



30th Annual Report FY2024-25

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www.newlightapparels.com



MESSAGE FROM MANAGING DIRECTOR

Dear Shareholders,

I, Himanshi Sharma, Managing Director of New Light Industries Limited (Formerly known as New Light Apparels Limited) bearing CIN: L27501DL1995PLC064005 and having the Registered Office at GC-29, Basement, Shivaji Enclave, Raja Garden, New Delhi, India -110027 takes great pride and pleasure to present to you the Annual Report for the financial year 2024–2025. This year has been full of challenges and achievements, marked by our continued commitment to operational excellence, innovation, and sustainable growth in the apparels and textile sector.

The global and domestic textile industry has witnessed volatility due to macroeconomic pressures, shifting consumer preferences, and rising input and logistics costs. Yet, the company has remained resilient, leveraging its core strengths in quality manufacturing, process efficiency, and a dedicated workforce. Our focus on value-added products, strategic capacity utilization, and prudent financial management enabled us to maintain a stable performance.

We continue to invest in technology upgrades, automation, and ESG initiatives to improve productivity, reduce our environmental footprint, and build a stronger, future-ready organization. Our customer-first approach, combined with strict quality controls, ensures that we remain a trusted supplier in both domestic and international markets.

Looking ahead, we are optimistic. Government initiatives in manufacturing, exports, and the 'Make in India' vision are expected to drive demand and open new opportunities in the textile and apparel space. We are strategically positioned to capitalize on these developments through capacity expansion, product innovation, and deeper market penetration.

I take this opportunity to thank our employees, customers, partners, and shareholders for their unwavering trust and support. Together, we will continue to weave a path of progress, guided by integrity, innovation, and a commitment to excellence.

Sincerely,
Himanshi Sharma
Managing Director
New Light Industries Limited
(Formerly known as New Light Apparels Limited)



OUR BUSINESS

BUSINESS OVERVIEW

Our Company was originally incorporated as 'New Light Apparels Limited' a Public limited company vide a certificate of incorporation dated 3rd January, 1995 issued by the Registrar of Companies, NCT of Delhi and Haryana, as provisions of the Companies Act, 1956. Subsequently, the name of the Company was changed from "New Light Apparels Limited" to "New Light Industries Limited" pursuant to passing of a Special Resolution by the shareholders of the company dated 02nd August, 2025 through Postal Ballot Process by remote e-voting vide notice dated 03rd July, 2025 and a fresh Certificate of Incorporation pursuant to change of name of the Company was issued by Ministry of Corporate Affairs dated 19th August, 2025.

The Corporate Identification Number of our company is L27501DL1995PLC064005. Our Company is promoted by Mr. Sandeep Makkad & Mr. Gurcharan Lal Makkad.

New Light Industries Limited (formerly known as New Light Apparels Limited) is an ISO 9007:2015 certified, a BSE Listed company specialized in manufacturing garments, tailored apparel and uniforms. With an efficient production process, we deliver high-quality school uniforms, sportswear, and corporate uniform to clients worldwide, meeting industry benchmarks for excellence.

- Manufacturer and exporter of Garments, Tailored apparel/uniforms
- Diverse product portfolio
- Cost efficient and punctual Services

Our story began with a vision to pioneer trendy apparel manufacturing. Over the decades, we have evolved into a leading exporter and supplier of a diverse range for men, women, and children garments - from woolen sweaters and gloves to socks and industrial safety gears. We have diverse product range. Keeping pace with the latest fashion pulse, our designs embrace contemporary styles, vibrant colors, and soft, skin-friendly textures that offer a comfortable fit.

NEW PATHS & NEWER ASPIRATION

As we reflect on the successes and learnings of the past year, it is with great enthusiasm that we share our vision for the future—one rