054370), Mr. Rahul Kumar Todi (DIN: 00054279), Mr. Saket Todi (DIN: 02821380) and Mr. Udit Todi (DIN: 02017579) were re-appointed as Executive Directors of the Company for a period of five years effective from May 25, 2026.

c. Mr. Rajnish Rikhy (DIN: 08883324) and Mrs. Ratnabali Kakkar (DIN: 09167547) were re-appointed as Independent Directors of the Company for a second term of five consecutive years effective from May 25, 2026.

As required under Regulation 34(3) read with Schedule V Part C clause 10 (i) of the SEBI Listing Regulations a Certificate on Non- disqualification of Directors by M/s MR & Associates, Practicing Company Secretaries confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of companies by the Securities Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority is annexed as **Annexure 'F'** to the Directors' Report.

As on March 31, 2026, the following persons were designated as the Key Managerial Personnel (KMP) of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013: -

Sl. No.	Name of the KMP	Designation
1	Mr. Ashok Kumar Todi	Chairman & Whole Time Director
2	Mr. Pradip Kumar Todi	Managing Director
3	Mr. Navin Kumar Todi	Executive Director
4	Mr. Rahul Kumar Todi	Executive Director
5	Mr. Saket Todi	Executive Director
6	Mr. Udit Todi	Executive Director
7	Mr. Ajay Nagar @	Chief Financial Officer
8	Mrs. Smita Mishra @	Company Secretary and Compliance Officer

@ Along with being the Key Managerial Personnel (KMP), they are also designated as Senior Managerial Personnel (SMP) of the Company.

- During the year under review, there has been no change in the Key Managerial Personnel (KMP) of the Company.
- The details of the Senior Managerial Personnel (SMP) of the Company as on March 31, 2026, are provided in the Corporate Governance Report forming part of this report.

a. Retirement by Rotation

Mr. Rahul Kumar Todi (DIN: 00054279), and Mr. Saket Todi (DIN: 02821380), Executive Directors of the Company, are liable to retire by rotation and, being eligible, offer themselves for re- appointment in accordance with Section 152(6) of the Companies Act, 2013, at the ensuing Annual General Meeting of the Company.

b. Reappointment of Independent Directors on Completion of Tenure

i. The present tenure of appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as a Non-Executive Independent Director of the Company will expire on March 31, 2027, and a resolution seeking approval of the members of the Company for his re-appointment will be placed at the ensuing Annual General Meeting of the Company.

ii. The present tenure of appointment of Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281) as a Non-Executive Independent Director of the Company will expire on March 31, 2027, and a resolution seeking approval of the members of the Company for his re-appointment will be placed at the ensuing Annual General Meeting of the Company.

iii. The present tenure of appointment of Mrs. Shashi Sharma (DIN: 02904948) as a Non-Executive Independent Director of the Company will expire on March 31, 2027, and a resolution seeking approval of the members of the Company for her re-appointment will be placed at the ensuing Annual General Meeting of the Company.

c. Declarations from Independent Directors

Pursuant to the provisions of Section 149(6) of the Companies Act, 2013, read with the applicable Rules framed thereunder, and Regulation 16(1) (b) of the SEBI Listing Regulations, the Independent Directors have submitted declarations confirming that each of them meets the criteria of independence. There has been no change in the circumstances affecting their status as independent directors of the Company.

In the opinion of the Board, the Independent Directors hold highest standard of integrity and possess the requisite qualifications, experience, expertise, and proficiency.

d. Familiarization Programme

The details of the training and familiarization programme conducted for Independent Directors are provided in the Corporate Governance Report. Further, at the time of the appointment of an Independent Director, the Company issues a formal letter of appointment outlining his / her role, functions, duties and responsibilities. The format of the letter of appointment is available on the Company's website https://luxs.s3.amazonaws.com/uploadpdf/upload+pdf/Cgovernance/id_02.pdf. The directors are also explained in detail the various declarations/affirmations required from him/her as an Independent

Director under the various provisions of Companies Act, 2013, and other applicable rules and regulations.

e. Board Evaluation

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulations 17 and 19 of the SEBI Listing Regulations, the Board has carried out an evaluation of its own performance, the performance of its Committees and individual Directors. The manner of evaluation has been explained in the Nomination & Remuneration Policy forming part of the Corporate Governance Report.

The Board's performance was assessed based on inputs from all Directors, considering criteria such as composition and structure of the Board, effectiveness of Board processes, information flow, and overall functioning of the Board.

Similarly, the performance of the committees was evaluated by the Board, after seeking inputs from the committee members on the basis of criteria such as composition of committee and the effectiveness of committee meetings.

These criteria were broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017. Additionally, in the separate meetings of Independent Directors held on October 13, 2025 and February 14, 2026, the performance of Non-Independent Directors, the Board as a whole, and the Chairman of the Company was assessed, taking into account the views of executive and non-executive directors. All the Independent Directors concluded that all the parameters are fulfilled and overall performance of the Non-Independent Directors and Board as a whole was satisfactory. Further, Independent Directors, as per Regulation 25(4)(c) of the SEBI Listing Regulations assessed the quality, quantity and timeliness of flow of information between the management of the listed entity and the board of directors that is necessary for the board of directors to effectively and reasonably perform their duties.

The Board and the Nomination and Remuneration Committee also reviewed the individual directors' performance based on criteria such as their contributions to board and committee meetings, preparedness on issues to be discussed, and the meaningful and constructive inputs provided during meetings.

Following the meetings of the Independent Directors and the Nomination and Remuneration Committee, the Board discussed the performance evaluations of the Board, its Committees, and individual directors. The evaluation of Independent Directors was conducted by the entire Board, excluding the Independent Director being evaluated.

f. Nomination & Remuneration Policy

Pursuant to Section 178 of the Companies Act, 2013 and Regulation 19 read with Para A of Part D of Schedule II of the SEBI Listing Regulations, the Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The salient features of the Nomination and Remuneration Policy are stated in the Corporate Governance Report and has also been posted on the Company's Website: https://s3.amazonaws.com/luxs/ckeditors/pictures/590/original/Nomination_and_Remuneration_Policy_new.pdf

Statement containing required information pursuant to Part II of Schedule V of the Companies Act, 2013 for all the Executive Directors in case of loss or inadequate profit is attached as per **Annexure 'M'**.

g. Meetings

During the year under review, five Board Meetings were convened and held. The details of meetings of the Board are provided in the Corporate Governance Report, which is a part of this report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013, the SEBI Listing Regulations and such other applicable laws.

h. Committees

The following are the details of the Committees as on March 31, 2026:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholders Relationship Committee
- Risk Management Committee
- Corporate Social Responsibility and Environmental, Social and Governance Committee
- Committee of Directors
- Share Transfer Committee
- Internal Complaints Committee/Complaint Redressal Committee
- Oversight & Impact Assessment Committee
- Corporate Restructuring Committee (Constituted with effect from April 23, 2026)

The composition of statutory Committees, along with their respective roles, responsibilities, and terms of reference, are provided in detail in the Corporate Governance Report.

i. Board Procedure

The Board of Directors meets from time to time to transact the business in respect of which the Board's attention is considered necessary. The Board meets at least once in each quarter, which is scheduled in advance. There is a well-laid procedure to circulate detailed agenda papers to the Directors before each meeting and in exceptional cases these are tabled. The Directors discuss and express their views freely and seek clarifications on items of business taken up in the meetings. The discussions are held transparently. Various decisions emanating from such meetings are implemented to streamline the systems and procedures followed by the Company.

The Board regularly reviews the strategic, operational policy and financial matters of the Company. The Board has also delegated its powers to the Committees. The Board reviews the compliance of the applicable laws in the meeting. The Budget for the financial year is discussed with the Board at the commencement of the financial year and the comparison of the quarterly/ annual performance of the Company vis-a-vis the budgets are presented to the Board before taking on record the quarterly/ annual financial results of the Company.

The information as specified in Regulation 17(7) of the SEBI Listing Regulations is regularly made available to the Board.

20. Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3) (c) and 134(5) of the Companies Act, 2013, the directors confirm:

- that in the preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departure, if any;
- that such accounting policies as mentioned in the notes to annual accounts have been selected and applied consistently and judgments and estimates have been made that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual accounts of the Company have been prepared on a 'going concern basis';
- that proper internal financial controls are in place and that the financial controls are adequate and operating effectively;
- that proper systems to ensure compliance with the provisions of all applicable laws are in place and that such systems were adequate and operating effectively.

21. Related Party Transactions

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with the Promoters/Promoter Group, Key Managerial Personnel or other designated persons which may have potential conflict of interest of the Company at large during the year under review.

All the related party transactions were reviewed by the Audit Committee. There was no contract, arrangement or transaction entered during financial year 2025-26 that fall under the scope of first proviso to Section 188(1) of the Companies Act, 2013. As required under Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, the prescribed Form AOC-2 is appended as **Annexure 'G'** to the Directors' report.

The Policy as per the Regulation 23(1) of the SEBI Listing Regulations is available on the website of the company and can be accessed at https://s3.amazonaws.com/luxs/ckeditors/pictures/701/original/RPT_Policy_V5.pdf . Further, as required under Clause 2A of Para A of Schedule V of the SEBI Listing Regulations following Promoter/Promoter Group are holding more than 10% of shareholding as on March 31, 2026 with whom transactions were held by the Company:

1. Mr. Ashok Kumar Todi
2. Mr. Pradip Kumar Todi
3. Mrs. Prabha Devi Todi
4. Mrs. Bimla Devi Todi

Disclosure of transaction with the above-mentioned Promoters/Promoter Group is provided in Note no. 34 to the Standalone Financial Statements.

22. Subsidiaries, Associates and Joint Venture Companies

The Company has one subsidiary i.e. Artimas Fashions Private Limited (Unlisted Private Limited Company). Further, the Company does not have any associates and there were no joint ventures entered into by the Company.

23. Vigil Mechanism

The Company has a vigil mechanism contained in the Whistle Blower Policy duly approved by the Audit Committee, in terms of section 177(9) of the Companies Act, 2013 and Regulation 22 of the SEBI Listing Regulations, to deal with instances of fraud and mismanagement, if any. The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing.

The Whistle Blower Policy also provides formal mechanism for Directors and employees to report instances of leak of unpublished price sensitive information as required under sub-regulation 6 of Regulation 9A of the SEBI (Prohibition of Insider Trading) Regulations, 2015. It protects employees and directors wishing to raise a concern about serious irregularities within the Company.

A quarterly report with the number of complaints, if any, received under the Policy and their outcome is placed before the Audit Committee and the Board. The policy on vigil mechanism may be accessed on the Company's website: - https://s3.amazonaws.com/luxs/ckeditors/pictures/391/original/Whistle_Blower_Policy.pdf

24. Auditors & Audit Report

i. Statutory Auditors:

Your Company at its 27th Annual General Meeting held on September 20, 2022 had reappointed M/s S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP (Firm Registration Number: 306033E) as Statutory Auditors of the Company for the second term of five consecutive years i.e., from the conclusion of the 27th AGM until the conclusion of the 32nd AGM of the Company to be held in the year 2027 at a remuneration as may be fixed by the Board of Directors and Audit Committee as mutually agreed with Auditors. The Statutory Auditors have confirmed that they satisfy the independence criteria as required under the Act.

M/s S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP, (Firm Registration Number: 306033E) Statutory Auditors of the Company have submitted their Independent Auditor's report on the Financial Statements of the Company for the year ended on March 31, 2026.

The Auditors' Report on the Financial Statements of the Company for the year ended March 31, 2026 does not contain any qualifications, reservations or adverse remarks. The Auditor's Report is enclosed with the Financial Statements and forms part of the Annual Report.

ii. Secretarial Auditors and Secretarial Audit Report:

M/s MR & Associates, a firm of Practicing Company Secretaries (Firm Registration No. – P2003WB008000) holding Peer Review Certificate No.: 5598/2024, have been appointed as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years, from the conclusion of the thirtieth Annual General Meeting held on September 22, 2025, till the conclusion of the thirty-fifth Annual General Meeting of the Company to be held in the year 2030.

In addition to the Secretarial Audit, the company also avails services such as Scrutinizer pursuant to Section 108 of the Companies Act, 2013, and the Certification of the Annual Return in Form MGT-8. These services fall within the permissible scope of activities that may be undertaken by a Secretarial Auditor, in accordance with the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026.

The Secretarial Auditors' Report of the Company for the year ended March 31, 2026 does not contain any qualifications, reservations or adverse remarks hence does not call for any further comments under Section 134(3) (f) of the Companies Act, 2013. The Secretarial Auditor's report is annexed as **Annexure 'H'**.

iii. Internal Auditors:

Ernst & Young LLP (EY), were appointed as the Internal Auditors for Vertical A of the Company and Deloitte Touche Tohmatsu India LLP were appointed as the Internal Auditors for Vertical B & C of the Company, respectively, to conduct the Internal Audit for the Financial Year 2025-26 in accordance with the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014. The Audit Committee considers and reviews the Internal Audit Report submitted by the Internal Auditors on a quarterly basis.

iv. Cost Audit and Cost Records:

The provisions of Section 148 of the Companies Act, 2013, with respect to maintenance of Cost records and cost audit are not applicable to the Company.

v. Fraud:

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor have reported to the Audit Committee, under Section 143(12) of the Companies Act 2013, any instances of fraud committed against the Company by its Officers or Employees, the details of which would need to be mentioned in this Annual Report.

25. Insider Trading Code

In compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ('the PIT Regulations') on prevention of insider trading, the Company has instituted comprehensive codes for regulating, monitoring and reporting of trading by Insiders. Pursuant to the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2025 effective from June 10, 2025, the Board amended both the "Code of Internal Procedures and Conduct to Prohibit Insider Trading" and "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)" at its meeting held on May 23, 2025. The said Codes lays down guidelines to establish standards and regulate and/or monitor compliance of insider trading regulations and are binding on all directors/ employees of the company, advising the procedures to be followed and matters to be ensured at the time of disclosure of events/ information in the nature of UPSI as the same could potentially impact the price of the listed securities of the Company in the market.

The amended Code of Internal Procedure and Conduct to Prohibit Insider Trading is available on the website of the Company - https://s3.amazonaws.com/luxs/ckeditors/pictures/609/original/CODE_OF_INSIDER_TRADING_25.pdf and the Code of practices and procedures of fair disclosures of unpublished price sensitive information (UPSI) is available on the website of the Company - https://s3.amazonaws.com/luxs/ckeditors/pictures/610/original/CODE_OF_FAIR_DISCLOSURE_OF_UPSI_UNDER_SEBI_PIT_REGULATIONS_2015.pdf

26. Credit Ratings

During Financial Year 2025-26 under review, Acuité Ratings & Research Limited (previously known as SMERA Ratings Limited) has reaffirmed the following rating without any enhancement in the limit in the Bank facilities:-

Ratings	Amounts (₹ in Crores)	Facilities	Remarks
ACUITE AA (Stable)	464.18	Long-Term Bank Facilities	Reaffirmed
ACUITE A1+	1.50	Short-Term Bank Facilities	Reaffirmed

27. Annual Return

Pursuant to Section 92(3) read with Section 134(3) (a) of the Companies Act, 2013, the Annual Return as on March 31, 2026 is available on the Company's website at the link https://s3.amazonaws.com/luxs/ckeditors/pictures/754/original/Draft_MGT-7_2025-26.pdf

28. Business Responsibility and Sustainability Report

Your Company contributes towards sustainable development and fulfills its social, environmental, and governance responsibilities, creating a long-lasting value for all stakeholders. The Company is committed to maintain highest standards of ethics in all spheres of its business activities.

In compliance with regulation 34(2) (f) of the SEBI Listing Regulations and relevant SEBI Circulars issued in this regard, the Business Responsibility & Sustainability Report (BRSR) is annexed as **Annexure 'I'**.

29. Cyber Security

Your Company has a structured framework for Cyber Security. The Risk Management Committee ensures the overall responsibility for oversight of cybersecurity frameworks. The senior IT Personnel of the Company is responsible for the information technology and cyber security related matters.

During the year under review, the Company had taken following initiatives: -

a) Establishment of preventive, detective and corrective controls, which are reinforced by forensic studies conducted in two phases, regular internal audits, a robust disaster recovery plan, data backups.

b) The implementation of multi-factor authentication to strengthen SAP login access, the upgrade of endpoint security to EDR.

c) Robust firewall protection, endpoint protection across 300+ devices.

d) A document management system ensuring secure digital storage.

30. Risk Management

In accordance with the SEBI Listing Regulations, the Board of Directors of the Company is responsible for framing, implementing and monitoring the risk management plans of the Company. The Company has a "Risk Management Policy" to identify risks associated with the Company, assess its impact and take appropriate corrective steps to minimize the risks that may threaten the existence of the Company. The Enterprise Risk Management (ERM) framework of the Company is comprehensive and robust enough to respond against any uncertainty. It has risk identification, analysis, evaluation and treatment mechanism, material quality rechecks, retailer and customer offers & loyalty programmes, sufficient inventory levels to support production and meet demand, ensuring that smallest factor of uncertainty present in any layer is identified, evaluated and treated suitably.

Risk Management Committee (RMC) of the Company on half-yearly basis, reviews the risks, adequacy of risk mitigating actions and identifies the new risks, takes strategic decisions to ensure that organization successfully achieves the business objectives and fulfils expectations of all its stakeholders. During the year under review, a detailed presentation before the Committee on risk management process was presented highlighting the various risk including the strategy risk, Business contingency/continuity risk, operational risk, financial risk, liquidity risk, IT & cyber security risk, Compliance risk, Raw material risk & sustainability risk and the risk mitigation plan for addressing the issues.

Further, the Committee reviewed the Risk Management Policy and recommended no changes. The current policy remains in effect and is available on the Company's website at- https://s3.amazonaws.com/luxs/ckeditors/pictures/700/original/RMC_policy_V5.pdf

31. Human Resource and Industrial Relations

During the year under review, the industrial relations remained cordial and stable. The directors wish to place on record their appreciation for the excellent cooperation received from the employees at all levels.

32. Litigation

During the year under review, there were no outstanding material litigations. Details of litigations/disputes are disclosed in the financial statements.

33. Compliance with Secretarial Standards

The Company complies with all applicable mandatory secretarial standards issued and mandated by the Institute of Company Secretaries of India.

34. Particulars of Employees

As on March 31, 2026, total number of employees on the records of the Company were 4856 as against 4055 in the previous financial year.

Disclosure required in respect of employees of the Company, in terms of provisions of Section 197 (12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure 'J'** and forms part of Directors' Report.

Directors place on record their appreciation for the significant contribution made by all employees, who through their competence, dedication, hard work, co-operation and support, have enabled the Company to cross new milestones on a continual basis.

35. Prevention of Sexual Harassment at workplace

In compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") and Rules framed thereunder, the Company has formulated and implemented a policy on prevention, prohibition and redressal of complaints related to sexual harassment of women at the work place. The POSH Policy was amended by the Board of Directors at its meeting held on February 14, 2026, with respect to the constitution of ICCs at the vertical level. The updated Policy is available on the Company's website at- https://s3.amazonaws.com/luxs/ckeditors/pictures/702/original/POSH_Policy.pdf

During the year, the Company undertook various welfare activities for employees, including a POSH Awareness Session held on December 10, 2025, December 11, 2025 and March 25, 2026, to promote workplace safety, dignity, and respect as part of its welfare measures. The session emphasized the importance of a safe and inclusive environment, with active participation from employees.

The Company is committed to providing a work environment where every employee is treated with dignity, respect and equality. We maintain a zero-tolerance policy towards sexual harassment. Any act of sexual harassment invites serious disciplinary action. An Internal Complaints Committee has been set up.

Details of complaints received during the year under review are as under:

a. Number of complaints of sexual harassment received during the financial year: NIL

b. Number of complaints disposed off during the financial year: NIL

c. Number of complaints pending for more than ninety days: NIL

36. Compliance with the Maternity Benefit Act, 1961:

During the year under review, the Company has complied with the provisions of the Maternity Benefit Act, 1961.

37. Codes and Board Policies

The Company strives to conduct its business and strengthen its relationships in a manner that is dignified, distinctive and responsible. It adheres to highest ethical standards to ensure integrity, transparency, independence and accountability in dealing with its stakeholders. Accordingly, the following codes and policies have been adopted by the Company:

- Code of Conduct
- Vigil Mechanism/Whistle Blower Policy
- Risk Management Policy
- Nomination and Remuneration Policy
- Related Party Transaction Policy
- Corporate Social Responsibility Policy
- Code of Internal Procedure and conduct to Prohibit Insider Trading in Securities of Lux Industries Limited ("Code of Insider Trading").

- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)
- Policy on Preservation & Archival of documents
- Policy on Disclosure of Materiality for Disclosure of Events
- Policy for Prevention of Sexual Harassment at Workplace
- Business Responsibility and Sustainability Policy
- Dividend Distribution Policy
- Policy on determining Material Subsidiaries
- Health, Safety and Environment Policy

The Company has not approved any new policy during the year, however the existing policies were amended and revised by the board as required under Companies Act, 2013 and SEBI Regulations. The policies are reviewed and updated periodically by the Board.

During the year, the board revised the following policies/Codes:

Name of the Policy	Summary of Key Changes	Web Link (if any)
Code of Insider Trading	The amendment made pursuant to regulatory changes, introducing more elaborated definitions.	https://s3.amazonaws.com/luxs/ckeditors/pictures/609/original/CODE_OF_INSIDER_TRADING_25.pdf
RPT Policy	The amendment made pursuant to regulatory changes, introducing enhanced definitions, identification of related parties, review and approval of RPTs and ratification of RPTs.	https://s3.amazonaws.com/luxs/ckeditors/pictures/701/original/RPT_Policy_V5.pdf
Code of Practices and Procedure for Fair Disclosure of Unpublished Price Sensitive Information	The amendment made pursuant to regulatory changes, introducing more relevant definitions.	https://s3.amazonaws.com/luxs/ckeditors/pictures/610/original/CODE_OF_FAIR_DISCLOSURE_OF_UPSI_UNDER_SEBI_PIT_REGULATIONS_2015.pdf
Prevention of Sexual Harassment at Workplace (POSH) Policy	The changes in the POSH Policy pertains to the constitution of ICC at the vertical level.	https://s3.amazonaws.com/luxs/ckeditors/pictures/702/original/POSH_Policy.pdf

38. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, are annexed hereto and forms part of this report as **Annexure 'L'**.

39. Insurance

The Company has taken adequate insurance to cover the risks to its employees, property (land and buildings), plant, equipment, other assets and third parties.

40. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 ('Code')

During the year under review, the Company has not submitted any application and there is no pending proceeding against it.

41. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof:

Not Applicable.

42. Acknowledgement

The Board wishes to place on record its sincere appreciation for the continued assistance and support extended to the Company by its customers, vendors, investors, business associates, banks, central government, state governments, government authorities, employees and other stakeholders.

43. Annexures forming part of Directors' Report

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and form a part of this Directors' Report:

Annexure	Particulars
Annexure – A	Annual Report on Corporate Social Responsibility (CSR) Activities
Annexure – B	Management Discussion and Analysis Report
Annexure – C	Report on Corporate Governance
Annexure – D	Certification by Managing Director and Chief Financial Officer (CFO) of the Company
Annexure – E	Auditors' Certificate on Corporate Governance
Annexure - F	Certificate of Non- Disqualification of Directors
Annexure - G	Particulars of contracts / arrangements made with related parties in Form AOC-2
Annexure - H	Secretarial Audit Report
Annexure – I	Business Responsibility & Sustainability Report ('BRSR')
Annexure –J	Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
Annexure –K	Statement containing salient features of the financial statements of Subsidiaries in Form AOC-1
Annexure –L	Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo
Annexure-M	Statement containing required information pursuant to Part II of Schedule V of the Companies Act, 2013 for all the Executive Directors in case of loss or inadequate profit

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman
DIN: 00053599

Place: Kolkata
Date: May 21, 2026

ANNEXURE 'A' TO DIRECTORS' REPORT

Annual Report on Corporate Social Responsibility (CSR) Activities

Pursuant to Section 135 of the Companies Act, 2013 read with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs:

The Company strongly believes in development of and giving back to the society. Long term view is taken in implementation of the CSR program. The objective of the Company is to improve quality of life with direct intervention with the society. During the year the CSR expenditure was done in the following areas identified by the Company:

- Healthcare
- Promotion of Education
- Social Welfare of Socially and economically backward group
- Animal Welfare
- Ensuring Environmental Sustainability
- Promotion of Sports
- Protection of National Heritage, Art & Culture

The Company has framed a CSR Policy in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder. The CSR Policy provides for carrying out CSR activities in respect of those areas as provided in Schedule VII of the Companies Act, 2013.

2. Composition of CSR and ESG committee:

Sl. No.	Name of the Committee Member	Designation/Nature of Directorship	Number of Meetings of CSR and ESG Committee held during the year	Number of Meetings of CSR and ESG Committee attended during the year
1.	Mr. Ashok Kumar Todi	Chairman/ Whole time Director	4	4
2.	Mr. Pradip Kumar Todi	Member/ Managing Director	4	4
3.	Mrs. Shashi Sharma	Member/ Independent Director	4	4

3. Provide the web-link where Composition of CSR and ESG committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company:

- The Composition of the Committee was reconstituted w.e.f. April 1, 2024 and same has been updated on website at https://s3.amazonaws.com/luxs/ckeditors/pictures/656/original/Lux_Composition_of_Board_Committees.pdf
- Weblink for Lux Industries Limited CSR Policy:

  https://s3.amazonaws.com/luxs/ckeditors/pictures/95/original/CSR_Policy.pdf
- Weblink for Lux Industries Limited CSR Projects: https://s3.amazonaws.com/luxs/ckeditors/pictures/715/original/CSR_Annual_Action_Plan_26-27_website_.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report)

The Company at present is not required to carry out impact assessment in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

5. a. Average net profit of the Company as per sub-section (5) of section 135: ₹ 2,002,080,586.99/-

b. Two percent of average net profit of the Company as per section 135(5): ₹ 40,041,611.74/-

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

d. Amount required to be set off for the financial year, if any: ₹ 30,000,000/-

e. Total CSR obligation for the financial year (b+c-d): ₹ 10,041,611.74/-

6. (a) Amount spent on CSR Project (both Ongoing Project and other than Ongoing Project): ₹ 31,511,780/-
   (b) Amount spent in Administrative Overheads: Nil
   (c) Amount spent on Impact Assessment, if applicable: Not Applicable
   (d) Total amount spent for the Financial Year (6a+6b+6c): ₹ 31,511,780/-
   (e) CSR amount spent or unspent for the Financial Year:

Total amount spent for the financial year (in ₹)	Amount Unspent (in ₹)				
	Total amount transferred to Unspent CSR Account as per sub section (6) of section 135 (in ₹)		Amount transferred to any fund specified under Schedule VII as per second proviso to sub section (5) of section 135		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 31,511,780/-	0	N.A.	N.A.	Nil	N.A.

   (f) Excess amount for set off, if any

Sl. No.	Particulars	Amount (in ₹)
i.	Two percent of average net profit of the Company as per sub-section (5) of section 135	₹ 40,041,611.74/-
ii.	Total amount spent for the Financial Year	₹ 61,511,780/-*
iii.	Excess amount spent for the financial year [(ii)-(i)]	₹ 21,470,168.26/-
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹ 21,470,168.26/-

*This includes excess amount spent and carried forward in the last financial year

7. Details of unspent CSR amount for the preceding three financial years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub–section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any (in ₹)
					Amount (in ₹)	Date of transfer		
1	2023-24	45,00,000/-	Nil*	Nil	Nil	Nil	Nil	Nil

*The unspent CSR Amount has been duly spent in the FY 2025-26

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

9. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: Not Applicable

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman (CSR and ESG Committee)
DIN: 00053599

Sd/-
Pradip Kumar Todi
Managing Director
DIN: 00246268

Place: Kolkata
Date: May 21, 2026

Annexure –B to Directors' Report

Management Discussion and Analysis Report

The global economy remained stable at 3.5% in 2024 and 2025, as the effects of the Middle East war were largely offset by stronger global technology demand, driven by advances in AI and its adoption.

Advanced economies remained stagnant at 1.9% in 2024 and 2025, while emerging markets and developing economies also held steady at 4.5% in 2025 compared to 4.5% in 2024.

Regional growth (%)	FY 2025	FY 2024*
World output	3.5	3.5
Advanced economies	1.9	1.9
Emerging and developing economies	4.5	4.5

**The figures of 2024 have been restated*

(Source: IMF, un.org)

Performance of the major economies, 2025

United States: GDP growth was 2.10% in 2025 compared to 2.80% in 2024.

China: GDP growth was steady at 5.00% in 2024 and 2025.

United Kingdom: GDP growth was 1.32% in 2025 compared to 1.09% in 2024.

Japan: GDP growth was 1.10% in 2025 compared to (0.20)% reduce space in 2024.

Germany: GDP growth was 0.20% in 2025 compared to a (0.50)% in 2024.

(Source: IMF April 2026 Outlook)

Indian economy

The Indian economy grew at an 7.7% in FY26, compared to 7.1% in FY25. This growth was driven by strong domestic consumption, increasing investments and growth in manufacturing and services-linked sectors reaffirming India's position as the fastest-growing major economy.

India's Real GDP at Constant Prices was estimated at ₹323.12 lakh crore in FY 2025-26, against the First Revised Estimate of ₹299.89 lakh crore for FY 2024-25.

Growth of the Indian Economy

	FY23	FY24	FY25	FY26	FY27E
Real GDP growth (%)	7.2	7.2	7.1	7.7	7.0

E: Estimated.

Note: FY24 figure restated under new base year 2022–23. (Source: MoSPI (February 27, 2026))

FY27E: Midpoint of Economic Survey 2025-26's projected range of 6.8–7.2%

Inflation, policy and currency dynamics

Inflation remained benign through much of FY26, with the RBI estimating full-year CPI at a low of 2.1%. This created room for 125 basis points of cumulative rate cuts, supporting domestic consumption and investment.

However, macroeconomic stability was accompanied by currency volatility. The Indian rupee hit an all-time low of ₹95.75 against the US Dollar on 14 May 2026. This reflected persistent foreign capital outflows, a strong US Dollar environment, surging oil prices, and heightened geopolitical uncertainties.

Capital flows and market behaviour

Foreign portfolio investors remained risk-averse during FY26, recording net outflows of ₹1.8 trillion. Strong domestic institutional inflows, however, helped cushion the impact and reflected the resilience of India's capital markets.

India's market capitalisation declined 8.0% year-on-year to US$4.5 trillion, while benchmark equity indices ended the year lower amid global geopolitical and macroeconomic uncertainties.

Gold prices surged 61.47% during FY26, driven by heightened safe-haven demand.

India's fiscal position remained resilient, with net direct tax collections rising 7.19% to ₹22.8 trillion, supported by stronger tax compliance and continued economic formalization.

Banking sector

India's banking sector remained resilient during FY26, with the gross non-performing asset (GNPA) ratio improving to 2.1%, reflecting stronger asset quality. Scheduled commercial banks also maintained healthy profitability, supported by robust returns on assets and equity, underscoring the sector's strong financial position.

India's growth story

The services sector remained the primary driver of India's economic growth, expanding 9.0% in FY26 and increasing its share of nominal Gross Value Added (GVA) to 54.3%. Manufacturing also gained momentum, with GVA rising 11.5%, while the secondary sector grew 9.1%, reflecting broad-based industrial strength. Together, these trends contributed to a more balanced and resilient economic structure.

Consumption and investment

During FY26, Private Final Consumption Expenditure (PFCE) and Gross Fixed Capital Formation (GFCF) maintained above-7% growth, reflecting a well-balanced demand composition across household spending and investment activity.

Growth catalysts

Policy-led consumption boost: The Union Budget FY2026-27 tax relief measures, particularly income tax exemptions up to ₹12 lakh, are expected to stimulate discretionary spending and reinforce consumption-led growth.

Anticipatory Pay Commission impact: The 8th Pay Commission, though expected to be implemented from FY28, is already shaping consumer sentiment, creating a forward consumption impulse.

Monetary stability: The Reserve Bank of India's calibrated stance, with the repo rate at 5.25%, balances inflation risks with growth support, ensuring macroeconomic stability.

Credit expansion: Improved banking health and liquidity conditions are expected to sustain strong credit growth across MSMEs, housing, and retail segments.

Fiscal prudence with growth focus: The Union Budget maintains fiscal discipline while prioritising infrastructure, MSME support, skilling, and innovation which are key levers for long-term productivity.

Outlook

The year under review underscores a defining divergence between a world grappling with uncertainty and India navigating it with confidence.

In a global environment marked by fragmentation and caution, India stands out as a rare convergence of stability, scale and structural opportunity. The World Bank has revised its FY27 growth estimate upward to approximately 6.6%, reflecting resilient domestic momentum even as growth moderates from the previous year. India is expected to retain its position as the fastest-growing major economy.

Growth will be shaped by a combination of strong domestic demand and resilient private consumption, supported by low inflation and GST rationalisation, alongside stable export performance with improved access to key markets. This momentum is further reinforced by sustained policy support, ongoing economic reforms, and favourable demographic advantages.

While risks persist, particularly from elevated energy prices, subsidy pressures on government spending, and uncertainty in global demand, India's macroeconomic fundamentals remain strong.

Over the medium term, sustained consumption, gradual investment recovery, and expanding global trade linkages are expected to reinforce India's position as a key driver of global economic growth.

(Source: MoSPI, Business Standard, Press Information Bureau, IMF, OECD, Deccan Chronicle. NDTV Profit, Outlook Business, The Asian Banker)

Global textile and apparel industry overview

Textile: The global textile sector has recorded steady expansion, underscoring its structural importance across multiple end use industries. In 2025, the market attained a valuation of US$ 1,104.0 billion and is projected to reach US$ 1,508.1 billion by 2034, growing at a CAGR of 3.53% during 2026-2034.

Textiles encompass materials produced from woven or interlaced natural and synthetic fibers sourced from inputs such as cotton, linen, silk, denim, flannel, hemp, leather, and wool. These fibers, whether natural, man-made, or blended, are spun into fine yarns and processed through weaving, knitting, or felting techniques to create fabric of the desired structure and length. The resulting materials serve diverse applications, including apparel, fashion accessories, household furnishings, and a range of medical uses.

Market expansion is largely supported by sustained growth in the global apparel industry. Ready access to raw materials such as jute, silk, and cotton, combined with evolving consumer lifestyles, has significantly strengthened textile demand. In parallel, widespread high speed internet penetration has accelerated the growth of organized online textile retail worldwide. Rising disposable incomes, coupled with the convenience of digital platforms offering flexible payment options and broad product selections at competitive prices, continue to reinforce market momentum.

Growing consumer preference for environmentally responsible fabrics, organic inputs, and performance enhanced textiles has significantly accelerated demand across segments. At the same time, global population expansion continues to influence consumption patterns, particularly in emerging economies such as India and China, where improving income levels are translating into higher discretionary spending on textile products.

Advancements in manufacturing technologies, including automation, digital printing, and the evolution of smart fabrics, are redefining industry dynamics by elevating productivity, enabling customization, and supporting more sustainable production models. In addition, policy measures aimed at strengthening domestic textile manufacturing and facilitating trade agreements are playing an important role in shaping the broader market environment.

The global natural fiber market was valued at US$ 62.87 billion in 2025 and is anticipated to expand from US$ 66.87 billion in 2026 to US$ 99.31 billion by 2034, at a CAGR of 5.1% over the forecast period. Recent growth has been driven by enduring cultural and traditional preferences, the continued advancement of the textile industry, the long-term impact of industrialization, cyclical demand patterns, and the sustained prominence of cotton within the broader fiber landscape.

The global polyester fiber market was valued at US$ 82.07 billion in 2025 and is expected to advance from US$ 87.4 billion in 2026 to US$ 148.11 billion by 2034, at a CAGR of 6.80% from 2026 to 2034. In 2025, Asia Pacific led the market, accounting for approximately 65% of the overall share. This expansion is supported by sustained global population growth and accelerating urbanization, alongside the rapid rise of e-commerce. Higher discretionary spending on lifestyle and leisure categories, improved retail penetration, and increasing internet access are further reinforcing demand momentum across regions.

Apparel: The global apparel industry is valued at US$ 1.84 trillion in 2025, representing approximately 1.63% of global GDP. Of the worldwide workforce of 3.62 billion individuals, nearly 430 million are engaged in fashion and textile manufacturing activities.

The United States constitutes the largest apparel market globally, with a valuation of US$ 365.70 billion. On average, a US household allocates about US$162 per month toward apparel purchases. Despite the expansion of digital commerce, 58 % of consumers continue to prefer in-store shopping over online channels.

Market expansion is being propelled by the growing influence of social media platforms, the continued rise of e-commerce, and increasing demand for sportswear. Emerging trends shaping the competitive landscape include the adoption of blockchain to enhance supply chain transparency and security, the application of artificial intelligence for trend prediction, intensified recycling initiatives to curb waste, integration of IoT enabled solutions, and the use of virtual reality and augmented reality technologies to elevate the retail experience.

(Source: IMARC, Fortune Business Insights, Uniform market)

Indian textile and apparel industry overview

The Indian textile and apparel market was valued at US$ 248.70 billion in 2025 and is projected to reach US$ 656.31 billion by 2034, registering a CAGR of 11.38% during 2026-2034.

The sector remains a key pillar of the economy, integrating traditional textile heritage with modern manufacturing to serve both domestic consumption and export demand. Growth is being driven by rising household consumption, capacity expansion, improved export competitiveness, and a gradual shift toward higher value product categories. A young population entering peak spending years, accelerating urbanization, expansion of organized retail, and the growing reach of digital commerce platforms are collectively strengthening demand across segments.

The industry also plays a significant employment role across the value chain, from cotton cultivation to garment manufacturing, while contributing meaningfully to foreign exchange earnings. Regional specialization supports competitiveness, with Maharashtra accounting for 20% of the market, alongside strong manufacturing ecosystems across other textile hubs.

Policy support is reinforcing momentum. Under the Production Linked Incentive (PLI) scheme, 74 applications were approved, 40 entities have initiated investments, 22 have achieved the required threshold levels, and 30 textile and apparel units had commenced production by 2025.

Segment wise, natural fibres held a 56% share of the market in 2025. Clothing textiles accounted for 40%, while fabric led the product category with a 38% share. The industry's manufacturing base continues to evolve, supported by capital investment plans targeting ₹40,000 crore (US$ 4.8 billion) to strengthen scale and competitiveness.

(Source: IMARC)

Big numbers

~2%
Contribution of apparel and textile industry towards the country's GDP

11%
Share of the apparel and textile industry in Indian production

8.63%
Market share of India's total exports

4%
India's share of the global trade in textiles and apparel

(Source: pib.gov)

Growth drivers

Robust domestic demand: As the world's most populous nation, with disposable per capita income projected to reach US$ 4.34 thousand by 2029, India presents strong consumption potential across textile categories, spanning basic apparel, premium fashion, and technical textiles.

Export ambition: Under the Vision 2030 framework, India's textile production is targeted to reach US$ 350 billion, with exports expected to touch US$ 100 billion. Sustained global demand for Indian textile products remains a critical growth catalyst.

Supportive policy framework: Government measures such as the Amended Technology Upgradation Fund Scheme (ATUFS) and related initiatives aimed at strengthening infrastructure, boosting exports, and enhancing skill development have fostered a favourable operating environment for the sector.

Technological advancement: Integration of automation, digital printing, and sustainable manufacturing practices is improving operational efficiency and product quality, thereby reinforcing India's global competitiveness.

Expanding retail footprint: Growth in organized retail across Tier 2 and Tier 3 cities, combined with accelerating urbanization, is widening consumer access to textile products.

Sustainability focus: Heightened consumer awareness and regulatory expectations are encouraging manufacturers to adopt environmentally responsible processes and materials.

Skilled talent base: India benefits from leading institutions such as the National Institute of Fashion Technology (NIFT) and the Indian Institutes of Technology (IITs), which offer specialized programs in textile engineering and fashion technology, supplying a steady stream of qualified professionals to the industry.

E-commerce momentum: India's e-commerce market is projected to reach INR 7,591.94 billion by 2029, expanding at an annual rate of 11.45%, with user penetration expected to reach 501.6 million. This rapid digital expansion is strengthening textile sales by broadening online reach and enhancing market accessibility.

(Source: IBEF, Business Standard, Financial Express, The Hindu, Economic Times, Forbes)

Government allocations

Budget allocation: The Union Budget 2025–26 allocated ₹5,272 crore to the textile sector, a 19% increase over the 2024–25 budget estimate of ₹4,417.03 crore, to boost growth. An integrated programme for the textile sector has been introduced under the 2026–27 Budget with five sub-components: (i) National Fibre Scheme, (ii) Textile Expansion and Employment Scheme, (iii) National Handloom and Handicraft Scheme, (iv) Tex-Eco Initiative, and (v) Samarth 2.0.

Cotton Mission: A five-year Cotton Mission has been launched with an allocation of ₹600 crore, aimed at revitalising India's cotton sector by increasing productivity, particularly for extra-long staple varieties.

Technology upgradation: Around ₹635 crore has been allocated for the Amended Technology Upgradation Fund Scheme (ATUFS) to support modernisation and efficiency in textile machinery.

Textile parks / PM MITRA: The Government has approved the setting up of 7 PM Mega Integrated Textile Region and Apparel (PM MITRA) Parks in Greenfield/Brownfield sites with an outlay of ₹4,445 crore for a period of 7 years up to 2027–28.

PLI Scheme: The Government has enhanced the Production Linked Incentive (PLI) Scheme for Textiles with an approved outlay of ₹10,683 crore over five years to promote the textile sector's size, scale and competitiveness. The PLI Scheme for Textiles is operational up to FY 2029–30 and aims to promote production of MMF Apparel & Fabrics and products of Technical Textiles, helping the industry achieve size and scale, create employment opportunities, and build a competitive enterprise ecosystem.

RoSCTL Scheme: The RoSCTL (Rebate of State and Central Taxes and Levies) scheme is a government initiative aimed at promoting the textile sector by refunding taxes and levies on textile exports. This helps reduce production costs for exporters and boosts competitiveness in global markets. The scheme has seen an improved allocation of ₹9,246 crore in the budget. Export schemes including RoSCTL and RoDTEP continue to be supported under the 2026–27 Budget as part of broader measures to revive exports and employment in traditional and rural textile segments.

Mahatma Gandhi Gram Swaraj: The Mahatma Gandhi Gram Swaraj initiative has been proposed to strengthen khadi, handloom and handicrafts. Additionally, duty-free import limits for inputs in the textile sector have been increased to boost export competitiveness. The Tex-Eco Initiative promotes environmentally sustainable textile manufacturing aligned with global standards and green market access, while Samarth 2.0 aims to modernise skilling through industry–academia collaboration.

(Source: Invest India, Press Information Bureau, Down To Earth, PRS India, Clear Tax, Drishti IAS)

Indian hosiery market overview

India's hosiery market is witnessing steady expansion, supported by rising disposable incomes, evolving lifestyles, growing fitness awareness, and increasing preference for affordable yet comfortable apparel products. The market was valued at approximately US$ 4.4 billion in 2024 and is projected to grow at a CAGR of around 6.9% over the next decade, driven by premiumisation, rising urban consumption, and expanding export opportunities.

The sector recorded healthy growth of nearly 10-12% in FY25, supported by recovery in rural demand, improved export volumes, and stronger traction across modern retail and e-commerce channels. Rural markets, which contribute significantly to domestic hosiery consumption, benefited from favourable monsoons, higher agricultural income, and increased government spending on rural infrastructure, while urban demand remained stable with growing preference for premium and functional products.

Consumer preferences are increasingly shifting toward premium-quality hosiery products offering enhanced comfort, durability, sustainability, and performance features such as moisture-wicking, antibacterial, and seamless technologies. Manufacturers are also incorporating organic cotton, bamboo fibres, and recycled materials to align with rising sustainability expectations from both domestic and international buyers.

Digital transformation is emerging as a major industry driver, with brands strengthening D2C platforms, online marketplaces, influencer marketing, and personalised digital campaigns to improve consumer engagement and margins. Rising internet and smartphone penetration across Tier 2 and Tier 3 cities is further accelerating online hosiery sales.

India is also strengthening its position in export markets, particularly across the Middle East and North Africa, supported by trade agreements such as the India-UAE CEPA. Additionally, stable raw material prices, improving operating efficiencies, and lower inventory cycles are expected to support profitability and working capital management across the industry.

Ludhiana, Punjab, remains the backbone of India's hosiery manufacturing ecosystem, accounting for more than 90% of the country's hosiery apparel production and serving as a key hub for winterwear, thermals, sweaters, and knitted garments.

(Source: Expert Market Research, IMARC, Fibre2Fashion, Research and Markets, IBEF)

Company overview

Established in 1995, Lux Industries Limited has evolved into a leading force within India's hosiery sector, commanding an estimated ~15 % share of the men's innerwear market. Recognized as the country's largest domestic hosiery enterprise, the Company presents an extensive assortment of more than 100+ products under 10+ established brands, supported by a portfolio exceeding 5000+ SKUs to address varied consumer preferences.

Lux operates nine manufacturing facilities strategically situated across West Bengal, Punjab, Tamil Nadu, and Uttar Pradesh, with a combined annual capacity of over 44+ crores garment pieces. Its distribution network spans more than 2 Lakh+ retail outlets nationwide, while its international presence extends to over 46+ countries worldwide.

Outlook

Lux Industries Limited anticipates continued expansion, supported by the strength of its multi brand and multi product portfolio, reflected in a reported Revenue from Operations of ₹2,928.74 Crore for FY 2025-26. The Company's forward-looking approach is anchored in clear strategic priorities, including capacity enhancement in West Bengal, Punjab, Tamil Nadu and Uttar Pradesh, alignment of offerings with shifting consumer trends and market dynamics, and advancement of omni channel reach.

In parallel, the Company remains focused on building sustainable growth that delivers long term value to stakeholders, while broadening its portfolio to include women's wear and kids' categories, thereby reinforcing its presence across key consumer segments.

Our strengths

Seasoned leadership: Guided by promoters with more than six decades of industry experience, Lux Industries has grown into a prominent name in the innerwear category. Anchored in innovation and supported by strategic collaborations, the Company's focus on quality and expansion reflects the promoters' commitment to delivering affordable, high quality products through environmentally responsible processes that support socio economic progress.

Established brand strength: Approximately 8 % of the Company's turnover is dedicated to brand building initiatives, ensuring that its entire portfolio is promoted under the well-recognized Lux brand umbrella.

Broad product portfolio: Lux offers 100+ products across 10 + established brands, with nearly 5000+ SKUs led by its flagship brands. The portfolio spans multiple consumer segments, addressing the mass market through Lux Venus and Lux Parker, the mid premium category with Lux Cozi, Lux Nitro, Lux Champion, Lyra and Pynk, and the premium segment under ONN.

Extensive distribution footprint: A wide geographic presence and enduring associations with over 3,000+ dealers, supported by minimal churn, underpin the Company's distribution strength. Lux continues to widen its market access through exclusive brand outlets and strengthened partnerships with leading e-commerce platforms, enabling product availability even in remote regions and reinforcing sustained growth.

Focus on sustainability: The Company integrates environmentally responsible manufacturing practices into its operations, adopting initiatives aimed at lowering carbon footprint and ensuring ethical sourcing. Its growth strategy remains aligned with globally recognized environmental benchmarks.

Technology driven operations: Ongoing investments in automation and advanced manufacturing systems help maintain stringent quality standards while enhancing production efficiency. The Company also applies data led approaches to generate market insights, deepen customer engagement, and improve overall performance.

Customer first philosophy: Consumer satisfaction remains central to Lux Industries' strategy. Through continuous enhancements in design, quality, and comfort, the Company adapts to evolving preferences. Structured feedback systems and tailored service initiatives ensure that customer inputs shape product innovation and service refinement.

International presence: Exports contribute nearly 8 % of turnover, with a presence across the Middle East, Africa, and South Asia.

Segment reporting: Detailed disclosure of performance across all three business verticals is presented in Note no. 35 of the Consolidated Financial Statements included in this annual report.

Opportunity, threat and risk management

Risk	Mitigation
Economic risk: The textile sector remains sensitive to macroeconomic cycles, where periods of slowdown generally result in weakened demand for textiles and related consumer products.	**Mitigation:** To address this exposure, the Company has broadened its customer segments and expanded its product mix, while pursuing cost optimization through automation and process efficiency. It also sustains strong engagement with suppliers and customers to enhance resilience.
Supply chain risk: Operations within the textile industry rely on intricate global supply networks, and interruptions at any stage can trigger widespread operational disruptions.	**Mitigation:** Lux Industries counters this challenge through a well-diversified distribution framework characterized by low dealer attrition and comprehensive national reach. Continued investments in technology further strengthen distribution efficiency and provide actionable market intelligence.
Regulatory risk: Heightened regulatory expectations around greenhouse gas emissions, resource efficiency, and the development of sustainable supply chains pose compliance challenges for the industry.	**Mitigation:** The Company has undertaken structured initiatives to lower its environmental footprint, including commissioning a rooftop solar power facility, implementing water conservation practices, and utilizing renewable energy sources. Its emphasis on natural fibers, recyclable packaging, and adherence to an ISO 9001:2015 certified quality management system reinforce its sustainability commitments.
Raw material risk: Price volatility in raw materials, influenced by supply demand imbalances, climatic variations, and geopolitical developments, can impact operational stability.	**Mitigation:** The Company has secured long term supplier agreements and established a backward integrated facility in Dankuni, West Bengal, to cushion against input cost fluctuations. Yarn, constituting nearly 50% of product cost, is closely tracked, with procurement strategies calibrated to manage pricing variability.
Liquidity risk: The textile business model, shaped by demand cycles and capital-intensive investments, carries inherent liquidity pressures. Supply chain disturbances can further strain working capital and production continuity.	**Mitigation:** Lux Industries maintains a comfortable liquidity profile, supported by projected net cash accruals of ₹91.05 crore in FY 2025-26 and a current ratio of 2.18 times as on March 31, 2026. The Company also holds unencumbered fixed deposits of ₹38.64 crore as on the same date, with fund-based limit utilization of approximately 86%. Strong cash generation and moderated debt dependence underpin its liquidity strength.
Capital expenditure risk: Significant investments required for acquisition, modernization, or expansion of assets expose the Company to financial uncertainty.	**Mitigation:** Lux Industries mitigates capex related risks through informed capital allocation backed by deep market insight and a proven execution record. Detailed financial evaluations and feasibility assessments guide decision making. A diversified investment approach, supported by prudent liquidity management and contingency planning, helps contain financial exposure arising from capital expenditure.

Our financial performance

Particulars	March 31, 2026 (₹ in Crores)	March 31, 2025 (₹ in Crores)	YoY change
Revenue from Operations*	2,960.82	2,612.90	13.32%
Profit before Interest, Depreciation and Tax	205.26	265.59	-22.72%
Less: finance cost	37.72	20.87	80.74%
Profit before Depreciation and Tax	167.54	244.72	-31.54%
Less: depreciation	30.03	24.06	24.81%
Profit before Tax	137.51	220.66	-37.68%
Less: tax	31.44	56.12	-43.98%
Profit after tax	106.07	164.54	-35.54%

**Includes Other Income*

Key financial ratios and numbers

Particulars (₹ in Crores)	March 31, 2026	March 31, 2025	YoY change
Debt-equity ratio	0.32	0.17	88.24%
RONW (%)	5.83	9.60	-39.28%
Debtors' Turnover (days)	140	128	9.38%
Inventory turnover (days)	124	116	5.98%
Interest coverage ratio (x)	4.65	11.57	-59.81%
Current ratio	2.18	2.69	-18.96%
Operating profit margin (%)	6.93	10.16	-31.79%
PAT margin (%)	3.58	6.30	-43.08%

The Company during the period reported revenue increase of 13.32 %. The EBITDA margins in FY26 stood at 6.93 % compared to 10.16% over the same period in the previous year.

As of March 31, 2026, the Company's working capital cycle stood at 197 days as against 181 days in FY25. As of March 31, 2026, the Company's gross cash and cash equivalents stood at ₹300 Crores.

Detail of significant changes in key financial ratios: -

Debt Equity Ratio: The increase in the debt-equity ratio during the current period is primarily attributable to the increase in debt attributable to increased working capital requirement for funding newly launched brands like Pynk, Parker and Nitro.

RONW (%): The deterioration in RONW from 9.6% in the previous year to 5.8 % in the current year is primarily due to the lower profitability in current year primarily attributable to higher spends on advertisement for new brand launches.

Internal control systems and their adequacy

Lux Industries has instituted a comprehensive internal control framework designed to promote operational efficiency, transparency, and full compliance with applicable regulations. Standardized and clearly articulated protocols govern key functions including procurement, information technology, human resources, finance and accounts, inventory oversight, and logistics management.

The Company has embedded digital tools such as automation and data analytics to streamline processes, limit manual intervention, enhance accuracy, and strengthen process visibility. This structured approach ensures that risks inherent across business functions are effectively identified and addressed.

Appropriate control mechanisms, defined segregation of responsibilities, and periodic audits and evaluations form an integral part of this system, enabling early detection and mitigation of potential vulnerabilities. Through this disciplined internal control environment, Lux Industries reinforces accountability, strengthens regulatory adherence, and drives operational effectiveness, thereby supporting stronger financial outcomes and sustained long term growth.

Human resources and industrial relations

At Lux Industries, our workforce is the cornerstone of the organization. We understand that enduring growth is rooted in fostering a professional environment that is inclusive, results oriented, and closely aligned with our long term strategic priorities. Through consistent investment in employee skills, engagement, and overall well-being, we ensure that personal aspirations are harmonized with corporate goals.

Our Human Resources architecture is built to recruit, nurture, and retain capable talent while upholding principles of equity, equal opportunity, and merit based performance. It enables individuals to perform at their highest potential, progress along defined career pathways, and play a meaningful role in the Company's expansion and value creation. We are steadfast in shaping a culture where employees feel valued, encouraged, and motivated to contribute at their full capacity.

In FY 2025-2026, focused capability building programs were rolled out to deepen competencies and strengthen a mindset of continuous development. Employee wellness remained a key area of emphasis, supported through structured initiatives aimed at improving overall quality of life and enhancing our employee value proposition.

As on March 31, 2026, the organization employed more than 4,500 individuals. Industrial relations across all manufacturing locations continued to be harmonious and stable, supporting operational effectiveness and sustained business performance.

Cautionary statement

This statement made in this section describes the Company's objectives, projections, expectations and estimations which may be 'forward-looking statements' within the meaning of applicable securities laws and regulations. Forward–looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized by the Company. Actual results could differ materially from those expressed in the statement or implied due to the influence of external factors which are beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements on the basis of any subsequent development, information or events.

ANNEXURE 'C' TO DIRECTORS' REPORT

Report on Corporate Governance

Pursuant to Regulation 34(3) read with Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Company's philosophy

The Company is committed to the highest standards of Corporate Governance practices with ethical behavior and business principles as its roots and creation of long-term value as its goal, these standards not only ensure integrity and accountability but also promote the long-term economic interest of the stakeholders of the Company. Good governance practices stem from the dynamic culture and positive mindset of the organization. The Company makes all legal and regulatory compliances. Along with being a responsible Corporate Representative, the Company recognizes the fact that good Corporate Governance is an essential pre-requisite for sustained growth.

2. Board of Directors

a. Composition and Category of the Directors:

During the year under review, the composition of the Board of the Company was in conformity with Regulation 17 of the SEBI Listing Regulations read together with Section 149 and 152 of the Act and rules framed thereunder. The Board of the Company has a good and diverse mix of Executive and Non-Executive Directors with considerable experience in their respective fields. As on March 31, 2026, the Company's Board of Directors comprised of twelve directors. The Chairman of the Board is an Executive Promoter Director. In addition, the Board comprises of eleven other Directors including five Promoter Executive Directors and six Non-Executive Independent Directors including three women Independent Directors.

None of the Directors on the Board hold directorship in more than 20 companies, including a maximum of 10 public companies, in accordance with the disclosures under Section 184 of the Companies Act, 2013 and the applicable rules made thereunder. Further, none of the Independent Directors (IDs) serve as such in more than seven listed companies, and none of the Whole-Time Directors hold Independent Directorships in more than three listed companies. Additionally, none of the Executive Directors of the Company serve as Independent Directors in any Listed Entities.

In line with Regulation 26(1) of the SEBI Listing Regulations, no Director is a member in more than 10 committees or acts as Chairperson of more than 5 committees across all Public Limited Companies where they serve as Directors. The necessary disclosures regarding Committee positions held in other public companies as on March 31, 2026, have been duly made by the Directors.

All the IDs have confirmed that they meet the independence criteria as mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149 of the Companies Act, 2013 and the Rules framed thereunder.

Below are the names and categories of the directors on the Board, their attendance at Board Meetings held during the year under review and at the last Annual General Meeting (AGM), shareholding in the Company, names of other listed entities in which the directors hold positions. Additionally, the number of Directorships and Committee Chairmanships/Memberships they hold in other public limited companies including High Value Debt Listed Entities (HVDLEs) as on March 31, 2026, are provided:

Executive Director

Name of the Director	Name of the Company[1]	Category of Directorship	No. of other Directorships held[2]	No. of Committee Memberships[3]		No. of Board Meeting attended during the FY 2025-26	Attendance at last AGM[4]	No. of shares held[5]
				Chairperson	Member			
Mr. Ashok Kumar Todi	Lux Industries Limited	Chairman & Whole Time Director	10	-	1	5/5	Yes	36,58,654
Mr. Pradip Kumar Todi	Lux Industries Limited	Managing Director	15	-	-	5/5	Yes	44,15,290
Mr. Navin Kumar Todi	Lux Industries Limited	Executive Director	1	-	-	5/5	Yes	3,25,363
Mr. Rahul Kumar Todi	Lux Industries Limited	Executive Director	-	-	-	4/5	Yes	4,60,653
Mr. Saket Todi	Lux Industries Limited	Executive Director	6	-	-	5/5	Yes	7,94,876
Mr. Udit Todi	Lux Industries Limited	Executive Director	11	-	-	4/5	Yes	8,38,876

Non-Executive & Independent Director

Name of the Director	Name of the Company[1]	Category of Directorship[6]	No. of other Directorships held[2]	No. of Committee Memberships[3]		No. of Board Meeting attended during the FY 2025-26	Attendance at last AGM[4]	No. of shares held[5]
				Chairperson	Member			
Mr. Sadhu Ram Bansal	Lux Industries Limited GMR Airports Limited KEI Industries Limited JK Lakshmi Cement Limited	Non-Executive Independent Director	3	2	5	5/5	Yes	Nil
Mrs. Shashi Sharma	Lux Industries Limited Magadh Sugar & Energy Limited	Non-Executive Independent Director	2	-	3	5/5	No	Nil
Mr. Kumud Chandra Paricha Patnaik	Lux Industries Limited Abans Financial Services Limited	Non-Executive Independent Director	5	3	5	5/5	Yes	Nil
Mrs. Rusha Mitra	Lux Industries Limited Naga Dhunseri Group Ltd. GKW Ltd Harrisons Malayalam Ltd Texmaco Rail & Engineering Limited Quest Capital Markets Limited PCBL Chemical Limited[7]	Non-Executive Independent Director	9	3	9	5/5	Yes	Nil
Mr. Rajnish Rikhy	Lux Industries Limited Linc Limited	Non-Executive Independent Director	2	-	3	5/5	Yes	29,071
Mrs. Ratnabali Kakkar	Lux Industries Limited Century Plyboards (India) Limited Vikram Solar Limited	Non-Executive Independent Director	3	1	3	5/5	Yes	Nil

Notes:

1 *Name of the Company includes directorship held in Indian Listed Companies including HVDLEs.*

2 *Other Directorships includes Directorships held in listed, unlisted and private limited companies excluding Lux Industries Limited.*

3 *In accordance with Regulation 26 (1) of the SEBI Listing Regulations, Memberships / Chairmanships of only the Audit Committees and Stakeholders' Relationship Committees of all Public Limited Companies (including Lux Industries Limited) have been considered.*

4 *The 30th AGM was held on September 22, 2025 through audio visual means/video conferencing.*

5 *The details of the shareholding of the directors are as on March 31, 2026. The Directors do not hold any convertible securities of the Company as on the said date.*

6 *The category of directorship is "Non-Executive- Independent" for all the companies in which the above-mentioned directors hold directorship.*

7 *Mrs. Rusha Mitra ceased to be an Independent Director on the Board of PCBL Chemical Limited with effect from 08.04.2026.*

b. Details of Board Meetings held during the Year:

During the year, five board meetings were held, and particulars of the meetings are given below and the maximum interval between any two meetings was not more than 120 days.

Date of Board Meeting	May 23, 2025	August 12, 2025	October 13, 2025	November 8, 2025	February 14, 2026
Board Strength	12	12	12	12	12
No. of Directors Present	11	12	12	11	12

c. **Disclosure of relationships between directors inter-se:**

Mr. Ashok Kumar Todi, Mr. Pradip Kumar Todi, Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi, Mr. Saket Todi and Mr. Udit Todi are related to each other. Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi are brothers and Mr. Navin Kumar Todi & Mr. Rahul Kumar Todi are the sons of the elder brother of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi. Mr. Saket Todi is the son of Mr. Ashok Kumar Todi and Mr. Udit Todi is the son of Mr. Pradip Kumar Todi. Apart from this relationship there is no other inter-se relationship among the Directors.

d. **Key Board qualifications, expertise and attributes:**

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

i. Following is the list of the core skills/expertise/ competencies identified by the board of directors as required in the context of its business and sectors which are taken into consideration while nominating a candidate to serve on the board.

- Accounting, Finance & Legal- experience in financial management, tax administration, legal knowledge/ expertise, professional knowledge, and experience in the field of industry, commerce, business, and corporate management.
- Sales & Marketing – experience in formulating and monitoring various policies for growth, expansion of business and customer engagement.
- Brand Promotion & Advertisement – experience in brand management and developing strategies to grow market share, brand visibility and enhance corporate reputation.
- Product Development & Production – skill in developing new patterns, optimum use of resources and knowledge of various production technology.
- Printing and Packaging – Expert in printing and packaging that helps the Company to develop new packaging and quality printing.
- Board service and governance – Service on a public Company board to develop insights about maintaining board and management accountability, protecting shareholder interests, and observing appropriate governance practices.
- Leadership - Extended leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning, and risk management. Demonstrated strengths in developing talent, planning succession, and driving change and long-term growth.
- Growth Expansion and strategy – Experience in expanding the business presence in domestic and overseas market. Introducing innovative schemes for acquisition and retention of customers and value chain partners.

ii. In the matrix below, the core skills/ competencies/ expertise of individual Board members have been highlighted. However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding qualification or skill.

Name	Board Service, Leadership & Governance	Sales & Marketing	Product Development Production & Packaging	Brand Promotion & Advertisement	Accounting and Finance/ Legal	Growth, Expansion & Strategy
Mr. Ashok Kumar Todi	√	√		√		√
Mr. Pradip Kumar Todi	√		√			√
Mr. Navin Kumar Todi	√	√	√	√	√	
Mr. Rahul Kumar Todi	√	√	√		√	
Mr. Saket Todi	√	√	√	√	√	√
Mr. Udit Todi	√	√	√	√	√	√
Mr. Sadhu Ram Bansal	√	√	√	√	√	√
Mrs. Shashi Sharma	√	√	√	√	√	√
Mr. Kumud Chandra Paricha Patnaik	√				√	√
Mr. Rajnish Rikhy	√	√		√	√	√
Mrs. Rusha Mitra	√				√	√
Mrs. Ratnabali Kakkar	√	√			√	√

e. Independent Directors:

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Companies Act, 2013 ('the Act') along with rules framed thereunder. Independent Directors of the Company are individuals of eminence & repute in their respective fields, and they actively contribute to the strategic direction, operational excellence & Corporate Governance of the Company. In accordance with the criteria set for selection and nomination of Independent Directors and for determining their independence, the Nomination and Remuneration ('NR') Committee of the Board, inter alia, considers the qualifications, positive traits, areas of expertise and Directorships/ Committee Chairpersonship or memberships held by these individuals in other companies. The Board considers the NR Committee's recommendation and takes appropriate decisions in the appointment of the Independent Directors.

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

i. Familiarisation Programme for Independent Directors: The Company organizes a familiarization programme generally forming a part of the Board process for Independent Directors which is conducted by the Company Secretary & functional heads. Such programmes include the brief on the functioning of various departments, Independent Directors are familiarized with various organizational setup, internal control processes and relevant information pertaining to the Company, they are periodically updated on regulatory changes with their implications, Annual Operating plan and performance of the Company. The Board members are also provided with relevant documents, reports and internal policies to facilitate familiarization with the Company's procedures and practices, from time to time.

The Company provides quarterly updates to the Board on recent circulars, amendments, issued by regulators to ensure directors remain abreast of the latest changes. During the financial year under review, on November 08 2025, a familiarization program was organized for the Independent Directors to familiarize them with an in-depth overview of the Company's manufacturing processes and product portfolio. During their visit to Company's Dankuni facility, the Independent Directors were further briefed on the Company's business model, supply chain operations, customer base, quality control systems, safety protocols and commitment to sustainable growth. This program not only enhanced their understanding of the Company's operations but also facilitated them to contribute more effectively to deliberations and decision-making at Board and Committee meetings.

The details of Company's Familiarisation Programme for Independent Directors are posted on the Company's website, and can be viewed at the following link: https://s3.amazonaws.com/luxs/ckeditors/pictures/705/original/Familiarization_programe_for_Independent_Directors_Nw.pdf

ii. Evaluation: During the year under review, the Independent Directors met on October 13, 2025 and February 14, 2026, inter alia, to evaluate:

- The performance of Non-Independent Directors and the Board of Directors as a whole;
- The performance of the Chairman of the Company, considering the views of the Executive and Non-Executive Directors; and
- The quality, quantity and timeliness of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors concluded that all the parameters are fulfilled and overall performance of the Non- Independent Directors and the Board as a whole has been satisfactory.

iii. Reason for the resignation of an Independent Director: During the year under review, no independent director has resigned from the Company.

3. Audit Committee

The Company has an Audit Committee at the Board Level, with the powers and role that are in accordance with Regulation 18 of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013 or any other laws/rules, as applicable or amended from time to time.

a. Composition and meetings of Audit Committee:

The composition of the Audit Committee as on March 31, 2026 and particulars of the meetings attended by the members are given below:

Name of the Committee Member	Designation **	Category	No. of Meetings attended*
Mr. Sadhu Ram Bansal	Member	Independent, Non-Executive	5/5
Mr. Kumud Chandra Paricha Patnaik	Member	Independent, Non-Executive	5/5
Mrs. Rusha Mitra	Member	Independent, Non-Executive	5/5

** During the year, the Committee members met on May 23, 2025, August 12, 2025, October 13, 2025, November 8, 2025, and February 14, 2026. The Company Secretary acted as Secretary to the Audit Committee.*

*** There is no permanent chairperson of the Audit Committee. Mr. Sadhu Ram Bansal was elected as the Chairperson of the Audit Committee for its meetings held on May 23, 2025, August 12, 2025, October 13, 2025 and November 8, 2025. Mrs. Rusha Mitra was elected as the Chairperson of the Audit Committee for its meeting held on February 14, 2026. In each case, the Chairperson chaired the meeting until the conclusion of the respective Committee meetings.*

All the members possess knowledge of corporate finance, accounts, tax and Company law. The executive responsible for the finance and accounts functions and the representative of Statutory Auditors and Internal Auditors are regularly invited by the Audit Committee to its meetings.

b. Brief description of terms of reference of the Audit Committee:

- Oversight of the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statements are true and accurate and provide sufficient information.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the Statutory Auditor and the fixation of their audit fees.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - » Matters required to be included in the Director's Responsibility Statement, which forms part of the Board's report in terms of clause (c) of sub-section (J) of section 134 of the Companies Act, 2013.
  - » Changes, if any, in accounting policies and practices and reasons for the same.
  - » Major accounting entries involving estimates based on the exercise of judgment by management.
  - » Significant adjustments made in the financial statements arising out of audit findings.
  - » Compliance with listing and other legal requirements relating to financial statements.
  - » Disclosure of any related party transactions.
  - » Qualifications in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function including the structure of internal audit department, staffing seniority of the official heading the department.
- Discussion with internal auditors with respect to the coverage and frequency of internal audits as per the annual audit plan, nature of significant findings and follow up thereof.
- Reviewing the findings of any internal investigation by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control system of material nature and reporting the matter of the Board.
- Obtaining an update on the Risks Management Framework and the way risks are being addressed.
- Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- Review the reasons for substantial defaults in the payment to the depositors, shareholders (in case of non-payment of declared dividends) and creditors, if any.
- To review the functioning of the Whistle Blower mechanism and received by the Ombudsman.
- To approve the appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate. (point 19 Schedule II).

- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
  - » Approval or any subsequent modification of transactions of the company with related parties;
  - » Scrutiny or inter-corporate loans and investments;
  - » Valuation of undertakings or assets of the company, whenever it is necessary:
  - » Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers and related matters.
- Reviewing the utilization of loans and/or advances from/ investment by the holding Company in the subsidiary exceeding ₹100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loan/ advances/investment already made by the Company.
- To review the financial statements, in particular, the investments made by the unlisted subsidiary. (Reg 24(2)).
- To appoint a registered valuer, in case a valuation is required to be made in respect of any property, stocks, shares, debentures, securities or goodwill or any other assets (herein referred to assets) or net worth of the company or its liabilities under the Companies Act, 2013. (Sec 247(1)).
- To consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders. (part C, para A, point 22 of Schedule II)
- The audit committee shall mandatorily review the following information: (part C, para B of Schedule II)
  - » management discussion and analysis of financial condition and results of operations;
  - » management letters / letters of internal control weaknesses issued by the statutory auditors, if applicable.
  - » internal audit reports relating to internal control weaknesses, if applicable.
  - » the appointment, removal and terms of remuneration of the chief internal auditor, if any shall be subject to review by the audit committee.
  - » statement of deviations:
- quarterly statement of deviation(s) including report of monitoring agency, if applicable, shall be placed before the committee for review and then shall be submitted to stock exchange(s) in terms of Regulation 32(1). (Reg 32(3))
- annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7), if applicable.
- Call for comments of auditors about internal control systems, scope of audit and their observations.
- Review the financial statements before submission to the board and may discuss related issue with Internal/ Statutory Auditors and Management.
- Full access to information contained in the records of the Company.

The detailed terms of reference of the Audit Committee have been uploaded in the Company's website: https://s3.amazonaws.com/luxs/ckeditors/pictures/377/original/Terms_of_reference_of_Audit_Committee_23.pdf

4. Nomination and Remuneration Committee

The Company has constituted Nomination and Remuneration Committee at the Board level, with powers and roles that are in accordance with Regulation 19 of the SEBI Listing Regulations and Section 178 of the Act or any other laws/rules, as applicable or amended from time to time.

a. Composition and attendance of the Nomination & Remuneration Committee:

The composition of the Nomination & Remuneration Committee as on March 31, 2026 and particulars of the meetings attended by the members are given below:

Name of the Committee Member	Designation **	Category	No. of Meetings attended*
Mr. Sadhu Ram Bansal	Member	Independent, Non-Executive	4/4
Mr. Kumud Chandra Paricha Patnaik	Member	Independent, Non-Executive	4/4
Mrs. Rusha Mitra	Member	Independent, Non-Executive	4/4
Mrs. Ratnabali Kakkar	Member	Independent, Non-Executive	4/4

**During the year, the Committee members met on May 23, 2025, August 12, 2025, November 8, 2025, and February 14, 2026. The Company Secretary acted as Secretary to the Nomination & Remuneration Committee.*

*** There is no permanent chairperson of the Nomination and Remuneration Committee. Mr. Sadhu Ram Bansal was elected as the Chairperson of the Nomination & Remuneration Committee for its meeting held on May 23, 2025, August 12, 2025, and November 8, 2025.Mr. Kumud Chandra Paricha Patnaik was elected as the Chairperson of the Nomination & Remuneration Committee for its meeting held on February 14, 2026. In each case, the Chairperson chaired the meeting until the conclusion of the respective Committee meetings.*

b. Brief description of terms of reference of the Nomination & Remuneration Committee:

1. Identification and ascertainment of the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
2. Evaluation of performance of every Director, KMP and Senior Management at regular interval.
3. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommendation to the Board of a policy, relating to the remuneration, removal, retirement for the directors, key managerial personnel and senior management, and to ensure that: -
   - the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
   - relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
   - remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short-term and long-term performance objectives appropriate to the working of the Company and its goals, removal of a Director, KMP or Senior Management, and recommend to the board subject to the provisions of and compliance of the Companies Act, Rules and Regulations; and
   - retirement of a Director, KMP or Senior Management and recommend to the board subject to the provisions and compliance of the Companies Act, Rules and Regulations.
4. Formulation of criteria for evaluation of Independent Directors and the Board.
5. Devising a policy on board diversity.
6. Recommendation to the Board, all remuneration, in whatever form, payable to senior management.

   The detailed terms of reference of the Nomination and Remuneration Committee has been uploaded on the website of the Company at https://luxs.s3.amazonaws.com/uploadpdf/upload+pdf/Cgovernance/policies_12.pdf

c. Performance evaluation criteria for Independent Directors:

The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration Committee. An indicative list of factors on which evaluation was carried out includes participation and contribution by a director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behavior and judgement.

d. Policy for selection and Appointment of Directors, KMP and Senior Management and their Remuneration

The Nomination and Remuneration Committee has adopted a comprehensive Policy which, inter alia, deals with the manner of selection of Board of Directors, Whole Time Directors, Managing Director, KMP and Senior Management along with the framework for determining their remuneration. The key contents of the policy are as below:

i. Appointment and Removal of Directors, KMP and Senior Management

a. Appointment criteria and qualifications:

The Committee shall identify and ascertain the integrity, qualification, expertise and experience of a person for appointment as a Director, KMP or at the Senior Management level and recommend to the Board his / her appointment based on the below mentioned parameters: -

i) Competencies:
- Necessary skills (Leadership skills, Communication skills, Managerial skills, etc.)
- Experience & education to successfully complete the tasks.
- Positive background reference check.

ii) Capabilities:
- Suitable or fit for the task or role.
- Potential for growth and the ability and willingness to take on more responsibility.
- Intelligent & fast learner, good leader, organizer & administrator, good analytical skills, creative & innovative.

iii) Compatibility:
- Can this person get along with colleagues, existing and potential clients and partners.
- Strong Interpersonal Skills.
- Flexible & Adaptable.

iv) Commitment:
- Candidate's seriousness about working for the long term.
- Vision & Aim.

v) Character:
- Ethical, honest and team player.

vi) **Culture:**

- Fits with the Company's culture. (Every business has a culture or a way that people behave and interact with each other. Culture is based on certain values, expectations, policies and procedures that influence the behavior of a leader and employees. Employees who don't reflect a Company's culture tend to be disruptive and difficult).
- Presentable & should be known for good social & corporate culture.

b. **Term / Tenure:**

i. **Managing Director/ Whole-time Director/ Manager (Managerial Person):**

The Company shall not appoint or continue the employment of any person as Managing Director/ Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

ii. **Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Director's Report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be assured that number of Boards on which such Independent Director serves is restricted to seven listed entities as an Independent Director and three listed entities as an Independent Director in case such person is serving as a Whole-time Director/ Managing director of a listed entity, either directly or indirectly.

c. **Evaluation:**

Pursuant to the provisions of the Act, read with Rule 8 of the Companies (Account) Rules, 2014 and the SEBI Listing Regulations, the Board will carry out an annual evaluation of its own performance, and the performance of its committees as well as the individual directors.

d. **Removal:**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, read with rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend to the Board with reasons recorded in writing for removal of a Director, KMP or Senior Management subject to the provisions and compliance with the applicable provisions of the said laws.

e. **Retirement:**

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013, SEBI Listing Regulations as applicable from time to time and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

ii. **Provisions Relating to Remuneration of Managerial Person, KMP and Senior Management**

a. **General:**

- The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. Such remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company, wherever required.
- The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Act, and the rules and regulations made thereunder for the time being in force.
- The remuneration / compensation / commission etc. to KMP and Senior Management at the time of appointment will be determined as per the HR policy of the Company based on their qualifications, experience and market standards and will be placed before the Committee for its approval. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person.

- Increments will be effective from the date of reappointment or from such other date, as the case may be, within the slab approved by the shareholders, whenever required.
- Increments to the existing remuneration / compensation structure for the KMP, Senior Management shall be evaluated and recommended to the HR department by the respective reporting heads and approved by the reviewing authority (i.e. Chairman/Managing Director/Executive Directors, as the case may be) as per the policy of the Company and the summary thereof of the recommendations shall be placed before the Nomination and Remuneration Committee for their noting. In the event of any material change (i.e. deviations from the appointment letter/HR policy) shall be placed before the Nomination and Remuneration Committee for their approval.
- Where any insurance is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

b. Remuneration:

The remuneration / compensation / commission, etc., as the case may be, to the Chairman /Managing Director / Whole time Director will be governed by the relevant provisions of the Companies Act, 2013 and applicable Rules and Regulations and will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission, etc., as the case may be, shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

Further, the remuneration of KMP (other than Chairman /Managing Director/Whole time Director) and Senior Management shall be decided by the respective Reporting Heads and approved by the reviewing authority (i.e. Chairman/Managing Director or Executive Directors, as the case may be), based on their experience, qualifications and market standard and prevailing HR policy of the Company and the summary thereof shall be place before the Nomination and Remuneration Committee for their noting.

c. Minimum Remuneration:

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

d. Provisions for excess remuneration:

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013, SEBI Listing Regulations as applicable from time to time he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

e. Limit of Remuneration/Commission:

Remuneration/Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Act.

iii. Board Diversity Policy

a. Purpose:

The need for diversity in the Board has come into focus post the changes in the provisions of the Companies Act, 2013 and the corporate governance requirements as prescribed by the SEBI Listing Regulations.

The NR Committee has framed this Policy to set out the approach to diversity on the Board of the Company.

b. Scope:

This Policy is applicable to the Board of the Company.

c. Policy Statement:

The Company recognizes the importance of diversity in its success. Considering the global footprint of the Company, it is essential that the Company has as diverse board as possible.

A diverse board will bring in different set of expertise and perspectives. The combination of board having different skill set, industry experience, varied cultural and geographical background and gender diversity will bring a variety of experience and viewpoints which will add to the strength of the Company. While all appointments to the Board are made on merit, the diversity of board in aggregate will be of immense strength to the board in guiding the Company successfully through various geographies.

The Committee reviews and recommends appointments of new Directors to the Board. In reviewing and determining the board composition, the Committee will consider the merit, skill, experience, gender, and other diversity of the board.

d. Monitoring and Reporting:

The Committee will report annually, in the Corporate Governance section of the Annual Report of the Company, the process it employed in board appointments. The report will include summary of this policy including purpose and the progress made in achieving the same.

5. Stakeholders' Relationship Committee

The Company has a Stakeholders' Relationship Committee at the Board Level that are in accordance with Regulation 20 of the SEBI Listing Regulations and Section 178 of the Companies Act, 2013 to look into various issues relating to shareholders including transfer and transmission of shares, non-receipt of dividend, Annual Report, shares transfer and delay in transfer of shares. In addition, the Committee looks into other issues including the status of dematerialization / re- materialization of shares as well as system, procedures followed to track investor complaints and suggest measures for improvement from time to time. Further, to expedite the transfer in the physical segment, necessary authority has been delegated by the Board to a Committee called the **'Share Transfer Committee'**.

The Company Secretary Mrs. Smita Mishra acts as Compliance Officer and as the secretary to the committee.

During the year under review, the Company has not received any complaints from the shareholders of the Company.

The Company has designated the e-mail ID, investors@luxinnerwear.com exclusively for the purpose of receiving complaints from shareholders of the Company.

a. Composition of Stakeholders' Relationship Committee:

The composition of the Stakeholders' Relationship Committee and particulars of the meetings attended by the members are given below:

Name of the Committee Member	Designation **	Category	No. of Meetings attended*
Mrs. Ratnabali Kakkar	Member	Independent, Non-Executive	1/1
Mrs. Shashi Sharma	Member	Independent, Non-Executive	1/1
Mr. Kumud Chandra Paricha Patnaik	Member	Independent, Non-Executive	1/1
Mr. Ashok Kumar Todi	Member	Non Independent, Executive	1/1

**During the year, the Committee Members met once on February 14, 2026. The Company Secretary acted as Secretary to the Stakeholders' Relationship Committee.*

The previous AGM of the Company was held on September 22, 2025.

*** There is no permanent chairperson of the Stakeholders Relationship Committee. Mrs. Shashi Sharma was elected as the Chairperson of Stakeholders' Relationship Committee at its meeting held on February 14, 2026 till the conclusion of the meeting.*

b. Brief terms of Reference of the Stakeholders' Relationship Committee

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non- receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- Reviewing of measures taken for effective exercise of voting rights by shareholders.
- Reviewing of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar to an Issue and Share Transfer Agent.
- Reviewing of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/statutory notices by the shareholders of the Company.

6. Risk Management Committee

In terms of Regulation 21 of the SEBI Listing Regulations, the Company has constituted Risk Management Committee to mitigate risks by devising policies for it.

a. Composition of Risk Management Committee:

The composition of the Risk Management Committee and particulars of the meetings attended by the members are given below:

Name of the Committee Member	Designation **	Category	No. of Meetings attended*
Mr. Ashok Kumar Todi	Chairperson	Non- Independent, Executive	0/2
Mr. Pradip Kumar Todi	Member	Non- Independent, Executive	0/2
Mrs. Rusha Mitra	Member	Independent, Non-Executive	2/2
Mr. Rajnish Rikhy	Member	Independent, Non-Executive	2/2

** During the year, the Committee members met on September 22, 2025 and March 26, 2026. The gap between the two meetings does not exceed 210 days as per the requirements of the SEBI Listing Regulations. The Company Secretary acted as Secretary to the Risk Management Committee.*

*** As Mr. Ashok Kumar Todi, Chairperson of the Risk Management Committee, was absent during the meetings held on September 22, 2025, and March 26, 2026, Mr. Rajnish Rikhy was elected to chair the Committee for these meetings. In each instance, Mr. Rikhy chaired the meetings till the conclusion of such meetings.*

b. Terms of Reference of Risk Management Committee:

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprise of:

- Oversight of risk management performed by the executive management.
- Reviewing the risk management policy and framework in line with local legal requirements and SEBI guidelines.
- Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle.
- Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.
- Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, and potential impact analysis and mitigation plan.
- Formulating a detailed risk management policy which shall include: A framework for identification of internal and external risks specifically faced by the listed entity, including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
- Measures for risk mitigation including systems and processes for internal control of identified risks.

Business continuity plan

- Ensuring that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
- Monitoring and overseeing implementation of the risk management policy, including evaluating the adequacy of risk management systems.
- Periodically reviewing the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- Keeping the board of directors informed about the nature and content of its discussions, recommendations, and actions to be taken.
- Reviewing Appointment, Removal and terms of remuneration of the Chief Risk Officer (if any).

7. Corporate Social Responsibility (CSR) and Environmental, Social and Governance (ESG) Committee (CSR and ESG Committee) *(name changed with effect from May 23, 2025).*

The role of the CSR and ESG Committee is, inter alia, to monitor, review and provide strategic direction to the Company's CSR and ESG initiatives and practices. The terms of reference of the CSR and ESG Committee are in accordance with Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 or any other laws/rules, as applicable or amended from time to time. The mandate of the Committee includes recommending the CSR Policy to the Board of Directors, recommending the amount of expenditure to be incurred on CSR activities, and monitoring the implementation of CSR initiatives and related ESG practices of the Company.

The Board of Directors, at its meeting held on May 23, 2025, approved the broadening of the scope of the CSR Committee to include Company's evolving commitment to Environmental, Social and Governance (ESG) principles and accordingly renamed the Committee as the **"CSR and ESG Committee"**.

Pursuant to the approval of the Board in its meeting, the Committee has a broader scope which includes Environmental, Social and Governance (ESG) initiatives.

The Company is focused on addressing the objectives and requirements relating to CSR and ESG, both in letter and spirit in accordance with the provisions of the Companies Act, 2013 and other applicable laws. The updated terms of reference of the Committee is available on the website of the Company at https://s3.amazonaws.com/luxs/ckeditors/pictures/657/original/Terms_of_Reference_CSR___ESG_Committee.pdf.

a. Composition of CSR and ESG Committee

The composition of the CSR and ESG Committee and particulars of the meetings attended by the members are given below:

Name of the Committee Member	Designation	Category	No. of Meetings attended*
Mr. Ashok Kumar Todi	Chairperson	Non- Independent, Executive	4/4
Mr. Pradip Kumar Todi	Member	Non- Independent, Executive	4/4
Mrs. Shashi Sharma	Member	Independent, Non-Executive	4/4

* During the year, the Committee members met on May 23, 2025, August 12, 2025, November 8, 2025 and February 14, 2026.

8. Committee of Directors

The Company has a Committee of Directors constituted in terms of Section 179(3) of Companies Act, 2013

a. Composition of Committee of Directors:

Name of the Committee Member	Designation	Category
Mr. Ashok Kumar Todi	Chairperson	Non- Independent, Executive
Mr. Pradip Kumar Todi	Member	Non- Independent, Executive

b. Attendance of Members at the Committee of Directors meetings:

During the Financial Year ended March 31, 2026, no meetings of the Committee of Directors were held.

c. Terms of Reference of Committee of Directors

The brief terms of reference of the Committee includes the following:

- To borrow money.
- To invest fund of the Company.
- To grant loan or give guarantee or provide security in respect of loans made by the Company.
- Opening and closing of bank account in the name of the Company.
- To change the mode of operations of various bank account(s).

9. Share Transfer Committee

The ambit of the Share Transfer Committee is to streamline work related to share transfers. The Committee approves the transmission, sub division, consolidation, issue of duplication of shares, and other related matter, and approval of processing relating to Remat and Demat.

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

Name of the Committee Member	Designation	Category	No. of Meetings attended*
Mr. Ashok Kumar Todi	Chairperson	Non - Independent, Executive	Not applicable
Mr. Pradip Kumar Todi	Member	Non - Independent, Executive	Not applicable

**No Share Transfer Committee meetings were held during the year under review.*

10. Oversight and Impact Assessment Committee

The Board of Directors in its meeting held on November 22, 2023 constituted an Oversight and Impact Assessment Committee to examine and assess the performance of verticals and evaluate the impact of the respective verticals on the overall performance of the Company including benefits accruing to various stakeholders and accordingly suggest ways and means to improve their performance.

Name of the Committee Member	Designation	Category	No. of Meetings attended*
Mr. Ashok Kumar Todi	Member	Non- Independent, Executive	Not applicable
Mr. Pradip Kumar Todi	Member	Non- Independent, Executive	Not applicable
Mr. Navin Kumar Todi	Member	Non- Independent, Executive	Not applicable
Mr. Kumud Chandra Paricha Patnaik	Member	Independent, Non- Executive	Not applicable
Mrs. Ratnabali Kakkar	Member	Independent, Non- Executive	Not applicable

**No Oversight and Impact Assessment Committee meetings were held during the year under review.*

11. Corporate Restructuring Committee

The Board of Directors in its meeting held on April 23, 2026 constituted the Corporate Restructuring Committee to facilitate the proposed demerger of the Company's Vertical A business and Vertical C business, whereas the remaining Vertical B business shall continue with the Company, pursuant to the Family Settlement Agreement dated April 22, 2026 executed among members of the promoter and promoter group of the Todi Family of Lux Industries Limited, and as intimated to the Company vide letter dated April 22, 2026.

a. Composition of the Corporate Restructuring Committee

Name of the Committee Member	Designation	Category	No. of Meetings attended*
Mr. Ashok Kumar Todi	Member	Non- Independent, Executive	Not applicable
Mr. Pradip Kumar Todi	Member	Non- Independent, Executive	Not applicable
Mrs. Ratnabali Kakkar	Member	Independent, Non- Executive	Not applicable
Mrs. Rusha Mitra	Member	Independent, Non- Executive	Not applicable

**As the Corporate Restructuring Committee has been constituted w.e.f. April 23, 2026, hence disclosure in relation to the number of meetings of the Committee held during the year under review is not applicable.*

b. Brief Terms of Reference of the Corporate Restructuring Committee

1. Finalization of the terms of engagement of consultants, advisors, and agencies required for the proposed demerger;
2. Recommendation of the draft Scheme of Arrangement to the Board of Directors for their consideration and approval
3. Any other action necessary to give effect to the above-mentioned terms.

12. The particulars of Senior Management of Lux Industries Limited

Sr. No.	Full name	Designation
1	Ajay Nagar	Chief Financial Officer
2	Smita Mishra	Company Secretary and Compliance Officer
3	Jitendra Kumar Shah	Vice President- Finance
4	Sanjay Kumar Mittal	Vice President - Sales
5	Rajendra Kumar Bhutoria	Vice President - HR & Admin
6	Surendra Kumar Bajaj	Vice President - Marketing
7	Sumit Sureka	Vice President - Advertisement
8	Deepak Kumar Agarwal	General Manager - Finance and Accounts
9	Kaushal Pasari	General Manager – Finance
10	Pradip Kumar Kandar	General Manager - Secretarial & Legal
11	Manoj Kumar Ghiya	General Manager - Production
12	Sanjay Kumar Bhagat	General Manager - Operations
13	Sashi Kumar Nayabania	General Manager - Sales
14	Vikash Agarwal	General Manager - Production
15	Anant Goenka	Manager - Legal
16	Subrata Kumar Roy #	Chief Information Officer-Vertical A
17	Prathistha Dobhal ##	Manager – Legal

 # Mr. Subrata Kumar Roy was appointed as the Chief Information Officer-Vertical A and designated as Senior Management Personnel with effect from May 23, 2025.

Mrs. Prathistha Dobhal (Manager-Legal) designated as Senior Management Personnel with effect from February 14, 2026

- During FY 2025-26, Mr Prateek Agarwal, General Manager - IT & New Initiatives (IT) resigned effective July 9, 2025.
- The particulars of Senior Management of the Company as on March 31, 2026.

13. Remuneration of Directors

a. Pecuniary Material Relationship:

None of the Non- Executive Independent Directors have any pecuniary material relationship or transactions with the Company for the year ended March 31, 2026, except as disclosed in the related party disclosures of the Company forming part of this Annual Report.

b. Criteria of making payments to Non- executive Director:

- The remuneration / commission payable shall be in accordance with the statutory provisions of the Companies Act, 2013, the rules made thereunder, and the SEBI Listing Regulations, as applicable from time to time.
- The Non- Executive / Independent Directors may receive remuneration by way of sitting fees for attending meetings of the Board and/or its Committees thereof. Provided that the amount of such sitting fees shall not exceed the maximum amount permissible under the Companies Act, 2013, and the applicable SEBI Listing Regulations as amended from time to time. However, subject to the discretion of the Board and in accordance with the Nomination and Remuneration Policy of the Company, different sitting fees may be paid to Independent Directors for attending various meetings, if deemed necessary.
- The Independent Directors shall not be entitled to any stock option of the Company.

c. Disclosures with respect to remuneration:

i. Payment to Executive Directors:

The details of Remuneration to the Executive Directors for the year ended March 31, 2026, is given below in tabular form below:

(₹ in Crores)

Name of Directors	Mr. Ashok Kumar Todi	Mr. Pradip Kumar Todi	Mr. Navin Kumar Todi	Mr. Rahul Kumar Todi	Mr. Saket Todi	Mr. Udit Todi
Salary	4.50	4.50	1.80	1.80	1.80	1.80
Stock option	-	-	-	-	-	-
Severance Fees	-	-	-	-	-	-
Tenure/Service of Contract	September 30, 2022 to September 29, 2027.	September 28, 2024 to September 27, 2029	May 25, 2021 to May 24, 2026*	May 25, 2021 to May 24, 2026*	May 25, 2021 to May 24, 2026*	May 25, 2021 to May 24, 2026*
Notice Period	As per policy of the Company.					

**The Re-appointment of the Executive Directors for a period of 5 (five) consecutive years commencing from May 25, 2026 till May 24, 2031 was approved at the 30th Annual General Meeting of the Company held on September 22, 2025.*

Notes: -

- The Company does not pay any performance linked incentive to any director or employee.
- The expenses incurred for travelling, boarding and lodging including their respective spouses and attendant(s) during business trips, any medical assistance provided including their respective family members; and provision of cars for use on the Company's business and telephone expenses at residence shall be reimbursed at actuals and not considered as perquisites.
- The Company does not have any employee stock option plans.
- The overall remuneration payable to all the Executive and Non-Executive directors is within the limit prescribed under Section 197 along with Schedule V of the Companies Act, 2013.

ii. **Payment to Non-Executive Directors: The Non-executive directors have been paid sitting fees for attending the Board and Committee meetings. The details thereof are given below:**

(₹ in Crores)

Sl No	Name of Directors	Sitting Fees*		Total
		Board Meeting	Other Committees	
1	Mr. Sadhu Ram Bansal	0.035	0.078	0.113
2	Mrs. Shashi Sharma	0.035	0.050	0.085
3	Mr. Kumud Chandra Paricha Patnaik	0.035	0.085	0.120
4	Mrs. Rusha Mitra	0.035	0.093	0.128
5	Mr. Rajnish Rikhy	0.035	0.030	0.065
6	Mrs. Ratnabali Kakkar	0.035	0.050	0.085

** The sitting fees have been rounded off to the nearest integer.*

14. General Body Meeting

a. The details of the location, date, time and venue of the last three Annual General Meetings ('AGMs') of the Company, along with the Special Resolutions passed thereat, are given below:

AGM	Date and Time	Venue	Special Resolution
30th	September 22, 2025, 11.00 a.m.	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	▪ Re-appointment of Mr. Navin Kumar Todi (DIN: 00054370) as an Executive Director of the Company. ▪ Re-appointment of Mr. Rahul Kumar Todi (DIN: 00054279) as an Executive Director of the Company. ▪ Re-appointment of Mr. Saket Todi (DIN: 02821380) as an Executive Director of the Company. ▪ Re-appointment of Mr. Udit Todi (DIN: 02017579) as an Executive Director of the Company. ▪ Re-appointment of Mrs. Ratnabali Kakkar (DIN: 09167547) as an Independent Director of the Company for the second term of five consecutive years. ▪ Re-appointment of Mr. Rajnish Rikhy (DIN: 08883324) as an Independent Director of the Company for the second term of five consecutive years.
29th	September 26, 2024, 11.00 a.m.	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	▪ Re-appointment of Mr. Pradip Kumar Todi (DIN: 00246268) as a Managing Director of the Company. ▪ Alteration of Articles of Association by addition of a new clause 290A for Waiver of Dividend.
28th	September 29, 2023, 11.00 a.m.	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	Re-appointment of Mrs. Rusha Mitra (DIN: 08402204) as an Independent Director of the Company for the second term of five years.

b. Passing of Resolutions by Postal Ballot:

No postal ballot was conducted during the financial year 2025-26.

Procedure for Postal Ballot: Not Applicable

Details of special resolution proposed to be conducted through postal ballot: Not Applicable

c. Extra-ordinary General Meeting:

No Extra-ordinary General Meeting was held by the Company during the Financial Year 2025-26.

15. Means of Communication

a. Financial Results:

Pursuant to Regulation 33 of the SEBI Listing Regulations, the Company has regularly furnished within the prescribed timeline the quarterly and half yearly un-audited financial results, as well as annual audited financial results to all the Stock exchanges where the Company's shares are listed i.e., BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

b. Newspapers where results normally published:

The quarterly, half yearly and annual financial results are published in the English language national daily, "The Economic Times" (circulating in the whole of India) with nationwide circulation and in "Ei Samay", a bengali language daily published in Bengali, the vernacular language of the state, where registered office of the Company is situated.

c. Websites:

i. Company's Website

Pursuant to Regulation 46 of the SEBI Listing Regulations, the Company's website, www.luxinnerwear.com contains a dedicated segment, 'Investors' where all the information meant for the shareholders are available, including information on Directors, Shareholding Pattern, Quarterly Reports, Financial Results, Annual Reports, Press Releases, details of unpaid/unclaimed dividends, various forms for investor service request (ISR) and various policies etc. of the Company.

ii. NSE Electronic Application Processing System (NEAPS)

NEAPS is a web-based application designed by the National Stock Exchange of India Ltd. ('NSE') for corporate filings. All periodical compliance related filings, like shareholding pattern, corporate governance report, media releases, and corporate actions are filed electronically on NEAPS and the information can also be accessed on the website of NSE: https://www.nseindia.com/

iii. BSE Corporate Compliance & Listing Centre (Listing Centre)

The Listing Centre of BSE Ltd. is a web-based application designed for corporate filings. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on the Listing Centre. The information can also be accessed on the website of BSE: https://www.bseindia.com/

d. News Releases and Presentations:

Official news releases and official media releases are sent to Stock Exchanges on which the shares of the Company are listed and are also uploaded on the Company's website at a dedicate segment "INVESTORS" at www.luxinnerwear.com.

e. Presentations to Institutional Investors/ Analysts:

During the year under review, presentations, if any, made to Institutional Investors/ Analysts and intimation about the same were duly given to Stock Exchanges and copy of Investor Presentation of Company is also available on the website of the Company www.luxinnerwear.com

f. Annual Report:

The Annual Report containing, inter alia, the Audited Standalone and Consolidated Financial Statements, Directors' Report, Auditors' Report, the Management Discussion and Analysis (MDA) Report, Corporate Governance Report and other important information is circulated as desired and is also available on the Company's website at www.luxinnerwear.com.

g. Green Initiative:

Information is uploaded on Company's website and other information(s) are sent to the members in electronic form, whose e-mail ids are registered with Company and/or RTA, to save paper.

16. General Shareholder Information

a. Annual General Meeting:

Date, Time, and Venue	Friday, September 25, 2026 at 11:00 A.M. (IST) , meeting is being conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") pursuant to the MCA General Circulars dated May 5, 2020, read with general circulars dated April 8, 2020, April 13, 2020, the latest being September 22,2025. For details, please refer to the Notice of this AGM.

Book closure dates	Saturday, September 19, 2026 to Friday, September 25, 2026 (both days inclusive)
Dividend payment date	For the financial year 2025-26, the Board of Directors of the Company, in its meeting held on May 21 2026, has recommended a dividend @ 100% (₹ 2/- per Equity Share of face value ₹ 2/- each, fully paid up), subject to approval by shareholders at the ensuing Annual General Meeting.

b. Financial Year and Calendar

Financial Year	1 April to 31 March
Financial Calendar 2026-27 (Tentative)	
First Quarterly Results	Second week of August, 2026
Second Quarterly Results	Second week of November, 2026
Third Quarterly Results	Second week of February, 2027
Fourth Quarterly Results	Fourth week of May, 2027
Annual General Meeting	September, 2027

c. Payment of Listing Fee:

The applicable Annual Listing Fees for the Financial Year ended 31st March 2026 has been duly paid to the National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited (BSE), where the company's securities are listed.

d. In case the securities are suspended from trading, the director's report shall explain the reason thereof:

Not applicable.

e. Registrar to an Issue and Share Transfer Agent

The Company's share transfer and investors' service request are operated through its Registrar to an Issue and Share Transfer Agent: KFIN Technologies Limited. The details of the RTA are provided in the Correspondence part of this Report, for investors to reach for any grievances or investors service.

f. Share Transfer System

In accordance with the proviso to Regulation 40(1) of the SEBI Listing Regulations, effective from April 1, 2019, transfers of shares of the Company shall not be processed unless the shares are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them.

g. Shareholders holding shares in dematerialized mode have been requested to register their email address, bank account details and mobile number with their depository participants. Those holding shares in physical mode have been requested to furnish PAN, nomination, contact details, bank account details and specimen signature for their corresponding folios. SEBI vide its Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 (along with all subsequent circulars passed in this regard), has removed the provision regarding freezing of folios not having PAN, KYC, and Nomination details. Shareholders may contact the RTA at einward.ris@kfintech.com and also refer details at https:// www.luxinnerwear.com/download-forms for updation of requisite details.

During the year, the Company has actively participated in the 100 Days Campaign, launched by the Investor's Education and Protection Fund Authority ("IEPFA"), Ministry of Corporate Affairs ("MCA") via letter dated July 16, 2025 which spanned from July 28, 2025 to November 06, 2025 named "Saksham Niveshak". The aim of the campaign was to encourage shareholders to claim their unpaid or unclaimed dividends by updating their KYC and other details. In addition, as on the date of this report, the Company is currently participating in a second 100 Days Campaign launched by the IEPFA from April 1, 2026 to July 9, 2026, focusing on shareholders whose dividends remain unclaimed, with an emphasis on KYC updation and related compliance measures.

To facilitate rightful access for investors to their securities, and in compliance with SEBI circulars regarding the Special Window for transfer and dematerialization of physical securities which were sold or purchased prior to April 01, 2019 and for such transfer requests which were submitted earlier and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise. The Company has published and shall continue to publish the same on a bi-monthly basis until the closure of the special window on February 4, 2027, through various medias. Complete details about the Special Window are available on the Company's website: https://www.luxinnerwear.com/

h. Distribution of Shareholding as on March 31, 2026

Sr. No.	Range of Shares held	No. of Shareholders*	Percentage	No. of Shares	Percentage to Equity
1	1 - 500	74784	98.25	2601882	8.65
2	501 - 1000	672	0.88	498822	1.66
3	1001 - 2000	330	0.43	479095	1.59
4	2001 - 3000	120	0.16	303767	1.01
5	3001 - 4000	52	0.07	182407	0.61
6	4001 - 5000	43	0.06	200740	0.67
7	5001 - 10000	58	0.08	403837	1.34
8	10001- 20000	20	0.03	274211	0.91
9	20001 and above	35	0.04	25126920	83.56
	TOTAL	**76114**	**100.00**	**30071681**	**100.00**

**Non-consolidation basis*

i. Shareholding pattern as on March 31, 2026

Category	Number of Shareholders	Number of Shares	Percentage to total equity
A. Promoters and Promoters Group			
- Indian Promoters	13	22311063	74.19
B. Public Shareholding			
- Corporate Bodies	400	849398	2.83
- NBFC	-	-	-
- Banks	1	13	0
- Indian Financial Institutions	-	-	-
- Non-Resident Non Repatriable	601	75799	0.25
- Non-Resident Indians	680	142633	0.48
- Qualified Institutional Buyer	1	1426317	4.74
- Foreign Portfolio Corp	37	222558	0.74
- Mutual Funds	-	-	-
- Alternative Investment Fund	1	5904	0.02
- IEPF	1	15285	0.05
- Indian Public	70845	4738935	15.76
- HUF	1284	283776	0.94
- Trust	-	-	-
- Clearing Members	-	-	-
Total (A+B)	**73864**	**30071681**	**100.00**

j. Dematerialization of Shares and liquidity:

- The Company has arrangements with both NSDL and CDSL to establish electronic connectivity for scrip less trading and as on March 31, 2026, 99.99% of the paid-up share capital is held in dematerialized form.
- The Annual Custodial Charges to NSDL and CDSL have been paid.
- The ISIN Number allotted to Company's Shares is INE150G01020.
- The Equity Shares held in Demat and physical mode as of March 31, 2026 is given below:

Category	Number of Shareholders*	Number of Shares	Percentage to total equity
Details of Shares held by NSDL in Demat form	17459	24824198	82.55
Details of Shares held by CDSL in Demat form	58642	5246897	17.45
Total	**76101**	**30071095**	**100.00**
No. shares held in Physical form	13	586	0.00
Grand total	**76114**	**30071681**	**100.00**

**Non-consolidation basis*

k. Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity:

Not applicable.

l. Unclaimed Dividend:

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to IEPF. In accordance with the following schedule, the dividend for the years mentioned below, if unclaimed within a period of seven years, will be transferred to IEPF.

Year	Dividend Type	Dividend per share (in ₹)	Date of declaration	Due date for Transfer
2018-2019	Final	3.50	September 05, 2019	October 11, 2026
2019-2020	Interim	10.00	February 13, 2020	March 20, 2027
2019-2020	Final	2.50	September 24, 2020	November 01, 2027
2021-2022	Interim	12.00	November 01, 2021	December 08, 2028
2022-2023	Final	5.00	September 29, 2023	November, 05, 2030
2023-2024	Final	2.00	September 26, 2024	November, 02, 2031
2024-2025	Final	2.00	September 22, 2025	October 28, 2032

Note: The face value of the equity shares on which the dividend was declared is ₹2/- each.

Further, all the shares in respect of which dividend has remained unclaimed for seven consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

The Company is sending periodic communication to the concerned shareholders, advising them to lodge their claims with respect to unclaimed dividend. Shareholders are cautioned that once an unclaimed dividend is transferred to IEPF, no claim shall lie in respect thereof with the Company. Further detailed process of transferring dividend and shares to IEPF and for claiming shares and dividend is provided in the Annual Report.

The details of unclaimed dividends and shares transferred to IEPF during FY 2025-26 are as follows:

Financial Year	Amount of unclaimed dividend transferred (Amount in ₹)	Number of shares transferred
2017-2018	59180.00	50

As per Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, there are no shares lying in the Suspense Account of the Company, so details are not applicable.

m. Commodity price risk or foreign exchange risk and hedging activities:

The Company has not engaged in any commodity hedging activities; details related to foreign exchange risk is given in notes to the Financial Statements.

n. Location of Plants:

1	Mollaber, Janai, Durgapur Expressway, Dankuni, Hooghly, West-Bengal-712702	4	Plot No 177 And 177a, M/s Lux Industries Ltd, Tajpur Road Mahavir Jain Colony, Central Jail Canteen, Tajpur Road Area, Ludhiana, Punjab, 141010	7	Rajalakshmi Garden, Kaikattipudur, Avinashi, Tiruppur, Tamil Nadu, 641654
2	Sankrail Industrial park, Jalan Complex, kendwa,Howrah, West Bengal - 711302	5	Industrial Premises No. 125 on 15 M "J" Road, Block- 1 & 2, West Bengal Hosiery Park, (WBHIPL) Mouza- Jagadishpur, PS-Liluah, Howrah- 711115	8	Ganganagar, Vengamedu, Thottipalayam Village, Tiruppur, Tamil Nadu, 641603
3	B-Xxxii - 1429/11. Jujhar Singh Nagar, Gahelwal Pind, Rahon Road, Ludhiana-141008	6	Tronica City, Sector D1, TRONICA CITY, Ghaziabad, Uttar Pradesh, 201102	9	Avinashilingampalayam, Avinashi, Tiruppur, Tamil Nadu, 641654

o. Address for Correspondence:

KFin Technologies Limited (Registrar to an Issue and Share Transfer Agent) (Previously known as KFin Technologies Private Limited) Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad-500032. Toll Free No: 18003094001, Fax: +91-40-23420814 E-Mail: einward.ris@kfintech.com **Local Address:** Apeejay House, Block "B", 3rd Floor, 15, Park Street, Kolkata – 700016 Tel: +033-66285934/901	**Lux Industries Limited,** Secretarial Department 39, Kali Krishna Tagore Street, Kolkata-700007 Tel: 033-40402121 Fax:033-40012001 E-mail: investors@luxinnerwear.com

p. Credit Rating:

The credit rating obtained by the Company during the financial year, along with revisions thereto, if any is provided in the Directors' Report.

17. Other Disclosures

a. Disclosure on materially significant related party transactions that may have potential conflict with the interests of the Company at large:

The transactions with related parties as per Indian Accounting Standard (IND AS-24) 'Related Party Disclosures' issued by the Institute of Chartered Accountants of India are disclosed in Notes to accounts.

There were no materially significant related party transactions which could have potential conflict with the interest of the Company at large. The Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions is available on the website of the Company and can be accessed at https://s3.amazonaws.com/luxs/ckeditors/pictures/701/original/RPT_Policy_V5.pdf

b. Details of the non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years:

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority.

c. Establishment of Vigil Mechanism:

- The Company has a vigil mechanism contained in the Whistle Blower Policy, in terms of Section 177 of the Companies Act, 2013 to deal with instances of fraud and mismanagement, if any. The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company. A quarterly report with number of complaints, if any, received under the Policy and their outcome placed before the Audit Committee and the Board. Further no personnel have been denied access to the Audit Committee at any instances.
- The policy on vigil mechanism may be accessed on the Company's website https://s3.amazonaws.com/luxs/ckeditors/pictures/391/original/Whistle_Blower_Policy.pdf.

d. All mandatory requirements have been appropriately complied with and the non-mandatory requirements have been dealt with at the end of the report.

e. Disclosure of Non-Mandatory Requirement:

i. The Board- Chairman's Office:
The Company has an Executive Chairman and the office with required facilities is provided and maintained at the Company's expenses for use by the Chairman.

ii. Separate position of Chairman and Managing Director:
The Company has separate persons appointed as Chairman and Managing Director and they are related as per the Companies Act, 2013.

iii. Shareholders Rights:
The financials are normally published in Economic Times (English) and Ei Samay (Bengali) newspapers and therefore, have not been separately circulated to the shareholders.

iv. Audit Qualification:
The Company has moved towards a regime of unqualified financial statements.

v. Internal Auditor Reporting:
The report of internal auditor is placed before the Audit Committee for review quarterly.

f. Web link where policy for determining 'material' subsidiaries is disclosed:

The Board of Directors of the Company formulated the policy for determining "material subsidiaries" to comply with the requirements of Regulation 24 of the SEBI Listing Regulations for such material subsidiaries. Same can be accessed on the Company's website: - https://s3.amazonaws.com/luxs/ckeditors/pictures/588/original/Policy_for_determining_Material_Subsidiary.pdf

g. Web link of policy on dealing with related party transactions

Pursuant to the SEBI Listing Regulations, the Board Directors ('Board') of the Company has formulated a policy on dealing with related party transactions and it can be accessed on the Company's website: - https://s3.amazonaws.com/luxs/ckeditors/pictures/701/original/RPT_Policy_V5.pdf

h. Disclosure of commodity price risks and commodity hedging activities:

The Company has not entered into any commodity hedging activities.

i. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): Not applicable.

j. Certificate from Company Secretary in Practice:

MR & Associates, Practicing Company Secretaries has issued a certificate as required under the SEBI Listing Regulations, confirming that, none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director which is annexed separately to the Directors' report as **Annexure "F"**.

k. Recommendation of Committee:

The Board has accepted all the recommendations of the Committees made during the year.

l. Detail of total fees paid to statutory auditor:

The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part is as follows: -

(₹ in Crores)

Type of Service	2025-26	2024-25
Audit fees	0.34	0.30
Others	0.22	0.22
Total	**0.56**	**0.52**

m. Complaints pertaining to sexual harassment:

The following is reported pursuant to section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and regulation 34(3) read with sub-clause 10(l) of Clause C of Schedule V of the SEBI Listing Regulations:

Particulars	Numbers
Number of complaints filed during the financial year.	Nil
Number of complaints disposed of during the financial year.	Nil
Number of complaints pending as on end of the financial year.	Nil

n. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount:

As provided in the Notes to the Financial Statement.

o. Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

The Company has no material subsidiary.

p. Disclosures with respect to Demat suspense account/ unclaimed suspense account:

No shares are in suspense account/ unclaimed suspense account.

18. The disclosures of the compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D, and E of schedule V shall be made in the section on Corporate Governance of the annual report

All the requirements mentioned have been complied with.

19. The corporate governance report shall also disclose the extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted

The disclosures are covered under the para 'Disclosure of Non-Mandatory Requirement' of this Report.

20. Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) specified in Part C of Schedule V of SEBI Listing Regulations, with reasons thereof.

All the requirements mentioned have been complied with.

21. Disclosure of certain type of agreements binding Listed Entities

There are no agreement impacting management or control of the Company or imposing any restriction or creating any liability upon the Company.

22. Managing Director and Chief Financial Officer Certification

The Managing Director and Chief Financial Officer certification on the financial statements and internal control is annexed separately to the Directors' Report. **(Refer Annexure 'D')** Further, the Company has laid down a comprehensive Code of Conduct ('Code') for the Board and Senior Management of the Company.

The Company has received affirmations from the Board Members as well as Senior Management confirming compliance with the Code of Conduct for Financial Year 2025-26. An annual declaration signed by the Managing Director, & Chief Financial Officer to this effect forms part of this Report. The Code is available on the website of the Company at: https://s3.amazonaws.com/luxs/ckeditors/pictures/589/original/Code_of_Conduct.pdf

23. Compliance Certificate of the Auditors

The Secretarial Auditors of the Company have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 27 of the SEBI Listing Regulations, and the same is annexed separately to the Board's Report. **(Refer Annexure 'E')**

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman
DIN: 00053599

Place: Kolkata
Date: May 21, 2026

ANNEXURE 'D' TO DIRECTORS' REPORT

Certification by Managing Director and Chief Financial Officer of the Company

Pursuant to Regulation 17(8) read with Part B of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We, Pradip Kumar Todi, Managing Director and Mr. Ajay Nagar, Chief Financial Officer of Lux Industries Limited, to the best of our knowledge and belief certify that:

A. We have reviewed the financial statements and the cash flow statement of the Company for the year ended March 31, 2026 and to the best of our knowledge and belief we state that:

   1. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading.

   2. these statements together present a true and fair view of the listed entity's affair and are in compliance with existing accounting standards, applicable laws and regulations.

B. We further state that to best of our knowledge and belief, there are no transactions have been entered into by the Company, which are fraudulent, illegal or violate the Company's code of conduct.

C. We accept the responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies.

D. We and the Company's other Certifying Officers have indicated, based on our most recent evaluation, whichever applicable, to the Company's auditors and to the Audit Committee:

   1. significant changes, if any, in the internal control over financial reporting during the year.

   2. significant changes, if any, in the accounting policies during the year and that the same have been disclosed in the notes to financial statements; and

   3. instances of significant fraud of which we have become aware of and the involvement therein, if any of the management or an employee having significant role in the Company's internal control system over financial reporting.

We further declare that all members of the Board and Committees and all Senior Management Team have affirmed compliance with the Code of Conduct of the Company for the financial year 2025-26.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	Pradip Kumar Todi	**Ajay Nagar**
Place: Kolkata	Managing Director	Chief Financial Officer
Date: May 21, 2026	DIN: 00246268	ICAI Membership No – 118057

ANNEXURE 'E' TO DIRECTORS' REPORT

Auditors' Certificate on Corporate Governance

Practicing Company Secretary's Certificate on compliance with the conditions of Corporate Governance as per provisions of Part E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

PRACTICING COMPANY SECRETARY'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
Lux Industries Limited
39, Kali Krishna Tagore Street
Kolkata 700007

1. The Corporate Governance Report prepared by Lux Industries Limited ("the Company") having CIN L17309WB1995PLC073053, contains details as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of regulation 46(2) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('applicable criteria') with respect to Corporate Governance for the year ended March 31, 2026.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management is also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Our Responsibility

4. My responsibility is to provide a reasonable assurance that the Company has complied with the conditions of Corporate Governance, as stipulated in the Listing Regulations.

5. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

6. According to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2026, referred to in paragraph 1 above.

Other Matters

7. 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.

Restriction for Use

8. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Place: Kolkata
Date: May 21, 2026

Sd/-
[M R Goenka]
Partner
FCS No.: 4515
C P No.: 2551
UDIN: F004515H000420876

ANNEXURE 'F' TO DIRECTORS' REPORT

Certificate of Non-Disqualification of Directors

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

To,
The Members,
Lux Industries Limited
39, Kali Krishna Tagore Street
Kolkata 700007

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Lux Industries Limited** having CIN L17309WB1995PLC073053 and having registered office at 39, Kali Krishna Tagore Street, Kolkata 700007 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of the Directors	DIN	Date of appointment in the Company
1.	ASHOK KUMAR TODI	00053599	21/07/1995
2.	PRADIP KUMAR TODI	00246268	21/07/1995
3.	RUSHA MITRA	08402204	29/03/2019
4.	RAHUL KUMAR TODI	00054279	25/05/2021
5.	NAVIN KUMAR TODI	00054370	25/05/2021
6.	UDIT TODI	02017579	25/05/2021
7.	SAKET TODI	02821380	25/05/2021
8.	RAJNISH RIKHY	08883324	25/05/2021
9.	RATNABALI KAKKAR	09167547	25/05/2021
10.	SADHU RAM BANSAL	06471984	01/04/2024
11.	KUMUD CHANDRA PARICHA PATNAIK	09696281	01/04/2024
12.	SHASHI SHARMA	02904948	01/04/2024

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 and solely cover the details of Directors existing on the Board of the Company as on 31.03.2026.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Place: Kolkata
Date: May 21, 2026

Sd/-
[M R Goenka]
Partner
FCS No.: 4515
C P No.: 2551
UDIN: F004515H000420821

ANNEXURE 'G' TO DIRECTORS' REPORT

Particulars of contracts / arrangements made with related parties in Form AOC-2

[Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014 – AOC-2]

This Form pertains to the 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.

- **Details of contracts or arrangements or transactions not at arm's length basis**
  There were no contracts or arrangements, or transactions entered into during the year ended March 31, 2026, which were not at arm's length basis.
- **Details of material contracts or arrangement or transactions at arm's length basis**
  There were no material contracts or arrangements, or transactions entered into during the year ended March 31, 2026.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**
	Ashok Kumar Todi	**Pradip Kumar Todi**
Place: Kolkata	Chairman & Whole-time Director	Managing Director
Date: May 21, 2026	DIN: 00053599	DIN: 00246268

ANNEXURE 'H' TO DIRECTORS' REPORT

Form No. MR - 3
Secretarial Audit report for the financial year ended 31st March, 2026

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

To,
The Members,
Lux Industries Limited
39, Kali Krishna Tagore Street
Kolkata 700007

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

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

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

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

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

iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings- **Not applicable as no such events occurred during the financial year under review;**

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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

   c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars as may be issued by SEBI from time to time;

   d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client read with Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 as applicable.

   We further report that, there were no actions/ events in pursuance of;

   (a) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;

   (b) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;

   (c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

   (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

   We further report that as per the representation made by the Management no specific laws are applicable to the Company except for general laws like Factories Act, 1948, Industrial Dispute Act, 1947, Payment of Wages Act, 1936 and other labour laws, to the extent notified and applicable.

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

(i) Secretarial Standards issued and mandated by the Institute of Company Secretaries of India and to the extent amended and notified and mandated from time to time.

(ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and applicable.

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

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 period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

There had been no instance of dissent recorded in the minutes of the Board and Committee Meetings; accordingly, we have no reason to believe that the decisions were not unanimously approved by the Directors present. The minutes of such meetings were duly approved by the Chairperson of the respective 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. However, in one instance, the Consolidated Financial Results in XBRL format were submitted to NSE on 26.05.2025 due to technical/ system-related glitches. Nevertheless, the Consolidated Financial Results were duly submitted to NSE in PDF format within the prescribed timeline i.e., within 3 hours from the conclusion of the meeting. Company has also communicated and shared the xbrl file via email on 23.05.2025 to NSE. Further, the said results in xbrl format were filed with BSE within the stipulated time. The submission of the xbrl filing with NSE was purely technical in nature.

We further report that the Chairperson of the Stakeholders Relationship Committee (SRC) who chaired the committee meeting held on 13.02.2025 was unable to attend the Annual General Meeting (AGM) held on 22.09.2025. However, the Company informed, as the SRC has no permanent chairperson, the chairperson of previous Committee Meeting was available during the AGM for addressing queries of the security holders.

We further report that during the audit period, the Company had obtained approval of Members by way of special resolution at AGM held on 22.09.2025 for the following matters;

1. Re-appointment of Mr. Navin Kumar Todi (DIN: 00054370) as an Executive Director of the Company.
2. Re-appointment of Mr. Rahul Kumar Todi (DIN: 00054279) as an Executive Director of the Company.
3. Re-appointment of Mr. Saket Todi (DIN: 02821380) as an Executive Director of the Company.
4. Re-appointment of Mr. Udit Todi (DIN: 02017579) as an Executive Director of the Company.
5. Re-appointment of Mrs. Ratnabali Kakkar (DIN: 09167547) as an Independent Director of the Company for the second term of five consecutive years.
6. Re-appointment of Mr. Rajnish Rikhy (DIN: 08883324) as an Independent Director of the Company for the second term of five consecutive years.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Place: Kolkata
Date: May 21, 2026

Sd/-
[M R Goenka]
Partner
FCS No.: 4515
C P No.: 2551
UDIN: F004515H000420755

ANNEXURE – A

(To the secretarial audit report of Lux Industries Limited for the financial year ended 31st March, 2026)

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

1. Maintenance of Secretarial Records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records and also based on opinions furnished to us by the Company. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company as well as the correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said provisions is the responsibility of the management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said provisions of the Act. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
6. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices;
7. The contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/ to be furnished by any other auditor(s)/agencies/authorities with respect to the Company;
8. 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.
9. This report pertains solely to the compliances and other applicable matters arising during the audit period from April 1, 2025, to March 31, 2026.

For MR & Associates
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 5598/2024

Place: Kolkata
Date: May 21, 2026

Sd/-
[M R Goenka]
Partner
FCS No.: 4515
C P No.: 2551
UDIN: F004515H000420755

ANNEXURE 'I' TO DIRECTORS' REPORT

Business Responsibility and Sustainability Report

SECTION A: GENERAL DISCLOSURE

I. Details of Listed Entity

1	**Corporate Identification Number (CIN) of the Company**	L17309WB1995PLC073053
2	**Name of the Company**	Lux Industries Limited
3	**Date of Incorporation**	21-07-1995
4	**Registered Office Address**	39, Kali Krishna Tagore Street, Kolkata- 700 007
5	**Corporate Office Address**	PS Srijan Tech Park, 10th Floor, DN-52, Sector-V, Salt Lake City, Kolkata- 700 091
6	**Email ID**	cs@luxinnerwear.com
7	**Telephone**	033 4040 2121
8	**Website**	https://www.luxinnerwear.com/
9	**Financial year of which Reporting is being done**	2025-26
10	**Name of the Stock Exchange(s) where shares are listed**	BSE Limited National Stock Exchange of India Limited
11	**Paid Up Capital**	₹6.26 Crores
12	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:**	Mrs. Smita Mishra, Company Secretary & Compliance Officer Telephone no - 033-40402132 Mail id- cs@luxinnerwear.com
13	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**	The disclosure under this report covers the standalone operations of Lux Industries Limited
14	**Name of assurance or assessment provider**	Not Applicable
15	**Type of assurance or assessment obtained**	Not Applicable

II. Products/Services

16. Details of business activities (accounting for 90% of the turnover):

Sl. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	The Company is engaged in the manufacturing and sale of knitted apparel, including hosiery products.	Manufacturing and sale of knitted apparel, including hosiery, with a product portfolio spanning innerwear, outerwear, loungewear, sleepwear, thermals, rainwear, and athleisure.	100%

17. Products/Services sold by the entity (accounting for 90% of the entity's turnover):

S. No.	Product/Service	NIC Code	% of Total Turnover contributed
1	Knitted apparel, including hosiery products	14309	100%

III. Operations

18. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of Plants	Number of Offices	Total
National	9	18	27
International	0	0	0

19. Markets served by the entity:

a. Number of locations

Location	Number
National (No. of states)	28 States 8 Union Territories
International (No. of countries)	46+

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Exports contribute 8% of the total turnover.

c. A brief on types of customers

The Company serves its customers through an extensive network of distributors. As one of the major organized brands in India's innerwear industry, the Company extensively markets its products through both B2B and B2C channels, including Multi Brand Outlets (MBOs) and Exclusive Brand Outlets (EBOs). Additionally, the Company exports its products to 46+ countries, catering to global demands across international markets. The Company is also expanding its outreach to customers directly through digital channels, including e-commerce and, quick commerce platforms, complemented by a strong presence in multi-brand retail outlets, strategic advertising campaigns, and active engagement on social media platforms.

IV. Employees

20. Details as at the end of Financial Year:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	EMPLOYEES					
1.	Permanent (D)	2,199	1,979	90%	220	10%
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total Employees (D + E)**	**2,199**	**1,979**	**90%**	**220**	**10%**
	WORKERS					
4.	Permanent (F)	2,657	2,091	79%	566	21%
5.	Other than Permanent (G)	-	-	-	-	-
6	**Total workers (F + G)**	**2,657**	**2,091**	**79%**	**566**	**21%**

b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
	DIFFERENTLY ABLED EMPLOYEES					
1.	Permanent (D)	1	-	-	1	100%
2.	Other than Permanent (E)	-	-	-	-	-
3.	**Total differently abled employees (D + E)**	**1**	**-**	**-**	**1**	**100%**
	DIFFERENTLY ABLED WORKERS					
4.	Permanent (F)	1	1	100%	-	-
5.	Other than permanent (G)	-	-	-	-	-
6.	**Total differently abled workers (F + G)**	**1**	**1**	**100%**	**-**	**-**

21. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	12	3	25%
Key Management Personnel*	2	1	50%

*Excluding the Board of Directors

22. Turnover rate for permanent employees and workers

	FY 2025-26			FY 2024-25			FY 2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	22%	36%	23%	32%	39%	33%	28%	31%	28%
Permanent Workers	40%	43%	40%	26%	38%	28%	25%	26%	25%

V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

23. (a) Names of holding / subsidiary / associate companies / joint ventures

Sl. No.	Name of the holding/ subsidiary/ associate companies / joint ventures (A)	Indicate whether holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Artimas Fashions Private Limited	Subsidiary	50.97%	No

VI. CSR DETAILS

24. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No) - Yes

(ii) Turnover (in ₹): 2,937.11 Cr

(ii) Net worth (in ₹): 1,847.95 Cr

VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal mechanism in place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2025-26			FY 2024-25		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	https://www.luxinnerwear.com/investors/corporate-governance	Nil	Nil	-	Nil	Nil	-
Investors (Other than shareholders)		Nil	Nil	-	Nil	Nil	-
Shareholders		Nil	Nil	-	16	0	All the complaints were resolved
Employees and workers		Nil	Nil	-	Nil	Nil	-
Customers		Nil	Nil	-	1	1	-
Value Chain Partners		Nil	Nil	-	Nil	Nil	-
Other (please specify)		Nil	Nil	-	Nil	Nil	-

Note: The complaint pending at the end of the previous financial year has subsequently been resolved.

26. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to our business, rationale for identifying the same, and approach to adapt or mitigate the risk along with its financial implications, as per the following format:

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Occupational Health and Safety	Risk and Opportunity	**Risk:** If occupational health and safety practices within operations are not properly managed, they can expose employees to risks such as physical, ergonomic, respiratory, and fire incidents, ultimately resulting in decreased productivity and reputational damage. **Opportunity**: Lux management is firmly committed to the health and safety of its employees and workers. The Company's safety practices encompass all possible measures to remove or, at the very least, reduce risks to the health, safety, and welfare of employees, workers, contractors, authorised visitors, and anyone else who may be affected by its operations. This commitment truly distinguishes us as a responsible player.	A commitment to consult and co-operate with workers in all matters relating to health and safety in the workplace is practiced to ensure 100% safety of the workforce and security of female workforce. Workers are encouraged to wear personal protective equipment (PPE) to comply with management's health and safety directions. To ensure the health and safety of its employees and workers, the Company regularly conducts various initiatives such as health camps, eye care camps, First Aid and CPR training, audiometry check-ups, lung function tests, gut and liver health awareness sessions, and fire safety drills etc.	Negative & Positive
2	Energy Efficiency	Opportunity	Managing energy consumption is an important focus area in the garment industry. The Company uses energy-saving LED lighting systems across its plants. Legacy systems are replaced with energy-efficient advanced technology that consumes less energy.	NA	Positive
3	Climate Change & Emissions Management	Risk and Opportunity	**Risk**: Greenhouse gas emissions contribute to global warming and climate change, which directly impact raw material prices and can lead to supply chain disruptions. Improper GHG management can damage a Company's reputation, potentially resulting in reduced investments. **Opportunity**: Generating power from clean and renewable sources can contribute to the reduction of greenhouse gas emissions and promote a cleaner environment.	The Company has established an emissions management strategy to accomplish its commitment to the environment. The Company has solar capacity of 1.7 MW across its facilities which together contributes to around 10% of the total electricity demand.	Negative & Positive

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4	Waste Management	Risk and Opportunity	**Risk**: The primary waste generated in the operations processes is cloth waste. If this waste is not managed well, it may end up in landfills, causing negative environmental impact. **Opportunity**: Promoting responsible sourcing of raw materials, employing automated cutting processes, and implementing waste reduction measures by reusing the cloth material can help reduce the Company's environmental impact.	The nature of the Company's business model and its operations results in negligible hazardous waste, which is disposed of responsibly. The Company reduces waste by optimising the cutting process using state-of-the-art technology. Further, 95% of the leftover fabric cuttings are resold or ultimately recycled into new products.	Negative & Positive
5	Well-being of Employees	Opportunity	Commitment to employee well-being is a crucial aspect of the Company's sustainability strategy. Valuing human capital through a comprehensive employee value proposition is critical for long-term business viability and sustainability. Employee well-being enhances the quality of work, thereby boosting productivity. The Company prioritizes promoting a holistic experience for employees through training, skill-upgradation, and employee engagement programs. Additionally, financial management sessions are organized on aspects such as PF, tax awareness, etc., to enhance the financial knowledge of employees.	NA	Positive
6	Community and Society	Opportunity	The Company firmly believes that corporate engagement through CSR programs and involvement in community support initiatives can foster integrated development. Engaging with communities and society helps create positive change and build a strong brand image. The Company engages with communities through its CSR programmes, implementing a range of social initiatives to address local needs.	NA	Positive
7	Responsible Sourcing	Opportunity	As a garment producer, the Company should ensure that the raw materials used in the production process are responsibly sourced without exploiting natural and human resources. The Company aims to create awareness among suppliers to follow the Company's Code of Conduct and Business Conduct Guidelines, in addition to all applicable statutory regulations.	NA	Positive
8	Distribution Network	Opportunity	Collaborating with distributors and retailers who share the Company's sustainability goals is of utmost importance. By building a network of like-minded partners, the Company can create a ripple effect of positive change throughout the supply chain. Strong and long-standing distributor relationships enable the Company to reach customers in 46+ countries, ensuring that the products are delivered safely and sustainably.	NA	Positive

SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Principle 1 Businesses should conduct and govern themselves with integrity in a manner that is ethical, transparent and accountable.

Principle 2 Businesses should provide goods and services in a manner that is sustainable and safe.

Principle 3 Businesses should respect and promote the well-being of all employees, including those in their value chains.

Principle 4 Businesses should respect the interests of and be responsive towards all its stakeholders.

Principle 5 Businesses should respect and promote human rights.

Principle 6 Businesses should respect, protect and make efforts to restore the environment.

Principle 7 Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Principle 8 Businesses should promote inclusive growth and equitable development.

Principle 9 Businesses should engage with and provide value to their consumers in a responsible manner.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)									
Code of Insider Trading	✓								
Policy for Determining Material Subsidiary	✓			✓					
Whistle Blower Policy	✓		✓	✓			✓		✓
Terms of Reference of Risk Management Committee		✓							✓
Risk Management Policy		✓				✓			
Dividend Distribution Policy				✓					
Policy on Preservation and Archival of Documents									✓
Nomination and Remuneration Policy	✓		✓						
Business Responsibility and Sustainability Policy	✓	✓	✓	✓	✓	✓	✓	✓	✓
Code of Fair Disclosure of UPSI under SEBI PIT Regulations 2015	✓								
Policy on Determination of Materiality	✓			✓					
RPT Policy	✓								
Terms of Reference of Audit Committee	✓								
Terms of Reference of Nomination & Remuneration Committee	✓								
Policy on Prevention of Sexual Harassment at Workplace (POSH)	✓		✓		✓				
Corporate Social Responsibility Policy								✓	
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	https://www.luxinnerwear.com/investors/corporate-governance								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	The Company encourages all its value chain partners to adopt NGRBC principles and other responsible business practices.								
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	The Company has been accredited with ISO 9001:2015 certification as a result of its emphasis on quality and consistency and is acknowledged as a Star Export House by the Government of India.								

5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company agrees to be truthful in its business affairs and transparent and ethical in its governance.	The Company commits to sourcing raw materials from vendors with responsible practices and to following a sustainable and safe path while providing goods and services to customers.	The Company is prepared to value and improve the well-being of every workforce, including its value chain partners.	The Company identifies its stakeholders in a methodical manner and works to ensure their participation, engagement, and inclusivity. Companies ought to be sensitive to the needs of all of their stakeholders and respect their interests.	The Company upholds and advocates for human rights. It is committed to encouraging employee engagement and diversity in the workplace and providing them with equal opportunities free from discrimination.	The Company has committed to the 3R principles of reducing, reusing, and recycling and has planned strategies to conserve resources.	The Company ensures responsible and transparent decision-making and policy regulation.	The Company strives to make decisions that consider economic growth, social inclusion, and sustainability, including benefiting the underprivileged.	The Company constantly strives to improve its products and services, guarantees the utmost customer satisfaction, and promptly resolves any consumer complaints.
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Performance evaluation is an integral part of review across all functions in the organization and it periodically reviews performance against its commitments.								

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

Mr. Ashok Kumar Todi (Whole time Director & Chairman):

At Lux Industries Limited, sustainability remains integral to our business strategy and long-term value creation. We are committed to balancing growth with environmental stewardship, social responsibility, and strong governance practices.

During the year, we continued to strengthen our ESG framework by deepening the integration of sustainability across our operations. We have already advanced our sustainability journey, achieving a solar power capacity of 1.7 MW through enhanced renewable energy adoption and reinforcing our focus on responsible resource management, which is a clear testament to our ongoing commitment to a greener future. We have elevated the scope of our Corporate Social Responsibility (CSR) Committee which will now also oversee sustainability-related matters in line with the Company's ESG vision, strategy, compliances, implementation initiatives, and sustainability disclosures.

Our people remain at the heart of our success. We continue to invest in employee well-being, health and safety, capability development, and an inclusive workplace while upholding the highest standards of ethics, transparency, and responsible business practices throughout our value chain.

As we move forward, we remain focused on enhancing our ESG performance, strengthening stakeholder trust, and building a resilient, responsible, and future-ready organization that creates sustainable value for all.

8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	Mr. Ashok Kumar Todi (DIN: 00053599), Whole Time Director & Chairman Mr. Pradip Kumar Todi (DIN: 00246268), Managing Director
9.	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	The Company has renamed its Corporate Social Responsibility (CSR) Committee as the Corporate Social Responsibility and Environmental, Social and Governance Committee ("CSR & ESG Committee") to oversee sustainability-related matters. The Committee is responsible for guiding the Company's ESG vision, strategy, compliances, implementation initiatives, and sustainability disclosures, including the Business Responsibility and Sustainability Report (BRSR). In addition, the Risk Management Committee (RMC) oversees ESG-related risks. The Managing Director, Whole-time Director, executive leadership team, and functional heads drive the execution of the sustainability agenda across the organization. Collectively, these governance bodies are responsible for sustainability-related decision-making and oversight.

10. Details of Review of NGRBCs by the Company

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow-up action	Yes, the CSR & ESG Committee is responsible for guiding the Company's ESG vision, strategy, compliances, implementation initiatives, and sustainability disclosures, including the Business Responsibility and Sustainability Report (BRSR). The Committee conducts review of the ESG operations/compliances and its working on a regular basis and report on a half-yearly basis to the Board. Further, the Board of Directors and Senior Management continuously monitor the Company's performance regarding its economic, environmental, social, and governance responsibilities on an ongoing basis. The Risk Management Committee evaluates risks associated with business responsibility principles and implements proactive measures to ensure alignment with policies.									Annually								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company ensures compliance with statutory requirements and reviews their relevance to the principles.									Annually								

11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.

P1	P2	P3	P4	P5	P6	P7	P8	P9
No								

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									

SECTION C PRINCIPLE-WISE PERFORMANCE DISCLOSURE

01 PRINCIPLE

BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE

Essential Indicators

1. Percentage coverage by training and awareness programmes on any of the principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
Board of Directors	5	Familiarization Program for the Independent Directors of the Company The Company provides quarterly updates to the Board on recent circulars, amendments, issued by regulators to ensure directors remain abreast of the latest changes.	100%
Key Managerial Personnel	4	Awareness on recent Regulatory changes Awareness on the new Labour Codes	100%
Employees other than BoD and KMPs	72	▪ Skill Development ▪ POSH ▪ Data Security ▪ Health & Safety ▪ Effective Leadership	62%
Workers	42	▪ Skill Development ▪ POSH ▪ Health & Safety	40%

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions in the financial year, in the following format

(Note: the entity is required to make disclosure on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)

Monetary					
Settlement	NGRBC Principle	Name of the Regulatory Enforcement Agencies/ Judicial Institutions	Amount (In INR)	Brief of the Case	Has an Appeal been preferred? (Yes/No)
Compounding Fee	No material fines/penalties by any authorities during the reporting period				
Other					

Non-Monetary					
	NGRBC Principle	Name of the Regulatory Enforcement Agencies/ Judicial Institutions	Amount (In INR)	Brief of the Case	Has an Appeal been preferred? (Yes/No)
Imprisonment	No imprisonment/punishment by any authorities during the reporting period.				
Punishment					

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case details	Name of the regulatory/ enforcement agencies/ judicial institutions
Not Applicable	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

The Company has a Code of Conduct and Business Responsibility & Sustainability Policy in place that covers anti-corruption and anti-bribery measures. These policies apply to all directors, key managerial personnel, and employees, ensuring they maintain high ethical standards in their business dealings. It mandates that all transactions and interactions be conducted with integrity, transparency, and fairness, and prohibits any form of bribery or corrupt behaviour. The Company is committed to upholding the highest ethical standards and has implemented robust measures, including a whistle-blower system, to prevent and detect any unethical or illegal behaviour.

Policy Link:

Code of Conduct -
http://s3.amazonaws.com/luxs/ckeditors/pictures/589/original/Code_of_Conduct.pdf

Business Responsibility & Sustainability Policy -
http://s3.amazonaws.com/luxs/ckeditors/pictures/373/original/BUSINESS_RESPONSIBILITY_AND_SUSTAINABILITY_POLICY.pdf

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

Particulars	FY 2025-26	FY 2024-25
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil

6. Details of complaints with regard to conflict of interest:

	FY 2025-26		FY 2024-25	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil		Nil	
Number of complaints received in relation to issues of Conflict of Interest of the KMPs				

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured) in the following format:

Particulars	FY 2025-26	FY 2024-25
Number of days of accounts payables	74	73

9. Open-ness of business

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics		FY 2025-26	FY 2024-25
Concentration of Purchases	a.	Purchases from trading houses as % of total purchases	14.73%	17.62%
	b.	Number of trading houses where purchases are made from	658	779
	c.	Purchases from top 10 trading houses as % of total purchases from trading houses	58.06%	50.46%
Concentration of Sales	a.	Sales to dealers / distributors as % of total sales	90.30%	91.68%
	b.	Number of dealers / distributors to whom sales are made	3072	2773
	c.	Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	11.46%	8.67%
Share of RPTs in	a.	Purchases (Purchases with related parties / Total Purchases)	0.41%	0.33%
	b.	Sales (Sales to related parties / Total Sales)	0.40%	0.30%
	c.	Loans & advances (Loans & advances given to related parties / Total loans & advances)	0.27%	1.91%
	d.	Investments (Investments in related parties / Total Investments made)	0.12%	0.11%

Leadership Indicators

1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:

Total number of awareness programmes held	Topics / principles covered under the training	% age of value chain partners covered (by value of business done with such partners) under the awareness programmes
The Company conducts conferences and meetings with dealers and distributors through its Sales & Marketing teams. These sessions were aimed at enhancing engagement and providing guidance/training on various business and operational parameters relevant to the Company's products, market practices, and customer requirements. Further, the Company encourages its value chain partners to adhere to high ethical standards in their business dealings. It places particular emphasis on anti-bribery, anti-corruption, and business responsibility practices to promote sustainable and responsible practices throughout the value chain.		

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.

Yes, the Company has established processes in place to avoid and manage conflicts of interest involving Board members. The Code of Conduct and Business Responsibility & Sustainability Policy specifically address the management of conflicts of interest among Board members. Further, this Code of Conduct is applicable to all Board Members and Senior Management. All Board Members and members of Senior Management have submitted their annual declarations of compliance with the Code of Conduct for FY 2025–26.

The Company believes that transparency and accountability are critical for maintaining the trust and confidence of stakeholders. Board members are required to disclose any potential conflicts of interest as Related Party Transactions (RPTs).

Policy link:
Code of Conduct -
http://s3.amazonaws.com/luxs/ckeditors/pictures/589/original/Code_of_Conduct.pdf

Business Responsibility & Sustainability Policy -
http://s3.amazonaws.com/luxs/ckeditors/pictures/373/original/BUSINESS_RESPONSIBILITY_AND_SUSTAINABILITY_POLICY.pdf

02 PRINCIPLE

BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

Essential Indicator

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Parameter	FY 2025-26	FY 2024-25	Details of improvements in environmental and social impacts
R&D	-	-	The Company actively engages in and makes contributions to various industry-level research and development (R&D) initiatives, including the Hosiery Association.
Capex	-	6.5%	During the previous financial year, the Company has installed rooftop solar systems with capacities of 300 kW at its Avinashi facility and 400 kW at its Tiruppur office and facility.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

b. If yes, what percentage of inputs were sourced sustainably?

The Company's raw materials primarily consist of natural cotton yarn, and it has developed long-term relationships with several vendors who share the Company's commitment to sustainability. The promoters are directly involved in procurement, and the management and functional heads work closely with vendors to encourage responsible sourcing practices throughout the supply chain. More than 90% of these vendor-partners have worked with the Company for over a decade, reflecting mutual trust and a stable, reliable supply ecosystem. The Company is focusing on improving its outsourcing practices through better terms of trade. This hybrid model of proprietary manufacturing and strategic outsourcing allows the Company to scale efficiently while enhancing local livelihoods. Further, the Company prioritizes working with vendors who have Oeko-Tex certifications. This ensures that the products are free from harmful chemicals, promoting customers safety and satisfaction. This strategy not only reinforces the Company's dedication to environmental preservation but also strengthens its relationships with partners, ensuring that sustainability goals are considered across all aspects of the company's operations.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

The Company creates a positive environment by implementing waste management practices. Waste generated at the manufacturing facility is disposed off responsibly.

Plastics (including packaging): The Company has initiated the process of reclaiming plastic packaging waste by registering with the Central Pollution Control Board (CPCB) for Extended Producer Responsibility (EPR).

E-waste: E-waste generated from operations primarily consists of computers, which is minimal and disposed off through authorised vendors.

Hazardous waste: Given the nature of the business model and operations, hazardous waste generation is minimal and disposed off responsibly.

Other waste: The Company's other waste, such as corrugated boxes and cloth waste, is disposed off through resellers, who sell them to units that further repurpose these materials.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Yes, Extended Producer Responsibility (EPR) is applicable to the entity's activities and is in line with CPCB requirements.

Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
No. The Company has not conducted any LCA. However, the management periodically reviews any sustainability risks across the value chain and takes measures to mitigate them.					

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the risk/concern	Action Taken
The Company outsources its dyeing and partly stitching process as per industry practices. However, it takes measures to ensure that the value chain partners work in an environmentally conscious and socially responsible manner.		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 2025-26	FY 2024-25
	Nil	Nil

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	FY 2025-26			FY 2024-25		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	Nil	797	1,111	Nil	398	858
E-waste	Nil			Nil		
Hazardous waste						
Other waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable	

03 PRINCIPLE

BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

Essential Indicators

1. a. **Details of measures for the well-being of employees:**

Category	% Employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Other benefits	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Employees											
Male	1,979	1,921	97%	725	37%	0	0%	0	0%	0	0%
Female	220	212	96%	102	46%	220	100%	0	0%	0	0%
Total	**2,199**	**2,133**	**97%**	**827**	**38%**	**220**	**10%**	**0**	**0%**	**0**	**0%**
Other than Permanent Employees											
Male	Not Applicable, as the Company does not have any contractual workforce.										
Female											
Total											

b. **Details of measures for the well-being of workers:**

Category	% Employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Other benefits	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
Permanent Workers											
Male	2,091	2,015	96%	1,662	79%	0	0%	0	0%	0	0%
Female	566	558	99%	502	89%	566	100%	0	0%	0	0%
Total	**2,657**	**2,573**	**97%**	**2,164**	**81%**	**566**	**21%**	**0**	**0%**	**0**	**0%**
Other than Permanent Employees											
Male	Not Applicable, as the Company does not have any contractual workforce.										
Female											
Total											

c. **Spending on measure towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

Particulars	FY 2025-26	FY 2024-25
Cost incurred on well-being measures as a % of total revenue of the company	0.08%	0.05%

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year.

Benefits	FY 2025-26			FY 2024-25		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	49%	91%	Yes	45%	92%	Yes
Gratuity	100%	100%	NA	100%	100%	NA
ESI	27%	91%	Yes	30%	91%	Yes

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

The Company is committed to providing an inclusive work environment for all its employees. The management ensures, wherever possible, to take measures so that its premises and offices are accessible, ensuring no differently-abled employee faces any inconvenience at the workplace.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Although the Company does not have an equal opportunity policy that aligns with the Rights of Persons with Disabilities Act 2016, its business responsibility and sustainability policy emphasises equal opportunities for all employees and workers. The Company is committed to providing equal opportunities and does not discriminate against any employees based on race, gender, religion, or any other characteristic. It treats all employees with respect and dignity, and this principle extends to every aspect of employment, including recruitment, training, promotions, and career growth.

Policy link:

Business Responsibility & Sustainability Policy- https://s3.amazonaws.com/luxs/ckeditors/pictures/373/original/BUSINESS_RESPONSIBILITY_AND_SUSTAINABILITY_POLICY.pdf

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	Not Applicable			
Female	100%	100%	NIL	NIL
Total	**100%**	**100%**	**NIL**	**NIL**

None of the female workers opted for maternity leave.

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If yes, then give details of the mechanism in brief)
Permanent Workers & Employees	Yes, the Company has mechanisms to receive and redress the grievances of its employees and workers. The following are some of the mechanisms that the company has in place to address issues employees and workers may have. **Immediate supervisor:** The Company encourages employees to approach their immediate supervisors with grievances or complaints. The supervisors are experienced and trained to listen to employees' concerns and to take appropriate action in line with the company's policies. **HR team:** The HR department is accessible both at the office and factory sites, and proactively listens to all employees' and workers' feedback and concerns, and works towards resolution by involving all stakeholders. **Management:** The Company's open-door policy allows employees to contact leadership directly if they are dissatisfied with their supervisor's or HR's actions, ensuring a fear-free process. **Whistle-blower:** The Company offers multiple channels for raising complaints at its facilities and offices, including anonymous whistle-blower mechanism option that encourages employees to report any illegal or unethical behaviour without fear of retaliation. **Suggestion box:** The Company has placed suggestion boxes across all locations to provide workers with a platform to voice their grievances. The HR department carefully reviews and addresses these grievances effectively, fostering a positive work environment. The top management conducts monthly interaction sessions with employees to ensure they feel heard, valued, and motivated, while also aligning individual aspirations with organizational goals. These interactions provide an open platform for employees to communicate concerns, seek resolutions, and share feedback with the management.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Benefits	FY 2025-26			FY 2024-25		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total Permanent Employees	The Company does not have any employees or worker unions.					
- Male						
- Female						
Total Permanent Workers						
- Male						
- Female						

8. Details of training given to employees and workers:

Category	FY 2025-26					FY 2024-25				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Male	1,979	1,446	73%	638	32%	1,563	953	61%	656	42%
Female	220	150	68%	104	47%	168	115	68%	64	38%
Total	**2,199**	**1,596**	**73%**	**742**	**34%**	**1,731**	**1,068**	**62%**	**720**	**42%**
Workers										
Male	2,091	1457	70%	530	25%	1,930	577	30%	591	31%
Female	566	368	65%	207	37%	394	156	40%	77	20%
Total	**2,657**	**1,825**	**69%**	**737**	**28%**	**2,324**	**733**	**32%**	**668**	**29%**

9. Details of performance and career development reviews of employees and workers:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
Employees						
Male	1,979	1,048	53%	1,563	989	63%
Female	220	117	53%	168	86	51%
Total	**2,199**	**1,165**	**53%**	**1731**	**1,075**	**62%**
Workers						
Male	2,091	1,391	67%	1,930	1,021	53%
Female	566	290	51%	394	159	40%
Total	**2,657**	**1,681**	**63%**	**2,324**	**1,180**	**51%**

10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, the Company has implemented an occupational health and safety management system at its facilities. Furthermore, its Health Safety Environment (HSE) policy ensures the highest health and safety standards with a focus on continuous improvement. Lux has also established numerous interventions to address occupational health and safety, including the implementation of ergonomic workplace designs, improved ventilation systems, and stricter cleanliness and hygiene standards, all of which contribute to a safer and healthier work environment. Additionally, it emphasises the safety and security of the women's workforce. Senior management is responsible for regular planning, monitoring, and reviewing activities to ensure safety in the workplace.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

The Company has protocols in place to identify workplace hazards. Employees & workers are encouraged to immediately report any unsafe conditions, acts, or near-miss incidents to their supervisor or HR. Additionally, the Company invests in upgrades to enhance machinery and equipment safety. Workers are trained on safety-related issues to minimise the occurrence of injuries or hazards. Department Heads conduct walkthroughs around the facility, providing opportunities for workers to interact and address safety concerns.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes, the Company takes a proactive approach to health and safety by engaging with the employees and workers to identify potential hazards in the workplace. Employees and workers are encouraged to immediately report any unsafe conditions, unsafe acts, or near-miss incidents to their supervisor or HR. Management prioritises the safety of employees and workers and asks them to avoid any processes that may pose a risk to their safety until a root cause analysis is complete and corrective action is implemented.

d. Do the employees/workers of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes, Lux recognises the importance of its employees' and workers' overall health and well-being. In addition to regular healthcare coverage, the Company offers access to a range of healthcare services beyond occupational health, including health check-ups, eye care, audiometry check-ups, lung tests, etc. During the year, three health check-up camps were conducted across various locations, benefiting more than 1000+ employees. Further, in West Bengal, the Company has partnered with a leading diagnostic centre network to offer its workforce discounted access to crucial health screenings.

Health awareness sessions, specifically tailored for female employees, are conducted at our offices and facilities. All eligible workers are covered under ESIC, and employees have group medical insurance. Additionally, sales personnel are covered under the accidental insurance.

11. Details of safety-related incidents in the following format:

Safety Incident/Number	Category*	FY 2025-26	FY 2024-25
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	0	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

Including in the contract workforce

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

As a responsible corporate citizen, the Company is committed to providing a safe workplace and a clean environment for all its employees and workers. It has implemented several measures to ensure workplace safety and a healthy environment. These measures include orienting all employees and workers to increase awareness and promote safe working practices and policies. The HR team holds periodic gatherings to discuss important topics such as hygiene and safety, while also encouraging employees to share their opinions. This two-way communication helps gather valuable feedback and leads to more fruitful results.

Additionally, all workers are required to use masks and other personal protective equipment (PPE) as per standard operating procedures. The Company has also implemented safety protocols and procedures to address emergencies, including fire and evacuation drills, and maintains emergency response plans. Management regularly reviews and updates safety and health practices to ensure alignment with applicable industry standards and regulations.

Key safety measures include:

- Incident reporting and analysis to identify root causes and prevent recurrence.
- Fire safety training and mock drills are conducted regularly to ensure emergency preparedness.
- Installation of fire safety equipment, including alarms, extinguishers and marked exits.
- Safety signages are strategically placed to reinforce safe behaviour and accident prevention.
- Continuous training enhancement to keep safety systems updated and employees informed.

These initiatives are complemented by active involvement from safety committees and management, fostering a culture where workplace safety is a shared responsibility. The Company's comprehensive approach ensures that both preventive and responsive safety protocols are in place, promoting overall well-being and operational integrity.

13. Number of Complaints on the following made by employees and workers:

Benefits	FY 2025-26			FY 2024-25		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	Nil	Nil	Nil	Nil
Health & Safety	Nil	Nil	Nil	Nil	Nil	Nil

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

Note: *Lux internally monitors compliance related to health and safety across its manufacturing plant and offices to ensure a safe working environment.*

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

As a continuous process, management regularly reviews and updates safety and health protocol to ensure they remain aligned with the latest applicable industry standards and regulations.

Leadership Indicators

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).

Yes, the Company has its sales personnel covered under accidental life insurance coverage.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Yes, the Company ensures its value chain partners pay their statutory dues by verifying online whether GST returns have been filed. Additionally, during the onboarding, the value chain partner needs to disclose the details related to previous years statutory requirements.

3. Provide the number of employees / workers having suffered high consequence work- related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2025-26	FY 2024-25	FY 2025-26	FY 2024-25
Employees	Not Applicable, as there were no recordable injuries.			
Workers				

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)

The Company provides transition assistance programs upon employees' request and based on the needs of each case.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	Nil
Working Conditions	Nil

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not Applicable

04 PRINCIPLE

BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

Lux identifies key stakeholder groups by considering those who influence or are affected by its business operations. The Company engages with stakeholders through surveys, townhall meetings, video conferences, investor interactions, and regular discussions with dealers and other stakeholders. It uses both formal and informal channels to understand expectations, gather feedback, and support better business decisions.

2. List of stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers	No	▪ Ads, exhibitions and events ▪ Digital and social media connect ▪ Brochures and catalogues ▪ Website ▪ Phone calls ▪ E-mails ▪ Formal and informal feedback	Regular and continues	To understand customer needs and satisfaction levels, gather feedback on products, and enhance the overall customer experience.
Employees & workers	No	▪ Online and offline training ▪ Emails, newsletters & intranet portals ▪ Team and staff meetings ▪ Open forums ▪ Performance appraisal reviews	Quarterly Surveys — Annually Others — As required	To ensure employee well-being, communicate organizational updates, gather employee feedback, and address workplace concerns related to safety, benefits, and career growth.
Suppliers & distributors partners, Job worker	No	▪ Direct discussions ▪ Conducting training and orientation programs ▪ Supplier questionnaires and onboarding platform ▪ E-mails and phone calls ▪ Online & offline meetings	Annually and as required	To align on quality expectations, delivery schedules, and compliance requirements, while building long-term partnerships across the supply and distribution network.
Investors and shareholders	No	▪ Financial results ▪ Investor presentations ▪ Annual General Meetings ▪ Investor relations section on Lux's website ▪ Annual reports ▪ Newspaper publications	Quarterly and as required	To provide updates on business performance, financial results, and strategic direction, while addressing investor queries and concerns in a timely and transparent manner.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Regulatory authorities And policymakers	No	▪ Statutory and regulatory audits and compliances ▪ Participation in industry bodies ▪ Involvement in government sponsored programs	Quarterly and as required	To ensure compliance with applicable laws and regulations, stay updated on industry developments, and engage with authorities on relevant policy matters.
Communities and NGOs	Yes	▪ As a part of CSR, we engage with communities	Annual and as required	To understand and address community development needs, environmental and social concerns, and strengthen relationships between the Company and local communities.

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

Lux has renamed its Corporate Social Responsibility (CSR) Committee as the Corporate Social Responsibility and Environmental, Social and Governance Committee (“CSR & ESG Committee”) to oversee sustainability-related matters. The Committee is responsible for guiding the Company’s ESG vision, strategy, compliances, implementation initiatives, and sustainability disclosures, including the Business Responsibility and Sustainability Report (BRSR). The Committee also keeps the board of directors informed about the nature and content of its discussions, recommendations, and actions to be taken. Further, the Company, through senior management, engages with all key internal and external stakeholders to understand their ideas and concerns, incorporating their views into the business strategy and processes. In addition, the ESG risks are embedded into risk management framework, which are overseen by Risk Management Committee (RMC).

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, the Company effectively uses stakeholder consultation to support the identification and management of environmental and social topics. For instance, the Company’s clean energy initiatives, employee health, safety, and well-being programs, and CSR focus areas are a direct result of active engagement with stakeholders.

3. Provide details of instances of engagement with and actions taken to address the concerns of vulnerable/ marginalized stakeholder groups.

The Company is dedicated to follow ethical practices and prioritizes the well-being of all stakeholders, including society and the environment. It actively engages with local communities through CSR initiatives, focusing on healthcare, quality education for underprivileged and tribal children, sports promotion, and social welfare.

05 PRINCIPLE

BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity in the following format:

Category	FY 2025-26			FY 2024-25		
	Total (A)	No. of employees/ workers covered (B)	% (B / A)	Total (C)	No. of employees/ workers covered (D)	% (D / C)
Employees						
Permanent	2,199	1,351	61%	1,731	1,053	61%
Other than permanent	Not Applicable, as the Company does not have any contractual workforce.					
Total Employees	**2,199**	**1,351**	**61%**	**1,731**	**1,053**	**61%**
Workers						
Permanent	2,657	836	31%	2,324	443	19%
Other than permanent	Not Applicable, as the Company does not have any contractual workforce.					
Total Workers	**2,657**	**836**	**31%**	**2,324**	**443**	**19%**

2. Details of Minimum wages paid to Employees and workers in the following format:

Category	FY 2025-26					FY 2024-25				
	Total (A)	Equal to minimum wages		More than minimum wages		Total (D)	Equal to minimum wages		More than minimum wages	
		No. (B)	% (B/A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
Employees										
Permanent	**2,199**	**91**	**4%**	**2,108**	**96%**	**1,731**	**70**	**4%**	**1,661**	**96%**
Male	1,979	77	4%	1,902	96%	1,563	53	3%	1,510	97%
Female	220	14	6%	206	94%	168	17	10%	151	90%
Other than permanent										
Male	Not Applicable, as the Company does not have any contractual workforce.									
Female										
Workers										
Permanent	**2,657**	**728**	**27%**	**1,929**	**73%**	**2,324**	**736**	**32%**	**1,588**	**68%**
Male	2,091	532	25%	1,559	75%	1,930	583	30%	1,347	70%
Female	566	196	35%	370	65%	394	153	39%	241	61%
Other than permanent										
Male	Not Applicable, as the Company does not have any contractual workforce.									
Female										

*Note: The FY 2024–25 data has been revised to align with the current year's reporting methodology and ensure comparability of the YoY figures.**Note: The FY 2024–25 data has been revised to align with the current year's reporting methodology and ensure comparability of the YoY figures.*

3. Details of remuneration/salary/wages.

a. Median remuneration/wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	6	1,80,00,000	-	-
Key Managerial Personnel	1	68,11,100	1	27,56,004
Employees other than BoD and KMP	1,972	3,38,000	219	2,54,483
Workers	2,091	1,82,364	566	1,66,452

b. Gross wages paid to females as % of total wages paid by the entity, in the following formats:

Particulars	FY 2025-26	FY 2024-25
Gross wages paid to females as % of total wages.	9.2%	7.3%

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the Company's human resources team collaborates closely with relevant stakeholders to ensure compliance with all human rights laws and regulations.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company prioritizes human rights issues. Its Business Responsibility & Sustainability policy ensures that all employees and workers respect human rights. The Company has an Internal Complaints Committee to address any sexual harassment cases at the workplace. The Company prohibits child labour, forced labour, and involuntary labour in the workplace. The Company is committed to proactively addressing any human rights concerns that may arise and taking appropriate actions to mitigate them.

6. Number of Complaints on the following made by employees and workers:

Benefits	Current Year			Previous Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	-	-	Nil	-	-
Discrimination at workplace	Nil	-	-	Nil	-	-
Child Labour	Nil	-	-	Nil	-	-
Forced Labour /Involuntary Labour	Nil	-	-	Nil	-	-
Wages	Nil	-	-	Nil	-	-
Other human rights related issues	Nil	-	-	Nil	-	-

7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

	FY 2025-26	FY 2024-25
Total Complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013(POSH)	Nil	Nil
Complaints on POSH as a % of female employees / workers	Nil	Nil
Complaints on POSH upheld	Nil	Nil

8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

The Company is committed to providing a work environment that ensures every employee is treated with dignity, respect, and equality. It maintains a zero-tolerance policy towards sexual harassment or any form of harassment, and any such act invites serious disciplinary action. The POSH policy ensures that any victimisation of, or retaliation against, the complainant or any employee who provides evidence regarding sexual harassment or bullying will be subject to disciplinary action, up to and including termination of employment.

The Company's Whistleblower policy offers complete protection to the Complainant/Whistleblower against any unfair practices, such as retaliation, threats, or intimidation, including termination or suspension of service, disciplinary action, transfer, demotion, refusal of promotion, discrimination, harassment, biased behaviour, or any similar actions. This includes any direct or indirect use of authority to obstruct the Whistleblower's right to continue performing their duties, including making further Protected Disclosures.

Access the policies from the links below:

Policy on Sexual Harassment of Women at Workplace - https://s3.amazonaws.com/luxs/ckeditors/pictures/702/original/POSH_Policy.pdf

Whistle Blower Policy - http://s3.amazonaws.com/luxs/ckeditors/pictures/391/original/Whistle_Blower_Policy.pdf

9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

The Company's contracts may not explicitly incorporate all human rights clauses. However, the Company actively engages and encourages its stakeholders, such as Suppliers, Distributors and NGO partners, to adopt responsible and ethical standards in all their practices and comply with all relevant laws and regulations.

10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others – please specify	-

Note: The Company internally monitors compliance with all relevant laws and policies pertaining to these issues at 100% of its offices and manufacturing plant.

11. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.**

Not Applicable.

Leadership Indicators

1. **Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.**

The Company has not received any human rights complaints, so no modifications to business processes are needed.

2. **Details of the scope and coverage of any Human rights due diligence conducted.**

The Company did not conduct any human rights due diligence.

3. **Is the premise/office of the entity accessible to differently-abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

The Company ensures that its premises and offices don't cause inconvenience to the differently-abled visitors. Additionally, the Company orients its employees to be responsible and sensitive towards the needs of the differently-abled people at all times.

4. **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	Nil
Discrimination at workplace	Nil
Child labour	Nil
Forced Labour/Involuntary Labour	Nil
Wages	Nil
Others – please specify	Nil

5. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.**

Not Applicable

06 PRINCIPLE

BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

Essential Indicators

1. Details of total energy consumption (Giga Joules) and energy intensity, in the following format:

Parameter	FY 2025-26	FY 2024-25
From renewable sources		
Total electricity consumption (A)	5,056	3,969
Total fuel consumption (B)	0	0
Energy consumption through other sources (C)	0	0
Total energy consumption from renewable sources (A+B+C)	**5,056**	**3,969**
From non-renewable sources		
Total electricity consumption (D)	48,081	44,011
Total fuel consumption (E)	5,335	5,106
Energy consumption through other sources (F)	0	0
Total energy consumed from non-renewable sources (D+E+F)	**53,416**	**49,117**
Total energy consumed (A+B+C+D+E+F)	**58,472**	**53,086**
Energy intensity per rupee of turnover (Total energy consumed / Revenue from operations) GJ/Crore of revenue	19.91	20.59
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) GJ/ Crore of revenue	404.93	425.35
Energy intensity in terms of physical output (GJ / 1000 PCS*)	0.13	0.14
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in kilolitres)		
(i) Surface water	0	0
(ii) Groundwater	65,624	54,743
(iii) Third party water	0	0
(iv) Seawater / desalinated water	0	0
(v) Others	0	0
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	**65,624**	**54,743**
Total volume of water consumption (in kilolitres)	**65,624**	**54,743**

Parameter	FY 2025-26	FY 2024-25
Water intensity per rupee of turnover (Total Water consumption / Revenue from operations) KL/Cr	22.34	21.23
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP) KL/Cr	454.45	438.62
Water intensity in terms of physical output (KL/ 1000 PCS*)	0.15	0.15
Water intensity (optional) – the relevant metric may be selected by the entity		-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

4. Provide the following details related to water discharged:

Parameter	FY 2025-26	FY 2024-25
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface water	The Company's water usage is limited to human consumption. The only discharge from its facilities is domestic sewage, which the Company intends to monitor going forward. There are no process-related effluents generated from any of its operations across all facilities.	
- No treatment		
- With Treatment – please Specify level of treatment		
(ii) To Groundwater		
- No treatment		
- With treatment – please specify level of treatment.		
(iii) To Seawater		
- No treatment		
- With treatment – please specify level of treatment.		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment.		
(v) Others		
- No treatment		
- With treatment – Please specify level of treatment.		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

No, the Company's water usage is minimal and restricted to human consumption and sanitation purposes only. The Company ensures that water is consumed judiciously and that the wastewater from offices and factories is not discharged into any freshwater bodies.

6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

The Company does not emit any significant air emissions or pollutants.

Parameter	Please specify unit	FY 2025-26	FY 2024-25
NOx	-	NA	NA
SOx	-		
Particulate matter (PM)	-		
Persistent organic pollutants (POP)	-		
Volatile Organic Compounds (VOC)	-		
Hazardous air pollutants (HAP)	-		
Others – please specify	-		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	381	380
Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	9,483	8,888
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations)	MtCO2e/Cr	3.36	3.59
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) MtCO2e/Cr	MtCO2e/Cr	68.31	74.26
Total Scope 1 and Scope 2 emission intensity in terms of physical output	MtCO2e/ 1000 PCS	0.02	0.03
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

8. Does the entity have any project related to reducing Green House Gas emissions? If yes, then provide details.

Yes, Lux has implemented several projects aimed at reducing its greenhouse gas emissions through increased adoption of renewable energy. While its core manufacturing processes, such as knitting, cutting, and stitching, do not involve fossil fuel combustion, the Company continues to strengthen its environmental stewardship by investing in clean energy. The Company has existing rooftop solar installations of 400 kW at the Tiruppur office and facility, 300 kW across the Avinashi facility, and 1 MW at the Dankuni facility. Together, these now enable the Company to meet 10% of total electricity requirements. These initiatives are aligned with the Company's long-term goal of reducing dependence on grid electricity and enhancing operational sustainability.

9. Provide details related to waste management by the entity in the following format:

Parameter	FY 2025-26	FY 2024-25
Total Waste generated (in metric tonnes)		
Plastic waste **(A)**	130	171
E-waste **(B)**	0	0.04
Bio-medical waste **(C)**	0	0
Construction and demolition waste **(D)**	0	0
Battery waste **(E)**	0	0
Radioactive waste **(F)**	0	0
Other Hazardous waste. Please specify, if any. **(G)**	0	0
Other Non-hazardous waste generated **(H)**. Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	4,277	3,190
Total (A+B + C + D + E + F + G + H)	**4,407**	**3,361**
Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) MT/Cr	1.50	1.30
Waste intensity per rupee of turnover adjusted Purchasing for Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP) MT/Cr	30.52	26.93
Waste intensity in terms of physical output MT/ 1000 PCS	0.010	0.009
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Parameter	FY 2025-26	FY 2024-25
Category of waste		
(i) Recycled	0	0
(ii) Re-used	0	0
(iii) Other recovery operations	0	0
Total	**0**	**0**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		
(i) Incineration	0	0
(ii) Landfilling	0	0
(iii) Other disposal operations	4,407	3,361
Total	**4,407**	**3,361**

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

The Company's fabric knitting and cutting processes generate minimal hazardous waste, which is disposed of responsibly in accordance with applicable statutory protocols. Lux minimizes cloth waste generation during these processes by implementing advanced technology and computerized cutting systems. This approach ensures that fabric waste is kept to a minimum. The waste generated, such as cloth cuttings made of natural yarn, is easily recyclable. Approximately 95% of this recyclable waste is sold to external recyclers for repurposing in other industries, supporting the Company's commitment to a circular economy. Lux strives to minimize plastic in its packaging wherever possible, and any residual plastic is sold to authorized vendors. Other paper-based packaging materials are also recyclable and sold to responsible vendors.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
None of the Company's facilities are located around ecologically sensitive areas.			

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable During the financial year 2025-26, the Company did not undertake any projects that require an environmental assessment.					

13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non- compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
Yes, the Company is in compliance with all applicable relevant laws.				

Leadership Indicators

1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

(i) Name of the area

(ii) Nature of operations

(iii) Water withdrawal, consumption and discharge in the following format**:**

Parameter	FY 2025-26	FY 2024-25
Water withdrawal by source (in Kilolitres)		
(i) Surface water	Not Applicable	
(ii) Groundwater		
(iii) Third party water		
(iv) Seawater / desalinated water		
(v Others		
Total volume of water withdrawal (in kilolitres)		
Total volume of water consumption (in kilolitres)		
Water intensity per rupee of turnover (Water consumed / turnover)		
Water intensity (optional) – the relevant metric may be selected by the entity		
Water discharge by destination and level of treatment (in kilolitres)		
(i) Into Surface water	Not Applicable	
- No treatment		
- With treatment – please specify level of treatment		
(ii) Into Groundwater		
- No treatment		
- With treatment – please specify level of treatment		
(iii) Into Seawater		
- No treatment		
- With treatment – please specify level of treatment		
(iv) Sent to third-parties		
- No treatment		
- With treatment – please specify level of treatment		
(v) Others		
- No treatment		
- With treatment – please specify level of treatment		
Total water discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. Provide the details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2025-26	FY 2024-25
Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	-	-
Total Scope 3 emissions per rupee of turnover	Metric tonnes of CO2 equivalent	-	-
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	Metric tonnes of CO2 equivalent	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

3. With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable

4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Installation of a solar plant	Installation of 300 kW rooftop solar panel at its Avinashi facility.	Reduced substantial electricity cost and carbon footprint
2	Installation of a solar plant	Installation of 400 kW rooftop solar panel at its Tiruppur office & facility.	Reduced substantial electricity cost and carbon footprint
3	Installation of a solar plant	Installation of 1 MW rooftop solar panel at Dankuni facility.	Reduced substantial electricity cost and carbon footprint
4	Installation of LED lights and capacitors	Installation of LED lights and capacitors	Reduced energy consumption and reducing plant load

5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, Lux has a well-defined Business Continuity and Disaster Management Plan (BCP), which forms an integral part of its Risk Management Policy, overseen by the Risk Management Committee (RMC). The BCP addresses a broad spectrum of internal and external risks financial, operational, sectoral, ESG, cyber security and emerging risk, through structured preparedness and response protocols. It outlines impact assessment procedures, disaster response teams, communication frameworks, infrastructure backup and recovery mechanisms. Periodic reviews, mock drills, and updates ensure readiness and resilience. The plan aims to safeguard people, assets and operations, enabling swift recovery with minimal disruption in the event of a crisis.

Policy Link:
Risk Management Policy -
https://s3.amazonaws.com/luxs/ckeditors/pictures/700/original/RMC_policy_V5.pdf

6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

The Company has partnered with external vendors for washing and dyeing processes. It ensures that production in units is done in compliance with Pollution Control Board (PCB) norms and that only approved dyes and chemicals are used. The Company prefers to work with units that demonstrate efficient water management, such as maintaining a better liquor ratio and ensuring the permissible discharge of treated water. The management regularly engages with vendors to educate them on the safe use of materials and the importance of proper personal protective equipment (PPE). The Company prioritizes partnerships with units that align with its vision and sustainability standards.

7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

The Company prioritizes working with vendors who have Oeko-Tex certifications. This ensures that the products are free from harmful chemicals, promoting customers' safety and satisfaction. The Company commits to sustainability by supporting responsible manufacturing practices and contributing to a healthier and greener supply chain.

8. How many Green Credits have been generated or procured?

a. By the listed entity: Nil

b. By the top ten (in terms of value of purchases and sales, respectively) value chain partners: Nil

07 PRINCIPLE

BUSINESSES, WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT

Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations.**

The Company has affiliations with 7 trade and industry chambers/ associations.

b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Bharat Chamber of Commerce	National
2	Merchant Chamber of Commerce	State
3	Indian Chamber of Commerce	National
4	Federation of Hosiery Manufacturers Association of India	National
5	West Bengal Hosiery Association	State
6	South India Hosiery Association	State
7	Federation of Indian Export Organisations	State

2. **Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
Not Applicable. As there were no adverse orders from regulatory authorities about anti-competitive conduct.		

Leadership Indicator

1. **Details of public policy positions advocated by the entity.**

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/ Half yearly/ Quarterly / Others – please specify)	Web Link, if available
Not Applicable					

08 PRINCIPLE

BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Not Applicable					

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable						

3. Describe the mechanisms to receive and redress grievances of the community.

The Company's community engagement initiatives, led by CSR partners, business leaders, and employee volunteers, focus on supporting local development and building strong relationships with nearby communities. The management regularly interacts with community members, understands their concerns, and addresses grievances in a timely manner. This approach helps strengthen trust, minimize conflicts, and maintain a positive and collaborative relationship with the communities where the Company operates.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 2025-26	FY 2024-25
Directly sourced from MSMEs/ small producers	19%	17%
Directly from within India	99.7%	99.9%

5. Job creation in smaller towns-Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/ on contract basis) in the following locations, as % of total wage cost.

Location	FY 2025-26	FY 2024-25
Rural	36.70%	33.06%
Semi-Urban	0.99%	1.04%
Urban	12.91%	16.81%
Metropolitan	49.40%	49.09%

Note:

The values for semi-urban and urban have been revised for FY 2024-25 to align with the current year's reporting methodology and ensure comparability of the YoY figures.

The above metric has been calculated as per RBI classification

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of negative social impact identified	Corrective action taken
No SIAs were conducted during the reporting period.	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
Not Applicable			

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

Although the Company doesn't have a preferential procurement policy, it strongly believes in promoting inclusivity and economic empowerment. To achieve this, it actively seeks partnerships with small, micro, and medium cottage units for garment-making job works. Through these engagements, the Company contributes to the growth and sustainability of such enterprises while enabling participation of individuals from marginalized communities in its supply chain. This approach is further supported by the Company's vendor-tailor model, which includes tailors across various regions, including Kolkata. These practices reflect the Company's commitment to social responsibility and to creating a more equitable business ecosystem.

(b) From which marginalized /vulnerable groups do you procure?

The Company prefers to engage with individuals from socioeconomically weaker sections who may face barriers to employment and economic opportunities.

(c) What percentage of total procurement (by value) does it constitute?

A significant part of our garment making job comes from small and tiny cottage units.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
Not Applicable				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
Not Applicable		

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1	Promotion of healthcare	Number cannot be ascertained	-
2	Promotion of education	1000+	100%
3	Animal welfare	Number cannot be ascertained	-
4	Ensuring environmental sustainability (Through Prerna Foundation)	100+	100%
5	Promotion of sports	1	-
6	Social welfare of socially and economically backward group (Through social welfare institutions)	1000+	100%
7	Protection of national heritage, art & culture (Illumination of heritage building)	Number cannot be ascertained	-

09 PRINCIPLE

BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN A RESPONSIBLE MANNER

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company enables customer engagement through multiple touchpoints such as email, telephone, website, and social media. It has also enhanced its digital infrastructure to connect directly with over 2 Lakh+ retailers, allowing for real-time interaction and responsiveness at the retail level. We also use QR codes on product packaging to interact with customers and gather feedback. These initiatives form part of its broader efforts to deepen consumer and retail engagement.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not Applicable
Safe and responsible usage	
Recycling and/or safe disposal	

3. Number of consumer complaints in respect of the following:

	FY 2025-26			FY 2024-25		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	-	0	0	No Complaints were received
Advertising	0	0	-	1	1	-
Cyber-security	0	0	-	0	0	No Complaints were received
Delivery of essential services	0	0	-	0	0	
Restrictive trade practices	0	0	-	0	0	
Unfair trade practices	0	0	-	0	0	
Other	0	0	-	0	0	

Note: The complaint pending at the end of the previous financial year has subsequently been resolved.

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	0	0
Forced recalls	0	0

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy

Yes, the Company considers data privacy a critical aspect. A cyber security framework has been developed internally and is followed to implement appropriate security measures.

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Not applicable, as no complaints relating to the above-mentioned areas were received in the FY 2025–26.

7. Provide the following information relating to data breaches:

a. **Number of instances of data breaches.** Nil

b. **Percentage of data breaches involving personally identifiable information of customers -** Not Applicable

c. **Impact, if any, of the data breaches.** Not Applicable

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

The Company discloses all relevant information about products and business statutory information on its website www.luxinnerwear.com and other social media platforms to ensure effective and continuous stakeholder engagement. Additionally, Lux has other customer-facing e-commerce platforms as a direct online channel for customers, where information on products can be accessed.

Brand Name	Website
Lux Venus	www.luxinnerwear.com/men/lux-venus
Lux Cozi	www.luxinnerwear.com/men/lux-cozi
One8	www.luxinnerwear.com/men/one8
Onn	www.luxinnerwear.com/men/onn
Lux Classic	luxglobal.co.in/product-category/lux-classic/
GenX	genxinnerwear.com/
Lyra	https://mylyra.com/
Lux Amore	https://luxglobal.co.in/product-category/lux-amore/
Lux Cott's Wool	www.luxinnerwear.com/men/lux-cott-s-wool
Lux Nitro	www.luxinnerwear.com/men/lux-nitro
Pynk	https://pynkworld.com/

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

The Company educates consumers by highlighting product information regarding its quality and features through labels available on products. Further, information is also highlighted on our Company's website and app. The company has established direct digital engagement with over 1.5 lakhs+ retailers, enabling real-time connectivity and fostering stronger trade relationships across its distribution network. By empowering retailers with timely and relevant information, it helps in the creation of more informed customers.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

Not Applicable

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, the company ensures that all necessary product information, including features and safe usage instructions, is clearly displayed on its products.

ANNEXURE 'J' TO DIRECTORS' REPORT

Appointment and Remuneration of Managerial Personnel

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

(1) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2025-26, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-26 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sl. No.	Name of the Director/KMP	Director Identification Number (DIN)/PAN No.	Designation	% increase of remuneration in the financial year 2025-26	Ratio of remuneration to MRE(i)
1	Ashok Kumar Todi^	00053599	Chairman & Whole-Time Director	-	206.05
2	Pradip Kumar Todi^	00246268	Managing Director	-	206.05
3	Navin Kumar Todi^	00054370	Executive Director	-	82.42
4	Rahul Kumar Todi^	00054279	Executive Director	-	82.42
5	Saket Todi^	02821380	Executive Director	-	82.42
6	Udit Todi^	02017579	Executive Director	-	82.42
7	Ajay Nagar	ACOPN6732E	Chief Financial Officer	7.14	31.49
8	Smita Mishra	BCLPM5354D	Company Secretary and Compliance Officer	25.00	12.62

^ There is no change in remuneration of Mr. Ashok Kumar Todi, Mr. Pradip Kumar Todi, Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi, Mr. Saket Todi and Mr. Udit Todi in Financial year 2025-26.

(1) (i) MRE - Median Remuneration of employees based on annualised salary.

(ii) Sitting fees paid to Non-executive Independent Directors during the year is not considered as remuneration for ratio calculation purpose. The sitting fees paid to the Non-Executive Independent Directors is as per the statutory provisions.

(2) The Median Remuneration of Employees (MRE) of the Company during the financial year was ₹ 2,18,396/-

(3) In the financial year, there was increase of 1.11% in the Median Remuneration of Employees.

(4) No. of permanent employees on the rolls of Company as on 31st March, 2026 was 4856.

(5) Average percentage increase made in the salaries of the employees other than the managerial personnel in the financial year was 21.2% whereas the increase in that of the managerial personnel was 11.78%. Average increase in remuneration of employees compared to increase in remuneration of KMP is in line with the performance of the Company over period of time. There is no exceptional increase in the Managerial Remuneration.

(6) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

(2) Pursuant to Rule 5 (2 &3) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The statement showing the list of top ten employees and their remuneration for the FY 2025-26:

Sr. No.	Name of Employee	Designation	Remuneration received (₹ in crores)	Qualification and experience of the employee	Date of commencement of employment	Age of the employee	The last employment held by such employee before joining the company, if any	The percentage of equity shares held by the employee in the Company#	Whether such employee is a relative of any other director or manager of the Company	Nature of employment, whether contractual or otherwise
1	Ashok Kumar Todi	Chairman & Whole-time Director	4.50	Bachelors of Commerce with 46+ years of experience	21-Jul-95	67 years	Not Applicable	12.17%	Elder brother of Mr. Pradip Kumar Todi, Father of Mr. Saket Todi and Uncle of Mr. Udit Todi, Mr. Navin Kumar Todi and Mr. Rahul Kumar Todi	Permanent
2	Pradip Kumar Todi	Managing Director	4.50	Bachelors of Commerce, 42+ years of experience	21-Jul-95	62 years	Not Applicable	14.68%	Younger brother of Mr. Ashok Kumar Todi, Father of Mr. Udit Todi and Uncle of Mr. Saket Todi, Mr. Navin Kumar Todi and Mr. Rahul Kumar Todi	Permanent
3	Navin Kumar Todi	Executive Director	1.80	Bachelors of Commerce, 24+ years of experience	25-May-21	45 years	Not Applicable	1.08%	Nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi, Elder brother of Mr. Rahul Kumar Todi and Cousin of Mr. Saket Todi and Mr. Udit Todi	Permanent
4	Rahul Kumar Todi	Executive Director	1.80	Post Graduate (Marketing), 20+ years of experience	25-May-21	44 years	Not Applicable	1.53%	Nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi, Younger brother of Mr. Navin Kumar Todi and Cousin of Mr. Saket Todi and Mr. Udit Todi	Permanent
5	Saket Todi	Executive Director	1.80	Post Graduate (Brand Management), 12+ years of experience	01-Apr-14	36 years	Not Applicable	2.64%	Son of Mr. Ashok Kumar Todi, Nephew of Mr. Pradip Kumar Todi, Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Udit Todi	Permanent
6	Udit Todi	Executive Director	1.80	MSC in Finance, Economics (Hons.), 12+ years of experience	01-Apr-14	36 years	Not Applicable	2.79%	Nephew of Mr. Ashok Kumar Todi, Son of Mr. Pradip Kumar Todi, Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Saket Todi	Permanent
7	Jitendra Kumar Shah	Vice President-Finance	0.84	Chartered Accountant with 32+ years of experience	01-Jun-20	60 years	Duncans Industries Limited	-	Not Applicable	Permanent

Sr. No.	Name of Employee	Designation	Remuneration received (₹ in crores)	Qualification and experience of the employee	Date of commencement of employment	Age of the employee	The last employment held by such employee before joining the company, if any	The percentage of equity shares held by the employee in the Company#	Whether such employee is a relative of any other director or manager of the Company	Nature of employment, whether contractual or otherwise
8	Ajay Nagar	Chief Financial Officer (CFO)	0.75	Chartered Accountant with 20+ years of experience in Corporate Finance and Accounts.	30-May-23	49 years	VIP Industries Bangladesh Private Limited	-	Not Applicable	Permanent
9	Kaushal Pasari	General Manager-Finance & Accounts	0.60	Chartered Accountant with 10+ years of experience in Corporate Finance and Accounts.	24-Oct-24	33 years	Westlife Foodworld Limited (McDonalds India)	-	Not Applicable	Permanent
10	Vikas Malhotra	Vice President-Sales	0.49	MBA from NIS	01-Jul-16	50 years	Bodycare Creations Limited	-	Not Applicable	Permanent

#The percentage of equity shares held by the Employee in the Company is as on March 31, 2026

Notes:

1. The detail of every employee, who-

(i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees: 6

(ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month:. Nil

2. if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: Nil

3. The particulars of employees posted and working in a country outside India, not being directors or their relatives, drawing more than sixty lakh rupees per financial year or five lakh rupees per month: Not applicable

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman
DIN: 00053599

Place: Kolkata
Date: May 21, 2026

ANNEXURE 'K' TO DIRECTORS' REPORT

AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A" Subsidiaries

Sl. No.	Particulars	Details (in Crores, wherever applicable)
1	CIN of subsidiary company	U17100WB2010PTC150716
2	Name of the subsidiary	Artimas Fashions Private Limited
3	The date since when subsidiary was acquired	May 25, 2017
4	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	NA
5	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	NA
6	Share capital	0.20
7	Reserves & surplus	(27.30)
8	Total assets	15.05
9	Total Liabilities	42.15
10	Investments	-
11	Turnover	3.53
12	Profit before taxation	4.62
13	Provision for taxation	-
14	Profit after taxation	4.62
15	Proposed Dividend	Nil
16	Extent of shareholding (in percentage)	50.97%

Notes: -

1 Names of subsidiaries which are yet to commence operations: Not applicable.

2 Names of subsidiaries which have been liquidated or sold during the year: Not applicable.

Part "B" Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures: The Company does not have any associates or joint venture, therefore, the requirement under this part is not applicable to the Company.

For and on behalf of the Board of Directors

	Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
	Ashok Kumar Todi	**Pradip Kumar Todi**	**Ajay Nagar**	**Smita Mishra**
Place : Kolkata	Chairman	Managing Director	Chief Financial Officer	Company Secretary
Date : May 21, 2026	(DIN - 00053599)	(DIN - 00246268)	(ICAI Mem No – 118057)	(Mem No - A26489)

ANNEXURE 'L' TO DIRECTORS' REPORT

Information under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 and forming Part of Directors' Report for the year ended March 31, 2026

A. CONSERVATION OF ENERGY

i) The steps taken or impact on conservation of energy:-

Our Company continuously strives to conserve energy and source it from renewable sources. In our plants, we install energy-efficient LED lights for energy conservation.

Further, the maintenance and improvement of machinery and equipments are made from time to time keeping energy efficiency in mind. The Company has installed capacitors at its plants, which has helped Company reducing its energy consumption.

ii) The steps taken by the Company for utilizing alternate source of energy:-

The Company has maintained a total solar power capacity of 1.7MW as an alternate renewable energy source. The Company have following installation in place for utilizing solar power –

1. Installation of 1MW Solar panel at its Dankuni Unit located in West Bengal.
2. Installation of 300 KW Solar panel at its Avinashi Facility.
3. Installation of 400 KW Solar panel at its Tiruppur Office & Facility.
4. Usage of energy-saving LED lighting systems in plants to save energy.
5. Renewable sources currently fulfill approximately 10% of our total energy requirements.
6. Installations of Capacitors to reduce plant load.
7. Conservation of approximately 2 Lakh litre of water per day through the use of state-of-the-art processing technology.

iii) The Capital Investment on energy conservation equipment:-

No direct identifiable investment pertaining to conservation of energy was done during the year, other than maintenance and up-gradation of machines and equipments. However, Company prioritize investing as much as 20-30% in automated equipment over standard equipment for energy efficiency.

B. RESEARCH & DEVELOPMENT AND TECHNOLOGY ABSORPTION

a. Expenditure on Research & Development (R & D):-

R & D are carried out separately by the Hosiery Association. There is therefore no expenditure incurred on this account.

b. Technology absorption, adaptation and innovation:-

The efforts made towards technology absorption: The Company keeps a close watch on the technological developments pertaining to its industry. Up-gradation and replacement of old machines is done as and when required in order to maintain high quality of output.

The benefits derived through use of the machines: By using new technology, the Company is able to produce the finest quality of knitted products. It has enabled to reduce wastage, expedite the production process and reduction in the inventory of Work in Progress (WIP).

In case of imported technology [imported during the last three (3) years reckoned from the beginning of the financial year]:

a. The Company has imported following machines with the latest and updated technology:-

   i. Knitting and Printing Machines - Jiaxing Royce Imp., China

   ii. Knitting Machines - United Texmac Pte Ltd, Singapore

   iii. Cutting Machines - Bierrebi Italia Srl, Italy

   iv. Knitting Machines - Quanzhou Hengyi Machine Co. Ltd., China

   v. Raising Machines - Kratzenfabrik Mehlhorn Gmbh, Germany

   vi. Sewing Machines - Pegasus Sewing Machine PTE Ltd, Singapore

   vii. Cutting Machines - Morgan Tecnica Hong Kong Ltd, Hongkong

   The year of import: 2025-26

(b) Whether technology has been fully absorbed: Yes.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Activities relating to exports, initiatives taken to increase exports, development of new export market for products and exports plans: During the year the Company exports products to Middle East Countries, Africa, Australia and Southeast Countries.

Information in respect of Foreign Exchange Earning and Outgo is given below: (₹ in Crores)

Sl. No.	Particulars	Current Year	Previous Year
i)	**Earning**	169.84	175.72
ii)	**Outgo**		
	Capital Goods	13.11	18.99
	Raw material	Nil	Nil
	Others	4.94	8.09
	Total Outgo	**18.05**	**27.08**

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman
(DIN - 00053599)

Place : Kolkata
Date : May 21, 2026

ANNEXURE 'M' TO DIRECTORS' REPORT

Statement containing required information pursuant to Part II of Schedule V of the Act for all the Executive Directors in case of Inadequate Profit:

I. General Information:

Sl. No.	Particulars	Remarks		
1.	Nature of Industry	Manufacturing and sale of knitted apparel, including hosiery products		
2.	Date or Expected date of commencement of Commercial Production	30.08.1995		
3.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4.	Financial performance based on given indicators	For the Financial Year (₹ in Crores)		
		FY 2026	FY 2025	FY 2024
	Revenue from Operations	2,937.11	2,578.50	2,324.05
	Net Profit/(Loss) before Tax	132.89	222.23	180.21
	Profit/(Loss) after Tax	101.45	166.09	133.57
5.	Foreign Investments or Collaborations, if any	Nil		

II. Information about the Appointee:

Sl. No.	Particulars	Mr. Ashok Kumar Todi	Mr. Pradip Kumar Todi	Mr. Saket Todi	Mr. Udit Todi	Mr. Navin Kumar Todi	Mr. Rahul Kumar Todi
1.	Background Details	Mr. Ashok Kumar Todi hails from a distinguished business family with a legacy of over five decades in the hosiery industry. He holds a Bachelor's degree in Commerce. His forte lies in marketing the products of the company, formulating various policies for growth & expansion of the business across India.	Mr. Pradip Kumar Todi belongs to a distinguished business family with a legacy of over five decades in the hosiery industry. He holds a Bachelor's degree in Commerce. He looks after the production function from the last 26 years and has detailed knowledge of product and its costing.	Mr. Saket Todi holds a Post-Graduate degree in Brand Management from Mudra Institute of Communications (MICA), one of India's premier institutes for strategic marketing and communication. He has extensive expertise in marketing and has contributions towards strengthening the premium brands.	Mr. Udit Todi holds an MSc in Finance from The London School of Economics and Political Science (LSE) and a degree in Economics (Hons.) from St. Stephen's College, Delhi. He has expertise in the field of finance with exceptional financial acumen and strategic insights.	Mr. Navin Kumar Todi holds a Bachelor's degree in Commerce and brings with him over 25 years of rich and diversified experience in the hosiery industry. He has worked across various areas, building multi-dimensional experience, especially in marketing, operations, etc.	Mr. Rahul Kumar Todi holds a Post-Graduate degree in Business Management from GRD College, Coimbatore, Tamil Nadu. He brings with him over 21 years of rich and extensive experience in the hosiery industry. His extensive experience gained in overseeing several functions including finance, personnel, operations, among many others.

Sl. No.	Particulars	Mr. Ashok Kumar Todi	Mr. Pradip Kumar Todi	Mr. Saket Todi	Mr. Udit Todi	Mr. Navin Kumar Todi	Mr. Rahul Kumar Todi
2.	Past Remuneration*	4.50 Crores	4.50 Crores	1.80 Crores	1.80 Crores	1.80 Crores	1.80 Crores
3.	Recognition or Awards	He received "Bharat Samman Award, 2023" at The House of Lords (UK Parliament), London.	He was showcased in BW Businessworld's special issue featuring India's Most Valuable CEOs of the Year 2023.	He was named among India's Top 155 U35 Leaders by Avendus Hurun India 2025.	He was named among India's Top 155 U35 Leaders by Avendus Hurun India 2025.	-	-
4.	Job profile and his suitability	Mr. Ashok Kumar Todi hails from an illustrious family which is engaged in the Hosiery business since 5 decades. He joined the business at a very early age and he has obtained vast experience in all the fields of business. His forte lies in marketing the products of the company, formulating various policies for growth & expansion of the business across India. He has rejuvenated the exploration of new schemes for distributors, retailers and consumers. Mr. Ashok Kumar Todi has also been associated with various philanthropic organizations in India.	Mr. Pradip Kumar Todi hails from an illustrious family which is engaged in the Hosiery business since 5 decades. He joined the business at a very early age and has obtained vast experience in all the fields of business. He was instrumental in setting up the present Company which has emerged as a pioneer in the field of Hosiery Goods under his able guidance and grand vision. He looks after the production function from the last 26 years and has detailed knowledge of product and its costing. His leadership and innovative skills paved the way for the manifold increase in turnover of the Company over the years.	Mr. Saket Todi has extensive expertise in marketing has significantly contributed towards strengthening the premium brands in the retail channel - the 'ONN' brand and its export market. He has been associated with the Company since 2014. His in-depth knowledge of marketing has helped the company to achieve greater success and increase profitability. He expanded the brand presence in 25+ countries by focusing on quality and thereby created a loyal customer base.	Mr. Udit Todi has been associated with the Company since 2014 and his expertise in the field of finance has aided new facilities for remarkable growth plans for the company. His exceptional financial acumen and strategic insight have been pivotal in driving the company's growth and success. Among his many achievements, Mr. Udit Todi played a central role in the creation and launch of the iconic women's wear brand "Lyra," which, under his visionary leadership, skyrocketed to market dominance in an astonishingly short span of just five years. His contributions have significantly shaped the company's trajectory, establishing him as a key architect of its ongoing success.	Mr. Navin Kumar Todi has more than 25 years of experience in the hosiery industry and under his leadership, the company successfully rose to the challenges of a competitive environment by enhancing product offerings. During his long tenure of 24+ years, he has worked across various areas, building multi dimensional experience, especially in marketing, operations, etc. His dynamic leadership and passion for the business is recognized and acknowledged by his peers.	Mr. Rahul Kumar Todi has 21+ years of rich experience in hosiery line of business. In addition to looking after production function of Tiruppur unit, he has handled a wide range of responsibilities across businesses and his leadership tenure was enriched by the extensive experience gained in overseeing several functions including finance, personnel, operations, among many others.

Sl. No.	Particulars	Mr. Ashok Kumar Todi	Mr. Pradip Kumar Todi	Mr. Saket Todi	Mr. Udit Todi	Mr. Navin Kumar Todi	Mr. Rahul Kumar Todi
5.	Remuneration proposed	4.50 Crores	4.50 Crores	1.80 Crores	1.80 Crores	1.80 Crores	1.80 Crores
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The Remuneration payable to the Director is in line with current industry standards.	The Remuneration payable to the Director is in line with current industry standards.	The Remuneration payable to the Director is in line with current industry standards.	The Remuneration payable to the Director is in line with current industry standards.	The Remuneration payable to the Director is in line with current industry standards.	The Remuneration payable to the Director is in line with current industry standards.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Mr. Ashok Kumar Todi is elder brother of Mr. Pradip Kumar Todi, Father of Mr. Saket Todi and Uncle of Mr. Udit Todi, Mr. Navin Kumar Todi and Mr. Rahul Kumar Todi.	Mr. Pradip Kumar Todi is younger brother of Mr. Ashok Kumar Todi, Father of Mr. Udit Todi and Uncle of Mr. Saket Todi, Mr. Navin Kumar Todi and Mr. Rahul Kumar Todi.	Mr.Saket Todi is son of Mr. Ashok Kumar Todi, Nephew of Mr. Pradip Kumar Todi and Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Udit Todi.	Mr. Udit Todi is son of Mr. Pradip Kumar Todi, Nephew of Mr. Ashok Kumar Todi and Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Saket Todi.	Mr. Navin Kumar Todi is nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi and Elder brother of Mr. Rahul Kumar Todi and Cousin of Mr. Saket Todi and Udit Todi.	Mr. Rahul Kumar Todi is nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi and Younger brother of Mr. Navin Kumar Todi and Cousin of Mr. Saket Todi and Udit Todi.

**This is the remuneration drawn in the FY 2024-25*

III. Other Information:

Sl. No.	Particulars	Remarks
1	Reason of loss or inadequate profits	The company has registered ~14% topline growth and is also consistently earning profits, however, in the current Financial Year, there is a decline in the profit of the Company due to launch of new brands, expansion into new product categories, and scaling up of distribution channels to capture emerging market opportunities.
2	Steps taken during the year for improvement	The Company believes that it is well positioned to capture significant growth opportunities and profitability because of its following principal competitive strengths: 1. Expansion of business by launch of new brands. 2. State of the art technology. 3. Strong Management Team.
3	Expected increase in productivity and profits in measurable terms	The Company has taken initiatives to improve the position of the Company as against its competitors and will continue in its endeavor to improve profitability.

For and on behalf of the Board of Directors

Sd/-
Ashok Kumar Todi
Chairman
(DIN - 00053599)

Place : Kolkata
Date : May 21, 2026

Standalone Financial Statements

Independent Auditor's Report

To
The Members of
Lux Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Lux Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement 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.

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, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit including other comprehensive income, 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), as 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 the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 for the financial year ended March 31, 2026. 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 the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key audit matters	How our audit addressed the key audit matter
1. **Revenue from sale of goods and Estimation of rebates, discounts and sales returns** (as described in note 24, to the standalone financial statements)	
The Company sells its products through multiple channels including distributors, retailers, and e-commerce platforms. In accordance with its accounting policy, revenue is recognized upon the transfer of control of goods to customers. This requires management to estimate revenue net of rebates, discounts, in accordance with the terms of customer contracts. Significant judgment is involved in estimating: ▪ Rebates and discounts linked to sales under various schemes offered by the Company;	Our audit procedures, amongst others, included the following: ▪ Obtained an understanding of the Company's processes and tested the design and operating effectiveness of internal controls relating to the recognition of rebates, discounts, sales returns, and related provisions; ▪ Tested the inputs and underlying data used in management's estimates against source documentation; ▪ Assessed the underlying assumptions used for determination of rebates, and discounts;

Key audit matters	How our audit addressed the key audit matter
▪ Compensation or discounts extended to the end consumers at the behest of the Company through trade channels. The matter has been determined to be a key audit matter in view of the involvement of significant estimates by the management.	▪ Ensured the completeness of liabilities recognized by evaluating the parameters for sample schemes; ▪ Performed look-back analysis for past trends by comparing recent actuals with the estimates of earlier periods and assessed subsequent events; ▪ Tested credit notes issued to customers and payments made to them during the year and subsequent to the year-end along with the terms of the related schemes. **Our Conclusion:** Based on the above procedures, we did not identify any significant deviation to the assessment made by management in respect of estimation of rebates and discounts.
2. Recoverability of trade receivables (as described in note 11, to the standalone financial statements)	
The Company has trade receivables amounting ₹1126.56 crores (net of provision for expected credit losses of 5.43 crores) as at March 31, 2026 as detailed in Notes 11 to the standalone financial statements. Due to the inherent subjectivity that is involved in making judgements in relation to credit risk exposures to determine the recoverability of trade receivables and significant estimates and judgements made by the management for provision for loss allowance under expected credit loss model. Based on above, the matter has been considered to be a key audit matter.	Our audit procedures amongst others included the following: ▪ Evaluated and tested the controls relating to credit control and approval process and assessing the recoverability of overdue receivables by comparing management's views of recoverability of overdue receivables to historical patterns of receipts, in conjunction with reviewing receipts subsequent to the financial year end for its effect in reducing overdue receivables at the financial year end; ▪ Checked on sample basis balance confirmations from customers to test whether trade receivables as per books are acknowledged by them; ▪ Reviewed at the adequacy of the management judgements and estimates on the sufficiency of provision for doubtful debts through detailed analyses of ageing of receivables and assessing the adequacy of disclosures in respect of credit risk. **Our Conclusion:** Based on the above procedures, we did not identify any significant deviation to the assessment made by management in respect of recoverability of trade receivables.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other Information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report 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 express any form of assurance conclusion thereon.

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

Responsibilities of Management 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 (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 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 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 policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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.

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 for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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

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

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   (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 the internal financial controls with reference to standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 in its standalone financial statements – Refer Note 33 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) As represented by the management, to the best of its knowledge and belief, and as more fully disclosed in note 49 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      b) As represented by the management, to the best of its knowledge and belief, and as more fully disclosed in note 49 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The Company has proposed dividend for the year of ₹2/- per share as disclosed in note 38 to the standalone financial statements which is subject to approval of the members at the ensuing Annual General Meeting. The dividend declared and paid during the year by the Company and until the date of the audit reports is in accordance with section 123 of the Act.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its account books which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For S K AGRAWAL AND CO
CHARTERED ACCCOUNTANTS LLP
Chartered Accountants
Firm Registration Number: 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership Number: 068851
UDIN: 26068851BEJDDV9267

Place: Kolkata
Date: May 21, 2026

Annexure 1 referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Lux Industries Limited ("the Company")

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

(b) The Company has a regular programme of physical verification of its property, plant & equipment which are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant & equipment were verified during the year and 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) disclosed in note 4 to the standalone financial statements included in property, plant and equipment are held in the name of the Company except for the following:

Description of Property	Gross carrying value (amount in ₹ Crores)	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in the name of Company
Office Building-Agra	0.26	J M Hosiery Co Limited	Yes	21 December 2006	J M Hosiery Co Limited has been merged with the Company w.e.f from 1 April 2020. Registration is pending in the name of the Company.
Office Building-Tirupur	3.27	J M Hosiery Co Limited	NA	1 April 2015	

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2026.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at March 31, 2026 and no material discrepancies were noticed. No discrepancies of 10% or more in aggregate for each class of inventory were noticed by the Company.

(b) As disclosed in note 18 to the financial statements, the Company has been sanctioned working capital limits in excess of ₹ five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

(iii) (a) During the year, the Company has provided loans to entities which are not its subsidiaries, joint ventures or associates.

Company	Aggregate Amount Given during the year	Balance outstanding as on March 31, 2026
Body Corporate	22 Crores	22 Crores

(b) According to information and explanation given to us and on our examination of records of the Company, the terms and conditions of the grant of loan are not prejudicial to the Company's interest.

(c) According to information and explanation given to us and on our examination of records of the Company has granted Loans which are repayable on demand. The parties are repaying the interest as per the terms and conditions made between the party and company.

(d) According to information and explanation given to us and on our examination of records of the Company, there are no amounts which are due more than ninety days.

(e) According to information and explanation given to us and on our examination of records of the Company, no loans or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of the existing loans given to same parties.

(f) Loans granted by Company are repayable on demand. The aggregate amount of total loan granted to promoters and related parties as defined in clause (76) of section 2 of the Companies Act, 2013 is Nil.

(iv) Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) According to the information and explanation given to us, the Central Govt. of India has not specified the maintenance of cost records under sub section (1) of section 148 of the Act for the product of the company.

(vii) (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, duty of customs, cess and other statutory dues applicable to it. During the year, the Company did not have any undisputed dues towards sales-tax, service tax, duty of excise and value added tax. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (In Crores)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
The Finance Act, 1994	Service Tax	1.36	2007-08 To 2012-13	Customs, Excise and Service Tax Appellate Tribunal.
Provident Fund matters	Provident Fund	9.73	2002-03 to 2005-06	Regional PF Commissioner-I, West Bengal.
Indian Stamp Act	Indian Stamp Act	0.42	2023-24	Indian Stamp Act
GST Act, 2017	Tax, Interest and Penalty	20.41	2017-18 - 2022-23	Appellate Authority.
The Central Excise Act, 1994	Ineligible input service credit	1.58	2011-2013	Commissioner of gst & central excise.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

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

(c) The term loans were applied for the purpose for which they were raised.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used 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 company.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiary company. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) According to the information and explanations given by the management, during the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.

(xiv) (a) According to the information and explanations given by the management, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) According to information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

(xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

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

(d) Based on the information and explanations provided by the management of the Company, the Group does not have any CICs as part of the Group. Accordingly, the reporting under Clause 3(xvi)(d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses in the current year as well as in the immediately preceding financial year respectively.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios as disclosed in Note 45 to the standalone financial statements, ageing and expected dates of realisation 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) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable for the year.

(b) There are no unspent amount which is required to be transferred in compliance with Section 135(5) and 135(6) of the Companies Act, 2013.

For S K AGRAWAL AND CO
CHARTERED ACCCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration Number: 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership Number: 068851
UDIN: 26068851BEJDDV9267

Place: Kolkata
Date: May 21, 2026

Annexure 2 to the Independent Auditor's Report of even date on the Standalone Financial Statements of Lux Industries Limited

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 standalone financial statements of Lux Industries 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 ("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 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 these 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 issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these 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 these 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 these 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls With Reference to these Standalone Financial Statements

A company's internal financial controls 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 purposes in accordance with generally accepted accounting principles. A company's internal financial controls 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

Because of the inherent limitations of internal financial controls with reference to standalone 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 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 or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, 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 at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For S K AGRAWAL AND CO
CHARTERED ACCCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration Number: 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership Number: 068851
UDIN: 26068851BEJDDV9267

Place: Kolkata
Date: May 21, 2026

Standalone Balance Sheet as at March 31, 2026

(₹ in crores)

Particulars		Notes	As at 31-March-2026	As at 31-March-2025
ASSETS				
A	**Non-current assets**			
	Property, plant and equipment	4	353.73	333.36
	Capital work-in-progress	4	16.94	8.81
	Other intangible assets	4	0.02	0.17
	Intangible assets under development	4	0.73	0.17
	Right of use assets	4	34.67	26.69
	Financial assets			
	Investments	5	0.19	0.19
	Other financial assets	6	12.24	10.56
	Other non-current assets	8	16.02	11.62
	Total Non-current assets		**434.54**	**391.57**
B	**Current assets**			
	Inventories	9	987.36	827.20
	Financial assets			
	Investments	10	154.81	175.21
	Trade receivables	11	1,126.56	897.35
	Cash and cash equivalents	12	90.93	28.31
	Bank balances other than cash and cash equivalents	13	6.19	1.65
	Loans	7	48.00	31.00
	Other financial assets	6	7.44	8.67
	Current tax assets	14	3.09	2.52
	Other current assets	15	218.94	186.36
	Total Current assets		**2,643.32**	**2,158.27**
	TOTAL ASSETS		**3,077.86**	**2,549.84**
EQUITY AND LIABILITIES				
C	**Equity**			
	Equity share capital	16	6.26	6.26
	Other equity	17	1,841.69	1,740.36
	Total Equity		**1,847.95**	**1,746.62**
D	**Non-current liabilities**			
	Financial liabilities			
	Borrowings	18	-	0.74
	Lease liabilities	19	26.55	22.17
	Provisions	20	17.50	14.00
	Deferred tax liabilities (Net)	31	5.09	4.20
	Total Non-current liabilities		**49.14**	**41.11**
E	**Current liabilities**			
	Financial liabilities			
	Borrowings	18	546.40	249.75
	Lease liabilities	19	11.21	7.21
	Trade payables			
	A) total outstanding dues of micro enterprises and small enterprises; and	21	79.87	65.80
	B) total outstanding dues of creditors other than micro enterprises and small enterprises	21	458.71	360.97
	Other financial liabilities	22	67.61	61.46
	Other current liabilities	23	14.73	15.13
	Provisions	20	2.24	1.79
	Total current liabilities		**1,180.77**	**762.11**
	TOTAL EQUITY AND LIABILITIES		**3,077.86**	**2,549.84**
Summary of material accounting policies		3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Standalone Statement of Profit and Loss for the year ended March 31, 2026

(₹ in crores)

	Particulars	Notes	Year ended 31-March-2026 Audited	Year ended 31-March-2025 Audited
I	Revenue from operations	24	2,937.11	2,578.50
II	Other Income	25	24.65	29.79
III	**Total income (I+II)**		**2,961.76**	**2,608.29**
IV	**Expenses**			
	Cost of raw materials consumed	26	1,428.37	1,259.24
	Purchases of traded goods	26	82.20	41.30
	(Increase) / decrease in inventories of finished goods, work-in-progress & traded goods	26	(155.63)	(158.89)
	Employee benefit expense	27	178.78	149.93
	Finance costs	28	35.68	18.72
	Depreciation and amortisation expense	29	29.78	23.82
	Other expenses	30	1,223.58	1,051.94
	Total expenses (IV)		**2,822.76**	**2,386.06**
V	**Profit Before Exceptional Item & Tax (III - IV)**		**139.00**	**222.23**
VI	**Exceptional items**	48	6.11	-
VII	**Profit Before Tax (V - VI)**		**132.89**	**222.23**
VIII	**Tax expense**	31		
	(i) Current tax		30.92	52.32
	(ii) Deferred tax		0.40	3.10
	(iii) Income tax for earlier years		0.12	0.72
	Income tax expense (i+ii+iii)		**31.44**	**56.14**
IX	**Profit for the Year (VII-VIII)**		**101.45**	**166.09**
X	**Other comprehensive income**			
	A (i) Items that will not be reclassified subsequently to profit and loss			
	(a) Remeasurements of the defined benefit (liabilities) / asset		1.93	(0.15)
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(0.49)	0.04
	Other comprehensive income for the year (net of tax) (i-ii)		**1.44**	**(0.11)**
	Total comprehensive income for the year, net of income tax (IX + X)		**102.89**	**165.98**
	Profit for the year		**101.45**	**166.09**
	Earnings per equity share [nominal value of share ₹2 (March 31, 2025 ₹2)]			
	Basic in ₹ per share	32	33.74	55.23
	Diluted in ₹ per share	32	**33.74**	**55.23**
	Summary of material accounting policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Standalone Statement of Cash Flow for the year ended March 31, 2026

(₹ in crores)

Particulars	Year ended 31-March-2026 Audited	Year ended 31-March-2025 Audited
Cash flows from operating activities		
Profit before tax	132.89	222.23
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	29.78	23.82
Interest on lease liability	2.79	2.50
Finance costs - others	32.89	16.22
Profit / (Loss) on sale of property, plant and equipment	(0.08)	-
Loss on discard of assets	-	0.05
Finance income	(15.22)	(16.30)
Dividend Received	(0.09)	(0.71)
Provision for doubtful advances (net)	(1.32)	-
Bad debt (net)	7.17	4.42
Liabilities written back	(0.35)	(2.55)
Net gain on sale of current investments	(3.30)	(3.88)
Gain on investment carried at fair value through profit or loss	(0.68)	(2.50)
Operating profit before working capital changes	**184.48**	**243.30**
Movements in working capital:		
(Increase) / decrease in trade and other receivables	(235.06)	(182.52)
(Increase) / decrease in inventories	(160.16)	(191.00)
(Increase) / decrease in other assets	(34.33)	(7.97)
Increase / (decrease) in trade and other payables	112.19	92.45
Increase / (decrease) in other liabilities	11.63	14.80
Cash generated from / (used in) operations	**(121.25)**	**(30.94)**
Direct taxes paid (Net of refunds)	(31.61)	(53.94)
Net cash flow from / (used in) operating activities	**(152.86)**	**(84.88)**
Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets (including capital advances)	(55.19)	(36.80)
Proceeds from sale of property, plant and equipment and intangible assets	0.62	0.30
Sale/(purchase) of investments (net)	24.38	37.17
(Increase)/decrease in term deposit	(4.33)	(0.01)
Dividend Received	0.09	0.71
Loan Given	(17.00)	(31.00)
Finance income	17.04	17.28
Net cash flow from / (used in) investing activities	**(34.39)**	**(12.35)**

Standalone Statement of Cash Flow for the year ended March 31, 2026

(₹ in crores)

Particulars	Year ended 31-March-2026 Audited	Year ended 31-March-2025 Audited
Cash flows from financing activities		
Proceeds/ (repayment) of non-current borrowings	(0.74)	(1.65)
Proceeds/ (repayment) of current borrowings	296.65	102.42
Finance costs - others	(32.90)	(16.91)
Dividend Paid	(1.55)	(1.55)
Payment of lease liability - principal	(8.80)	(4.91)
Payment of lease liability - interest	(2.79)	(2.50)
Net cash flow from / (used in) in financing activities	**249.87**	**74.90**
Net increase / (decrease) in cash and cash equivalents	**62.62**	**(22.33)**
Cash and cash equivalents at the beginning of the period	28.31	50.64
Cash and cash equivalents at the end of the period	**90.93**	**28.31**
Components of Cash and cash equivalents		
Cash on hand	1.47	1.17
Balances with banks	89.46	27.14
Total Cash and cash equivalents	**90.93**	**28.31**

Cash Flow from Supplier Financing Arrangement (Refer Note 21)

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Carrying amount of financial liabilities that are part of a supplier finance arrangement		
- Presented in Trade Payables		
Balance as on 1st April	-	-
Addition during the year	258.40	-
Repaid during the year	168.05	-
Balance as on 31st March	**90.35**	**-**

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Standalone Statement Changes in Equity for the year ended March 31, 2026

a. Equity share capital

Particulars	No. of shares	₹ in crores
Equity shares of ₹2 each issued, subscribed and fully paid		
As at March 31, 2024	**3,00,71,681**	**6.26**
Changes in equity share capital during the period	-	-
As at March 31, 2025	**3,00,71,681**	**6.26**
Changes in equity share capital during the period	-	-
As at March 31, 2026	**3,00,71,681**	**6.26**

b. Other Equity

(₹ in crores)

Particulars	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings	Total
Balance as at April 1, 2024	**56.00**	**39.29**	**2.80**	**14.78**	**1,463.06**	**1,575.93**
Add: Profit for the year	-	-	-	-	166.09	166.09
Add: Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	-	-	-	-	(0.11)	(0.11)
Less: Dividend	-	-	-	-	1.55	1.55
Balance as at March 31, 2025	**56.00**	**39.29**	**2.80**	**14.78**	**1,627.49**	**1,740.36**
Add: Profit for the year	-	-	-	-	101.45	101.45
Add: Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	-	-	-	-	1.44	1.44
Less: Dividend	-	-	-	-	1.55	1.55
Balance as at March 31, 2026	**56.00**	**39.29**	**2.80**	**14.78**	**1,728.82**	**1,841.69**

Nature And Purpose Of Reserves:

(A) **Capital Redemption Reserve:** This reserve has been created for redemption of Preference Share Capital and can be utilized in accordance with the provisions of the Companies Act, 2013.

(B) **Securities Premium:** This reserve represents premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

(C) **General Reserve:** This reserve is a free reserve which is used from time to time to transfer profits from retained earnings and can be utilized in accordance with the provisions of the Companies Act, 2013.

(D) **Retained Earnings :** This reserve represents undistributed cumulative profits of the Company and can be utilized in accordance with the provisions of the Companies Act, 2013

(E) **Capital Reserves :** This reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

(F) **Other comprehensive Income Reserves :** This reserve represents effect remeasurements of defined benefit plans that will not be reclassified to Statement of Profit & Loss.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

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Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Notes to Standalone Financial Statements for the year ended March 31, 2026

1. Reporting entity

Lux Industries Limited ('the Company') is a public company domiciled and headquartered in India, having its registered office situated at 39, Kali Krishna Tagore Street, Kolkata. The Company has its shares listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The Company is primarily engaged in the manufacturing and sales of knitwears. The Company has operations in India and caters to both domestic and international markets. The Company also has a subsidiary in India in the name of Artimas Fashions Private Limited. The Manufacturing units of the Company are located in Kolkata (West Bengal), Ludhiana (Punjab) and Tirupur, in the state of Tamil Nadu.

2. Basis of preparation of Standalone financial statements

(a) Statement of compliance

These Standalone financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India ('SEBI'), as applicable.

The Standalone financial statements were approved for issue by the Board of Directors of the Company at their meeting held on May 21, 2026. The details of the Company's accounting policies are included in Note 3.

(b) Functional and presentation currency

These Standalone financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded off to the nearest crores, unless otherwise indicated.

(c) Basis of measurement

The Standalone financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

(i) Certain financial assets and financial liabilities measured at fair value;

(ii) Assets held for sale-measured at the lower of its carrying amount and fair value less costs to sell; and

(iii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

(d) Use of estimates and judgments

The preparation of the Company's Standalone financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Estimates and underlying assumptions are reviewed on an ongoing basis. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these Standalone financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. The changes in the estimates are reflected in the Standalone financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the Standalone financial statements.

Notes to Standalone Financial Statements for the year ended March 31, 2026

Critical accounting estimates and key sources of estimation uncertainty: Key assumptions

(i) Useful lives of Property, plant and equipment

The Company uses its technical expertise along with historical and industry trends for determining the economic life of an asset/ component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortized depreciable amount is charged over the remaining useful life of the assets. See note 3(d) and 4 for details.

(ii) Fair value measurement of financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognized in the statement of profit and loss. See note 3(r) and 40 for details.

(iii) Defined benefit plan

The cost of the defined benefit plan includes gratuity and leave encashment. The present value of the obligations are determined using actuarial valuations using Projected unit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. See note 3(g) and 37 for details.

(iv) Recognition of current tax and deferred tax

Current taxes are recognized at tax rates (and tax laws) enacted or substantively enacted by the reporting date and the amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. See note 3(k) and 31 for details.

(v) Recognition and measurement of provisions and contingencies

The certain key assumptions about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for. See note 3(h) and 33 for details.

(e) Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for financial assets and financial liabilities. The Company has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and it regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;

Level 2: Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3: No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc. When measuring the fair value of an asset or a liability, the Company uses observable market

Notes to Standalone Financial Statements for the year ended March 31, 2026

data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in Note 41.

3. Material Accounting Policies

(a) Current and non-current classification

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

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realized within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date. Current assets include current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

For the purpose of current/ non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of business and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

(b) Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in the Statement of Profit and Loss in the period in which they arise.

Notes to Standalone Financial Statements for the year ended March 31, 2026

(c) Financial instruments

(i) Recognition and initial measurement

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

(ii) Classification and subsequent measurement

Financial assets

(a) Financial assets at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

(b) Financial assets at FVOCI

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets 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. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

(c) Financial assets at FVTPL

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(iii) Derecognition

Financial assets

The Company derecognizes 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.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes 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 Statement of Profit and Loss.

(iv) Off setting

Financial assets and financial liabilities are off set and the net amount presented in the balance sheet when, and only when, the Company 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.

Notes to Standalone Financial Statements for the year ended March 31, 2026

(d) Property, plant and equipment & Intangible assets

(i) Recognition and measurement

Tangible assets and Capital Work in Progress

Items of property, plant and equipment are measured at cost, less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalized.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognized in Statement of Profit and Loss.

Property, plant and equipment under construction and not yet ready for their intended use are disclosed as Capital work-in- progress.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances' under other 'Non-Current Assets'.

Intangible assets:

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is changed accordingly. The Intangible assets include Computer Software. Amortization of Intangible Assets is made based on management's evaluation of duration of life cycle of intangible assets.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company. Ongoing repairs and maintenance are expensed as incurred.

(iii) Depreciation & Amortization

Depreciation and amortization for the year is recognized in the Statement of Profit and Loss. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight line method in the manner specified in Part C of Schedule II to the Companies Act, 2013. Depreciation for the assets purchased/ sold during a period is proportionately charged.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted prospectively, if appropriate. The estimated useful lives of the assets are as follows:

Class of assets	Useful lives of the assets (Years)
Factory buildings	30
Non factory buildings	60
Plant and equipment	10 to 15
Computer and data processing equipment	3
Office equipment	5
Furniture and fixtures	10
Vehicles	8 to 10
Computer software	2.5

Notes to Standalone Financial Statements for the year ended March 31, 2026

(e) Inventories

Inventories comprise raw materials, work-in progress, finished goods and packing materials and are measured at the lower of cost and net realizable value.

The cost of inventories is based on the weighted average cost method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition and are net of input tax credits. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value. The comparison of cost and net realizable value is made on an item-by-item basis.

Assessment of net realizable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realizable value because of changed economic circumstances, the amount of the write-down is reversed.

(f) Impairment

(i) Impairment of financial instruments: financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivable with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in Statement of Profit and Loss.

In case of trade receivables, the Company follows the simplified approach permitted by Ind AS 109 Financial Instruments for recognition of impairment loss allowance. The application of simplified approach does not require the Company to track changes in credit risk. The Company calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including subsequent information.

(ii) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the Statement of Profit and Loss.

Notes to Standalone Financial Statements for the year ended March 31, 2026

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss.

(g) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

(ii) Defined contribution plans

The Company makes specified monthly contributions to employee provident fund to Government administered provident fund scheme, which is a defined contribution plan. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in Statement of Profit and Loss in the periods during which the related services are rendered by employees.

(iii) Defined benefit plans

For defined benefit retirement schemes the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability/ (asset) are recognized immediately in other comprehensive income. The service cost, net interest on the net defined benefit liability/ (asset) is treated as a net expense within employment costs.

Past service cost is recognized as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognized, whichever is earlier.

(iv) Other long term employee benefits

The Company treats accumulated leaves expected to be carried forward beyond twelve months, as long term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Company presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Company has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred.

(h) Provision, Contingent Liabilities and Contingent Assets

A provision is recognized if, as a result of past event, the Company has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognized at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

Provisions in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognized when it is probable that a liability has been incurred, and the amount can be estimated reliably.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

Notes to Standalone Financial Statements for the year ended March 31, 2026

(i) Revenue from contract with customer

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company regardless of when the payment is being made.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of Products

Revenue from sale of products is recognized when the Company transfers the control of goods to the customer as per the terms of contract. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any). In case of domestic sales, the company believes that the control gets transferred to the customer on dispatch of the goods from the factory/ depots and in case of exports, revenue is recognized on passage of control as per the terms of contract / incoterms.

Variable consideration in the form of volume rebates is recognized at the time of sale made to the customers and are offset against the amounts payable by them.

Rendering of Services

Revenue from services is recognized as the service performed based on agreements/ arrangements with the concerned parties.

Contract balances

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Refund Liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

Dividend income is recognized in Statement of Profit and Loss on the date on which the Company's right to receive payment is established. Interest income is recognized using the effective interest method.

All other income are recognized on accrual basis.

(j) Government Grants

The Company recognizes government grants only when there is reasonable assurance that the conditions attached to them shall be complied with and the grants will be received. Grants related to assets are deducted from the cost of the asset. Grants related to income are recognized on a systematic basis over the periods necessary to match them with the related costs which they are intended to compensate and are deducted from the expense in the Statement of Profit & Loss.

(k) Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognized in the Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Notes to Standalone Financial Statements for the year ended March 31, 2026

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (tax base). Deferred tax is also recognized in respect of carried forward tax losses and tax credits. Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax 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 if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(l) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

(m) Dividends

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Board of Directors of the Company.

(n) Cash and cash equivalents

Cash and cash equivalents include cash and cash-on deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

(o) Statement of Cash flows

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

(p) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit

Notes to Standalone Financial Statements for the year ended March 31, 2026

or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(q) Operating segment

The Company has identified three distinct business verticals, each specializing in the production, marketing, and distribution of products under major brands as below:

Business Vertical	Brands
Vertical A	Lux Cozi, ONN, Lux Cotts' wool, Lux Mozze, Lux Parker, Lux Cozi Pynk
Vertical B	Lux Venus, Lyra, Lux Inferno, Lux Nitro, Lux Venus Rainwear
Vertical C	GenX, Lux Classic, Lux Karishma, Lux Amore

Accordingly, the Company has recognized these business verticals as distinct operating segments in accordance with Ind AS 108 - Operating Segment. The Operating Segments have been reported in a manner consistent with the internal reporting provided to the senior management and presented to Oversight and Impact Assessment Committee.

Also, the Company believes that geographically, the product of the Company faces similar risk and returns and there is no further separate segment that can be identified for the purpose of reporting under Ind AS 108 on "Segment Reporting". However, due to greater transparency and for providing complete information to the stake holder / financial statement user in analyzing and understanding the Company's financial statements, the management of the Company has provided additional information in respect of geographical segment.

(r) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;

Level 2: Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3: No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc. When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Notes to Standalone Financial Statements for the year ended March 31, 2026

(s) Business combinations

Business combinations are accounted for using the acquisition method, except for common control business combinations. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date.

(t) Ind AS 116 – Leases Standards

Pursuant to adoption of Ind AS 116, the Company recognized right-of-use assets and lease liabilities for those leases which were previously classified as operating leases, except for short-term leases and leases of low-value assets.

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

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land & Building 2 to 10 years

Leasehold Land is amortized over the period of lease ranging from 30 to 99 years.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to

Notes to Standalone Financial Statements for the year ended March 31, 2026

reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings

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

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognized as expense on a straight-line basis over the lease term.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

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.

Recent Accounting Pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2026, MCA notified amendments to Ind AS 1 – Presentation of Financial Statements, Ind AS 7 – Statement of Cash Flows, Ind AS 107 – Financial Instruments: Disclosures, Ind AS 12 – Income Taxes and Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, effective from April 1, 2025. The Company has assessed these amendments and has provided the required disclosures to the financial statements. The adoption of these amendments has resulted in additional disclosures but has not had any impact on the recognition and measurement of any item in the financial statements.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 4 Property, plant and equipment, Intangible assets, Right of use assets

(₹ in crores)

Particulars	Gross Block				Depreciation/ Amortization				Net Block	
	As at April 1, 2025	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2026	As at April 1, 2025	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2026	As at March 31, 2026	As at March 31, 2025
Tangible Assets										
Land	83.58	-	0.25	83.33	-	-	-	-	83.33	83.58
Building	143.57	5.75	0.11	149.21	24.82	4.72	0.02	29.52	119.69	118.75
Plant & Equipments	165.14	31.09	0.30	195.93	62.26	10.75	0.25	72.76	123.17	102.88
Office Equipments	3.49	0.45	0.02	3.92	2.38	0.34	0.02	2.70	1.22	1.11
Furniture & Fixture	20.66	1.79	0.07	22.38	8.49	1.86	0.07	10.28	12.10	12.17
Vehicle	29.90	2.25	0.68	31.47	15.03	2.74	0.52	17.25	14.22	14.87
	446.34	**41.33**	**1.43**	**486.24**	**112.98**	**20.41**	**0.88**	**132.51**	**353.73**	**333.36**
Capital Work in Progress	8.81	9.77	1.64	16.94	-	-	-	-	16.94	8.81
Sub Total (A)	**455.15**	**51.10**	**3.07**	**503.18**	**112.98**	**20.41**	**0.88**	**132.51**	**370.67**	**342.17**
Intangible Assets										
Computer software	2.47	0.04	0.01	2.50	2.30	0.19	0.01	2.48	0.02	0.17
Sub Total (B)	**2.47**	**0.04**	**0.01**	**2.50**	**2.30**	**0.19**	**0.01**	**2.48**	**0.02**	**0.17**
Intangible Assets Under Development										
Software Under Development	0.17	0.56	-	0.73	-	-	-	-	0.73	0.17
Sub Total (C)	**0.17**	**0.56**	**-**	**0.73**	**-**	**-**	**-**	**-**	**0.73**	**0.17**
Right of use Assets										
Building	36.38	19.69	3.99	52.08	9.69	9.20	1.48	17.41	34.67	26.69
Sub Total (D)	**36.38**	**19.69**	**3.99**	**52.08**	**9.69**	**9.20**	**1.48**	**17.41**	**34.67**	**26.69**
Total (A+B+C+D)	**494.17**	**71.39**	**7.07**	**558.49**	**124.97**	**29.80**	**2.37**	**152.40**	**406.09**	**369.20**

a. Capital Work in Progress - Ageing Schedule as at 31st March 2026

(₹ in crores)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress #	9.11	4.64	-	3.19	16.94

#All the projects in progress includes capital work-in progress, whose completion is neither overdue nor exceeded its cost compared to its original plan.

(1) There is no project as on reporting period where activity has been suspended.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 4 Property, plant and equipment, Intangible assets, Right of use assets (Contd.)

b. Intangibe Assets under Development - Ageing Schedule as at 31st March 2026

(₹ in crores)

Intangible Assets under Development	Amount for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress #	0.56	0.17	-	-	0.73

c. Title Deeds of immovable property not held in the name of the company

(₹ in crores)

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter,director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property Plant And Equipment	Office Building	0.26	J M Hosiery & Co. Limited	Yes	21-Dec-06	J M Hosiery & Co. Limited has been merged with the Company w.e.f 1 April 2020. Consequential updation of name in Government records is pending.
Property Plant And Equipment	Office Building	3.27	J M Hosiery & Co. Limited	NA	01-Apr-15	

(₹ in crores)

Particulars	Gross Block				Depreciation/ Amortization				Net Block	
	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2025	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Tangible Assets										
Land	83.46	0.12	-	83.58	-	-	-	-	83.58	83.46
Building	142.94	0.63	-	143.57	20.17	4.64	-	24.81	118.76	122.77
Plant & Equipments	141.19	24.50	0.64	165.05	53.10	9.41	0.29	62.22	102.83	88.09
Office Equipments	3.14	0.35	-	3.49	2.09	0.29	-	2.38	1.11	1.05
Furniture & Fixture	19.22	1.53	-	20.75	6.91	1.66	-	8.57	12.18	12.31
Vehicle	26.17	3.82	0.08	29.91	12.21	2.89	0.08	15.02	14.89	13.96
	416.12	**30.95**	**0.72**	**446.35**	**94.48**	**18.89**	**0.37**	**113.00**	**333.35**	**321.64**
Capital Work in Progress	3.09	5.72	-	8.81	-	-	-	-	8.81	3.09
Sub Total (A)	**419.21**	**36.67**	**0.72**	**455.16**	**94.48**	**18.89**	**0.37**	**113.00**	**342.16**	**324.73**
Intangible Assets										
Computer software	2.14	0.33	-	2.47	2.10	**0.20**	-	2.30	0.17	0.04
Sub Total (B)	**2.14**	**0.33**	**-**	**2.47**	**2.10**	**0.20**	**-**	**2.30**	**0.17**	**0.04**
Intangible Assets Under Development										
Software Under Development	-	0.17	-	0.17	-	-	-	-	0.17	-
Sub Total (C)	**-**	**0.17**	**-**	**0.17**	**-**	**-**	**-**	**-**	**0.17**	**-**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 4 Property, plant and equipment, Intangible assets, Right of use assets (Contd.)

(₹ in crores)

Particulars	Gross Block				Depreciation/ Amortization				Net Block	
	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2025	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at March 31, 2025	As at March 31, 2025	As at March 31, 2024
Right of use Assets										
Building	30.36	14.95	8.93	36.38	11.10	4.73	6.14	9.69	26.69	19.26
Sub Total (D)	**30.36**	**14.95**	**8.93**	**36.38**	**11.10**	**4.73**	**6.14**	**9.69**	**26.69**	**19.26**
Total (A+B+C+D)	**451.71**	**52.12**	**9.65**	**494.18**	**107.68**	**23.82**	**6.51**	**124.99**	**369.19**	**344.03**

a. Capital Work in Progress - Ageing Schedule as at 31st March 2025

(₹ in crores)

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	31-Mar-24
Projects in progress #	5.72	2.24	0.85	-	8.81

All the projects in progress includes capital work-in progress, whose completion is neither overdue nor exceeded its cost compared to its original plan.

(1) There is no Capital Work in Progress with ageing above 3 years.

(2) There is no project as on reporting period where activity has been suspended.

b. Intangibe Assets under Development - Ageing Schedule as at 31st March 2025

(₹ in crores)

Intangible Assets under Development	Amount for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress #	0.17	-	-	-	0.17

c. Title Deeds of immovable property not held in the name of the company

(₹ in crores)

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter,director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
Property Plant And Equipment	Freehold Land	2.32	Ebell Fashions Private Limited	NA	21-Sep-20	Ebell Fashions Private Limited has been merged with the Company w.e.f 1 April 2020. Consequential updation of name in Government records is pending.
Property Plant And Equipment	Office Building	0.26	J M Hosiery & Co. Limited	Yes	21-Dec-06	J M Hosiery & Co. Limited has been merged with the Company w.e.f 1 April 2020. Consequential updation of name in Government records is pending.
Property Plant And Equipment	Office Building	3.27	J M Hosiery & Co. Limited	NA	01-Apr-15	

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 5 NON CURRENT INVESTMENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
A. Non-Current Investments		
Investment carried at fair value through profit or loss (FVTPL) (Unquoted)		
West Bengal Hosiery Park Infrastructure Limited	0.00	0.00
500 equity shares (PY - 500) (FV - ₹10 each)		
Investment carried at Cost (Unquoted)		
Investment in Equity Instrument in Subsidiaries		
Artimas Fashions Private Limited	0.19	0.19
1,02,000 equity shares (PY - 1,02,000) (FV - ₹10 each)		
Total	**0.19**	**0.19**
Aggregate amount of Unquoted Ivestments	**0.19**	**0.19**
Investments carried at cost	**0.19**	**0.19**

Note: "0.00" represents figures below ₹50,000/-

NOTE: 6 OTHER FINANCIAL ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Non-current		
Other bank balance		
Fixed deposit with more than 12 months maturity (pledged)	0.15	0.37
Security deposit	12.09	10.19
	12.24	**10.56**
Current		
Interest accrued on Perpetual Bonds / Debentures	2.37	4.09
Interest accrued on Loans & Advances	0.52	0.62
Advances to Related Party	0.78	0.59
Loans and advances to employees	3.77	3.37
	7.44	**8.67**
Total	**19.68**	**19.23**

Fixed Deposits pledged with Banks ₹0.10 crores (Previous Year - ₹0.37 crores)

NOTE: 7 LOANS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
(Unsecured, considered good)		
Body Corporate	48.00	31.00
Total	**48.00**	**31.00**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 8 OTHER NON-CURRENT ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Unsecured, considered good unless otherwise stated)		
Capital advances	16.02	10.89
Others		
Prepaid expenses	-	0.73
Total	**16.02**	**11.62**

NOTE: 9 INVENTORIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Valued at lower of cost and net realisable value)		
Raw materials	57.89	65.70
Work-in-progress	274.76	293.56
Finished goods	522.36	372.65
Stock-in-trade	36.05	11.33
Packing materials	96.30	83.96
Total	**987.36**	**827.20**

NOTE: 10 CURRENT INVESTMENT

(₹ in crores)

Particulars	No of units		As at 31-Mar-2026	As at 31-Mar-2025
	Mar-26	Mar-25		
Investment in Mutual Fund - Unquoted				
(at fair value through profit or loss (FVTPL)				
Aditya Birla Sun Life Overnight Regular Growth	-	44,187	-	6.06
ICICI Prudential Equity Savings Fund (NAV-₹ 24.35)	14,01,799	14,01,799	3.41	3.28
DSP Equity Savings Fund - Dir-Growth (NAV-₹ 24.4560)	14,41,127	14,41,127	3.52	3.42
ICICI Prudential Equity Arbitarage Fund (NAV-₹ 38.5808)	7,41,688	7,41,688	2.86	2.68
Tata Arbitarage Fund- Direct Plan (NAV-₹ 15.8734)	18,08,346	18,08,346	2.87	2.68
SBI Overnight Fund - Direct (NAV-₹ 4379.5384)	91,409	24,666	40.03	10.24
SBI Magnum Low Duration Fund	-	42,182	-	15.01
SBI Corporate Bond Fund - Regular Growth	-	16,52,067	-	2.51
Investment in Equity Shares - Unquoted				
(at fair value through profit or loss (FVTPL)				
National Stock Exchange India Ltd. (FV ₹ 1.00)	90,000	-	17.33	-
Investment in Bonds & Debentures (At Amortised Cost)				
Investment in Perpetual Bonds - Quoted				
7.95% Bank of Baroda Perpetual Bond (FV ₹ 1.00 Crores)	1	1	0.99	0.99
10% IIFL Wealth Finance Limited (FV ₹ 0.05 Crores)	40	40	2.00	2.00
15.50% JV Holding Pvt Ltd (FV ₹ 0.088 Crores)	50	-	4.54	-

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 10 CURRENT INVESTMENT (Contd.)

(₹ in crores)

Particulars	No of units		As at	As at
	Mar-26	Mar-25	31-Mar-2026	31-Mar-2025
9.10% Tata International Limited Perpetual Bond (FV ₹ 0.1 Crores)	-	200	-	20.06
9.65% Shriram Finance Limited Bond 2025 (FV ₹ 0.01 Crores)	-	500	-	5.03
Investment in Debentures - Quoted				
8.60% L&T Finance Limited (FV ₹ 0.10 Crores)	-	48	-	5.61
15.50% JV Holding Private limited 2027 (FV ₹ 0.1 Crores)	100	-	9.08	-
9.70% Creditaccess Gameen Limited 2028 (FV ₹ 1,000)	25,000	-	2.54	-
8.65% Tata Cleantech Capital Ltd (FV ₹ 0.10 Crores)	-	50	-	5.92
10.85% Auxilo Finserve Pvt Limited - (FV ₹ 0.10 Crores)	300	-	2.99	-
Investment in Sovereign Bonds - Quoted				
Government of Karnataka KARN 31395 7.13% 2038 (FV ₹ 100)	-	5,00,000	-	4.94
Government of Maharashtra MAHA 31964 7.33% 2031 (FV ₹ 100)	-	5,00,000	-	4.97
Government of Karnataka KARN 31357 7.44% 2035 (FV ₹ 100)	5,00,000	5,00,000	5.02	5.02
Government of India GS 31636 7.54% 2036 (FV ₹ 100)	-	15,00,000	-	15.55
Government of Gujarat GUJ 32691 7.71% 2034 (FV ₹ 100)	5,00,000	5,00,000	5.12	5.12
Government of Gujarat GUJ 32747 7.73% 2036 (FV ₹ 100)	5,00,000	5,00,000	5.18	5.18
Government of Rajasthan RAJS 32265 7.87% 2040 (FV ₹ 100)	5,00,000	5,00,000	5.24	5.24
Investments in Debentures - Unquoted				
9.03% 360 One Prime 24M-Monthly Coupon NCD (FV ₹ 0.05 Crores)	-	501	-	5.01
EMBASSY ONE DEVELOPERS PRIVATE LIMITED (FV ₹ 0.1 Crores)	100	-	10.00	-
360 ONE INCOME OPPORTUNITIES FUND - SERIES 5 - CLASS B1 (FV ₹ 0.05 Crores)	37,73,241	-	5.00	-
12.5% Manipal Education and Medical Group India Pvt. Ltd. (FV ₹ 0.1 Crores)	50	50	2.18	2.18
8.95% Adani Enterprise Limited - NCD (FV ₹ 1,000)	15,327	-	1.53	-
10.96% Gaursons India Pvt Ltd Srl bond - (FV ₹ 0.10 Crores)	500	-	4.97	-
9.5% Piramal Enterprises Limited MLD (FV ₹ 0.10 Crores)	-	50	-	5.56
10.8% Matrix Pharma Pvt Ltd (FV ₹ 0.01 Crores)	-	500	-	2.50
10.14% Manipal Healthcare Pvt Ltd (FV ₹ 0.10 Crores)	150	250	14.96	25.00
9.7% Motilal Oswal Financial Free Limited (FV ₹ 1,000)	34,548	34,548	3.45	3.45
Total			**154.81**	**175.21**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 10 CURRENT INVESTMENT (Contd.)

(₹ in crores)

Particulars	No of units		As at 31-Mar-2026	As at 31-Mar-2025
	Mar-26	Mar-25		
Aggregate amount of Unquoted Investments			112.11	89.58
Aggregate amount of Quoted Investments				
Aggregate book value			42.70	85.63
Aggregate market value			42.70	85.63

NOTE: 11 TRADE RECEIVABLES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Unsecured		
- Considered good	1,126.56	897.35
- Considered doubtful	5.43	6.75
Less: Loss for allowances		
- Provision for doubtful debt	(5.43)	(6.75)
Total	**1,126.56**	**897.35**

Trade Receivables ageing schedule - As at 31st March 2026

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivable - Considered good	709.83	281.20	104.41	21.51	6.04	3.57	1,126.56
ii. Undisputed Trade Receivable - Considered doubtful	-	-	0.45	-	-	4.98	5.43

Trade Receivables ageing schedule - As at 31st March 2025

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivable - Considered good	483.48	361.84	33.75	9.00	8.45	0.83	897.35
ii. Undisputed Trade Receivable - Considered doubtful	-	-	-	-	3.69	3.06	6.75

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 12 CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Balances with banks		
Current/Cash Credit accounts	56.94	27.13
Fixed Deposit with maturity less than 3 months	32.52	0.01
Cash on hand	1.47	1.17
Total	**90.93**	**28.31**

NOTE: 13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Balances with banks		
Unpaid dividend - earmarked balances with Bank	0.07	0.08
Fixed Deposit with maturity more than 3 months but less than 12 months	6.12	1.57
Total	**6.19**	**1.65**

Fixed Deposits pledged with Banks ₹6.05 crores (Previous Year - ₹1.51 crores)

NOTE: 14 CURRENT TAX ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Income tax assets	3.09	2.52
Total	**3.09**	**2.52**

NOTE: 15 OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Unsecured, considered good unless otherwise stated)		
Advances to supplier		
- Unsecured, considered good	30.84	29.37
- Unsecured, considered doubtful	-	0.16
	30.84	**29.53**
Less: Provision for doubtful advances	-	(0.16)
	30.84	**29.37**
Others		
Prepaid expenses	11.55	5.31
Balance with government authorities	173.75	148.66
Incentive / duty drawback receivable	2.80	3.02
Total	**218.94**	**186.36**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 16 EQUITY SHARE CAPITAL

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Authorised:		
8,37,50,000 Equity shares of ₹2/- each	16.75	16.75
(31.03.2025: 8,37,50,000 Equity shares of ₹2/- each)		
56,00,000 Preference shares of ₹100/- each	56.00	56.00
(31.03.2025 : 56,00,000 Preference shares of ₹100/- each)		
Issued and subscribed equity share capital		
3,25,56,181 Preference Shares of ₹2/- each	6.51	6.51
(31.03.2025 : 3,25,56,181 Equity shares of ₹2/- each)		
Paid up equity share capital		
3,00,71,681 Equity shares of ₹2/- each	6.01	6.01
(31.03.2025 : 3,00,71,681 Equity shares of ₹2/- each)		
Forfeited equity share capital		
Add: 24,84,500 equity shares (Paid-up)	0.25	0.25
(31.03.2025 : 24,84,500 Equity shares (Paid-up))		
Total	**6.26**	**6.26**

	Equity share capital	
	No. of shares	₹ in crores
Reconciliation of number of equity shares outstanding:		
As at March 31, 2024	**3,00,71,681**	**6.26**
Increase during the year	-	-
As at March 31, 2025	**3,00,71,681**	**6.26**
Increase during the year	-	-
As at March 31, 2026	**3,00,71,681**	**6.26**

(i) Terms / rights attached to Equity shares:

The Company has equity shares with a par value of ₹2/- per share. Each holder of equity shares is entitled to one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing general meeting. In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(ii) Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at 31-Mar-2026		As at 31-Mar-2025	
	No. of shares held	% holding in that class of shares	No. of shares held	% holding in that class of shares
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59
Shobha Todi	27,32,570	9.09	27,32,570	9.09
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 16 EQUITY SHARE CAPITAL (Contd.)

Equity shares held by promoters at the end of the year - As at 31st March 2026

Promoter name	As at 31-Mar-2026		As at 31-Mar-2025		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Pradip Kumar Todi HUF	13,340	0.04	13,340	0.04	-
Ashok Kumar Todi HUF	11,310	0.04	11,310	0.04	-
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19	-
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17	-
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68	-
Navin Kumar Todi	3,25,363	1.08	3,25,363	1.08	-
Rahul Kumar Todi	4,60,653	1.53	4,60,653	1.53	-
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59	-
Shobha Todi	27,32,570	9.09	27,32,570	9.09	-
Udit Todi	8,38,876	2.79	8,38,876	2.79	-
Saket Todi	7,94,876	2.64	7,94,876	2.64	-
Upendra Samriya	50,000	0.17	50,000	0.17	-
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18	-
	2,23,11,063	**74.19**	**2,23,11,063**	**74.19**	**-**

Equity shares held by promoters at the end of the year - As at 31st March 2025

Promoter name	As at 31-Mar-2025		As at 31-Mar-2024		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Pradip Kumar Todi HUF	13,340	0.04	13,340	0.04	-
Ashok Kumar Todi HUF	11,310	0.04	11,310	0.04	-
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19	-
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17	-
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68	-
Navin Kumar Todi	3,25,363	1.08	3,25,363	1.08	-
Rahul Kumar Todi	4,60,653	1.53	4,60,653	1.53	-
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59	-
Shobha Todi	27,32,570	9.09	27,32,570	9.09	-
Udit Todi	8,38,876	2.79	8,38,876	2.79	-
Saket Todi	7,94,876	2.64	7,94,876	2.64	-
Upendra Samriya	50,000	0.17	50,030	0.17	-
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18	-
	2,23,11,063	**74.19**	**2,23,11,093**	**74.19**	**-**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 17 OTHER EQUITY

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Capital Redemption Reserve	56.00	56.00
Securities premium	39.29	39.29
Capital reserve	2.80	2.80
General reserve	14.78	14.78
Retained earnings	1,728.82	1,627.49
Total	**1,841.69**	**1,740.36**

NOTE: 18 FINANCIAL LIABILITIES - BORROWINGS

(a) Non-current borrowings

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Secured		
Term Loans from Banks	0.12	1.97
Less: Current maturity of long term debts (Refer Note b)	0.12	1.23
Total non-current borrowings	-	**0.74**

(i) Repayment terms and nature of securities given for term loans are as follows :

Name of the Bank/ Instrument	As at 31-Mar-2026	As at 31-Mar-2025	Nature of Security	Repayment Terms
Secured				
Indian Bank	0.07	0.67	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan.It is additionally secured by 2nd pari-passu charge over the entire current assets of the company, both present & future and also secured by personal guarantee of the KMP.	Repayable in quarterly installments. Interest @ 1 year MCLR is serviced on monthly basis.
HDFC Bank	-	0.75	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan and secured by personal guarantee of KMP.	Repayable in quarterly installments. Interest @ 3m Repo + 185 bps is serviced on monthly basis.
HDFC Bank	0.05	0.55	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan and secured by personal guarantee of KMP.	Repayable in quarterly installments. Interest @ 1 year MCLR + 20 bps is serviced on monthly basis.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 18 FINANCIAL LIABILITIES - BORROWINGS (Contd.)

(b) Current borrowings

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
From Banks (Secured) (refer note (a)		
i) Loan repayable on demand		
Cash Credit Facilities	61.94	1.28
Working Capital Demand Loan (WCDL)	484.34	247.24
ii) Current maturity of long term debts	0.12	1.23
Total current borrowings	**546.40**	**249.75**

a) The above credit facilities from banks are secured against hypothecation of entire stocks, book debts and other current assets, both present and future of Company. It is additionally secured by personal guarantee of the KMP/relatives of KMP and by 1st pari-passu charge on entire property, plant and equipments of the company.

NOTE: 19 LEASE LIABILITIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
a) Non-Current	26.55	22.17
b) Current	11.21	7.21
Total	**37.76**	**29.38**

NOTE: 20 PROVISIONS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Provision for employee benefits (Refer note 37)		
a) Non-Current	17.50	14.00
b) Current	2.24	1.79
Total	**19.74**	**15.79**

NOTE: 21 TRADE PAYABLES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
MSMED [refer note (a) below]	79.87	65.80
Other trade payables	368.36	360.97
Acceptances	90.35	-
Total	**538.58**	**426.77**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 21 TRADE PAYABLES (Contd.)

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(a) Disclosure required under Clause 22 of Micro, Small and Medium Enterprise Development ('MSMED') Act, 2006		
(i) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year		
Principal amount due to micro and small enterprise	79.87	65.80
Interest due on above	-	-
(ii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(iii) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors/suppliers.

Trade Payables ageing schedule - As at 31st March 2026

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment				Total
		Less than 1 Year	1-2 years	2-3 years	More than 3 years	
i. MSME	68.55	11.08	0.23	0.00	0.01	79.87
ii. Others	410.08	43.85	2.91	0.52	1.35	458.71

Note : Balances Payable to MSME which are not current are pending resolution of disputes with the respective vendors. The company is in the process of resolution of the same.

Trade Payables ageing schedule - As at 31st March 2025

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment				Total
		Less than 1 Year	1-2 years	2-3 years	More than 3 years	
i. MSME	63.03	2.73	-	0.03	0.01	65.80
ii. Others	304.81	45.90	4.00	4.95	1.31	360.97

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 21 TRADE PAYABLES (Contd.)

Supplier Financing Arrangement

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Carrying amount of financial liabilities that are part of a supplier finance arrangement		
Presented in Trade and Other Payables	90.35	-
Range of payment due dates		
Liabilities that are part of the arrangements	0-90 days after invoice date	-

NOTE: 22 OTHER FINANCIAL LIABILITIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Deposits from Dealers/ agents	42.43	38.19
Unclaimed dividend	0.09	0.08
Interest accrued but not due on Borrowings	0.08	0.09
Other payables	25.01	23.10
Total	**67.61**	**61.46**

NOTE: 23 OTHER CURRENT LIABILITIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Statutory dues	5.26	6.27
Advance from customers	9.47	8.86
Total	**14.73**	**15.13**

NOTE: 24 REVENUE FROM OPERATIONS

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Sale of products	2,923.14	2,565.03
Sale of Services		
Job Work	0.41	0.66
Other Operating Revenue		
Insurance claim received	1.83	0.29
Export and other incentive	11.73	12.52
Total	**2,937.11**	**2,578.50**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 25 OTHER INCOME

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Interest Income from Financial Assets at amortized cost	15.22	16.30
Profit on Sale of Property, plant and equipment	0.08	-
Foreign currency fluctuation gain (net)	4.36	3.41
Income from Current Investments :		
Net gain on fair valuation of current Investments	0.68	2.50
Net gain on sale of current investments	3.30	3.88
Liabilities written back	0.35	2.55
Dividend Received	0.09	0.71
Others	0.57	0.44
Total	**24.65**	**29.79**

NOTE: 26 COST OF RAW MATERIALS CONSUMED

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Yarn Consumed				
Opening stock	65.70		56.69	
Add : Purchases during the year	979.38		950.87	
	1,045.08		**1,007.56**	
Less: Yarn sale	2.24		1.88	
Less: Closing stock	57.89	984.95	65.70	939.98
Packing Materials Consumed				
Opening stock	83.96		60.86	
Add: Purchases during the year	334.27		265.22	
	418.23		**326.08**	
Less: Closing stock	96.30	321.93	83.96	242.12
Consumption of Fabrics		121.49		77.14
Total		**1,428.37**		**1,259.24**
Purchase of stock-in-trade		82.20		41.30
Total		**82.20**		**41.30**

CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Finished Goods				
Opening stock	372.65		307.04	
Closing stock	522.36	(149.71)	372.65	(65.61)
Work-in-progress				
Opening stock	293.56		202.99	
Closing stock	274.76	18.80	293.56	(90.57)
Stock in trade				
Opening stock	11.33		8.62	
Closing stock	36.05	(24.72)	11.33	(2.71)
Total		**(155.63)**		**(158.89)**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 27 EMPLOYEE BENEFIT EXPENSE

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Salaries, wages & bonus	163.61		135.96	
Provision for employment benefit	4.40	168.01	4.18	140.14
Contribution to provident & other funds		5.63		4.78
Staff welfare expenses		5.14		5.01
Total		**178.78**		**149.93**

NOTE: 28 FINANCE COST

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Interest expense	31.63	15.08
Interest on lease obligation	2.79	2.50
Bank charges	1.26	1.14
Total	**35.68**	**18.72**

NOTE: 29 DEPRECIATION & AMORTIZATION EXPENSE

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Depreciation on property, plant and equipment	20.39	18.89
Amortization of intangible assets	0.19	0.20
Depreciation on lease assets	9.20	4.73
Total	**29.78**	**23.82**

NOTE: 30 OTHER EXPENSES

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Consumption of stores & spare parts	4.83	4.50
Power & fuel	13.08	12.18
Rent	9.54	6.98
Repairs		
Repairs to buildings	9.63	5.06
Repairs to machinery	1.86	1.72
Repairs to other	3.75	2.28
Insurance	4.12	1.15
Rates & taxes	3.50	3.52
Selling expenses	46.52	43.43
Royalty	0.18	0.08
Advertisement & publicity	231.50	192.46
Commission	33.89	34.11
Freight & other handling charges	70.43	61.33
Bad debts	7.17	4.42

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 30 OTHER EXPENSES (Contd.)

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Provision/(Reversal) for doubtful debts/ advances	(1.32)	-
Processing expense	718.27	619.82
Prior period items	-	0.01
Loss on sale of property, plant and equipment	0.01	0.05
Miscellaneous expenses	66.06	58.32
Payment to auditors :		
- Statutory audit fees	0.34	0.30
- Limited Review	0.12	0.12
- Certification	0.10	0.10
Total	**1,223.58**	**1,051.94**

NOTE: 31 INCOME TAX

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
A. Amount recognized in profit or loss		
Current Tax		
Current period	30.92	52.32
Changes in respect of current income tax of previous years	0.12	0.72
(a)	**31.04**	**53.04**
Deferred Tax		
Attributable to -		
Origination and reversal of temporary differences	0.40	3.10
(b)	**0.40**	**3.10**
Tax expenses reported in the Standalone Statement of Profit and Loss (a+b)	**31.44**	**56.14**
B. Income tax recognized in Other Comprehensive Income		
Deferred tax relating to items recognized in other comprehensive income during the year	0.49	(0.04)
Income tax expense charged to Other Comprehensive Income	**0.49**	**(0.04)**

C. Reconciliation of tax expense and the accounting profit for March 31, 2026 and March 31, 2025:

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Accounting profit before income tax	132.89	222.23
Tax at the applicable India tax rate of 25.168% (25.168%)	33.45	55.93
Tax impact on amounts that are adjusted in determining taxable profit:	(2.50)	(2.24)
Difference between depreciation as per IT Act and depreciation as per books	0.49	2.45
Other adjustments	**31.44**	**56.14**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 31 INCOME TAX (Contd.)

D. Reconciliation of applicable tax rate and effective tax rate:

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Applicable tax rate	25.17%	25.17%
Tax effect of difference between depreciation as per IT Act and depreciation as per books	-1.88%	-1.01%
Tax effect of other adjustments	0.37%	1.10%
Effective tax rate	**23.66%**	**25.26%**

E. Recognized deferred tax assets and liabilities:

(₹ in crores)

Particulars	Balance as on April 1, 2025	(Charged) / credited to profit or loss	(Charged) / credited to OCI	Balance as on March 31, 2026
Property, plant and equipment	(13.38)	(2.48)	-	(15.86)
Right of use assets	(6.72)	(2.01)	-	(8.73)
Trade receivables	1.70	(0.33)	-	1.37
Other assets	(1.16)	(0.13)	-	(1.29)
Provisions	3.90	1.51	(0.49)	4.92
Other liabilities	11.25	3.04	-	14.29
Unused tax losses to the extent of deferred tax liabilities	0.21	(0.01)	-	0.20
Total	**(4.20)**	**(0.40)**	**(0.49)**	**(5.09)**

E. Recognized deferred tax assets and liabilities:

(₹ in crores)

Particulars	Balance as on April 1, 2024	(Charged) / credited to profit or loss	(Charged) / credited to OCI	Balance as on March 31, 2025
Property, plant and equipment	(11.15)	(2.23)	-	(13.38)
Right of use assets	(4.85)	(1.87)	-	(6.72)
Trade receivables	1.70	-	-	1.70
Other assets	0.08	(1.24)	-	(1.16)
Provisions	3.03	0.83	0.04	3.90
Other liabilities	9.72	1.53	-	11.25
Unused tax losses to the extent of deferred tax liabilities	0.33	(0.12)	-	0.21
Total	**(1.14)**	**(3.10)**	**0.04**	**(4.20)**

F. Deferred tax reflected in the Balance Sheet as follows:

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Deferred tax assets	20.78	17.06
Deferred tax liabilities	(25.88)	(21.26)
Deferred tax assets / (liabilities) (net)	(5.09)	(4.20)

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 32 EARNINGS PER SHARE (EPS) (IND AS 33) (Contd.)

(₹ in crores)

Sl. No	Particulars	Year ended 31-March-2026	Year ended 31-March-2025
1	Profit for the year	101.45	166.09
2	Weighted Average Number of Equity Shares Outstanding at the end of the year for Basic EPS	3,00,71,681	3,00,71,681
3	Weighted Average Number of Equity Shares Outstanding at the end of the year for Diluted EPS	3,00,71,681	3,00,71,681
4	Nominal Value per share (₹)	2/-	2/-
5	Earning per share		
	Basic	33.74	55.23
	Diluted	33.74	55.23

NOTE: 33 PARTICULARS OF CONTINGENT LIABILITIES AND COMMITMENTS

I. Contingent Liabilities

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Claims against the Company not acknowledged as liabilities in respect of:		
Sales Tax Matters	-	0.50
Customs and Excise matters	-	1.34
Service tax matters	2.94	1.36
Provident Fund matters	9.73	9.73
Goods & Services Tax	20.41	22.07
Indian Stamp Act	0.42	0.42
Entry Tax (refer note 48)	-	8.68
Guarantee Given	1.92	1.50

The Company is contesting the demand and the management including its legal advisors believes that its position will likely be upheld in the appellate process.

The Management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Company's financial position and results of operations.

II. Commitments:

a. Estimated amount of contracts to be executed on capital account (Net of Advances) ₹7.49 Crores (Previous year ₹17 Crores). The Company has other commitments, for purchase/ sales orders which are issued after considering requirements per operating cycle for purchase/ sale of goods and services, in normal course of business.

b. The Company did not have any long term commitments/ contracts for which there will be any material foreseeable losses.

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24)

A. List of related parties where control exists:

(₹ in crores)

Name of the subsidiary	Country of incorporation	Percentage of holding	
		As at 31-Mar-2026	As at 31-Mar-2025
Artimas Fashions Private Limited	India	50.97%	50.97%

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

B. Key management personnel

Mr. Ashok Kumar Todi, Chairman & Whole Time Director

Mr. Pradip Kumar Todi, Managing Director

Mr. Navin Kumar Todi - Executive Director

Mr. Saket Todi - Executive Director

Mr. Udit Todi - Executive Director

Mr. Rahul Kumar Todi - Executive Director

Mr. Ajay Nagar, Chief Financial Officer

Mrs. Smita Mishra, Company Secretary

C. Other Directors

Mrs. Rusha Mitra - Independent Director

Mr. Rajnish Rikhy - Independent Director

Mrs. Ratnabali Kakkar - Independent Director

Mr. Kumud Chandra Paricha Patnaik – Independent Director

Mrs. Shashi Sharma – Independent Director

Mr. Sadhu Ram Bansal – Independent Director

Mr. Kamal Kishore Agarwal - Employee (Director of Subsidiary)

Mr. Rohit Saraogi - Employee (Director of Subsidiary) (till 17th May 2024)

Mr. Sumit Singh - Employee (Director of Subsidiary) (w.e.f. 17th May 2024)

D. Relatives of Key Management Personnel/ Other Directors

Mrs. Prabha Devi Todi

Mr. Rakesh Mishra

Mrs. Satinder Rikhy

E. Entities where Key Management Personnel/ Other Directors and their relative have significant influence

Biswanath Hosiery Mills Limited

Biswanath Real Estate Private Limited

Ashla Industries Private Limited

Shreenath Tex Fab

P.G. Buildtech Private Limited

Bhaskar Softtech Private Limited

SSLC Sports Private Limited

Ashla Ventures LLP

Hollyfield Traders Private Limited

P.G.Infometic Private Limited

Prominent Suppliers Private Limited

Todi Exports (India)

Todi Industries

Khaitan & Co.

Moustache Industries Private Limited

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

F. The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
1	**Sale of goods**		
	Artimas Fashions Private Limited	8.15	3.69
	Moustache Industries Private Limited	0.01	3.90
	Ashla Industries Private Limited	3.31	-
	Shreenath Tex Fab	0.24	-
2	**Received towards services**		
	Biswanath Real Estate Private Limited - Reimbursement of Maintenance	-	0.54
3	**Purchase of goods**		
	Artimas Fashions Private Limited	3.75	7.06
	Shreenath Tex Fab	7.14	-
4	**Sitting fees**		
	Mrs. Rusha Mitra	0.13	0.09
	Mr. Rajnish Rikhy	0.07	0.05
	Mrs. Ratnabali Kakkar	0.09	0.07
	Mr. Kumud Chandra Paricha Patnaik	0.12	0.09
	Mrs. Shashi Sharma	0.09	0.06
	Mr. Sadhu Ram Bansal	0.11	0.08
5	**Rent payment**		
	Biswanath Real Estate Private Limited	0.90	0.90
	Hollyfield Traders Private Limited	0.01	0.02
	P.G.Infometic Private Limited	0.55	0.55
	Mrs. Prabha Devi Todi	0.27	0.26
	Mr. Navin Kumar Todi	0.46	0.48
	Mr. Rahul Kumar Todi	0.27	0.26
	P.G. Buildtech Private Limited	0.13	-
	Bhaskar Softtech Private Limited	0.33	-
	Ashla Ventures LLP	0.01	-
6	**Other services**		
	P.G. Infometic Private Limited - Data Processing Charges	1.89	2.01
	Biswanath Real Estate Private Limited - Property Tax	-	0.18
	Biswanath Hosiery Mills Limited - Reimbursement of Legal Expenses	0.17	0.42
	Biswanath Hosiery Mills Limited - Royalty	0.18	0.08
	Khaitan & Co. - Professional Fees	-	0.01
	Todi Industries - Data Processing Charges	1.46	1.40
	SSLC Sports Private Limited - Brand Promotion	1.25	2.38
	Biswanath Real Estate Private Limited - Data Processing Charges	0.13	-
7	**Lease rental payments**		
	Mr Rakesh Mishra	0.02	0.04

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

F. The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
8	**Dividend payment**		
	Mr. Rajnish Rikhy	0.01	0.01
	Mrs. Satinder Rikhy	0.00	0.00
9	**Reimbursement of taxes (Payment by Lux Industries Ltd)**		
	Biswanath Real Estate Private Limited	0.18	0.00
10	**Director's Remuneration**		
	Mr. Ashok Kumar Todi	4.50	4.50
	Mr. Pradip Kumar Todi	4.50	4.50
	Mr. Saket Todi	1.80	1.80
	Mr. Udit Todi	1.80	1.80
	Mr. Navin Kumar Todi	1.80	1.80
	Mr. Rahul Kumar Todi	1.80	1.80
11	**Salary**		
	Mr. Ajay Nagar *	0.69	0.74
	Mrs Smita Mishra	0.28	0.26
	Mr. Kamal Kishore Agarwal	0.15	0.10
	Mr. Rohit Saraogi	0.00	0.02
	Mr. Sumit Singh	0.15	0.08
12	**Reimbursement of expenses**		
	Mr. Ajay Nagar	0.04	0.04
	Mrs Smita Mishra	0.06	0.02
	Mr. Kamal Kishore Agarwal	0.06	0.03
	Mr. Sumit Singh	0.01	0.01
13	**Advance given**		
	Mrs. Smita Mishra	0.13	-

G. Outstanding balances:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
1	**Trade Payables**		
	P.G.Infometic Private Limited	-	0.01
	Biswanath Hosiery Mills Limited	0.40	0.28
	Hollyfield Traders Private Limited	0.07	0.06
	Biswanath Real Estate Private Limited	0.76	0.68
	Artimas Fashions Private Limited	-	2.49
	Bhaskar Softtech Private Limited	0.20	-
	Todi Industries	0.20	-
	P.G Buildtech Private Limited	0.03	-

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

G. Outstanding balances:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
	SSLC Sports Private Limited	0.05	-
	Ashla Ventures LLP	0.01	-
2	**Trade Recievables**		
	Artimas Fashions Private Limited	3.85	-
	Prominent Suppliers Private Limited	0.52	0.52
	Ashla Industries Private Limited	0.31	-
3	**Advances recoverable in cash or value**		
	Todi Exports (India)	0.50	0.50
	Todi Industries	-	0.15
	Shreenath Tex Fab	1.55	-
	P.G.Infometic Private Limited	0.11	-
	Mr.Navin Kumar Todi	0.04	-
4	**Security deposit**		
	Biswanath Real Estate Private Limited	2.44	2.44
	P.G.Infometic Private Limited	2.17	2.17
5	**Investment in shares**		
	Artimas Fashions Private Limited	0.19	0.19
6	**Advances given against Salary**		
	Mrs. Smita Mishra	0.13	-
7	**Other payables**		
	Mr. Ajay Nagar	0.00	0.00
	Mrs. Smita Mishra	0.01	0.00
	Mr. Kamal Kishore Agarwal	-	0.00
	Mr. Rakesh Kumar Mishra	-	0.00
	Mr. Rajnish Rikhy	0.01	-
	Mrs. Rusha Mitra	0.01	-
8	**Remuneration/ Salary Payable**		
	Mr. Pradip Kumar Todi	0.33	-
	Mr. Saket Todi	0.02	-
	Mr. Udit Todi	0.08	-
	Mr. Rahul Kumar Todi	0.10	-
	Mr. Ajay Nagar (CFO)	0.04	-
	Mrs. Smita Mishra	0.01	-
	Mr. Kamal Kishore Agarwal (KMP)	0.01	-
	Mr. Sumit Singh	0.01	-

Note: "0.00" represents figures below ₹50,000/-

* The increased salary payment to Mr. Ajay Nagar in FY 25 includes variable component accrued from previous years. As these payments pertains to prior entitlements do not represent new remuneration, no additional ratification required.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 35 SEGMENT REPORTING

In accordance with Ind AS 108 "Operating Segments", segment information has been given in the consolidated financial statements of the company, and therefore, no separate disclosure on segment information is given in these financial statements.

NOTE: 36 CORPORATE SOCIAL RESPONSIBILITY

The details relating to Corporate Social Responsibility (CSR) expenditure are as follows:

As per Section 135 of the Companies Act, 2013, a CSR committee had been formed by the Company. The funds are utilized on the activities which are specified in Schedule VII of the Act. The utilization is done by way of contribution towards various activities.

a. Amount spent during the year on:

(₹ in crores)

Particulars	2025-26	2024-25
1. Gross amount required to be spent by the Company during the year	4.00	5.58
2. Amount Spent as Below		
- Education and Skill development	1.07	0.34
- Health Care	0.07	1.31
- Sports for Development	0.55	5.00
- Others	1.47	2.08
TOTAL	**3.15**	**8.73**
3. Shortfall / (Excess) at the end of the year	0.85	-3.14
4. Total of previous years' shortfall/(Excess)	-2.75	0.39

Note: The Company has incurred excess CSR expenditure amounting to ₹1.90 Crores during FY 2025-26 in respect of ongoing CSR projects. Such excess expenditure has been disclosed under Other Current Assets as at March 31, 2026 and will be set off against the Company's CSR obligation in subsequent financial year.

NOTE: 37 EMPLOYEE BENEFITS

1. Defined Contribution Plan:

a. Provident fund:

In accordance with Indian law eligible employees of Lux Industries Limited are entitled to receive benefits in respect of provident fund a defined contribution plan in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary).

(₹ in crores)

Sl. No.	Particulars	2025-26	2024-25
1	Contribution to Provident/ Pension funds	4.21	3.49
	TOTAL	**4.21**	**3.49**

2. Defined benefits plan:

a. Gratuity and leave encashment:

The Company has a defined benefit gratuity plan. Every employee who has completed 5 years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The Company has not funded the scheme.

The company has estimated and recognized the impact of the New Labour Codes under Employee benefit expense for the year ended March 31,2026.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 37 EMPLOYEE BENEFITS (Contd.)

The Company also has a defined benefit leave encashment plan wherein every employee on confirmation is entitled to get leave encashment benefit which is payable on departure or on completion of 3 years of service at 15 days salary (last drawn salary) for each completed year of service. The Company has not funded the scheme.

(a) The following table summarizes the components of the net benefit expenses recognized in the profit and loss account and amounts recognized in the balance sheet for respective plans.

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Present Value of Obligation at the beginning of the year	13.61	10.99	2.16	1.61
Current Service Cost	2.43	2.15	0.87	0.63
Past Service Cost due to New Service Code	2.76	-	-	-
Interest Cost	0.89	0.76	0.12	0.10
Actuarial Losses / (Gain) recognized in other comprehensive income	(1.93)	0.15	(0.08)	0.18
Benefit Paid	(0.40)	(0.44)	(0.71)	(0.37)
Present Value of Obligation at the end of the year	**17.36**	**13.61**	**2.38**	**2.16**

(b) Expense recognized in Statement of Profit or Loss

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Current service cost	2.43	2.15	0.87	0.63
Past Service Cost due to New Service Code	2.76	-	-	-
Interest cost	0.89	0.76	0.12	0.10
Total	**6.08**	**2.92**	**0.99**	**0.73**

(c) Remeasurements recognized in Consolidated Other Comprehensive Income:

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Actuarial loss/ (gain) arising on defined benefit obligation from				
- financial assumptions	(1.29)	0.60	(0.16)	0.09
- experience adjustments	(0.64)	(0.45)	0.09	0.09
Total	**(1.93)**	**0.15**	**(0.08)**	**0.18**

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 37 EMPLOYEE BENEFITS (Contd.)

(d) Principle assumptions used in the determining gratuity obligation for the Company are shown below: (₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Discount Rate	7.38%	6.65%	7.38%	6.65%
Rate of increase in Salaries	6.00%	6.00%	6.00%	6.00%
Expected average remaining working lives of employees (years)	23.60	23.59	22.65	21.46
Withdrawal rates	Varying between 8% p.a. and 1% p.a. depending on duration and age of the employees			

The estimates of future salary increases considered in actuarial valuation take account of inflation seniority promotion and other relevant factors.

(e) Sensitivity analysis – Revised defined benefit obligation due to change in assumptions (₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Under Base scenario	17.36	13.61	2.37	2.16
Salary Escalation (Up by 1%)	18.99	15.04	2.60	2.39
Salary Escalation (Down by 1%)	15.91	12.37	2.18	1.97
Withdrawal Rates (Up by 1%)	17.52	13.67	2.40	2.18
Withdrawal Rates (Down by 1%)	17.16	13.55	2.34	2.15
Discount Rates (Up by 1%)	15.80	12.33	2.18	1.97
Discount Rates (Down by 1%)	19.19	15.15	2.61	2.40

(f) Expected Cash flow for following years (₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
1 Year	1.82	1.46	0.41	0.33
2 to 5 Years	3.68	2.79	0.50	0.42
6 to 10 Years	3.89	2.69	0.44	0.39

Note: 38 DISTRIBUTION OF DIVIDEND

The Board of Directors has recommended final dividend of 100% (₹2/- per equity share of ₹2/- each) for the financial year ended March 31, 2026 (₹2/- per equity share of ₹2/- each for the financial year ended March 31, 2025) which is subject to approval of the shareholders in the Annual General Meeting. The Promoters have waived their right to receive the Final Dividend for the financial year 2025-26

Note: The dividend declared and paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 39 DISCLOSURES PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECTION 186 OF THE COMPANIES ACT, 2013.

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
a) Investment by the Company in the shares of another Company		
i) Artimas Fashions Private Limited -		
Balance at the year end	0.19	0.19
Maximum amount outstanding at any time during the year	0.19	0.19
b) Loan by the Company given to another Company		
i) Ashika Global Finance Limited -		
Balance at the year end	3.00	5.00
Maximum amount outstanding at any time during the year	3.00	5.00
ii) Riddhi Portfolio Private Limited -		
Balance at the year end	5.00	-
Maximum amount outstanding at any time during the year	5.00	-
iii) Amalgam Steel & Power Limited -		
Balance at the year end	10.00	-
Maximum amount outstanding at any time during the year	10.00	-
iv) Keventer Capital Limited -		
Balance at the year end	2.00	-
Maximum amount outstanding at any time during the year	2.00	-
v) N R Vandana Tex Industries -		
Balance at the year end	2.00	-
Maximum amount outstanding at any time during the year	2.00	-
vi) Skipper Metzer India LLP -		
Balance at the year end	26.00	26.00
Maximum amount outstanding at any time during the year	26.00	26.00

NOTE: 40 ACCOUNTING CLASSIFICATION AND FAIR VALUES

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Standalone Balance Sheet as at March 31, 2026 are as follows:

(₹ in crores)

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss	Total carrying amount	Fair value
Financial assets:				
Investments	84.79	70.02	154.81	154.81
Trade Receivables	1,126.56	-	1,126.56	1,126.56
Cash and cash equivalents	90.93	-	90.93	90.93
Other bank balances	6.19	-	6.19	6.19
Loans	48.00	-	48.00	48.00

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 40 ACCOUNTING CLASSIFICATION AND FAIR VALUES (Contd.)

(₹ in crores)

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss	Total carrying amount	Fair value
Other financial assets	19.68	-	19.68	19.68
Financial liabilities:				
Non-Current Borrowings	-	-	-	-
Other Long Term Financial Liability	26.55	-	26.55	26.55
Current Borrowings	546.40	-	546.40	546.40
Trade Payables	538.58	-	538.58	538.58
Other Short Term Financial Liability	78.82	-	78.82	78.82

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Standalone Balance Sheet as at March 31, 2025 are as follows:

(₹ in crores)

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss	Total carrying amount	Fair value
Financial assets:				
Investments	129.33	45.88	175.21	175.21
Trade Receivables	897.35	-	897.35	897.35
Cash and cash equivalents	28.31	-	28.31	28.31
Other bank balances	1.65	-	1.65	1.65
Loans	31.00	-	31.00	31.00
Other financial assets	19.23	-	19.23	19.23
Financial liabilities:				
Non-Current Borrowings	0.74	-	0.74	0.74
Other Long Term Financial Liability	22.17	-	22.17	22.17
Current Borrowings	249.75	-	249.75	249.75
Trade Payables	426.77	-	426.77	426.77
Other Short Term Financial Liability	68.67	-	68.67	68.67

NOTE: 41 FAIR VALUE MEASUREMENT

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Company has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

- **Level 1:** Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- **Level 2:** Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, including recent observable transaction prices, either directly and indirectly; and
- **Level 3:** No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 41 FAIR VALUE MEASUREMENT (Contd.)

The following table summarizes financial assets and liabilities measured at fair value as of 31st March 2026 and 31st March 2025 :

(₹ in crores)

As at March 31, 2026	Level 1	Level 2	Level 3
Financial Assets:			
Investment in Mutual Funds (Unquoted)	52.69	-	-
Investment in Equity Shares (Unquoted)	-	17.33	-
Total	**52.69**	**17.33**	**-**

(₹ in crores)

As at March 31, 2025	Level 1	Level 2	Level 3
Financial Assets:			
Investment in Mutual Funds (Unquoted)	45.88	-	-
Investment in Equity Shares (Unquoted)	-	-	-
Total	**45.88**	**-**	**-**

Notes:

i. The management assesses that carrying amount of trade receivables, cash and cash equivalents, other bank balances, short term borrowings, trade payables, other financial assets and liabilities approximate their fair value largely due to short term maturities of these instruments.

ii. There are no transfers between levels during the year.

NOTE: 42 FINANCIAL RISK MANAGEMENT

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Risk Monitoring Committee has been formed and risk are being reveiwed by committee periodically. The Committee has a system-based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as credit risk, liquidity risk and market risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Company's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

1. Credit Risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

i. Actual or expected significant adverse changes in business,

ii. Actual or expected significant changes in the operating results of the counterparty,

iii. Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,

iv. Significant increase in credit risk on other financial instruments of the same counterparty,

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 42 FINANCIAL RISK MANAGEMENT (Contd.)

v. Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

The Company's exposure to trade receivables on the reporting date, net of expected loss provisions, stood at ₹1126.56 Crores (PY – ₹897.35 Crores) and advance to suppliers net of doubtful advances stood at ₹30.84 Crores (PY – ₹29.37 Crores)

The movement of the expected loss provision (allowance for bad and doubtful loans and receivables etc.) made by the Company are as under:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Opening balance	6.75	6.75
Add: Provisions made	0.45	-
Less: Provisions reversed	1.77	-
Closing provisions	**5.43**	**6.75**

2. Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The management continuously monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

(₹ in crores)

March 31, 2026	Less than 1 year	More than 1 year	Total
Borrowings	546.40	-	546.40
Trade payables	538.58	-	538.58
Lease Liabilities	11.21	26.55	37.76
Other financial liabilities	67.61	-	67.61

(₹ in crores)

March 31, 2025	Less than 1 year	More than 1 year	Total
Borrowings	249.75	0.74	250.49
Trade payables	426.77	-	426.77
Lease Liabilities	7.21	22.17	29.38
Other financial liabilities	61.46	-	61.46

3. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

A. Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Any weakening of the functional currency may impact the Company's cost of imports and cost of borrowings and

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 42 FINANCIAL RISK MANAGEMENT (Contd.)

consequently may increase the cost of financing the Company's capital expenditures. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to import of raw materials and spare parts, capital expenditure, export of finished goods. The currency in which these transactions are primarily denominated is USD.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all currencies other than US Dollars is not material.

Particulars of foreign currency exposure as at the balance sheet date

Particulars	Currency	As at 31-Mar-2026	As at 31-Mar-2025
Amount receivable in Foreign currency on account of	US$	0.60	0.77
Trade receivables	INR	57.07	65.94
Amount payable in Foreign currency on account of	US$	0.02	0.01
Trade payables	INR	2.19	0.90
Amount payable in Foreign currency on account of	Euro	-	0.00
Trade payables	INR	-	0.05

Particulars	Change in USD rate	Effect on profit before tax	Effect on post tax equity
31-Mar-26	10%	5.49	4.11
	-10%	(5.49)	(4.11)
31-Mar-25	10%	6.50	4.87
	-10%	(6.50)	(4.87)

Particulars	Change in Euro rate	Effect on profit before tax	Effect on post tax equity
31-Mar-26	10%	-	-
	-10%	-	-
31-Mar-25	10%	0.01	0.00
	-10%	(0.01)	(0.00)

B. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates are limited as the borrowings by the Company carry floating rate, + sensitivity. However, the Company still constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

NOTE: 43 CAPITAL MANAGEMENT

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Company.

The Company determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through equity and other long-term/short-term borrowings.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 43 CAPITAL MANAGEMENT (Contd.)

The Company's policy is aimed at combination of short-term and long-term borrowings so as to maintain an optimum capital structure to reduce the cost of capital and maximize shareholders value and provide benefits to other stakeholders.

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Total debt (Bank and Other Borrowings)	546.40	250.49
Equity	1,847.95	1,746.62
Equity Share Capital	6.26	6.26
Other Equity	1,841.69	1,740.36
Total Equity (A)	**1,847.95**	**1,746.62**
Short Term / Long Term Borrowings (Gross Debt) (B)	546.40	250.49
Less: Current Investments	154.81	175.21
Less: Cash and Cash Equivalents	90.93	28.31
Less: Other Bank Balance	6.19	1.65
Less: Loan Given	48.00	31.00
Net Debt (C)	246.47	14.32
Net Debt to Equity (C/A)	**0.13**	**0.01**
Gross Debt to Equity (B/A)	**0.30**	**0.14**

NOTE: 44 LEASES

Company as a Lessee

Carrying amount of lease assets or liabilities

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Assets		
Right of Use Assets (Refer Note No. 4(D))	34.67	26.69
Liabilities		
Lease Liabilities (Refer Note No. 19)	37.76	29.38

Amount recognized in Statement of Cash Flows

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Payment of principal portion of lease liabilities	8.80	4.91
Payment of Interest portion of lease liabilities	2.79	2.50
Net Cash flows used in financial activities	11.59	7.41

The Company has lease contracts for Warehouse and office spaces used in its operations. Lease terms vary between 1 and 9 years.

The effective interest rate for lease liabilities is 10.49%.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 44 LEASES (Contd.)

The following are the amounts recognised in statement of Profit and Loss:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Depreciation expense of right-of use assets	9.20	4.73
Interest expenses on lease liabilities	2.79	2.50
Expense relating to other leases (included in other expenses)	9.54	6.99
Total amount recognised in Statement of Profit and Loss	**21.53**	**14.22**

Maturity analysis of lease liabilities are as follows:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Within 1 year	11.21	7.21
2-5 years	24.01	18.76
5 years and above	2.54	3.41

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 45 RATIOS

Sl No.	Ratios	Numerator	Denominator	Numerator	Denominator	Mar'26	Numerator	Denominator	Mar'25	Variance	Reference
a.	Current Ratio	Current Assets	Current Liabilities	2,643.32	1,180.77	2.24	2,158.27	762.11	2.83	-21%	-
b.	Debt-Equity Ratio	Total Gross Debt	Shareholders Equity	546.40	1,847.95	0.30	250.49	1,746.62	0.14	106%	(i)
c.	Debt Service Coverage Ratio	Total Operating Income	Interest Expense	204.46	31.63	6.46	264.77	15.08	17.56	-63%	(ii)
d.	Return on Equity Ratio	Net Income	Shareholders Equity	101.45	1,847.95	0.05	166.09	1,746.62	0.10	-42%	(iii)
e.	Inventory Turnover Ratio	COGS	Average Inventory	2,073.21	907.28	2.29	1,761.49	731.70	2.41	-5%	-
f.	Trade Receivable Turnover Ratio	Net Credit Sales	Average Receivables	2,923.14	1,011.96	2.89	2,565.03	808.30	3.17	-9%	-
g.	Trade Payable Turnover Ratio	Net Credit Purchase	Average Payables	1,395.85	482.68	2.89	1,257.39	381.81	3.29	-12%	-
h.	Net Capital Turnover Ratio	Total Sales	Working Capital	2,923.14	1,429.36	2.05	2,565.03	1,324.45	1.94	6%	-
i.	Net Profit Ratio	Net Profit	Total Revenue	101.45	2,961.76	0.03	166.09	2,608.29	0.06	-46%	(iv)
j.	Return on Capital Employed	EBIT	Total Assets - Current Liabilities	174.68	1,897.09	0.09	240.95	1,787.73	0.13	-32%	(v)
k.	Return on Investment	Total Income Generated	Average Invested Funds	19.20	185.31	0.10	22.68	202.92	0.11	-7%	

Note : Explanation for change in ratios beyond 25%

(i) Increase in Debt-Equity Ratio is due to increase in Borrowings.

(ii) Decrease in Debt Service Coverage Ratio is due to increase in Borrowings.

(iii) Decrease in Return on Investment is due to decrease in yield on investment.

(iv) Decrease in Net Profit ratio is due to decrease in Earnings before Interest & Taxes.

(v) Decrease in Return on Capital Employed is due to decrease in Earnings before Interest & Taxes.

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 46 QUARTERLY STATEMENT TO BANK

The Company has filed quarterly returns or statements with the banks in lieu of the sanctioned working capital facilities, and the same are in agreement with the books of accounts.

NOTE: 47 EVENTS AFTER THE REPORTING PERIOD

Pursuant to a Family Settlement Aggrement among the promoter group, the Board of Directors of the Company, at its meeting held on 23 April 2026, has accorded its in-principle approval for a proposed Scheme of Demerger, whereby the business undertakings of Vertical A and Vertical C are proposed to be demerged into two separate Wholly Owned Subsidiaries of the Company, to be incorporated for this purpose and business of Vertical B shall continue in the Company. As the proposed Scheme of Demerger is currently at a preliminary stage, and pending finalisation and consequential filing with the concerned regulatory authorities for their necessary approvals, no effect has been given in these financial statements.

NOTE: 48 EXCEPTIONAL ITEMS

a. On November 21, 2025, the Government of India notified the four Labour Codes – Code on Wages, 2019, Code on Social Security, 2020, Industrial Relations Code, 2020 and Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the “Codes”), consolidating 29 existing labour laws. The Ministry of Labour & Employment subsequently published draft Central Rules and FAQs to enable assessment of the financial impact arising from changes in regulations.

   Based on the assessment carried out by the Company, on the basis of information currently available and consistent with the guidance issued by the Institute of Chartered Accountants of India, the incremental past service cost of ₹2.76 Crores, has been recognised in the financial results of the Company for the year ended March 31, 2026.

   Upon notification of the final Central / State Rules under the Codes, the Company will reassess the impact, if any, on the measurement of employee benefit obligations and provide appropriate accounting treatment in accordance with applicable accounting standards.

b. During the year, the Company has settled entry tax disputes pertaining to earlier years under the West Bengal Settlement of Dispute (SOD) Act, 2025. Pursuant to such settlement, an amount of ₹3.35 Crores has been recognised in the financial results for the year ended March 31, 2026 as an exceptional item.

NOTE: 49 OTHER STATUTORY INFORMATION

i. The Company do not have any Benami Property, where any proceedings has been initiated or pending against the Company for holding any Benami property.

ii. The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iii. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

iv. The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies):

   (a) 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

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

v. 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:

   (a) 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

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

Notes to Standalone Financial Statements for the year ended March 31, 2026

NOTE: 49 OTHER STATUTORY INFORMATION (Contd.)

vi. The Company does not have any 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.

vii. The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

viii. The Company has compiled with the number of layers prescribed under clause(87) of section 2 of the Act read with the Companies(Restriction on Number of Layers) Rules,2017.

ix. The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India.

NOTE: 50

Balances of some parties (including of Trade receivables and Trade payables) and loans and advances are subject to reconciliation/ confirmations from the respective parties. The management does not expect any material differences affecting the financial statement for the year.

NOTE: 51

Previous year figures have been recast/ regrouped whenever necessary to conform to the current Year's presentation.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Place : Kolkata
Date: May 21, 2026

Consolidated Financial Statements

Independent Auditor's Report

To
The Members of
Lux Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of Lux Industries Limited (hereinafter referred to as "the Holding Company"), its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the consolidated Balance sheet as at March 31 2026, the consolidated Statement of Profit and Loss, including other comprehensive income, the consolidated Cash Flow Statement 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 (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2026, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of 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), as 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 Group in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements for the financial year ended March 31, 2026. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

Key audit matters	How our audit addressed the key audit matter
1. **Revenue from sale of goods and Estimation of rebates and discounts;** (as described in note 24, to the consolidated financial statements)	
The Group sells its products through multiple channels including distributors, retailers, and e-commerce platforms. In accordance with its accounting policy, revenue is recognized upon the transfer of control of goods to customers. This requires management to estimate revenue net of rebates and discounts in accordance with the terms of customer contracts.	Our audit procedures, amongst others, included the following: ▪ Obtained an understanding of the Holding Company's processes and tested the design and operating effectiveness of internal controls relating to the recognition of rebates, discounts, sales returns, and related provisions;

Key audit matters	How our audit addressed the key audit matter
Significant judgment is involved in estimating: ▪ Rebates and discounts linked to sales under various schemes offered by the Group; ▪ Compensation or discounts extended to the end consumers at the behest of the Group through trade channels. The matter has been determined to be a key audit matter in view of the involvement of significant estimates by the management.	▪ Tested the inputs and underlying data used in management's estimates against source documentation; ▪ Assessed the underlying assumptions used for determination of rebates and discounts; ▪ Ensured the completeness of liabilities recognized by evaluating the parameters for sample schemes; ▪ Performed look-back analysis for past trends by comparing recent actual with the estimates of earlier periods and assessed subsequent events; ▪ Tested credit notes issued to customers and payments made to them during the year and subsequent to the year-end along with the terms of the related schemes. **Our Conclusion:** Based on the above procedures, we did not identify any significant deviation to the assessment made by management in respect of estimation of rebates and discounts;
2. Recoverability of trade receivables (as described in note 11, to the consolidated financial statements)	
The Group has trade receivables amounting ₹1125.87 crores (net of provision for expected credit losses of 7.98 crores) as at March 31, 2026 as detailed in Notes 11 to the consolidated Financial statements. Due to the inherent subjectivity that is involved in making judgments in relation to credit risk exposures to determine the recoverability of trade receivables and significant estimates and judgments made by the management for provision for loss allowance under expected credit loss model. Based on above, the matter has been considered to be a key audit matter.	Our audit procedures amongst others included the following: ▪ Evaluated and tested the controls relating to credit control and approval process and assessing the recoverability of overdue receivables by comparing management's views of recoverability of overdue receivables to historical patterns of receipts, in conjunction with reviewing receipts subsequent to the financial year end for its effect in reducing overdue receivables at the financial year end; ▪ Checked on sample basis balance confirmations from customers to test whether trade receivables as per books are acknowledged by them; ▪ Reviewed at the adequacy of the management judgments and estimates on the sufficiency of provision for doubtful debts through detailed analyses of ageing of receivables and assessing the adequacy of disclosures in respect of credit risk. **Our Conclusion:** Based on the above procedures, we did not identify any significant deviation to the assessment made by management in respect of recoverability of trade receivables.

Other Information

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Consolidated Financial Statements and our auditor's report thereon.

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

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

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

Those respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

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 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 Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 Group 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 Group 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 the entities or business activities within the Group of which we are the independent auditors, to express an opinion on the Consolidated Financial Statements.

We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entity 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.

We communicate with those charged with governance of the Holding Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors 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 for the financial year ended March 31, 2026 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

We did not audit the financial statements and other financial information, in respect of one subsidiary, whose financial statements include total assets of ₹15.05 crores as at March 31, 2026, and total revenues of ₹10.96 crores and net cash outflow of ₹0.59 crores for the year ended on that date. This financial statement and other financial information have been audited by other auditor, which financial statements, other financial information and auditor's reports have been furnished to us by the management.

Our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of such other auditor.

Our opinion above on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, based on our audit of the standalone financial statement and on the consideration of report of the other auditor on separate financial statements of the subsidiary company as noted in the 'Other Matter' paragraph, we report that there are no qualifications or adverse remarks in these CARO reports.

2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements;

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and 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 Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary company, none of the directors of the Group's companies, incorporated in India, 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 the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, its subsidiary company, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 1" to this report;

(g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiary company, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Holding Company and its subsidiary incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiary, as noted in the 'Other matter' paragraph:

i. The Consolidated Financial Statements disclose the impact of pending litigations on its consolidated financial position of the Group in its Consolidated Financial Statements – Refer Note 33 to the Consolidated Financial Statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2026;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary, during the year ended March 31, 2026.

iv. a) The respective managements of the Holding Company and subsidiary company whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary that, to the best of its knowledge and belief, as disclosed in the note 46 to the Consolidated Financial Statements, 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 Holding Company or such subsidiary to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The respective managements of the Holding Company and subsidiary company whose financial statements have been audited under the Act have represented to us and the other auditor of such subsidiary that, to the best of its knowledge and belief, as disclosed in the note 46 to the Consolidated Financial Statements, no funds have been received by the respective Holding Company or such subsidiary from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditor of the subsidiary whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditor to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.

v. The Holding Company has proposed dividend for the year of ₹2/- per share as disclosed in note 38 to the consolidated financial statements which is subject to approval of the members at the ensuing Annual General Meeting. The dividend declared and paid during the year by the Holding Company and until the date of the audit reports is in accordance with section 123 of the Act.

vi. Based on our examination which included test checks and audit report of its subsidiary company, the Holding Company and its subsidiary, have used accounting software for maintaining its account books which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail of prior years has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

For S K AGRAWAL AND CO
CHARTERED ACCCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration Number: 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership Number: 068851
UDIN: 26068851KXZMLB3746

Place: Kolkata
Date: May 21, 2026

Annexure 1 to the Independent Auditor's report of even date on the Consolidated Financial Statements of Lux Industries Limted

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

In conjunction with our audit of the Consolidated Financial Statements of Lux Industries Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group"), as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the companies included in the Group, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Holding 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, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors 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.

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 purposes 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 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 controls with reference to Consolidated Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Group, have, maintained in all material respects, adequate internal financial controls 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 Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, in so far as it relates to One (1) subsidiary, is based on the corresponding report of the auditor of such subsidiary, incorporated in India.

For S K AGRAWAL AND CO
CHARTERED ACCCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration Number: 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership Number: 068851
UDIN: 26068851KXZMLB3746

Place: Kolkata
Date: May 21, 2026

Consolidated Balance Sheet as at March 31, 2026

(₹ in crores)

Particulars	Notes	As at 31-March-2026	As at 31-March-2025
ASSETS			
A Non-current assets			
Property, plant and equipment	4	355.33	335.18
Capital work-in-progress	4	16.94	8.81
Other intangible assets	4	0.02	0.18
Intangible assets under development	4	0.73	0.17
Right of use assets	4	35.04	26.70
Financial assets			
Investments	5	0.00	0.00
Other financial assets	6	12.27	10.60
Other non-current assets	8	16.02	11.62
Total Non-current assets		**436.35**	**393.26**
B Current assets			
Inventories	9	993.67	827.76
Financial assets			
Investments	10	154.81	175.21
Trade receivables	11	1,125.87	904.81
Cash and cash equivalents	12	91.05	29.02
Bank balances other than cash and cash equivalents	13	6.19	1.65
Loans	7	48.00	31.00
Other financial assets	6	7.45	8.67
Current tax assets	14	3.10	2.53
Other current assets	15	222.37	189.80
Total Current assets		**2,652.51**	**2,170.45**
TOTAL ASSETS		**3,088.86**	**2,563.71**
EQUITY AND LIABILITIES			
C Equity			
Equity share capital	16	6.26	6.26
Other equity	17	1,827.78	1,724.08
Non-controlling interest		(13.28)	(15.55)
Total Equity		**1,820.76**	**1,714.79**
D Non-current liabilities			
Financial liabilities			
Borrowings	18	2.00	2.74
Lease liabilities	19	26.91	22.17
Provisions	20	17.53	14.02
Deferred tax liabilities (Net)	31	5.09	4.20
Total Non-current liabilities		**51.53**	**43.13**
E Current liabilities			
Financial liabilities			
Borrowings	18	578.28	284.55
Lease liabilities	19	11.21	7.21
Trade payables			
A) total outstanding dues of micro enterprises and small enterprises; and	21	79.91	65.88
B) total outstanding dues of creditors other than micro enterprises and small enterprises	21	460.38	367.24
Other financial liabilities	22	68.97	63.39
Other current liabilities	23	15.58	15.73
Provisions	20	2.24	1.79
Total current liabilities		**1,216.57**	**805.79**
TOTAL EQUITY AND LIABILITIES		**3,088.86**	**2,563.71**
Summary of material accounting policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Consolidated Statement of Profit and Loss for the year ended March 31, 2026

(₹ in crores)

	Particulars	Notes	Year ended 31-March-2026	Year ended 31-March-2025
I	Revenue from operations	24	2,928.74	2,583.06
II	Other Income	25	32.08	29.84
III	**Total income (I+II)**		**2,960.82**	**2,612.90**
IV	**Expenses**			
	Cost of raw materials consumed	26	1,435.03	1,260.75
	Purchases of traded goods	26	70.30	32.73
	(Increase) / decrease in inventories of finished goods, work-in-progress & traded goods	26	(159.89)	(151.30)
	Employee benefit expense	27	179.03	151.13
	Finance costs	28	37.72	20.87
	Depreciation and amortisation expense	29	30.03	24.06
	Other expenses	30	1,224.98	1,054.00
	Total expenses (IV)		**2,817.20**	**2,392.24**
V	**Profit Before Exceptional Item & Tax (III - IV)**		**143.62**	**220.66**
VI	**Exceptional items**	45	6.11	-
VII	**Profit Before Tax (V - VI)**		**137.51**	**220.66**
VIII	**Tax expense**	31		
	(i) Current tax		30.92	52.32
	(ii) Deferred tax		0.40	3.08
	(iii) Income tax for earlier years		0.12	0.72
	Income tax expense (i+ii+iii)		**31.44**	**56.12**
IX	**Profit for the Year (VII-VIII)**		**106.07**	**164.54**
X	**Other comprehensive income**			
	(i) Items that will not be reclassified subsequently to profit and loss			
	(a) Remeasurements of the defined benefit (liabilities) / asset		1.93	(0.10)
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(0.49)	0.02
	Other comprehensive income for the year (net of tax) (i-ii)		**1.44**	**(0.08)**
	Total comprehensive income for the year, net of income tax (IX + X)		**107.51**	**164.46**
	Profit for the year			
	Attributable to:			
	(i) Shareholders of the Company		103.80	165.31
	(ii) Non controlling interest		2.27	(0.77)
	Total comprehensive income for the year, net of income tax			
	Attributable to:			
	(i) Shareholders of the Company		105.24	165.21
	(ii) Non controlling interest		2.27	(0.75)
	Earnings per equity share [nominal value of share ₹2 (March 31, 2025 ₹2)]			
	Basic in ₹ per share	32	34.52	54.97
	Diluted in ₹ per share	32	34.52	54.97
	Summary of material accounting policies	3		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Consolidated Statement of Cash Flow for the year ended March 31, 2026

(₹ in crores)

Particulars	Year ended 31-March-2026 (audited)	Year ended 31-March-2025 (audited)
Cash flows from operating activities		
Profit before tax	137.51	220.66
Adjustment to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	30.03	24.06
Interest on lease liability	2.80	2.50
Finance costs - others	34.92	18.37
Profit / (Loss) on sale of property, plant and equipment	(0.08)	-
Loss on sale of property, plant and equipment	0.01	0.05
Finance income	(15.22)	(16.30)
Dividend Received	(0.09)	(0.71)
Provision for doubtful advances (net)	(0.94)	-
Bad debt (net)	7.17	4.17
Liabilities written back	(7.78)	(2.60)
Net gain on sale of current investments	(3.30)	(3.88)
Gain on investment carried at fair value through profit or loss	(0.68)	(2.50)
Operating profit before working capital changes	**184.35**	**243.82**
Movements in working capital:		
(Increase) / decrease in trade and other receivables	(227.29)	(185.35)
(Increase) / decrease in inventories	(165.91)	(183.43)
(Increase) / decrease in other assets	(34.32)	(7.42)
Increase / (decrease) in trade and other payables	114.95	99.38
Increase / (decrease) in other liabilities	11.32	6.41
Cash generated from / (used in) operations	**(116.90)**	**(26.59)**
Direct taxes paid (Net of refunds)	(31.61)	(53.93)
Net cash flow from / (used in) operating activities	**(148.51)**	**(80.52)**
Cash flows from investing activities		
Purchase of property, plant and equipment and intangible assets	(55.19)	(36.80)
Proceeds from sale of property, plant and equipment and intangible assets	0.62	0.30
Sale/(purchase) of investments (net)	24.38	37.17
(Increase)/decrease in loan given	(17.00)	(31.00)
(Increase)/decrease in term deposit	(4.33)	(0.01)
Dividend Received	0.09	0.71
Finance income	17.05	17.28
Net cash flow from / (used in) investing activities	**(34.38)**	**(12.35)**

Consolidated Statement of Cash Flow for the year ended March 31, 2026

(₹ in crores)

Particulars	Year ended 31-March-2026 (audited)	Year ended 31-March-2025 (audited)
Cash flows from financing activities		
Proceeds/ (repayment) of non-current borrowings	(0.71)	(1.65)
Proceeds/ (repayment) of current borrowings	293.73	100.19
Finance costs - others	(34.93)	(19.06)
Dividend Paid	(1.55)	(1.55)
Payment of lease liability - principal	(8.82)	(4.91)
Payment of lease liability - interest	(2.80)	(2.50)
Net cash flow from / (used in) in financing activities	**244.92**	**70.52**
Net increase / (decrease) in cash and cash equivalents	**62.03**	**(22.35)**
Cash and cash equivalents at the beginning of the period	29.02	51.37
Cash and cash equivalents at the end of the period	**91.05**	**29.02**
Components of Cash and cash equivalents		
Cash on hand	1.47	1.17
Balances with banks - in current account	89.58	27.85
Total Cash and cash equivalents	**91.05**	**29.02**

Cash Flow from Supplier Financing Arrangement (Refer Note 21)

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Carrying amount of financial liabilities that are part of a supplier finance arrangement		
- Presented in Trade Payables		
Balance as on 1st April	-	-
Addition during the year	258.40	-
Repaid during the year	168.05	-
Balance as on 31st March	**90.35**	**-**

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Consolidated Statement Changes in Equity for the year ended March 31, 2026

a. Equity share capital

Particulars	No. of shares	₹ in crores
Equity shares of ₹2 each issued, subscribed and fully paid		
As at March 31, 2024	**3,00,71,681**	**6.26**
Changes in equity share capital during the period	-	-
As at March 31, 2025	**3,00,71,681**	**6.26**
Changes in equity share capital during the period	-	-
As at March 31, 2026	**3,00,71,681**	**6.26**

b. Other Equity

(₹ in crores)

Particulars	Capital Redemption Reserve	Securities Premium	Capital Reserve	General Reserve	Retained Earnings	Total
Balance as at April 1, 2024	**56.00**	**39.29**	**2.80**	**14.78**	**1,447.54**	**1,560.41**
Add: Profit for the year	-	-	-	-	164.54	164.54
Add: Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	-	-	-	-	(0.08)	(0.08)
Less: Transferred to minority	-	-	-	-	(0.75)	(0.75)
Less: Dividend	-	-	-	-	1.55	1.55
Balance as at March 31, 2025	**56.00**	**39.29**	**2.80**	**14.78**	**1,611.21**	**1,724.08**
Add: Profit for the year	-	-	-	-	106.07	106.07
Add: Other comprehensive income arising from remeasurement of defined benefit obligation (net of income tax)	-	-	-	-	1.44	1.44
Less: Transferred to minority	-	-	-	-	2.27	2.27
Less: Dividend	-	-	-	-	1.55	1.55
Less: Dividend distribution tax	-	-	-	-	-	-
Balance as at March 31, 2026	**56.00**	**39.29**	**2.80**	**14.78**	**1,714.91**	**1,827.78**

Nature And Purpose Of Reserves:

(A) **Capital Redemption Reserve:** This reserve has been created on redemption on Preference Share Capital and can be utilized in accordance with the provisions of the Companies Act, 2013.

(B) **Securities Premium:** This reserve represents premium on issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

(C) **General Reserve:** This reserve is a free reserve which is used from time to time to transfer profits from retained earnings and can be utilized in accordance with the provisions of the Companies Act, 2013.

(D) **Capital Reserves :** This reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

(E) **Retained Earnings :** This reserve represents undistributed cumulative profits of the Company and can be utilized in accordance with the provisions of the Companies Act, 2013

(F) **Other comprehensive Income Reserves :** This reserve represents effect remeasurements of defined benefit plans that will not be reclassified to Statement of Profit & Loss.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Notes to Consolidated Financial Statements for the year ended March 31, 2026

1. Reporting entity

Lux Industries Limited ('the Holding Company' or 'the Company') is a public company domiciled and headquartered in India, having its registered office situated at 39, Kali Krishna Tagore Street, Kolkata. The Company has its shares listed on National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The Company is primarily engaged in the manufacturing and sales of knitwears. The Company has operations in India and caters to both domestic and international markets. The Company has a subsidiary in India in the name of Artimas Fashions Private Limited. The Holding and the Subsidiary company are collectively referred as 'The Group'. The Manufacturing units of the Company are located in Kolkata (West Bengal), Ludhiana (Punjab) and Tirupur, in the state of Tamil Nadu.

2. Basis of preparation of Consolidated financial statements

(a) Statement of compliance

These Consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of the Companies Act, 2013 ('Act') and other relevant provisions of the Act and guidelines issued by the Securities and Exchange Board of India ('SEBI'), as applicable.

The Consolidated financial statements were approved for issue by the Board of Directors of the Company at their meeting held on May 21, 2026. The details of the Group's accounting policies are included in Note 3.

(b) Functional and presentation currency

These Consolidated financial statements are presented in Indian Rupees (₹), which is also the Group's functional currency. All amounts have been rounded off to the nearest crores, unless otherwise indicated.

(c) Basis of measurement

The Consolidated financial statements have been prepared on historical cost convention on the accrual basis, except for the following items:

(i) Certain financial assets and financial liabilities measured at fair value;

(ii) Assets held for sale-measured at the lower of its carrying amount and fair value less costs to sell; and

(iii) Employee's defined benefit plan as per actuarial valuation.

Fair value is the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date under current market conditions, regardless of whether that price is directly observable or estimated using another valuation technique. In determining the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

(d) Use of estimates and judgments

The preparation of the Group's Consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Estimates and underlying assumptions are reviewed on an ongoing basis. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these Consolidated financial statements have been disclosed below. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. The changes in the estimates are reflected in the Consolidated financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the Consolidated financial statements.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

Critical accounting estimates and key sources of estimation uncertainty: Key assumptions

(i) Useful lives of Property, plant and equipment

The Group uses its technical expertise along with historical and industry trends for determining the economic life of an asset/ component of an asset. The useful lives are reviewed by management periodically and revised, if appropriate. In case of a revision, the unamortized depreciable amount is charged over the remaining useful life of the assets. See note 3(d) and 4 for details.

(ii) Fair value measurement of financial instruments

Financial assets and financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit and loss are immediately recognized in the statement of profit and loss. See note 3(r) and 39 for details.

(iii) Defined benefit plan

The cost of the defined benefit plan includes gratuity and leave encashment. The present value of the obligations are determined using actuarial valuations using Projected unit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. See note 3(g) and 37 for details.

(iv) Recognition of current tax and deferred tax

Current taxes are recognized at tax rates (and tax laws) enacted or substantively enacted by the reporting date and the amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. See note 3(k) and 31 for details.

(v) Recognition and measurement of provisions and contingencies

The certain key assumptions about the likelihood and magnitude of an outflow of resources. Provision is towards known contractual obligation, litigation cases and pending assessments in respect of taxes, duties and other levies in respect of which management believes that there are present obligations and the settlement of such obligations are expected to result in outflow of resources, to the extent provided for. See note 3(h) and 33 for details.

(e) Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for financial assets and financial liabilities. The Group has an established control framework with respect to the measurement of fair values. The management has overall responsibility for overseeing all significant fair value measurements and it regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;

Level 2: Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3: No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc. When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in Note 40.

(f) Basis of Consolidation

(i) Subsidiaries

The Consolidated Financial Statements are prepared on the following basis in accordance with Ind AS on "Consolidated Financial Statements" (Ind AS – 110), specified under Section 133 of the Companies Act, 2013.

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the Consolidated financial statements from the date on which control commences until the date on which control ceases.

Group Information

Subsidiary	Country of Incorporation	As at 31-Mar-2026	As at 31-Mar-2025
Artimas Fashions Private Limited	India	50.97%	50.97%

(ii) Non-controlling interest (NCI)

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity. The interest of non-controlling shareholders is initially measured at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. Subsequent to acquisition, the carrying value of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

(iii) Transactions eliminated on consolidation

Consolidated Ind AS financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated Ind AS financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated Ind AS financial statements to ensure conformity with the group's accounting policies.

The financial statements of the Holding Company and its subsidiary used in the consolidation procedures are drawn upto the same reporting date i.e. 31 March 2026.

The financial statements of the Holding Company and its subsidiary company are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses.

Intra-group balances and transactions, and any unrealized income and expenses arising from intragroup transactions, are eliminated. Unrealized gains arising from transactions with subsidiary are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

Profit and Loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

3. Material Accounting Policies

(a) Current and non-current classification

All assets and liabilities are classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Act.

Assets

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realized within 12 months after the reporting date; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date. Current assets include current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

(i) it is expected to be settled in the Group's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is due to be settled within 12 months after the reporting date; or

(iv) the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification. Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Operating cycle

For the purpose of current/ non-current classification of assets and liabilities, the Group has ascertained its normal operating cycle as twelve months. This is based on the nature of business and the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

(b) Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency of the Group at the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in Statement of Profit and Loss.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in the Consolidated Statement of Profit and Loss in the period in which they arise.

(c) Financial instruments

(i) Recognition and initial measurement

The Group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

(ii) Classification and subsequent measurement

Financial assets

(a) Financial assets at amortised cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

(b) Financial assets at FVOCI

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets 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. The Group has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.

(c) Financial assets at FVTPL

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(iii) Derecognition

Financial assets

The Group derecognizes 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 Group neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes 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 Statement of Profit and Loss.

(iv) Off setting

Financial assets and financial liabilities are set off and the net amount presented in the Balance Sheet when, and only when, the Group 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.

(d) Property, Plant and Equipment & Intangible Assets

(i) Recognition and measurement

Tangible assets and Capital Work in Progress

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. The cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Borrowing costs directly attributable to the acquisition or construction of those qualifying property, plant and equipment, which necessarily take a substantial period of time to get ready for their intended use, are capitalized.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate components of property, plant and equipment.

A fixed asset is eliminated from the financial statements on disposal or when no further benefit is expected from its use and disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognized in Consolidated Statement of Profit and Loss.

Property, plant and equipment under construction and not yet ready for their intended use are disclosed as Capital work-in- progress.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances' under other 'Non-Current Assets'.

Intangible assets:
Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the assets is significantly different from previous estimates, the amortization period is changed accordingly. The Intangible assets include Computer Software. Amortization of Intangible Assets is made based on management's evaluation of duration of life cycle of intangible assets.

(ii) Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Group. Ongoing repairs and maintenance are expensed as incurred.

(iii) Depreciation & Amortization

Depreciation and amortization for the year is recognized in the Consolidated Statement of Profit and Loss. Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight line method in the manner specified in Part C of Schedule II to the Companies Act, 2013. Depreciation for the assets purchased/ sold during a period is proportionately charged.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted prospectively, if appropriate.

Class of assets	Useful lives of the assets (Years)
Factory buildings	30
Non factory buildings	60
Plant and equipment	10 to 15
Computer and data processing equipment	3
Office equipment	5
Furniture and fixtures	10
Vehicles	8 to 10
Computer software	2.5
Brand	5

(e) Inventories

Inventories which comprise raw materials, work-in progress, finished goods and packing materials are measured at the lower of cost and net realizable value.

The cost of inventories is based on the Weighted Average Cost method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. The Group has valued inventory net of input tax benefits. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The net realizable value of work-in-progress is determined with reference to the selling prices of related finished products. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value. The comparison of cost and net realizable value is made on an item-by-item basis.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

Assessment of net realizable value is made at each subsequent reporting date. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realizable value because of changed economic circumstances, the amount of the write-down is reversed.

(f) Impairment

(i) Impairment of financial instruments: financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at the end of each reporting period. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivable with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in Consolidated Statement of Profit and Loss.

In case of trade receivables, the Group follows the simplified approach permitted by Ind AS 109 *Financial Instruments* for recognition of impairment loss allowance. The application of simplified approach does not require the Group to track changes in credit risk. The Group calculates the expected credit losses on trade receivables using a provision matrix on the basis of its historical credit loss experience.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including subsequent information.

(ii) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the Consolidated Statement of Profit and Loss.

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss.

(g) Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

(ii) Defined contribution plans

The Group makes specified monthly contributions to employee provident fund to Government administered provident fund scheme, which is a defined contribution plan. Obligations for contributions to defined contribution plans are recognized as an employee benefit expense in Consolidated Statement of Profit and Loss in the periods during which the related services are rendered by employees.

(iii) Defined benefit plans

For defined benefit retirement schemes the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability/(asset) are recognized immediately in other comprehensive income. The service cost, net interest on the net defined benefit liability/(asset) is treated as a net expense within employment costs.

Past service cost is recognized as an expense when the plan amendment or curtailment occurs or when any related restructuring costs or termination benefits are recognized, whichever is earlier.

(iv) Other long term employee benefits

The Group treats accumulated leaves expected to be carried forward beyond twelve months, as long term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the end of each financial year. The Group presents the leave as current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement beyond 12 months after the reporting date. Where the Group has unconditional legal and contractual right to defer the settlement for the period beyond 12 months, the same is presented as non-current liability. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred.

(h) Provision, Contingent Liabilities and Contingent Assets

A provision is recognized if, as a result of past event, the Group has a present obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognized at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The provisions are measured on an undiscounted basis.

Provisions in respect of loss contingencies relating to claims, litigation, assessment, fines, penalties, etc. are recognized when it is probable that a liability has been incurred, and the amount can be estimated reliably.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognized nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognized in the period in which the change occurs.

(i) Revenue from contract with customer

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, net of returns, discounts, volume rebates, and goods and service tax. The Group recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Group regardless of when the payment is being made.

The specific recognition criteria described below must also be met before revenue is recognized.

Sale of Products

Revenue from sale of products is recognized when the Group transfers the control of goods to the customer as per the terms of contract. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Group considers the effects of variable consideration, the existence of significant financing component, non-cash considerations and consideration payable to the customer (if any). In case of domestic sales, the Group believes that the control gets transferred to the customer on dispatch of the goods from the factory/ depots and in case of exports, revenue is recognized on passage of control as per the terms of contract / incoterms.

Variable consideration in the form of volume rebates is recognized at the time of sale made to the customers and are offset against the amounts payable by them.

Rendering of Services

Revenue from services is recognized as the service performed based on agreements/ arrangements with the concerned parties.

Contract balances

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e. only the passage of time is required before payment of the consideration is due).

Refund Liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Group ultimately expects it will have to return to the customer. The Group updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period.

Dividend income is recognized in Consolidated Statement of Profit and Loss on the date on which the Group's right to receive payment is established. Interest income is recognized using the effective interest method.

All other income are recognized on accrual basis.

(j) Government Grants

The Group recognizes government grants only when there is reasonable assurance that the conditions attached to them shall be complied with and the grants will be received. Grants related to assets are deducted from the cost of the asset. Grants related to income are recognized on a systematic basis over the periods necessary to match them with the related costs which they are intended to compensate and are deducted from the expense in the statement of profit & loss.

(k) Income tax

Income tax expense comprises of current tax and deferred tax. Current tax and deferred tax is recognized in the Consolidated Statement of Profit and Loss except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

(ii) Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes (tax base). Deferred tax is also recognized in respect of carried forward tax losses and tax credits. Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

(l) Borrowing costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

(m) Dividends

Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Board of Directors of the Group.

(n) Cash and cash equivalents

Cash and cash equivalents include cash and cash-on deposit with banks. The Group considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

(o) Statement of Cash flows

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

(p) Earnings per share

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

(q) Operating segment

The Group has identified three distinct business verticals, each specializing in the production, marketing, and distribution of products under major brands as below:

Business Vertical	Brands
Vertical A	Lux Cozi, ONN, Lux Cotts' wool, Lux Mozze, Lux Parker, Lux Cozi Pynk
Vertical B	Lux Venus, Lyra, Lux Inferno, Lux Nitro, Lux Venus Rainwear
Vertical C	GenX, Lux Classic, Lux Karishma, Lux Amore

Accordingly, the Group has recognized these business verticals as distinct operating segments in accordance with Ind AS 108 - Operating Segment. The Operating Segments have been reported in a manner consistent with the internal reporting provided to the senior management and presented to Oversight and Impact Assessment Committee.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

Also, the Group believes that geographically, the product of the Group faces similar risk and returns and there is no further separate segment that can be identified for the purpose of reporting under Ind AS 108 on "Segment Reporting". However, due to greater transparency and for providing complete information to the stake holder / financial statement user in analyzing and understanding the Group's financial statements, the management of the Group has provided additional information in respect of geographical segment.

Such details have been given in Note no. 35.

(r) Fair value measurement

The Group measures financial instruments, such as derivatives, at fair value at each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;

Level 2: Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3: No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc. When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(s) Business combinations

Business combinations are accounted for using the acquisition method, except for common control business combinations. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. Any contingent consideration to be transferred by the acquirer is recognized at fair value at the acquisition date.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

(t) Ind AS 116 – Leases Standards

Ind AS 116 supersedes Ind AS 17 Leases including its appendices. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognize most leases on the balance sheet.

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

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land & Building 2 to 10 years

Leasehold Land is amortised over the period of lease ranging from 30 to 99 years.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Interest-bearing loans and borrowings

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

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognized as expense on a straight-line basis over the lease term.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

The Group 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.

Recent Accounting Pronouncement

Ministry of Corporate Affairs (“MCA”) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2026, MCA notified amendments to Ind AS 1 – Presentation of Financial Statements, Ind AS 7 – Statement of Cash Flows, Ind AS 107 – Financial Instruments: Disclosures, Ind AS 12 – Income Taxes and Ind AS 21 – The Effects of Changes in Foreign Exchange Rates, effective from April 1, 2025. The Company has assessed these amendments and has provided the required disclosures to the financial statements. The adoption of these amendments has resulted in additional disclosures but has not had any impact on the recognition and measurement of any item in the financial statements.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 4 Property, plant and equipment, Intangible assets, Right of use assets

(₹ in crores)

Particulars	Gross Block				Depreciation/ Amortization				Net Block	
	As at April 1, 2025	Addition for the year	Deduction/ Adjustment for the year	As at Mar 31, 2026	As at April 1, 2025	Addition for the year	Deduction/ Adjustment for the year	As at Mar 31, 2026	As at Mar 31, 2026	As at March 31, 2025
Tangible Assets										
Land	83.58	-	0.25	83.33	-	-	-	-	83.33	83.58
Building	143.57	5.75	0.11	149.21	24.82	4.72	0.02	29.52	119.69	118.75
Plant & Equipments	167.45	31.09	0.30	198.24	63.18	10.90	0.25	73.83	124.41	104.27
Office Equipments	3.54	0.45	0.02	3.97	2.42	0.34	0.02	2.74	1.23	1.12
Furniture & Fixture	21.54	1.79	0.07	23.26	8.97	1.93	0.07	10.83	12.43	12.57
Vehicle	29.91	2.25	0.68	31.48	15.02	2.74	0.52	17.24	14.24	14.89
	449.59	**41.33**	**1.43**	**489.49**	**114.41**	**20.63**	**0.88**	**134.16**	**355.33**	**335.18**
Capital Work in Progress	8.81	9.77	1.64	16.94	-	-	-	-	16.94	8.81
Sub Total (A)	**458.40**	**51.10**	**3.07**	**506.43**	**114.41**	**20.63**	**0.88**	**134.16**	**372.27**	**343.99**
Intangible Assets										
Computer software	2.47	0.04	0.01	2.50	2.30	0.19	0.01	2.48	0.02	0.18
Brand	-	-	-	-	-	-	-	-	-	-
Sub Total (B)	**2.47**	**0.04**	**0.01**	**2.50**	**2.30**	**0.19**	**0.01**	**2.48**	**0.02**	**0.18**
Intangible Assets Under Development										
Software Under Development	0.17	0.56	-	0.73	-	-	-	-	0.73	0.17
Sub Total (C)	**0.17**	**0.56**	**-**	**0.73**	**-**	**-**	**-**	**-**	**0.73**	**0.17**
Right of use Assets										
Building	36.38	20.07	3.99	52.46	9.68	9.22	1.48	17.42	35.04	26.70
Sub Total (D)	**36.38**	**20.07**	**3.99**	**52.46**	**9.68**	**9.22**	**1.48**	**17.42**	**35.04**	**26.70**
Total (A+B+C+D)	**497.42**	**71.77**	**7.07**	**562.12**	**126.39**	**30.04**	**2.37**	**154.06**	**408.06**	**371.04**

a. Capital Work in Progress - Ageing Schedule as at 31st March 2026

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress #	9.11	4.64	-	3.19	16.94
Projects temporarily suspended	-	-	-	-	-

All the projects in progress includes capital work-in progress, whose completion is neither overdue nor exceeded its cost compared to its original plan.

(1) There is no project as on reporting period where activity has been suspended.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 4 Property, plant and equipment, Intangible assets, Right of use assets (Contd.)

(₹ in crores)

Particulars	Gross Block				Depreciation/ Amortization				Net Block	
	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at Mar 31, 2025	As at April 1, 2024	Addition for the year	Deduction/ Adjustment for the year	As at Mar 31, 2025	As at Mar 31, 2025	As at March 31, 2024
Tangible Assets										
Land	83.46	0.12	-	83.58	-	-	-	-	83.58	83.46
Building	142.94	0.63	-	143.57	20.17	4.65	-	24.82	118.75	122.77
Plant & Equipments	143.59	24.50	0.64	167.45	53.91	9.56	0.29	63.18	104.27	89.68
Office Equipments	3.19	0.35	-	3.54	2.13	0.29	-	2.42	1.12	1.06
Furniture & Fixture	20.01	1.53	-	21.54	7.23	1.74	-	8.97	12.57	12.78
Vehicle	26.17	3.82	0.08	29.91	12.21	2.89	0.08	15.02	14.89	13.96
	419.36	**30.95**	**0.72**	**449.59**	**95.65**	**19.13**	**0.37**	**114.41**	**335.18**	**323.71**
Capital Work in Progress	3.09	5.72	-	8.81	-	-	-	-	8.81	3.09
Sub Total (A)	**422.45**	**36.67**	**0.72**	**458.40**	**95.65**	**19.13**	**0.37**	**114.41**	**343.99**	**326.80**
Intangible Assets										
Computer software	2.14	0.33	-	2.47	2.10	0.20	-	2.30	0.17	0.04
Brand	-	-	-	-	(0.01)	-	-	(0.01)	0.01	0.01
Sub Total (B)	**2.14**	**0.33**	**-**	**2.47**	**2.09**	**0.20**	**-**	**2.29**	**0.18**	**0.05**
Intangible Assets Under Development										
Software Under Development	-	0.17	-	0.17	-	-	-	-	0.17	-
Sub Total (B)	**-**	**0.17**	**-**	**0.17**	**-**	**-**	**-**	**-**	**0.17**	**-**
Right of use Assets										
Building	30.36	14.95	8.93	36.38	11.09	4.73	6.14	9.68	26.70	19.27
Sub Total (C)	**30.36**	**14.95**	**8.93**	**36.38**	**11.09**	**4.73**	**6.14**	**9.68**	**26.70**	**19.27**
Total (A+B+C)	**454.95**	**52.12**	**9.65**	**497.42**	**108.83**	**24.06**	**6.51**	**126.38**	**371.04**	**346.12**

a. Capital Work in Progress - Ageing Schedule as at 31st March 2025

CWIP	Amount in CWIP for a period of				
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
Projects in progress #	5.72	2.24	0.85	-	8.81
Projects temporarily suspended	-	-	-	-	-

All the projects in progress includes capital work-in progress, whose completion is neither overdue nor exceeded its cost compared to its original plan.

(1) There is no project as on reporting period where activity has been suspended.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 5 NON CURRENT INVESTMENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Equity instruments carried at fair value through profit or loss (FVTPL) Unquoted		
West Bengal Hosiery Park Infrastructure Limited	0.00	0.00
500 equity shares (PY - 500) (FV - ₹10 each)		
Investment carried at Cost (Unquoted)		
Investment in Equity Instrument in Subsidiaries		
Artimas Fashions Private Limited	-	-
102,000 equity shares (PY - 19,800) (FV - ₹10 each)		
Total	**0.00**	**0.00**
Aggregate amount of Unquoted investments	0.00	0.00
Investments carried at cost	0.00	0.00

Note: "0.00" represents figures below ₹50,000/-

NOTE: 6 OTHER FINANCIAL ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Non-current		
Other bank balance		
Fixed Deposit with more than 12 months maturity (pledged)	0.18	0.40
Interest accrued on fixed deposit	-	0.01
Security deposit	12.09	10.19
	12.27	**10.60**
Current		
Interest accrued on fixed deposit	0.01	-
Interest accrued on Perpetual Bonds	2.37	4.09
Interest accrued on Loans & Advances	0.52	0.62
Advances to Related Party	0.78	0.59
Loans and advances to employees	3.77	3.37
	7.45	**8.67**
Total	**19.72**	**19.27**

Fixed Deposits pledged with Banks ₹0.10 crores (Previous Year - ₹0.37 crores)

NOTE: 7 LOANS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
(Unsecured, considered good)		
Body Corporate	48.00	31.00
Total	**48.00**	**31.00**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 8 OTHER NON-CURRENT ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Unsecured, considered good unless otherwise stated)		
Capital advances	16.02	10.89
Others		
Prepaid expenses	-	0.73
Total	**16.02**	**11.62**

NOTE: 9 INVENTORIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Valued at lower of cost and net realisable value)		
Raw materials	57.89	65.70
Work-in-progress	279.18	293.75
Finished goods	522.42	372.65
Stock-in-trade	36.31	11.62
Packing materials	97.87	84.04
Total	**993.67**	**827.76**

NOTE: 10 CURRENT INVESTMENT

(₹ in crores)

Particulars	No of units		As at 31-Mar-2026	As at 31-Mar-2025
	Mar-26	Mar-25		
Investment in Mutual Fund - Unquoted				
(at fair value through profit or loss (FVTPL)				
Aditya Birla Sun Life Overnight Regular Growth	-	44,187	-	6.06
ICICI Prudential Equity Savings Fund (NAV-₹ 24.35)	14,01,799	14,01,799	3.41	3.28
DSP Equity Savings Fund - Dir-Growth (NAV-₹ 24.4560)	14,41,127	14,41,127	3.52	3.42
ICICI Prudential Equity Arbitarage Fund (NAV-₹ 38.5808)	7,41,688	7,41,688	2.86	2.68
Tata Arbitarage Fund- Direct Plan (NAV-₹ 15.8734)	18,08,346	18,08,346	2.87	2.68
SBI Overnight Fund - Direct (NAV-₹ 4379.5384)	91,409	24,666	40.03	10.24
SBI Magnum Low Duration Fund	-	42,182	-	15.01
SBI Corporate Bond Fund - Regular Growth	-	16,52,067	-	2.51
Investment in Equity Shares - Unquoted				
(at fair value through profit or loss (FVTPL)				
National Stock Exchange India Ltd. (FV ₹ 1.00)	90,000	-	17.33	-
Investment in Bonds & Debentures (At Amortised Cost)				
Investment in Perpetual Bonds - Quoted				
7.95% Bank of Baroda Perpetual Bond (FV ₹ 1.00 Crores)	1	1	0.99	0.99
10% IIFL Wealth Finance Limited (FV ₹ 0.05 Crores)	40	40	2.00	2.00

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 10 CURRENT INVESTMENT (Contd.)

(₹ in crores)

Particulars	No of units		As at	As at
	Mar-26	Mar-25	31-Mar-2026	31-Mar-2025
15.50% JV Holding Pvt Ltd (FV ₹ 0.088 Crores)	50	-	4.54	-
9.10% Tata International Limited Perpetual Bond (FV ₹ 0.1 Crores)	-	200	-	20.06
9.65% Shriram Finance Limited Bond 2025 (FV ₹ 0.01 Crores)	-	500	-	5.03
Investment in Debentures - Quoted				
8.60% L&T Finance Limited (FV ₹ 0.10 Crores)	-	48	-	5.61
15.50% JV Holding Private limited 2027 (FV ₹ 0.1 Crores)	100	-	9.08	-
9.70% Creditaccess Gameen Limited 2028 (FV ₹ 1,000)	25,000	-	2.54	-
8.65% Tata Cleantech Capital Ltd (FV ₹ 0.10 Crores)	-	50	-	5.92
10.85% Auxilo Finserve Pvt Limited - (FV ₹ 0.10 Crores)	300	-	2.99	-
Investment in Sovereign Bonds - Quoted				
Government of Karnataka KARN 31395 7.13% 2038 (FV ₹ 100)	-	5,00,000	-	4.94
Government of Maharashtra MAHA 31964 7.33% 2031 (FV ₹ 100)	-	5,00,000	-	4.97
Government of Karnataka KARN 31357 7.44% 2035 (FV ₹ 100)	5,00,000	5,00,000	5.02	5.02
Government of India GS 31636 7.54% 2036 (FV ₹ 100)	-	15,00,000	-	15.55
Government of Gujarat GUJ 32691 7.71% 2034 (FV ₹ 100)	5,00,000	5,00,000	5.12	5.03
Government of Gujarat GUJ 32747 7.73% 2036 (FV ₹ 100)	5,00,000	5,00,000	5.18	5.27
Government of Rajasthan RAJS 32265 7.87% 2040 (FV ₹ 100)	5,00,000	5,00,000	5.24	5.24
Investments in Debentures - Unquoted				
9.03% 360 One Prime 24M-Monthly Coupon NCD (FV ₹ 0.05 Crores)	-	501	-	5.01
EMBASSY ONE DEVELOPERS PRIVATE LIMITED (FV ₹ 0.1 Crores)	100	-	10.00	-
360 ONE INCOME OPPORTUNITIES FUND - SERIES 5 - CLASS B1 (FV ₹ 0.05 Crores)	37,73,241	-	5.00	-
12.5% Manipal Education and Medical Group India Pvt. Ltd. (FV ₹ 0.1 Crores)	50	50	2.18	2.18
8.95% Adani Enterprise Limited - NCD (FV ₹ 1,000)	15,327	-	1.53	-
10.96% Gaursons India Pvt Ltd Srl bond - (FV ₹ 0.10 Crores)	500	-	4.97	-
9.5% Piramal Enterprises Limited MLD (FV ₹ 0.10 Crores)	-	50	-	5.56
10.8% Matrix Pharma Pvt Ltd (FV ₹ 0.01 Crores)	-	500	-	2.50
10.14% Manipal Healthcare Pvt Ltd (FV ₹ 0.10 Crores)	150	250	14.96	25.00
9.7% Motilal Oswal Financial Free Limited (FV ₹ 1,000)	34,548	34,548	3.45	3.45

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 10 CURRENT INVESTMENT (Contd.)

(₹ in crores)

Particulars	No of units		As at 31-Mar-2026	As at 31-Mar-2025
	Mar-26	Mar-25		
Total			**154.81**	**175.21**
Aggregate amount of Unquoted Investments			**112.11**	**89.58**
Aggregate amount of Quoted Investments				
Aggregate book value			**42.70**	**85.63**
Aggregate market value			**42.70**	**85.63**

NOTE: 11 TRADE RECEIVABLES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Unsecured		
- Considered good	1,125.87	904.81
- Considered doubtful	7.98	8.91
Less: Loss for allowances		
- Provision for doubtful debt	(7.98)	(8.91)
Total	**1,125.87**	**904.81**

Trade Receivables ageing schedule - As at 31st March 2026

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivable - Considered good	709.83	281.35	100.56	24.52	6.04	3.57	1,125.87
ii. Undisputed Trade Receivable - Considered doubtful	-	-	0.45	0.35	0.59	6.59	7.98

Trade Receivables ageing schedule - As at 31st March 2025

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
i. Undisputed Trade Receivable - Considered good	480.99	363.70	41.64	9.16	8.49	0.83	904.81
ii. Undisputed Trade Receivable - Considered doubtful	-	-	-	0.51	4.42	3.98	8.91

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 12 CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Balances with banks		
Current/Cash Credit accounts	57.06	27.84
Fixed Deposit with maturity less than 3 months	32.52	0.01
Cash on hand	1.47	1.17
Total	**91.05**	**29.02**

NOTE: 13 BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Balances with banks		
Unpaid dividend - earmarked balances with Bank	0.07	0.08
Fixed Deposit with maturity more than 3 months but less than 12 months	6.12	1.57
Total	**6.19**	**1.65**

Fixed Deposits pledged with Banks ₹6.05 crores (Previous Year - ₹1.51 crores)

NOTE: 14 CURRENT TAX ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Income tax assets	3.10	2.53
Total	**3.10**	**2.53**

NOTE: 15 OTHER CURRENT ASSETS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Unsecured, considered good unless otherwise stated)		
Advances to supplier		
- Unsecured, considered good	30.84	29.39
- Unsecured, considered doubtful	-	0.16
	30.84	29.55
Less: Provision for doubtful advances	-	**(0.16)**
	30.84	29.39
Others		
Prepaid expenses	11.55	5.31
Balance with government authorities	177.18	152.08
Incentive / duty drawback receivable	2.80	3.02
Total	**222.37**	**189.80**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 16 EQUITY SHARE CAPITAL

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Authorised:		
8,37,50,000 Equity shares of ₹2/- each	16.75	16.75
(31.03.2025: 8,37,50,000 Equity shares of ₹2/- each)		
56,00,000 Preference shares of ₹100/- each	56.00	56.00
(31.03.2025 : 56,00,000 Preference shares of ₹100/- each)		
Issued and subscribed equity share capital		
3,25,56,181 Equity shares of ₹2/- each	6.51	6.51
(31.03.2025 : 3,25,56,181 Equity shares of ₹2/- each)		
Paid up equity share capital		
3,00,71,681 Equity shares of ₹2/- each	6.01	6.01
(31.03.2025 : 3,00,71,681 Equity shares of ₹2/- each)		
Forfeited equity share capital		
Add: 24,84,500 equity shares (Paid-up)	0.25	0.25
(31.03.2025 : 24,84,500 Equity shares (Paid-up))		
Total	**6.26**	**6.26**

	Equity share capital	
	No. of shares	₹ in crores
Reconciliation of number of equity shares outstanding:		
As at March 31, 2024	**3,00,71,681**	**6.26**
Increase during the year	-	-
As at March 31, 2025	**3,00,71,681**	**6.26**
Increase during the year	-	-
As at March 31, 2026	**3,00,71,681**	**6.26**

(i) Terms / rights attached to Equity shares:

The Company has equity shares with a par value of ₹2/- per share. Each holder of equity shares is entitled to one vote per share held. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing general meeting. In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(ii) Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at 31-Mar-2026		As at 31-Mar-2025	
	No. of shares held	% holding in that class of shares	No. of shares held	% holding in that class of shares
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59
Shobha Todi	27,32,570	9.09	27,32,570	9.09
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 16 EQUITY SHARE CAPITAL (Contd.)

Equity shares held by promoters at the end of the year - As at 31st March 2026

Promoter name	As at 31-Mar-2026		As at 31-Mar-2025		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Pradip Kumar Todi HUF	13,340	0.04	13,340	0.04	-
Ashok Kumar Todi HUF	11,310	0.04	11,310	0.04	-
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19	-
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17	-
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68	-
Navin Kumar Todi	3,25,363	1.08	3,25,363	1.08	-
Rahul Kumar Todi	4,60,653	1.53	4,60,653	1.53	-
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59	-
Shobha Todi	27,32,570	9.09	27,32,570	9.09	-
Udit Todi	8,38,876	2.79	8,38,876	2.79	-
Saket Todi	7,94,876	2.64	7,94,876	2.64	-
Upendra Samriya	50,000	0.17	50,000	0.17	-
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18	-
	2,23,11,063	**74.19**	**2,23,11,063**	**74.19**	**-**

Equity shares held by promoters at the end of the year - As at 31st March 2025

Promoter name	As at 31-Mar-2025		As at 31-Mar-2024		% Change during the year
	No. of shares	% of total shares	No. of shares	% of total shares	
Pradip Kumar Todi HUF	13,340	0.04	13,340	0.04	-
Ashok Kumar Todi HUF	11,310	0.04	11,310	0.04	-
Prabha Devi Todi	36,65,920	12.19	36,65,920	12.19	-
Ashok Kumar Todi	36,58,654	12.17	36,58,654	12.17	-
Pradip Kumar Todi	44,15,290	14.68	44,15,290	14.68	-
Navin Kumar Todi	3,25,363	1.08	3,25,363	1.08	-
Rahul Kumar Todi	4,60,653	1.53	4,60,653	1.53	-
Bimla Devi Todi	34,85,070	11.59	34,85,070	11.59	-
Shobha Todi	27,32,570	9.09	27,32,570	9.09	-
Udit Todi	8,38,876	2.79	8,38,876	2.79	-
Saket Todi	7,94,876	2.64	7,94,876	2.64	-
Upendra Samriya	50,000	0.17	50,030	0.17	-
Hollyfield Traders Private Limited	18,59,141	6.18	18,59,141	6.18	-
	2,23,11,063	**74.19**	**2,23,11,093**	**74.19**	**-**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 17 OTHER EQUITY

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Capital Redemption Reserve	56.00	56.00
Securities premium	39.29	39.29
Capital reserve	2.80	2.80
General reserve	14.78	14.78
Retained earnings	1,714.91	1,611.21
Total	**1,827.78**	**1,724.08**

NOTE: 18 FINANCIAL LIABILITIES - BORROWINGS

(a) Non-current borrowings

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Secured (Refer note (i))		
Term Loans from Banks	0.12	1.97
Less: Current maturity of long term debts (Refer Note b)	0.12	1.23
Total non-current borrowings	**-**	**0.74**
Unsecured (Refer note (ii))		
Non Convertible Redeemable Preference Shares	2.00	2.00
2,00,000 Preference Shares of ₹100/- each		
(31.03.2025: 2,00,000 Preference Shares of ₹100/- each)		
Total	**2.00**	**2.00**

(i) Repayment terms and nature of securities given for term loans are as follows :

Name of the Bank / instrument	As at 31-Mar-2026	As at 31-Mar-2025	Nature of Security	Repayment Terms
Secured				
Indian Bank	0.07	0.67	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan.It is additionally secured by 2nd pari-passu charge over the entire current assets of the company, both present & future and also secured by personal guarantee of the KMP.	Repayable in quarterly installments. Interest @ 1 year MCLR is serviced on monthly basis.
HDFC Bank	-	0.75	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan and secured by personal guarantee of KMP.	Repayable in quarterly installments. Interest @ 3m Repo + 185 bps is serviced on monthly basis.
HDFC Bank	0.05	0.55	Exclusive Hypothecation charge over the machinery/equipments acquired under facilities out of the said loan and secured by personal guarantee of KMP.	Repayable in quarterly installments. Interest @ 1 year MCLR + 20 bps is serviced on monthly basis.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 18 FINANCIAL LIABILITIES - BORROWINGS (Contd.)

(ii) Terms / rights attached to Non convertible Redeemable Preference Shares:

The Subsidiary Company has only one class of Non-convertible Redeemable Preference shares having a face value of ₹100/- each. It carries dividend of 5% p.a. and the dividend will be on cumulative basis. It does not carry any voting rights except in accordance with the provisions of Section 47(2) of the Companies Act, 2013. It shall be redeemed at Par within 10 years or earlier from the date of their allotment as may be decided by the Board of Directors of the Subsidiary Company. Any part redemption will be permissible as may be approved by the Board of Directors of the Subsidiary Company.

(b) Current borrowings

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
From Banks (Secured) (refer note a)		
i) Loan repayable on demand		
Cash Credit Facilities	61.94	1.28
Working Capital Demand Loan (WCDL)	484.34	247.24
ii) Current maturity of long term debts	0.12	1.23
From Others (Unsecured)		
i) From related parties (Refer Note 34)	31.88	34.80
Total current borrowings	**578.28**	**284.55**

a) The above credit facilities from banks are secured against hypothecation of entire stocks, book debts and other current assets, both present and future of Company. It is additionally secured by personal guarantee of the KMP/relatives of KMP adn by 1st pari-passu charge on entire property, plant and equipments of the company.

NOTE: 19 LEASE OBLIGATION

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
a) Non-Current	26.91	22.17
b) Current	11.21	7.21
Total	**38.12**	**29.38**

NOTE: 20 PROVISIONS

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Provision for employee benefits (Refer note 37)		
a) Non-Current	17.53	14.02
b) Current	2.24	1.79
Total	**19.77**	**15.81**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 21 TRADE PAYABLES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
MSMED [refer note (a) below]	79.91	65.88
Other trade payables	370.03	367.24
Acceptances	90.35	
Total	**540.29**	**433.12**
(a) Disclosure required under Clause 22 of Micro, Small and Medium Enterprise Development ('MSMED') Act, 2006		
(i) the principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year		
Principal amount due to micro and small enterprise	79.91	65.88
Interest due on above	-	0.03
(ii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(iii) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(v) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors/suppliers.

Trade Payables ageing schedule - As at 31st March 2026

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment				Total
		Less than 1 Year	1-2 years	2-3 years	More than 3 years	
i. MSME	68.59	11.08	0.23	0.00	0.01	79.91
ii. Others	411.75	43.85	2.91	0.52	1.35	460.39

Note : Balances Payable to MSME which are not current are pending resolution of disputes with the respective vendors. The company is in the process of resolution of the same.

Trade Payables ageing schedule - As at 31st March 2025

(₹ in crores)

Particulars	Current but not due	Outstanding for the following periods from due date of payment				Total
		Less than 1 Year	1-2 years	2-3 years	More than 3 years	
i. MSME	63.03	2.76	0.00	0.08	0.01	65.88
ii. Others	302.22	47.88	7.01	8.72	1.41	367.24

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 21 TRADE PAYABLES (Contd.)

Supplier Financing Arrangement

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Carrying amount of financial liabilities that are part of a supplier finance arrangement		
Presented in Trade and Other Payables	90.35	-
Range of payment due dates		
Liabilities that are part of the arrangements	0-90 days after invoice date	-

NOTE: 22 OTHER FINANCIAL LIABILITIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
(Carried at amortised cost)		
Deposits from Dealers/ agents	43.74	40.07
Unclaimed dividend	0.09	0.08
Interest accrued but not due on Borrowings	0.08	0.09
Other payables	25.06	23.15
Total	**68.97**	**63.39**

NOTE: 23 OTHER CURRENT LIABILITIES

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Statutory dues	5.30	6.29
Advance from customers	10.28	9.41
Other liabilities	-	0.03
Total	**15.58**	**15.73**

NOTE: 24 REVENUE FROM OPERATIONS

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Sale of products	2,914.77	2,569.59
Sale of Services		
Job Work	0.41	0.66
Other Operating Revenue		
Insurance claim received	1.83	0.29
Export and other incentive	11.73	12.52
Total	**2,928.74**	**2,583.06**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 25 OTHER INCOME

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Interest Income from Financial Assets at amortized cost	15.22	16.30
Profit on Sale of Property, plant and equipment	0.08	-
Foreign currency fluctuation gain (net)	4.36	3.41
Income from Current Investments :		
Net gain on fair valuation of current Investments	0.68	2.50
Net gain on sale of current investments	3.30	3.88
Liabilities written back	7.78	2.60
Dividend Received	0.09	0.71
Others	0.57	0.44
Total	**32.08**	**29.84**

NOTE: 26 COST OF RAW MATERIALS CONSUMED

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Yarn Consumed				
Opening stock	65.70		56.69	
Add : Purchases during the year	979.38		950.87	
	1,045.08		**1,007.56**	
Less: Yarn sale	2.24		1.88	
Less: Closing stock	57.89	984.95	65.70	939.98
Packing Materials Consumed				
Opening stock	84.04		60.92	
Add: Purchases during the year	336.45		265.42	
	420.49		**326.34**	
Less: Closing stock	97.87	322.62	84.04	242.30
Consumption of Fabrics		127.46		78.47
Total		**1,435.03**		**1,260.75**
Purchase of stock-in-trade		70.30		32.73
Total		**70.30**		**32.73**

CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Finished Goods				
Opening stock	372.65		307.04	
Closing stock	522.42	(149.77)	372.65	(65.61)
Work-in-progress				
Opening stock	293.75		202.99	
Closing stock	279.18	14.57	293.75	(90.76)
Stock in trade				
Opening stock	11.62		16.69	
Closing stock	36.31	(24.69)	11.62	5.07
Total		**(159.89)**		**(151.30)**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 27 EMPLOYEE BENEFIT EXPENSE

(₹ in crores)

Particulars	Year ended 31-March-2026		Year ended 31-March-2025	
Salaries, wages & bonus	163.84		137.11	
Provision for employment benefit	4.41	168.25	4.19	141.30
Contribution to provident & other funds		5.64		4.81
Staff welfare expenses		5.14		5.02
Total		**179.03**		**151.13**

NOTE: 28 FINANCE COST

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Interest expense	33.58	17.08
Interest on Trade Deposit	0.08	0.15
Interest on lease obligation	2.80	2.50
Bank charges	1.26	1.14
Total	**37.72**	**20.87**

NOTE: 29 DEPRECIATION & AMORTIZATION EXPENSE

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Depreciation on property, plant and equipment	20.62	19.13
Amortization of intangible assets	0.19	0.20
Depreciation on lease assets	9.22	4.73
Total	**30.03**	**24.06**

NOTE: 30 OTHER EXPENSES

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Consumption of stores & spare parts	4.83	4.50
Power & fuel	13.08	12.18
Rent	9.58	6.98
Repairs		
Repairs to buildings	9.63	5.06
Repairs to machinery	1.86	1.72
Repairs to other	3.75	2.28
Insurance	4.12	1.17
Rates & taxes	3.77	3.52
Selling expenses	46.52	43.50
Royalty	0.18	0.08
Advertisement & publicity	231.50	193.88
Commission	33.89	34.17
Freight & other handling charges	70.43	61.38
Bad debts	7.17	4.17

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 30 OTHER EXPENSES

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Provision/(Reversal) for doubtful debts/ advance	(0.94)	-
Processing expense	718.97	620.12
Prior period items	-	0.01
Loss on sale of property, plant and equipment	0.01	0.05
Miscellaneous expenses	66.07	58.70
Payment to auditors :		
- Statutory audit fees	0.34	0.31
- Limited Review	0.12	0.12
- Certification	0.10	0.10
Total	**1,224.98**	**1,054.00**

NOTE: 31 INCOME TAX

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
A. Amount recognized in profit or loss		
Current Tax		
Current period	30.92	52.32
Changes in respect of current income tax of previous years	0.12	0.72
(a)	**31.04**	**53.04**
Deferred Tax		
Attributable to -		
Origination and reversal of temporary differences	0.40	3.08
(b)	**0.40**	**3.08**
Tax expenses reported in the Standalone Statement of Profit and Loss (a+b)	**31.44**	**56.12**
B. Income tax recognized in Other Comprehensive Income		
Deferred tax relating to items recognized in other comprehensive income during the year	(0.49)	0.02
Income tax expense charged to Other Comprehensive Income	**(0.49)**	**0.02**
C. Reconciliation of tax expense and the accounting profit for March 31, 2026 and March 31, 2025:		
Accounting profit before income tax	137.51	220.66
Tax at the applicable India tax rate of 25.168% (25.168%)	34.61	55.54
Tax impact on amounts that are adjusted in determining taxable profit:		
Difference between depreciation as per IT Act and depreciation as per books	(2.49)	(2.23)
Other adjustments	(0.68)	2.81
	31.44	**56.12**
D. Reconciliation of applicable tax rate and effective tax rate:		
Applicable tax rate	25.17%	25.17%
Tax effect of difference between depreciation as per IT Act and depreciation as per books	-1.81%	-1.01%
Tax effect of other adjustments	-0.50%	1.27%
Effective tax rate	**22.86%**	**25.43%**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 31 INCOME TAX (Contd.)

E. Recognized deferred tax assets and liabilities:

Particulars	Balance as on April 1, 2025	(Charged) / credited to profit or loss	(Charged) / credited to OCI	Balance as on March 31, 2026
Property, plant and equipment	(13.55)	(2.47)	-	(16.02)
Right of use assets	(6.72)	(2.10)	-	(8.82)
Trade receivables	1.70	(0.33)	-	1.37
Other assets	(1.16)	(0.13)	-	(1.29)
Provisions	3.92	1.50	(0.49)	4.93
Other liabilities	11.25	3.14	-	14.38
Unused tax losses on Capital Assets	0.36	(0.01)	-	0.35
Total	**(4.20)**	**(0.40)**	**(0.49)**	**(5.09)**

E. Recognized deferred tax assets and liabilities:

Particulars	Balance as on April 1, 2024	(Charged) / credited to profit or loss	(Charged) / credited to OCI	Balance as on March 31, 2025
Property, plant and equipment	(10.44)	(3.11)	-	(13.55)
Right of use assets	(5.75)	(0.97)	-	(6.72)
Trade receivables	1.70	-	-	1.70
Other assets	0.08	(1.24)	-	(1.16)
Provisions	3.05	0.85	0.02	3.92
Other liabilities	9.72	1.53	-	11.25
Unused tax losses on Capital Assets	0.49	(0.14)	-	0.36
Total	**(1.14)**	**(3.08)**	**0.02**	**(4.20)**

F. Deferred tax reflected in the Balance Sheet as follows:

(₹ in crores)

Particulars	Year ended 31-March-2026	Year ended 31-March-2025
Deferred tax assets	20.94	17.23
Deferred tax liabilities	(26.03)	(21.43)
Deferred tax assets / (liabilities) (net)	(5.09)	(4.20)

NOTE: 32 EARNINGS PER SHARE (EPS) (IND AS 33)

(₹ in crores)

Sl. No	Particulars	Year ended 31-March-2026	Year ended 31-March-2025
1	Profit for the year	103.81	165.31
2	Weighted Average Number of Equity Shares Outstanding at the end of the year for Basic EPS	3,00,71,681	3,00,71,681
3	Weighted Average Number of Equity Shares Outstanding at the end of the year for Diluted EPS	3,00,71,681	3,00,71,681

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 32 EARNINGS PER SHARE (EPS) (IND AS 33) (Contd.)

(₹ in crores)

Sl. No	Particulars	Year ended 31-March-2026	Year ended 31-March-2025
4	Nominal Value per share (₹)	2/-	2/-
5	Earning per share		
	Basic	34.52	54.97
	Diluted	34.52	54.97

NOTE: 33 PARTICULARS OF CONTINGENT LIABILITIES AND COMMITMENTS

I. Contingent Liabilities

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Claims against the Group not acknowledged as liabilities in respect of:		
Sales Tax Matters	-	0.50
Goods & Service Tax matters	-	1.34
Customs and Excise matters	2.94	1.36
Service tax matters	9.73	9.73
Provident Fund matters	20.41	22.07
Indian Stamp Act	0.42	0.42
Entry Tax (refer note 45)	-	8.68
Guarantee Given	1.92	1.50

The Group is contesting the demand and the management including its legal advisors believes that its position will likely be upheld in the appellate process.

The Management believes that the ultimate outcome of these proceedings will not have a material adverse effect on the Group's financial position and results of operations.

II. Commitments:

a. Estimated amount of contracts to be executed on capital account (Net of Advances) ₹7.49 Crores (Previous year ₹17 Crores). The group has other commitments, for purchase/ sales orders which are issued after considering requirements per operating cycle for purchase/ sale of goods and services, in normal course of business.

b. The Group did not have any long term commitments/ contracts for which there will be any material foreseeable losses.

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24)

A. Key management personnel:

Mr. Ashok Kumar Todi, Chairman & Whole Time Director

Mr. Pradip Kumar Todi, Managing Director

Mr. Saket Todi - Executive Director

Mr. Udit Todi - Executive Director

Mr. Rahul Kumar Todi - Executive Director

Mr. Navin Kumar Todi - Executive Director

Mr. Ajay Nagar, Chief Financial Officer

Mrs. Smita Mishra, Company Secretary

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

B. Other Directors:

Mrs. Rusha Mitra - Independent Director

Mr. Rajnish Rikhy - Independent Director

Mrs. Ratnabali Kakkar - Independent Director

Mr. Kumud Chandra Paricha Patnaik – Independent Director

Mrs. Shashi Sharma – Independent Director

Mr. Sadhu Ram Bansal – Independent Director

Mr. Kamal Kishore Agarwal - Employee (Director of Subsidiary)

Mr. Rohit Saraogi - Employee (Director of Subsidiary) (till 17th May 2024)

Mr. Sumit Singh - Employee (Director of Subsidiary) (w.e.f. 17th May 2024)

C. Relatives of Key Management Personnel/ Other Directors

Mrs. Prabha Devi Todi

Mr. Rakesh Mishra

Mrs. Satinder Rikhy

D. Entities where Key Management Personnel/ Other Directors and their relative have significant influence

Biswanath Hosiery Mills Limited

Biswanath Real Estate Private Limited

Ashla Industries Private Limited

Shreenath Tex Fab

P.G. Buildtech Private Limited

Bhaskar Softtech Private Limited

SSLC Sports Private Limited

Ashla Ventures LLP

Hollyfield Traders Private Limited

P.G.Infometic Private Limited

Prominent Suppliers Private Limited

Todi Exports (India)

Todi Industries

Khaitan & Co.

Moustache Industries Private Limited

Chitragupta Sales & Services Private Limited

Rotex Intertrade Private Limited

Actimaxx Manufacturing and Marketing Private Limited

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

E. The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
1	**Sale of goods**		
	Moustache Industries Private Limited	0.01	3.90
	Ashla Industries Pvt Ltd	3.31	-
	Shreenath Tex Fab	0.24	-
2	**Received towards services**		
	Biswanath Real Estate Private Limited - Reimbursement of Maintenance	-	0.54
3	**Purchase of goods**		
	Shreenath Tex Fab	7.14	-
4	**Sitting fees**		
	Mr. Rajnish Rikhy	0.07	0.05
	Mrs. Ratnabali Kakkar	0.09	0.07
	Mrs. Rusha Mitra	0.13	0.09
	Mr. Kumud Chandra Paricha Patnaik	0.12	0.09
	Mrs. Shashi Sharma	0.09	0.06
	Mr. Sadhu Ram Bansal	0.11	0.08
5	**Rent payment**		
	Biswanath Real Estate Private Limited	0.90	0.90
	Hollyfield Traders Private Limited	0.01	0.02
	P.G.Infometic Private Limited	0.55	0.55
	Mrs. Prabha Devi Todi	0.27	0.26
	Mr. Navin Kumar Todi	0.46	0.48
	Mr. Rahul Kumar Todi	0.27	0.26
	P.G Buildtech Private Limited	0.13	-
	Bhaskar Softtech Private Limited	0.33	-
	Ashla Ventures LLP	0.01	-
6	**Other services payment**		
	Biswanath Real Estate Private Limited - Property Tax	-	0.18
	P.G. Infometic Private Limited - Data Processing Charges	1.89	2.01
	Biswanath Hosiery Mills Limited - Reimbursement of Legal Expenses	0.17	0.42
	Biswanath Hosiery Mills Limited - Royalty	0.18	0.08
	Khaitan & Co. - Professional Fees	-	0.01
	Todi Industries - Data Processing Charges	1.46	1.40
	SSLC Sports Private Limited - Brand Promotion	1.25	2.38
	Biswanath Real Estate Private Limited - Data Processing Charges	0.13	-
7	**Leasing or car hire charges**		
	Mr. Rakesh Mishra	0.02	0.04
8	**Dividend payment**		
	Mr. Rajnish Rikhy	0.01	0.01
	Mrs. Satinder Rikhy	0.00	0.00
9	**Director's Remuneration**		
	Mr. Ashok Kumar Todi	4.50	4.50

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

E. The following transactions were carried out with the related parties in the ordinary course of business:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
	Mr. Pradip Kumar Todi	4.50	4.50
	Mr. Saket Todi	1.80	1.80
	Mr. Udit Todi	1.80	1.80
	Mr. Navin Kumar Todi	1.80	1.80
	Mr. Rahul Kumar Todi	1.80	1.80
10	**Salary**		
	Mr. Ajay Nagar *	0.69	0.74
	Mrs Smita Mishra	0.28	0.26
	Mr. Kamal Kishore Agarwal	0.15	0.10
	Mr. Rohit Saraogi	-	0.02
	Mr. Sumit Singh	0.15	0.08
11	**Interest paid**		
	Chitragupta Sales & Services Private Limited	0.39	0.44
	Rotex Intertrade Private Limited	1.56	1.56
12	**Reimbursement of taxes (Payment by Lux Industries Ltd)**		
	Biswanath Real Estate Private Limited	0.18	-
13	**Reimbursement of expenses**		
	Mr. Ajay Nagar	0.04	0.04
	Mrs. Smita Mishra	0.06	0.02
	Mr. Kamal Kishore Agarwal	0.06	0.03
	Mr. Sumit Singh	0.01	0.01
14	**Advance given**		
	Mrs. Smita Mishra	0.13	-
15	**Loan repayment**		
	Chitragupta Sales & Services Private Limited	1.40	2.41
	Rotex Intertrade Private Limited	-	1.62
16	**Interest on Loan repaid**		
	Chitragupta Sales & Services Private Limited	0.71	
	Rotex Intertrade Private Limited	2.58	

F. Outstanding balances:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
1	**Trade Payables**		
	Hollyfield Traders Private Limited	0.07	0.06
	P.G.Infometic Private Limited	-	0.01
	Biswanath Hosiery Mills Limited	0.40	0.28
	Biswanath Real Estate Private Limited	0.76	0.68
	Bhaskar Softtech Private Limited	0.20	-
	Todi Industries	0.20	-

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 34 RELATED PARTY DISCLOSURE (IND AS 24) (Contd.)

F. Outstanding balances:

(₹ in crores)

Sr No.	Name of related party	Year ended 31-March-2026	Year ended 31-March-2025
	P.G Buildtech Private Limited	0.03	-
	SSLC Sports Private Limited	0.05	-
	Ashla Ventures LLP	0.01	-
2	**Trade Recievables**		
	Prominent Suppliers Private Limited	0.52	0.52
	Actimaxx Manufacturing and Marketing Private Limited	-	0.44
	Ashla Industries Pvt Ltd	0.31	-
3	**Other Payables**		
	Mr. Ajay Nagar	0.00	0.00
	Mrs. Smita Mishra	0.01	0.00
	Mr. Kamal Kishore Agarwal	-	0.00
	Mr. Rakesh Kumar Mishra	-	0.00
	Mr. Rajnish Rikhy	0.01	-
	Mrs. Rusha Mitra	0.01	-
4	**Remuneration/ Salary Payable**		
	Mr.Pradip Kumar Todi	0.33	-
	Mr.Saket Todi	0.02	-
	Mr.Udit Todi	0.08	-
	Mr.Rahul Kumar Todi	0.10	-
	Mr. Ajay Nagar	0.04	-
	Mrs. Smita Mishra	0.01	-
	Mr. Kamal Kishore Agarwal	0.01	-
	Mr. Sumit Singh	0.01	-
5	**Unsecured Loans Taken**		
	Chitragupta Sales & Services Private Limited	5.65	7.40
	Rotex Intertrade Private Limited	26.23	27.40
6	**Advances recoverable in cash or value**		
	Todi Exports (India)	0.50	0.50
	Todi Industries	-	0.15
	P.G.Infometic Private Limited	0.11	-
	Shreenath Tex Fab	1.55	-
	Mr.Navin Kumar Todi	0.04	-
7	**Security deposit**		
	Biswanath Real Estate Private Limited	2.44	2.44
	P.G.Infometic Private Limited	2.17	2.17
8	**Advances given against Salary**		
	Mrs. Smita Mishra	0.13	-

Note: "0.00" represents figures below ₹50,000/-

* The increased salary payment to Mr. Ajay Nagar in FY 25 includes variable component accrued from previous years. As these payments pertains to prior entitlements do not represent new remuneration, no additional ratification required.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 35 SEGMENT REPORTING

(₹ in crores)

Sr No.	Particulars	2025-26	2024-25
1	**Segment Revenue**		
	(a) Vertical - A	1,365.22	1,112.57
	(b) Vertical - B	1,235.65	1,138.57
	(c) Vertical - C	327.87	331.92
	Revenue from Operations	**2,928.74**	**2,583.06**
2	**Segment Result (Profit(+)/ Loss (-)) before tax**		
	(a) Vertical - A	64.18	97.06
	(b) Vertical - B	74.51	118.37
	(c) Vertical - C	17.80	22.70
	(d) Other un-allocable (expenditure) net of un-allocable income #	-18.98	-17.47
	Profit Before Tax	**137.51**	**220.66**
3	**Segment Assets**		
	(a) Vertical - A	1,370.41	1,072.66
	(b) Vertical - B	1,348.40	1,067.24
	(c) Vertical - C	320.98	307.28
	(d) Un-allocable #	49.07	116.53
	Total Assets	**3,088.86**	**2,563.71**
4	**Segment Liabilities**		
	(a) Vertical - A	650.74	457.43
	(b) Vertical - B	480.29	297.60
	(c) Vertical - C	87.22	72.11
	(d) Un-allocable #	49.85	21.78
	Total Liabilities	**1,268.10**	**848.92**

The management is conducting detailed review of un-allocable assets and liabilities which are directly attributable to business verticals. Pending review, such assets/liabilities and related expenses has been shown as "unallocable".

The Group primarily operates in India and therefore the analysis of geographical segments is demarcated into its Indian and overseas operations as under:

(₹ in crores)

Sr No.	Particulars	2025-26	2024-25
1	**Segment Revenue**		
	- Within India	2,764.83	2,405.49
	- Outside India *	163.91	177.57
	Total	**2,928.74**	**2,583.06**
2	**Segment Assets**		
	- Within India	3,034.44	2,497.77
	- Outside India *	54.42	65.94
	Total	**3,088.86**	**2,563.71**
3	**Capital Expenditure**		
	- Within India	71.77	52.12
	- Outside India *	-	-
	Total	**71.77**	**52.12**

* Revenue and carrying amount of assets from no individual country is material.

The Group is not reliant on revenues from any single external customer amounting to 10% or more of its revenues.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 36 CORPORATE SOCIAL RESPONSIBILITY

The details relating to Corporate Social Responsibility (CSR) expenditure are as follows:

As per Section 135 of the Companies Act, 2013, a CSR committee had been formed by the Company. The funds are utilized on the activities which are specified in Schedule VII of the Act. The utilization is done by way of contribution towards various activities.

a. Amount spent during the year on:

(₹ in crores)

Particulars	2025-26	2024-25
1. Gross amount required to be spent by the Parent Company during the year	4.00	5.58
2. Amount Spent as Below		
- Education and Skill development	1.07	0.34
- Health Care	0.07	1.31
- Sports for Development	0.55	5.00
- Others	1.47	2.08
TOTAL	**3.15**	**8.73**
3. Shortfall / at the end of the year	0.85	-3.14
4. Total of previous years' shortfall/(Excess)	-2.75	0.39

Note: The Company has incurred excess CSR expenditure amounting to ₹1.90 Crores during FY 2025-26 in respect of ongoing CSR projects. Such excess expenditure has been disclosed under Other Current Assets as at March 31, 2026 and will be set off against the Company's CSR obligation in subsequent financial year.

NOTE: 37 EMPLOYEE BENEFITS

1. Defined Contribution Plan:

a. Provident fund:

In accordance with Indian law, eligible employees of the Group are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Group make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary).

(₹ in crores)

Sl. No.	Particulars	2025-26	2024-25
1	Contribution to Provident/ Pension funds	4.22	3.51
	TOTAL	**4.22**	**3.51**

2. Defined benefits plan:

a. Gratuity and leave encashment:

The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service. The Group has not funded the scheme.

The company has estimated and recognized the impact of the New Labour Codes under Employee benefit expense for the year ended March 31,2026.

The Group also has a defined benefit leave encashment plan, wherein every employee on confirmation is entitled to get leave encashment benefit, which is payable on departure or on completion of 3 years of service at 15 days salary (last drawn salary) for each completed year of service. The Group has not funded the scheme. This has been implemented in the current year, accordingly prior year figures have not been given.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 37 EMPLOYEE BENEFITS (Contd.)

(a) **The following table summarizes the components of the net benefit expenses recognized in the profit and loss account and amounts recognized in the balance sheet for respective plans.**

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Present Value of Obligation at the beginning of the year	13.62	11.06	2.18	1.64
Current Service Cost	2.43	2.15	0.87	0.63
Past Service Cost due to New Service Code	2.76	-	-	-
Interest Cost	0.89	0.76	0.12	0.10
Actuarial Losses / (Gain) recognized in other comprehensive income	(1.92)	0.10	(0.08)	0.18
Benefit Paid	(0.40)	(0.45)	(0.71)	(0.37)
Present Value of Obligation at the end of the year	**17.38**	**13.62**	**2.39**	**2.18**

(b) **Expense recognized in Statement of Profit or Loss**

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Current service cost	2.43	2.16	0.87	0.63
Past Service Cost due to New Service Code	2.76	-	-	-
Interest cost	0.89	0.76	0.12	0.10
Total	**6.08**	**2.92**	**0.99**	**0.73**

(c) **Remeasurements recognized in Consolidated Other Comprehensive Income:**

(₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Actuarial loss/ (gain) arising on defined benefit obligation from				
- financial assumptions	(1.28)	0.55	(0.16)	0.09
- experience adjustments	(0.64)	(0.45)	0.09	0.09
Total	**(1.92)**	**0.10**	**(0.08)**	**0.18**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 37 EMPLOYEE BENEFITS (Contd.)

(d) Principle assumptions used in the determining gratuity obligation for the Group is shown below:

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Discount Rate	7.40%	6.66%	7.38%	6.65%
Rate of increase in Salaries	6.00%	6.00%	6.00%	6.00%
Expected average remaining working lives of employees (years)	23.64	24.13	22.65	21.46
Withdrawal rates	Varying between 8% p.a. and 1% p.a. depending on duration and age of the employees			

The estimates of future salary increases considered in actuarial valuation take account of inflation seniority promotion and other relevant factors.

(e) Sensitivity analysis – Revised defined benefit obligation due to change in assumptions (₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
Under Base scenario	17.38	13.62	2.37	2.16
Salary Escalation (Up by 1%)	19.02	15.06	2.60	2.39
Salary Escalation (Down by 1%)	15.93	12.38	2.18	1.97
Withdrawal Rates (Up by 1%)	17.55	13.68	2.40	2.18
Withdrawal Rates (Down by 1%)	17.18	13.56	2.34	2.15
Discount Rates (Up by 1%)	15.82	12.34	2.18	1.97
Discount Rates (Down by 1%)	19.22	15.17	2.61	2.40

(f) Expected Cash flow for following years (₹ in crores)

Particulars	Gratuity		Leave Encashment	
	As at March 31 2026	As at March 31 2025	As at March 31 2026	As at March 31 2025
1 Year	1.82	1.46	0.41	0.33
2 to 5 Years	3.69	2.79	0.50	0.42
6 to 10 Years	3.89	2.69	0.44	0.39

Note: 38 DISTRIBUTION OF DIVIDEND

The Board of Directors has recommended final dividend of 100% (₹2/- per equity share of ₹2 /- each) for the financial year ended March 31, 2026 (₹2 /- per equity share of ₹2/- each) for the financial year ended March 31, 2025) which is subject to approval of the shareholders in the Annual General Meeting. The Promoters have waived their right to receive the Final Dividend for the financial year 2025-26.

Note: The dividend declared and paid during the year by the company is in compliance with section 123 of the Companies Act, 2013.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 39 ACCOUNTING CLASSIFICATION AND FAIR VALUES

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Consolidated Balance Sheet as at March 31, 2026 are as follows:

(₹ in crores)

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss	Total carrying amount	Fair value
Financial assets:				
Investments	84.79	70.02	154.81	154.81
Trade Receivables	1,125.87	-	1,125.87	1,125.87
Cash and cash equivalents	91.05	-	91.05	91.05
Other bank balances	6.19	-	6.19	6.19
Loans	48.00	-	48.00	48.00
Other financial assets	19.72	-	19.72	19.72
Financial liabilities:				
Non-Current Borrowings	2.00	-	2.00	2.00
Other Long Term Financial Liability	26.91	-	26.91	26.91
Current Borrowings	578.28	-	578.28	578.28
Trade Payables	540.29	-	540.29	540.29
Other Short Term Financial Liability	80.18	-	80.18	80.18

The fair values of financial assets and liabilities, together with the carrying amounts shown in the Consolidated Balance Sheet as at March 31, 2025 are as follows:

(₹ in crores)

Particulars	Amortized cost	Financial assets/ liabilities at fair value through profit or loss	Total carrying amount	Fair value
Financial assets:				
Investments	129.33	45.88	175.21	175.21
Trade Receivables	904.81	-	904.81	904.81
Cash and cash equivalents	29.02	-	29.02	29.02
Other bank balances	1.65	-	1.65	1.65
Loans	31.00	-	31.00	31.00
Other financial assets	19.27	-	19.27	19.27
Financial liabilities:				
Non-Current Borrowings	2.74	-	2.74	2.74
Other Long Term Financial Liability	22.17	-	22.17	22.17
Current Borrowings	284.55	-	284.55	284.55
Trade Payables	433.12	-	433.12	433.12
Other Short Term Financial Liability	70.60	-	70.60	70.60

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 40 FAIR VALUE MEASUREMENT

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in forced or liquidation sale.

The Group has established the following fair value hierarchy that categories the value into 3 levels. The inputs to valuation techniques used to measure fair value of financial instruments are:

- **Level 1:** Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;
- **Level 2:** Inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, including recent observable transaction prices, either directly or indirectly; and
- **Level 3:** No significant observable inputs for the asset or liability. Some observable inputs used in fair value measurement are discounted cash flows, market multiple method etc.

The following table summarizes financial assets and liabilities measured at fair value as of 31st March 2026 and 31st March 2025 :

(₹ in crores)

As at March 31, 2026	Level 1	Level 2	Level 3
Financial Assets:			
Investment in Mutual Funds (Unquoted)	52.69	-	-
Investment in Equity Shares (Unquoted)	-	17.33	-
Total	**52.69**	**17.33**	**-**

(₹ in crores)

As at March 31, 2025	Level 1	Level 2	Level 3
Financial Assets:			
Investment in Mutual Funds (Unquoted)	45.88	-	-
Investment in Equity Shares (Unquoted)	-	-	-
Total	**45.88**	**-**	**-**

Notes:

i. The management assesses that carrying amount of trade receivables, cash and cash equivalents, other bank balances, short term borrowings, trade payables, other financial assets and liabilities approximate their fair value largely due to short term maturities of these instruments.

ii. There are no transfers between levels during the year.

NOTE: 41 FINANCIAL RISK MANAGEMENT

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Risk Monitoring Committee has been formed and risk are being reveiwed by committee periodically. The Committee has a system-based approach to risk management, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as credit risk, liquidity risk and market risk) that may arise as a consequence of its business operations as well as its investing and financing activities. Accordingly, the Group's risk management framework has the objective of ensuring that such risks are managed within acceptable and approved risk parameters in a disciplined and consistent manner and in compliance with applicable regulation. It also seeks to drive accountability in this regard.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 41 FAIR VALUE MEASUREMENT (Contd.)

1. Credit Risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Group periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Group compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

i. Actual or expected significant adverse changes in business,

ii. Actual or expected significant changes in the operating results of the counterparty,

iii. Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,

iv. Significant increase in credit risk on other financial instruments of the same counterparty,

v. Significant changes in the value of the collateral supporting the obligation or in the quality of the third-party guarantees or credit enhancements.

The Group's exposure to trade receivables on the reporting date, net of expected loss provisions, stood at ₹1125.87 Crores (PY – ₹904.81 Crores) and advance to suppliers net of doubtful advances stood at ₹30.84 Crores (PY – ₹29.39 Crores)

The movement of the expected loss provision (allowance for bad and doubtful loans and receivables etc.) made by the Group are as under:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Opening balance	8.91	9.84
Add: Provisions made	0.83	-
Less: Provisions reversed	1.77	0.93
Closing provisions	**7.97**	**8.91**

2. Liquidity Risk

Liquidity risk refers to the risk that the Group cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The management continuously monitors the Group's liquidity position through rolling forecasts on the basis of expected cash flows. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

(₹ in crores)

March 31, 2026	Less than 1 year	More than 1 year	Total
Borrowings	578.28	2.00	580.28
Trade payables	539.36	0.93	540.29
Lease Liabilities	11.21	26.91	38.12
Other financial liabilities	67.66	1.31	68.97

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 41 FINANCIAL RISK MANAGEMENT (Contd.)

(₹ in crores)

March 31, 2025	Less than 1 year	More than 1 year	Total
Borrowings	284.55	2.74	287.29
Trade payables	433.12	-	433.12
Lease Liabilities	7.21	22.17	29.38
Other financial liabilities	61.51	1.88	63.39

3. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments.

A. Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Any weakening of the functional currency may impact the Group's cost of imports and cost of borrowings and consequently may increase the cost of financing the Group's capital expenditures. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to import of raw materials and spare parts, capital expenditure, export of finished goods. The currency in which these transactions are primarily denominated is USD.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all currencies other than US Dollars is not material.

Particulars of foreign currency exposure as at the balance sheet date

Particulars	Currency	As at 31-Mar-2026	As at 31-Mar-2025
Amount receivable in Foreign currency on account of	US$	0.60	0.77
Trade and Other receivables	INR	57.07	65.94
Amount payable in Foreign currency on account of	US$	0.02	0.01
Trade payables	INR	2.19	0.90
Amount payable in Foreign currency on account of	Euro	-	0.00
Trade payables	INR	-	0.05

Particulars	Change in USD rate	Effect on profit before tax	Effect on post tax equity
31-Mar-26	10%	5.49	4.11
	-10%	(5.49)	(4.11)
31-Mar-25	10%	6.50	4.87
	-10%	(6.50)	(4.87)

Particulars	Change in Euro rate	Effect on profit before tax	Effect on post tax equity
31-Mar-26	10%	-	-
	-10%	-	-
31-Mar-25	10%	0.01	0.00
	-10%	(0.01)	(0.00)

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 41 FINANCIAL RISK MANAGEMENT (Contd.)

B. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates are limited as the borrowings by the Group carry floating rate, +sensitivity. However, the Group still constantly monitors the credit markets and rebalances its financing strategies to achieve an optimal maturity profile and financing cost.

NOTE: 42 CAPITAL MANAGEMENT

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long-term and short-term goals of the Group.

The Group determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through equity and other long-term/short-term borrowings.

The Group's policy is aimed at combination of short-term and long-term borrowings so as to maintain an optimum capital structure to reduce the cost of capital and maximize shareholders value and provide benefits to other stakeholders.

(₹ in crores)

Particulars	31-Mar-26	31-Mar-25
Equity Share Capital	6.26	6.26
Other Equity	1,814.50	1,708.53
Total Equity (A)	**1,820.76**	**1,714.79**
Short Term / Long Term Borrowings (Gross Debt) (B)	580.28	287.29
Less: Current Investments	154.81	175.21
Less: Cash and Cash Equivalents	91.05	29.02
Less: Other Bank Balance	6.19	1.65
Less: Loan Given	48.00	31.00
Net Debt (C)	280.23	50.41
Net Debt to Equity (C/A)	**0.15**	**0.03**
Gross Debt to Equity (B/A)	**0.32**	**0.17**

NOTE: 43 LEASES

Company as a Lessee

Carrying amount of lease assets or liabilities

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Assets		
Right of Use Assets (Refer Note No. 4(D))	35.04	26.70
Liabilities		
Lease Liabilities (Refer Note No. 19)	38.12	29.38

Amount recognized in Statement of Cash Flows

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Payment of principal portion of lease liabilities	8.82	4.91
Payment of Interest portion of lease liabilities	2.80	2.50
Net Cash flows used in financial activities	**11.62**	**7.41**

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 43 LEASES (Contd.)

The Group has lease contracts for Warehouse and office spaces used in its operations. Lease terms vary between 1 and 10 years.

The effective interest rate for lease liabilities is 10.49%.

The following are the amounts recognised in statement of Profit and Loss:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Depreciation expense of right-of use assets	9.22	4.73
Interest expenses on lease liabilities	2.80	2.50
Expense relating to other leases (included in other expenses)	9.58	6.99
Total amount recognised in Statement of Profit and Loss	**21.60**	**14.22**

Maturity analysis of lease liabilities are as follows:

(₹ in crores)

Particulars	As at 31-Mar-2026	As at 31-Mar-2025
Within 1 year	11.21	7.21
2-5 years	24.37	18.76
5 years and above	2.54	3.41

NOTE: 44 EVENTS AFTER THE REPORTING PERIOD

Pursuant to a Family Settlement Aggrement among the promoter group, the Board of Directors of the Company, at its meeting held on 23 April 2026, has accorded its in-principle approval for a proposed Scheme of Demerger, whereby the business undertakings of Vertical A and Vertical C are proposed to be demerged into two separate Wholly Owned Subsidiaries of the Company, to be incorporated for this purpose and business of Vertical B shall continue in the Company. As the proposed Scheme of Demerger is currently at a preliminary stage, and pending finalisation and consequential filing with the concerned regulatory authorities for their necessary approvals, no effect has been given in these financial statements.

NOTE: 45 EXCEPTIONAL ITEMS

a. On November 21, 2025, the Government of India notified the four Labour Codes – Code on Wages, 2019, Code on Social Security, 2020, Industrial Relations Code, 2020 and Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "Codes"), consolidating 29 existing labour laws. The Ministry of Labour & Employment subsequently published draft Central Rules and FAQs to enable assessment of the financial impact arising from changes in regulations.

   Based on the assessment carried out by the Company, on the basis of information currently available and consistent with the guidance issued by the Institute of Chartered Accountants of India, the incremental past service cost of ₹2.76 Crores, has been recognised in the financial results of the Company for the year ended March 31, 2026.

   Upon notification of the final Central / State Rules under the Codes, the Company will reassess the impact, if any, on the measurement of employee benefit obligations and provide appropriate accounting treatment in accordance with applicable accounting standards."

b. During the year, the Company has settled entry tax disputes pertaining to earlier years under the West Bengal Settlement of Dispute (SOD) Act, 2025. Pursuant to such settlement, an amount of ₹3.35 Crores has been recognised in the financial results for the year ended March 31, 2026 as an exceptional item.

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 46 OTHER STATUTORY INFORMATION

i. The Group does not have any Benami Property, where any proceedings has been initiated or pending against the Group for holding any Benami property.

ii. The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iii. The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.

iv. The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies):

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

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

v. The Group 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 Group shall:

(a) 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

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

vi. The Group does not have any 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.

vii. The Group does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

viii. The Group has compiled with the number of layers prescribed under clause(87) of section 2 of the Act read with the Companies(Restriction on Number of Layers) Rules,2017.

ix. The Group is not a Core Investment Group as defined in the regulations made by Reserve Bank of India.

NOTE: 47 ADDITIONAL INFORMATION

(₹ in crores)

Particulars	As at 31-Mar-2026			As at 31-Mar-2025		
	Lux Industries Limited	Artimas Fashions Private Limited	Total	Lux Industries Limited	Artimas Fashions Private Limited	Total
Net Assets, i.e., Total Assets minus Total Liabilities						
As a % of Consolidated Figure	101%	-1%	100%	102%	-2%	100%
Amount	1,847.95	(27.19)	1,820.76	1,746.62	(31.83)	1,714.79
Share in Profit						
As a % of Consolidated Figure	96%	4%	100%	101%	-1%	100%
Amount	101.45	4.62	106.07	166.12	(1.58)	164.54
Share in Other Comprehensive Income						
As a % of Consolidated Figure	100%	0%	100%	150%	-50%	100%
Amount	1.44	(0.00)	1.44	(0.12)	0.04	(0.08)
Share in Total Comprehensive Income						
As a % of Consolidated Figure	96%	4%	100%	101%	-1%	100%
Amount	102.89	4.62	107.51	166.00	(1.54)	164.46

Notes to Consolidated Financial Statements for the year ended March 31, 2026

NOTE: 48

Balances of some parties (including of Trade receivables and Trade payables) and loans and advances are subject to reconciliation/ confirmations from the respective parties. The management does not expect any material differences affecting the financial statement for the year.

NOTE: 49

Previous year figures have been recast/ regrouped whenever necessary to conform to the current Year's presentation.

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For S K AGRAWAL AND CO CHARTERED ACCOUNTANTS LLP
Chartered Accountants
ICAI Firm Registration No. 306033E/E300272

Hemant Kumar Lakhotia
Partner
Membership no. 068851

Place : Kolkata
Date: May 21, 2026

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Ashok Kumar Todi
Chairman
(DIN - 00053599)

Pradip Kumar Todi
Managing Director
(DIN - 00246268)

Ajay Nagar
Chief Financial Officer
(ICAI Mem No - 118057)

Smita Mishra
Company Secretary
(Mem No - A26489)

Notice

Dear Members,

NOTICE is hereby given that the **31st (Thirty First) Annual General Meeting ("AGM")** of the members of **Lux Industries Limited** ("the Company") will be held on **Friday, the 25th day of September, 2026 at 11:00 A.M. (IST) through Video Conferencing / Other Audio-Visual Means ("VC / OAVM")**, to transact the following business:

ORDINARY BUSINESS

1. **To receive, consider and adopt:**

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

2. To declare a final dividend of ₹2.00 per Equity Share (i.e., 100% of the face value of ₹2.00 each), for the financial year ended March 31, 2026.

3. To appoint Mr. Rahul Kumar Todi (DIN: 00054279), who retires by rotation in accordance with Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment as a director.

4. To appoint Mr. Saket Todi (DIN: 02821380), who retires by rotation in accordance with Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment as a director.

SPECIAL BUSINESS

5. **Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for the second term of 5 (five) 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 the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Sadhu Ram Bansal (DIN: 06471984), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **Re-appointment of Mrs. Shashi Sharma (DIN: 02904948) as an Independent Director of the Company for the second term of 5 (five) 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 the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mrs. Shashi Sharma (DIN: 02904948), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent

Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **Re-appointment of Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281) as an Independent Director of the Company for the second term of 5 (five) 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 the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16(1)(b), 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281), who meets the criteria of Independence as prescribed under Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from April 1, 2027 till March 31, 2032 (both days inclusive);

RESOLVED FURTHER THAT Mr. Ashok Kumar Todi, Chairman or Mr. Pradip Kumar Todi, Managing Director or Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors
Lux Industries Limited

Sd/-
Smita Mishra
Company Secretary & Compliance Officer
M. No.: ACS 26489

Registered Office:
39, Kali Krishna Tagore Street
Kolkata -700007

Place: Kolkata
Date: August 14, 2026

Notes

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing or Other Audio Visual Means (VC/OAVM)", (collectively referred to as "MCA Circulars") and SEBI vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 03, 2024 (collectively referred to as "SEBI Circulars") and other applicable circulars issued in this regard have permitted holding the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of members at a common venue to be held on or before September 30, 2025 in accordance with the requirements laid down in General Circular No. 20/ 2020 dated May 5, 2020. Hence, in compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and the above-mentioned MCA and SEBI Circulars, the 31st AGM of the Company is being held through VC/OAVM on Friday, the 25th day of September, 2026 at 11:00 A.M. (IST). The venue of the meeting shall be deemed to be the Registered Office of the Company situated at 39, Kali Krishna Tagore Street, Kolkata - 700007.

2. **PURSUANT TO THE PROVISIONS OF SECTION 105 OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE, THE AGM IS BEING HELD THROUGH VC/OAVM PURSUANT TO THE MCA AND SEBI CIRCULARS, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM. HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE AGM ARE NOT ANNEXED TO THIS NOTICE.**

3. The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts in respect of the business under Item nos. 5 to 7 to be transacted at this AGM, is annexed herewith. The brief details of the directors, who are being re-appointed, are annexed to the Notice as per the requirements of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('ICSI'). Requisite declarations have been received from the Directors seeking re-appointment.

4. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. Institutional shareholders are encouraged to attend and vote at the AGM.

5. Members are requested to address all correspondence, to the Company's Registrar to an Issue and Share Transfer Agent ('RTA'), **KFin Technologies Limited** (Formerly known as KFin Technologies Private Limited), **Unit: Lux Industries Limited**, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda Serilingampally, Mandal, Hyderabad, Telangana - 500032. Mail id: einward.ris@kfintech.com.

6. In compliance with the requisite MCA and SEBI Circulars, the requirement of sending physical copy of the Annual Report has been dispensed with. Accordingly, the Annual Report of the Company including the Notice of the 31st Annual General Meeting, inter alia indicating the process and manner of e-voting is being sent only through electronic mode to those members whose email IDs are registered with the Company/ National Securities Depository Limited ('NSDL') and Central Depositories Services (India) Limited ('CDSL'), (collectively 'Depositories')/ Registrar to an Issue and Share Transfer Agent ('RTA') for communication purposes.

7. However, as per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), a letter containing the web-link with the exact path to access the complete Annual Report has been dispatched to those shareholders who have not registered their email addresses with the Company, Depositories or RTA for communication purposes. Further, as per Regulation 36(1)(c) of the SEBI Listing Regulations, the Company will send hard copy of full Annual Report to those shareholders who request for the same at investors@luxinnerwear.com mentioning their Folio No./DP ID and Client ID.

   Members may note that Notice for the 31st AGM and Annual Report for the financial year 2025-26 will also be available on the Company's website www.luxinnerwear.com, website of the Stock Exchanges i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively and on the website of KFin Technologies Limited, https://evoting.kfintech.com.

8. The Notice along with Annual Report will be sent through e-mail to those members/ beneficial owners, whose names will appear in the register of members/ list of beneficiaries received from the depositories, as of **Friday, August 21, 2026**.

9. In compliance with the MCA and SEBI Circulars, the Company has published a public notice on Friday, August 21, 2026 by way of a newspaper advertisement before the date of circulation of Annual Report along with AGM Notice to shareholders of Company, in English Newspaper (Business Standard) having a nationwide circulation and also in Regional Newspaper (Ei Samay).

10. In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/ HO/ MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021, read together with the SEBI Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/687 dated 14th December 2021 and Master circular dated February 6, 2026 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. Members holding shares in physical form are requested to submit their PAN, KYC details and Nomination details by sending a duly filled and signed Form ISR-1 to the RTA of the Company. The said forms can be downloaded from the website of the Company or from the website of our RTA.

    The Register of Members and the Share Transfer book of the Company will remain closed from **Saturday, September 19, 2026 to Friday, September 25, 2026** (both days inclusive) for annual closing and determining the entitlement of the shareholders for the payment of dividend for the Financial year 2025-2026.

11. **Dividend related information:**

    a. The final dividend of ₹2.00/- per equity share (i.e. 100% of the face value of ₹2.00 each), as recommended by the Board of Directors, if approved at the AGM, will be paid within 30 days of declaration to those members in public category (excluding those public shareholders whose request for waiver of their right to receive the dividend for FY 2025-26 has been duly accepted by the Company) whose names appear on the Register of members/ beneficial owners as provided by the Depositories as on the Record Date, being **Friday, September 18, 2026** subject to applicable deduction of tax at source.

       The Promoters and Promoter Group shareholders have waived their right to receive the final dividend for FY 2025-26 in order to conserve resources for future expansion, while rewarding public shareholders.

    b. In terms of SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, it has been mandated that with effect from April 1, 2024, that dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Hence kindly ensure the following details such as furnishing the PAN, KYC details (including Postal address with PIN, Email address, mobile number and bank account details), choice of nomination, contact details including mobile number, bank account details and specimen signature are updated with Registrar to avail dividend credit in bank account.

       Kindly ensure these details are updated with Registrar to avail uninterrupted service request and dividend credit in bank account.

    c. Shareholders may note that as per Income Tax Act, 2025, (the 'ITA 2025'), dividends paid or distributed by a Company shall be taxable in the hands of shareholders. Accordingly, the Company would be required to deduct applicable Tax at Source ('TDS') in respect of payment of approved dividend to its shareholders (resident as well as non-resident).

    d. To enable compliance with TDS requirements, Members are requested to complete and/ or update their Residential status, PAN, Category as per the ITA with their Depository Participants or in case shares are held in physical form, with the Company/Registrars and Transfer Agents by sending documents through e-mail on or before September 18, 2026 to enable the Company to determine the appropriate TDS/withholding tax rate applicable, verify the documents and provide exemption. A separate communication in this regard has been sent to the registered email address of the members by the Company.

i. For Resident Shareholders:

Tax shall be deducted at source under section 393(1) [Table Sl. no. 7] of ITA 2025 [corresponding to erstwhile Section 194 of the Income-tax Act, 1961 ("ITA 1961")], at the rate of 10% on the amount of final dividend for the financial year 2025-26 declared and paid by the Company during tax year 2026-27, subject to PAN details registered/updated by the Member.

However, in the following cases, TDS at the rate of 20% would be applicable as per ITA 2025. Section 397(2) of ITA 2025 [corresponding to erstwhile section 206AA of ITA 1961] - In case where, PAN is not available/ submitted, or PAN submitted is invalid or PAN is not linked with Aadhaar.

No tax shall be deducted at source on the dividend payable to a resident individual if the aggregate dividend to be received by the said resident individual member from the Company during a financial year does not exceed ₹10,000 (Rupees Ten Thousand Only); or if an eligible resident shareholder provides a valid declaration in Form 121 or other documents as may be applicable to different categories of shareholders. Notwithstanding the above, in case

PAN of any Member falls under the category of 'Inoperative or Invalid', the Company shall deduct TDS @ 20% as per Section 397(2) of ITA 2025.

Further, if a shareholder has obtained a lower or Nil withholding tax certificate from the tax authorities and provides a copy of the same to the Company, tax shall be deducted on the dividend payable to such shareholder at the rate specified in the said certificate.

ii. Non-resident Shareholders:

Tax is required to be deducted at source in the case of non-resident shareholders in accordance with the provisions of Section 393(2) [Table 2, Sl. No. 15 or 17] of the ITA 2025 [corresponding to erstwhile Section 196D/195 of ITA 1961] - 20% or rates in force (plus applicable surcharge and cess) subject to applicable Treaty rate.

However, as per section 159 of the ITA 2025, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ('DTAA') read with applicable Multilateral Instrument ('MLI') provisions, if they are more beneficial to them.

e. A list of documents/ declarations required to be provided by the resident shareholders and list of documents/ declarations required to claim the benefit of DTAA by the non-resident shareholders are being made available on the Company's website at https://www.luxinnerwear.com/investors/company-announcement. Kindly note that the documents should be uploaded with KFin, the Registrar to an issue and Share Transfer Agent of the Company at https://ris.kfintech.com/form15 or email at einward.ris@kfintech.com

f. **No communication on the tax determination/ deduction shall be entertained after September 18, 2026.**

g. The documents submitted by the members will be verified and the Company will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the IT Act. A detailed communication from the Company has been mailed to the shareholders, on August 24, 2026 regarding the TDS communication. It is also available on the website of the Company at https://www.luxinnerwear.com/investors/company-announcement

h. In addition to the above, please note the following:

- In case you hold shares under multiple accounts under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares are held under the said PAN will be considered on the entire holding in different accounts.
- In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.

It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the required details/ documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

i. The Company shall arrange to e-mail the soft copy of the TDS certificate, if applicable, to shareholders at the e-mail ID registered with KFin within the prescribed time as per the ITA 2025. The amount of TDS can also be viewed in Form 26AS on the website of the Income Tax Department of India https://www.incometax.gov.in/iec/foportal/

j. In the event of any income-tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible for indemnifying the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities.

12. As per Section 113(1)(a) of the Act, Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at goenkamohan@gmail.com or may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format "Corporate Name EVENT No."

13. Regulation 40 of the SEBI Listing Regulations mandates that the transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in dematerialised mode. Further, SEBI, vide its Master circular dated February 06, 2026, has clarified that listed companies, with immediate effect, shall issue the securities only in dematerialised mode while processing investor service requests pertaining to issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/ splitting of securities certificate, consolidation of securities certificates/ folios, transmission, transposition etc. It may be noted that any service request can be processed only after the folio is KYC Compliant.

The shareholders may approach the Depository Participant for further clarification in this regard. Shareholders are requested to contact the Company's RTA, KFin Technologies Ltd for any queries in regard or contact Mrs. Smita Mishra, Company Secretary and Compliance Officer of the Company at the Registered Office of the Company situated at 39, Kali Krishna Tagore Street, Kolkata-700007 (Phone:033-4040-2121; Email: cs@luxinnerwear.com for further assistance.

14. Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, and the Register of Directors, Key Managerial Personnel along with their shareholding maintained under Section 170 of the Companies Act, 2013 (read with rules issued thereunder), will be available electronically for inspection by the Members from the date of circulation of this Notice up to date of the AGM. Members seeking to inspect such documents can send an email to investors@luxinnerwear.com.

15. Relevant documents referred to in the Notice will be available for inspection by the Members in electronic mode from the date of circulation of this Notice up to **date of the AGM, i.e. Friday, September 25, 2026**, Members can inspect the same by sending an email to investors@luxinnerwear.com or at the Registered Office of the Company on all working days **from 2.00 P.M. to 5.00 P.M. up to the date of AGM**.

16. In case you have any query relating to the Annual Accounts you are requested to send the same at investors@luxinnerwear.com at least 10 days before the AGM so as to enable the management to keep the information ready for replying at the meeting.

17. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holding should be obtained from the concerned Depository Participant and holding should be verified.

18. **Transfer to Investor Education and Protection Fund:**

(i) Transfer of unclaimed dividend

Pursuant to the provisions of Section 124 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the IEPF Rules') including any statutory modification(s) or re-enactment(s) thereof for the time being in force, dividend for the financial year ended March 31, 2019 and onwards, which remains unpaid or unclaimed for a period of seven (7) years from the date of its transfer to the unpaid dividend account of the Company would be transferred to Investor Education and Protection Fund (IEPF). Members who have so far not encashed the Dividend Warrants for the above years are advised to submit their claims to the Company's Registrar to an issue and Share Transfer Agents at their address given herein below immediately, quoting their Folio Number/DP ID and Client ID. The detailed dividend history and due dates for transfer of Unclaimed Dividend to IEPF are provided in the Report on Corporate Governance annexure to Directors' Report of Annual Report and is also available on the website of the Company at www.luxinnerwear.com.

During the financial year under review, the Company has transferred unpaid/unclaimed dividend, amounting to ₹59,180/- for Financial Year 2017-18 to the Investor Education and Protection Fund (IEPF).

(ii) Transfer of shares to IEPF

Further pursuant to the provisions of Section 124(6) of the Act, the IEPF Rules (including amendments thereof) read with Ministry of Corporate Affairs Circular No. 12/2017 dated October 16, 2017, all the shares in respect of which dividend has not been paid or claimed for 7 consecutive years or more shall be transferred by the Company in the name of IEPF.

The details of those Members who have not claimed dividend for consecutive period of seven years or more and the relevant details of shares due to be transferred to the IEPF Authority, is available on Company's website at www.luxinnerwear.com. The Company has given a public notice on July 10, 2026 published in Business Standard (English Newspaper) and Ei Samay (Bengali Newspaper). Individual notice was sent to the concerned Members, informing them, that their shares are liable to be transferred to IEPF Authority.

(iii) Claim from IEPF Authority

The shareholders who have not claimed/encashed the dividend in the last seven consecutive years from Financial Year 2018-19 are requested to claim the same to avoid transfer of shares to IEPF. Shareholders may note that both the unclaimed dividend amount transferred to IEPF and the shares transferred to the Demat Account of the IEPF Authority including all benefits accruing on such shares, if any, can be claimed back by them from the IEPF Authority and they may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the Form IEPF-5 form for claiming the dividend and/or shares via www.iepf.gov.in.

E-voting

19. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to inform that all the resolutions as stated in the notice can be transacted by electronic voting system and the Company has provided facility to the members to exercise their right to vote at the 31st AGM by electronic means through e-voting services provided by KFin Technologies Limited. The instructions for e-voting have been enclosed and sent along with the notice and the cut-off date for sending e-voting password to shareholders is fixed on August 21, 2026.

20. **Process for registering e-mail addresses to receive this notice along with credentials for remote e-voting: -**

    For shareholders holding securities in physical mode:
    Shareholders holding shares in physical form are hereby notified that based on the SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile numbers. Moreover, to avail of online services, the security holders can register e-mail ID. They can also register/update their contact details, bank details through submitting the requisite **Form ISR-1** along with the supporting documents. ISR-1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx. The detailed FAQ can be found on the link:

    https://ris.kfintech.com/faq.html

    Members holding shares in dematerialized mode:
    Members are requested to register/ update their email address or KYC details with their relevant Depository Participant.

21. **Procedure for Remote E-Voting And E-Voting at the AGM:**

    i) In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Act, Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI Listing Regulations, the Company is pleased to provide the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM.

    ii) The Members attending the AGM who have not cast their vote by remote e-voting shall be entitled to vote at AGM through e-voting system. Facility to cast vote at the AGM will be made available on the Video Conferencing screen and will remain active throughout the Meeting.

    iii) The members can opt for only one mode of voting i.e., remote e-voting or e-voting at the AGM. The Members who have cast their vote by remote e-voting may also attend the AGM.

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

    v) The remote e-voting facility will be available during the following period:

    Commencement of remote e-voting: From 9:00 a.m. (IST) on September 21, 2026 (Monday)

    End of remote e-voting: Upto 5:00 p.m. (IST) on September 24, 2026 (Thursday)

    The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFIN upon expiry of the aforesaid period.

22. The voting rights of Members for remote e-voting and e-voting at AGM shall be in proportion to the paid-up value of their shares in the equity share capital of the Company, as recorded in the register of members or in the register of beneficial owners maintained by the depositories, **as on cut-off date i.e., Friday, September 18, 2026** shall only be entitled to avail the facility of remote e-voting / e-voting at AGM. The person who is not a member/ beneficial owner as on the cut-off date should treat this Notice for information purpose only. Any person who becomes member of the Company after dispatch of the Notice of AGM and holding shares as on the cut-off date, may obtain the User ID and password in the manner as mentioned below:

    i. If the mobile number of the member is registered against Folio No./ DPID Client ID, the Member may send SMS: **MYEPWD**<space> E-Voting Event Number +Folio no. or DPID Client ID to +91-9212993399

    Example for NSDL: MYEPWD<SPACE>IN12345612345678

    Example for CDSL: MYEPWD<SPACE>1402345612345678

    Example for Physical: MYEPWD<SPACE> XXXX1234567890

    ii. If e-mail address or mobile number of the member is registered against Folio No. / DPID Client ID, then on the home page of https://evoting.kfintech.com , the member may click "Forgot Password" and enter Folio No. or DPID Client ID and PAN to generate a password.

    iii. Member may Call KFin's Toll free number 1-800-3094-001

    iv. Member may send an e-mail request to evoting@kfintech.com

23. If the member is already registered with KFin for e-voting, he can use his existing User ID and Password for casting the vote through remote e-voting.

24. In case of any query pertaining to e-voting, please visit Help & FAQs section available at KFIN website (https://evoting.

kfintech.com). In case of any other queries/ grievances connected to remote e-voting or shares, you may contact Mr. D Suresh Babu, an official of KFIN, at the toll-free number 1800-309-4001 or at email: evoting@kfintech.com.

25. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfintech.com, to receive copies of the Annual Report 2025-26 in electronic mode.

    Additionally we wish to inform that our RTA had taken necessary steps at their end to process unclaimed dividends to the respective demat account holders through the simplified systematic approach such as they have searched for the updated bank account details across other ISINs and also with Depositories where successful dividend payments have been made, based on the same, they shall process unpaid dividends , for beneficial owners with no holdings at present in any of the ISIN being serviced by the RTA, the old dividends shall be paid by RTA after seeking bank details from Depositories, for beneficial owners where old dividends are unpaid, but the subsequent dividends are being paid after dematerialization, RTA shall get updated bank account details from latest BENPOS from Depositories and process such unpaid dividends, thereafter taking these necessary steps, RTA shall prepare list of beneficial owners where no bank account details could be found and unpaid dividends could not be processed. Such beneficial owners would be targeted for sending appropriate communication for updating their bank account details with RTA/Depository Participants in order to prevent transfer of shares/dividends to IEPF.

26. The Board of Directors in their meeting held on August 14, 2026 had appointed Mr. Mohan Ram Goenka, Partner of M/s. MR & Associates, Company Secretaries, as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting to conduct the process fairly and transparently and they have communicated their willingness to be appointed and will be available for the same purpose.

27. The Scrutinizer, after scrutinizing the voting through e-voting at AGM and through remote e-voting shall, within two working days from conclusion of the AGM, make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairperson of the meeting. The Chairperson shall declare the results. The declared results shall be available on the website of the Company (www.luxinnerwear.com) and the website of KFIN (https://evoting.kfintech.com) and shall also be displayed on the notice board at the registered office and the corporate office of the Company. The results shall simultaneously be communicated to the Stock Exchanges. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.

28. Members may follow the process detailed below for availing of various investor services.

Type of holder	The process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, KFin Technologies Limited either by email to einward.ris@kfintech.com or by post to Unit: Lux Industries Limited, Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad, Telangana – 500032.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes/updates thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rule 19 (1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration to opt-out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee	Form SH-14
	Form for requesting issue of Duplicate Certificate and other service requests for shares/debentures/ bonds, etc. held in physical form	ISR 4
	The forms for updating the above details are available at https://www.luxinnerwear.com/download-forms	
Demat	Please contact your DP, register your email address, and bank account details in your demat account, as per the process advised by your DP.	

29. **Login method for e-Voting: Applicable only for Individual shareholders holding securities in Demat mode.**

As per the SEBI circular 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 to access e-Voting facility.

a. **Login method for Individual shareholders holding securities in demat mode is given below:**

NSDL	CDSL
1. User already registered for IDeAS facility: I. URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting." IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.	**1. Existing user who have opted for Easi / Easiest** I. URL: https://web.cdslindia.com/myeasitoken/home/login II. Click on New System Myeasi III. Login with user id and password. IV. Option will be made available to reach e-Voting page without any further authentication. V. Click on e-Voting service provider name to cast your vote.
2. User not registered for IDeAS e-Services I. To register click on link: https://eservices.nsdl.com II. Select "Register Online for IDeAS" III. Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.	**2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration II. Proceed with completing the required fields.
3. By visiting the e-Voting website of NSDL I. URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. Enter User ID (i.e., 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. V. 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.	**3. By visiting the e-Voting website of CDSL** I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.
4. NSDL Speede Shareholders/Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play	

b. **Individual Shareholders (holding securities in demat mode) login through their depository participants:** You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Members facing any technical issue – NSDL	Members facing any technical issue - CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542/43.

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

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

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/ in the address bar.

ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be **EVEN (E-Voting Event Number) 10100**, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN."

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

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

vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Lux Industries Limited-AGM" and click on "Submit."

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

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

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

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

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

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id goenkamohan@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name EVENT No."

30. **Procedure for Joining AGM Through VC/ OAVM**

- The Company is providing VC/OAVM facility to its members for joining/participating at the AGM. Members may join the Meeting through Desktops, Laptops, Smartphones, Tablets and iPads. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Please note that participants connecting from Mobile Devices or Tablets or through Laptops 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 glitches.
- Members are requested to follow the procedure given below to attend the AGM through VC / OAVM or view the live webcast:
  - i) Launch internet browser (latest version of Chrome/ Firefox/Safari/ Internet Explorer 11 or MS Edge) by typing the URL: https://emeetings.kfintech.com .
  - ii) Enter the login credentials (i.e., User ID and password for e-voting).
  - iii) After logging in, click on "Video Conference" option.
  - iv) Then click on camera icon appearing against the AGM event of Lux Industries Limited to attend the AGM.
- Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions.
- The facility for joining the AGM shall open 15 minutes before the time scheduled for the AGM and will continue till the conclusion of the AGM. The facility will be available to the 1,000 (one thousand) Members on a first-come-first-served basis. Large shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel and Auditors are allowed to attend the AGM without restriction on first-come-first-served basis.
- To ensure smooth transmission and co-ordination during the Q&A Session, the Company is providing the facility of Speaker Registration. Members who would like to express their views or ask questions during the AGM may register themselves by logging on to https://emeetings.kfintech.com and clicking on the '**Speaker Registration**' option available on the screen after logging in.
- The facility of **'Speaker Registration' will open from Saturday, September 19, 2026 (9:00 A.M.) and will end on Tuesday, September 22, 2026 (5:00 P.M.)**. Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and speakers, depending upon availability of time, as appropriate for smooth conduct of AGM.
- In case of any query, relating to the procedure for attending AGM through VC/OAVM or for any technical assistance, the members may call on toll free number: 1800 3094 001 or send an e-mail at einward.ris@kfintech.com.
- Body corporates are entitled to appoint authorized representative(s) to attend the AGM through VC/ OAVM and to cast their votes through remote e-voting/ e-voting at the AGM. In this regard, the body corporates are required to send a certified copy of the Board Resolution/ Authorization Letter/ Power of Attorney authorizing their representative(s) to attend the meeting and vote on their behalf through e-voting. The said resolution/ letter/ power of attorney shall be sent by the body corporate through its registered email-id to the Scrutinizer at goenkamohan@gmail.com with a copy marked to einward.ris@kfintech.com (KFIN's id).

31. E-voting (insta poll) at the Meeting:

- After the items of Notice have been discussed, e-voting through insta poll will be conducted under the supervision of the scrutinizer appointed for voting. A person, whose name is recorded in the register of members or in register of beneficial owners maintained by the depositories as on the cut-off date of **September 18, 2026**, and who has not cast their vote by remote e-voting, and being present in the AGM, shall be entitled to vote at the AGM.

- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- Facility to cast vote through Insta Poll will be made available on the Video Conferencing screen and will be activated once the Insta Poll is announced at the Meeting.

32. The voting rights of the members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as **on cut-off date being September 18, 2026**.
33. The Scrutinizer shall after the conclusion of the voting at AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses who are not in the employment of the Company and not later than two working days from conclusion of AGM, submit a consolidated Scrutinizer's Report of total votes cast in favour or against, if any, forthwith to the Chairman of the Company who shall declare the Result.
34. The Scrutinizer's decision on the validity of the vote shall be final and binding.
35. The result declared along with the Scrutinizer's report shall be placed on the website of the Company (www.luxinnerwear.com) and KFin's website (https://evoting.kfintech.com) immediately after the result is declared and shall simultaneously be forwarded to the Stock Exchanges viz NSE and BSE, where the Company's shares are listed.
36. The recorded transcript of the AGM shall be maintained by the Company and also be made available on the website www.luxinnerwear.com.
37. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, and SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023 read with other relevant circulars issues in this regard (as amended from time to time), has established a common Online Dispute Resolution Portal ('SMART ODR Portal') for resolution of disputes arising in the Indian Securities Market.

    Pursuant to above-mentioned circulars, the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal https://scores.sebi.gov.in/ in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the SMART ODR Portal.

By order of the Board of Directors
Lux Industries Limited

Sd/-
Smita Mishra
Company Secretary & Compliance Officer
M. No.: ACS 26489

Registered Office:
39, Kali Krishna Tagore Street
Kolkata-700007
Place: Kolkata
Date: August 14, 2026

Explanatory Statement to the Notice of 31st AGM

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ("the Act") read with the rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standards -2 on General Meetings (SS-2) sets out all material facts relating to the business mentioned under Item Nos. 5 to 7 of the accompanying Notice:

Item 5: Re-appointment of Mr. Sadhu Ram Bansal (DIN: 06471984) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mr. Sadhu Ram Bansal (DIN: 06471984) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mr. Sadhu Ram Bansal is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mr. Bansal, requisite consent, intimation and a declaration in connection with his appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing his candidature for the office of director.

Considering the rich experience and the contributions made by Mr. Bansal during his tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026, re-appointed Mr. Sadhu Ram Bansal as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mr. Bansal and other details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mr. Bansal is a distinguished banking and finance professional with over 34 years of rich experience in Banking in various capacities. He has served as Chairman & Managing Director of Corporation Bank, Executive Director of Punjab National Bank, Field General Manager at Bank of Baroda, and Chief General Manager (on deputation) at India Infrastructure Finance Company Limited. He is a result oriented professional with expertise in credit and project appraisal across all segments. Further, his expertise in finance, board leadership, corporate governance, expansion, and strategic planning have been recognized as highly valuable for board-level responsibilities. He is presently associated with the Boards of 4 (Four) listed companies as an Independent Director and serving as Chairperson of the Audit Committee at KEI Industries Limited; Chairperson of the Audit Committee and Member of the Stakeholders' Relationship Committee at JK Lakshmi Cement Limited; and member of the Audit Committee at GMR Airports Limited.

He possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of his re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mr. Sadhu Ram Bansal, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mr. Sadhu Ram Bansal as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 5 for approval of Members.

Item 6: Re-appointment of Mrs. Shashi Sharma (DIN: 02904948) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mrs. Shashi Sharma (DIN: 02904948) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mrs. Shashi Sharma is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mrs. Shashi Sharma, requisite consent, intimation and a declaration in connection with her appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing her candidature for the office of director.

Considering the rich experience and the contributions made by Mrs. Sharma during her tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026 re-appointed Mrs. Shashi Sharma as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mrs. Sharma and other details as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mrs. Sharma is a Chartered Accountant and Commerce graduate from Shri Ram College of Commerce, Delhi University. She is a Certified Treasury Manager and an alumna of London Business School, with extensive leadership experience, including serving as Managing Director of Tourism Finance Corporation of India Limited and Chief Treasury & Investment Officer and Executive Director at IFCI Limited. She brings strong expertise in resource mobilization from debt markets and strategic liaison with banks, regulatory bodies, and multilateral organizations. She has also served as Director at Stock Holding Corporation of India Limited and as a member of SEBI's Corporate Bond Securitization Advisory Committee. She is presently serving as an Independent Director on the Board of Magadh Sugar & Energy Limited (a group of KK Birla) and Sona Biscuits Limited and serving as a member of the Audit Committee at Magadh Sugar & Energy Limited.

She possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of her re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mrs. Shashi Sharma, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 6 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mrs. Shashi Sharma as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 6 for approval of Members.

Item 7: Re-appointment of Mr. Kumud Chandra Paricha Patnaik (DIN: 09696281) as an Independent Director of the Company for the second term of 5 (five) consecutive years

Mr. Kumud Chandra Paricha Patnaik (DIN:09696281) was appointed as an Independent Director of the Company, in terms of Section 149 and other applicable provisions of the Act, and rules made thereunder, for a period of three years with effect from April 1, 2024 to March 31, 2027, and the said appointment was approved by the shareholders via Postal Ballot conducted by the Company, the results of which were published on June 24, 2024.

Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a Special Resolution by the shareholders. In terms of Section 149 read with Section 152 and Schedule IV of the Act, Mr. Kumud Chandra Paricha Patnaik is eligible for reappointment for the second term as an Independent Director of the Company. The Company has received from Mr. Kumud Chandra Paricha Patnaik, requisite consent, intimation and a declaration in connection with his appointment as an Independent Director. The Company has, in terms of Section 160(1) of the Companies Act, 2013, received in writing a notice from a member, proposing his candidature for the office of director.

Considering the rich experience and the contributions made by Mr. Patnaik during his tenure, the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, at their respective meetings held on August 14, 2026, re-appointed Mr. Kumud Chandra Paricha Patnaik as an Independent Director for a second term of 5 (five) consecutive years with effect from April 1, 2027 to March 31, 2032, subject to approval of the Members at the ensuing AGM. The brief profile of Mr. Kumud Chandra Paricha Patnaik and other details as required under Regulation 36(3) of the

SEBI Listing Regulations and Secretarial Standard -2 on General Meetings (SS-2) is annexed to this Notice.

Mr. Patnaik is a retired Senior Indian Revenue Service officer with over 33 years of distinguished service. During his tenure, he served as Director General of Income Tax Investigation. He holds an M.A. in English Literature (Gold Medalist) from Berhampur University and has studied Law. He possesses extensive expertise in direct tax litigation, international taxation, company law, the Prevention of Money Laundering Act (PMLA), the Insolvency and Bankruptcy Code (IBC), and regulatory advisory matters. He currently practices as an Advocate and Corporate Advisor at Singhania & Co. LLP and serves as a Non-Executive and Independent Director on the Board of Abans Group and is serving as a Chairperson of the Audit Committee in Abans Financial Services Limited. In addition, he is a respected speaker and accomplished writer, with his poetry published in both English and Odia.

He possesses the skills, experience, and capabilities required for the role of an Independent Director of the Company. The terms and conditions of his re-appointment as an independent director shall be open for inspection at the registered office of the Company by any member during normal business hours.

Except Mr. Kumud Chandra Paricha Patnaik, none of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in Item No. 7 of this Notice.

The Board, based on the recommendation of the Nomination & Remuneration Committee, considers the re-appointment of Mr. Kumud Chandra Paricha Patnaik as an Independent Director in the interest of the Company and recommends the Special Resolution as set out at Item No. 7 for approval of Members.

Annexure to the Notice of AGM dated August 14, 2026

Details of the Directors seeking appointment /re-appointment at the ensuing AGM

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings].

Name of the Director	Mr. Rahul Kumar Todi	Mr. Saket Todi
DIN	00054279	02821380
Date of Birth & Age	February 3, 1982 (44 years)	September 28, 1989 (36 years)
Designation and Category of Director	Executive Director & Whole time Director	Executive Director & Whole time Director
Date of first appointment	May 25, 2021	May 25, 2021
Qualification	Post-graduation in Business Management from GRD College, Coimbatore, Tamil Nadu.	Post-graduation in Brand Management from Mudra Institute of Communications (MICA).
Brief resume and expertise in functional area	Mr. Rahul Kumar Todi has 20+ years of rich experience in hosiery line of business. Mr. Rahul Kumar Todi's dynamic leadership steers Vertical C, housing distinguished brands such as Lux Classic, Lux Champion, GenX, and Lux Amore to name a few, with steadfast guidance driving innovation, and sustained market presence. He looks after the production function of the Tiruppur unit along with handling a wide range of responsibilities across businesses and his leadership tenure is enriched by the extensive experience gained in overseeing several functions including finance, personnel, operations, among many others.	Mr. Saket Todi has extensive expertise in marketing and has significantly contributed towards strengthening the premium brands in the retail channel - the 'ONN' brand and its export market. Mr. Saket Todi's visionary leadership steers Vertical A, housing eminent brands like Lux Cozi, ONN, Lux Parker, Pynk, and Lux Cozi Heatek to name a few, with focused leadership driving innovation and sustained growth momentum. He has been associated with the Company since 2014. His in-depth knowledge of marketing has helped the company to achieve greater success and increase profitability. He expanded the brand presence in 24+ countries by focusing on quality and thereby created a loyal customer base.
Terms of Appointment	As per the resolution at Item no. 3 of this Notice. Rahul Kumar Todi's office as director shall be subject to retirement by rotation.	As per the resolution at Item no. 4 of this Notice. Mr. Saket Todi's office as director shall be subject to retirement by rotation.
No. of equity shares held in the Company as on 31st March 2026	4,60,653	7,94,876
Directorship in other Companies as on 31st March 2026	NIL	▪ Biswanath Real Estate Private Limited ▪ Chitragupta Sales & Service Private Limited ▪ Rotex Intertrade Private Limited ▪ P.G. Infometic Private Limited ▪ Ashla Brands Private Limited ▪ Ashla Industries Private Limited

Name of the Director	Mr. Rahul Kumar Todi	Mr. Saket Todi
Listed Entities from which he has resigned as Director in past 3 years	NIL	NIL
Chairmanship / Membership of Committee in other Indian Public Limited Companies as on 31.03.2026 # (C= Chairman) (M= Member)	NIL	NIL
Membership/Chairmanship in the Committee of the Board of directors of the Company #	NIL	NIL
Relationship with other Directors	Nephew of Mr. Ashok Kumar Todi and Mr. Pradip Kumar Todi and Younger brother of Mr. Navin Kumar Todi and Cousin of Mr. Saket Todi and Udit Todi.	Son of Mr. Ashok Kumar Todi, Nephew of Mr. Pradip Kumar Todi and Cousin of Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi and Mr. Udit Todi.
Number of Board meetings attended during the financial year 2025-26	4/5	5/5
Remuneration paid during the year 2025-26	₹1.80 Crores	₹1.80 Crores
Remuneration sought to be paid	₹1.80 Crores	₹1.80 Crores
Information as required under circular No. LIST/ COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by BSE and NSE, respectively.	Mr. Rahul Kumar Todi is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.	Mr. Saket Todi is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Chairmanship / Membership of Committee positions of only Audit Committee and Stakeholders Relationship Committee have been considered.

Annexure to the Notice of AGM dated August 14, 2026

Details of the Directors seeking appointment /re-appointment at the ensuing AGM

[Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 on General Meetings].

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
DIN	06471984	02904948	09696281
Date of Birth & Age	January 03, 1956 (70 years)	August 01, 1960 (66 years)	March 07, 1961 (65 years)
Designation and Category of Director	Independent Director – Non-executive Director	Independent Director – Non-executive Director	Independent Director – Non-executive Director
Date of first appointment	April 01, 2024	April 01, 2024	April 01, 2024
Qualification	Post Graduate in English, Certified Associate of Indian Institute of Bankers (CAIIB) and Associate of Indian Institute of Banking & Finance (AIIBF)	Chartered Accountant (CA), Commerce graduate	LLB , M.A. in English Literature
Brief resume and expertise in functional area	Mr. Sadhu Ram Bansal is a Banking and Finance Professional and a competent administrator with over 34 years of extensive experience in Banking in various capacities. Mr. Bansal was the Chairman & Managing Director of Corporation Bank and Executive Director of Punjab National Bank. He held the position as the Field General Manager and other posts in Bank of Baroda and was Chief General Manager (on deputation) of India Infrastructure Finance Company Ltd. Mr. Bansal is a result oriented professional with expertise in credit and project appraisal across all segments. He is also a regular Speaker at various seminars and conferences organized by Industry Chambers like FICCI and CII, Management Institutes like IIM-A and International conferences in Singapore and Dubai.	Mrs. Shashi Sharma is a Chartered Accountant with a graduate degree in Commerce from Shri Ram College of Commerce, Delhi University. She is a Certified Treasury Manager and a distinguished alumna of the London Business School. Major milestones in her career include serving as Managing Director of Tourism Finance Corporation of India Ltd. as well as Chief Treasury and Investment Officer and Executive Director at IFCI Limited. Mrs. Sharma's diverse expertise includes resource mobilization from debt markets and strategic liaison with banks, regulatory bodies, and multilateral organizations. She has also held leadership roles as a director in Stock Holding Corporation of India Limited and served on SEBI's Corporate Bond Securitization Advisory Committee. Currently, she serves as an Independent Director on the Board of Sona Biscuits Limited and Magadh Sugar & Energy Limited (a group of KK Birla).	Mr. Kumud Chandra Paricha Patnaik is a distinguished retired Senior Indian Revenue Service Officer with a career spanning over 33 years. A Gold Medalist with a Master's degree in English Literature from Berhampur University and a practicing advocate, he began his professional journey as a lecturer in English before joining IRS and served as the Director General of Income Tax Investigation. Mr. Patnaik's expertise includes areas such as Direct Tax Dispute Resolution, Corporate Advisory, and International Taxation, while also leading significant investigations and managing a large workforce with exceptional skills. He serves as a Corporate Advisor at Singhania & Co LLP and as Non-Executive & Independent Director on the Board of Abans Group. Beyond his professional achievements, Mr. Patnaik is a respected speaker and writer, with poetry published in English as well as Odia.

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
	Mr. Bansal brings extensive experience across multiple industries, including manufacturing, education, infrastructure, and services. His expertise in finance, board leadership, corporate governance, expansion, and strategic planning has been recognized as highly valuable for board-level responsibilities. His presence in the Board reflects his strong alignment with the organization's vision, ensuring effective leadership and strategic growth.		
Terms of Appointment	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.	Appointment for a second term of 5 (Five) consecutive years commencing from April 1, 2027 to March 31, 2032.
No. of equity shares held in the Company as on 31st March 2026	Nil	Nil	Nil
Directorship in other Companies as on 31st March 2026	▪ KEI Industries Limited ▪ JK Lakshmi Cement Limited ▪ GMR Airports Limited	▪ Magadh Sugar & Energy Limited ▪ Sona Biscuits Limited	▪ Abans Securities Private Limited ▪ Abans Broking Services Private Limited ▪ Abans Finance Private Limited ▪ Abans Financial Services Limited ▪ Abans Commodities (I) Private Limited
Listed Entities from which he/she has resigned as Director in past 3 years	1. Hindustan Insulator and Industries Limited 2. Udaipur Cement Works Limited	NIL	NIL
Chairmanship / Membership of Committee in other Indian Public Limited Companies as on 31.03.2026 # (C= Chairman) (M= Member)	▪ Chairperson of Audit Committee in KEI Industries Limited ▪ Chairperson of Audit Committee and Member of Stakeholders Relationship Committee in JK Lakshmi Cement Limited ▪ Member of Audit Committee in GMR Airports Limited	▪ Member of Audit Committee in Magadh Sugar and Energy Limited ▪ Member of Audit Committee in Sona Biscuits Limited	▪ Chairperson of Audit Committee in Abans Financial Services Limited

Name of the Director	Mr. Sadhu Ram Bansal	Mrs. Shashi Sharma	Mr. Kumud Chandra Paricha Patnaik
Membership/ Chairmanship in the Committee of the Board of directors of the Company #	Member of Audit Committee of Lux Industries Limited	Member of Stakeholders Relationship Committee of Lux Industries Limited	Member of Audit Committee and Stakeholders Relationship Committee of Lux Industries Limited
Relationship with other Directors	Nil	Nil	Nil
Number of Board meetings attended during the financial year 2025-26	5/5	5/5	5/5
Remuneration paid during the year 2025-26	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors
Remuneration sought to be paid	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors	Sitting Fees as approved by the Nomination and Remuneration Committee and Board of Directors
Information as required under circular No. LIST/ COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by BSE and NSE, respectively.	Mr. Sadhu Ram Bansal is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.	Mrs. Shashi Sharma is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority	Mr. Kumud Chandra Paricha Patnaik is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Chairmanship / Membership of Committee positions of only Audit Committee and Stakeholders Relationship Committee have been considered.

Notes

A TRISYS PRODUCT
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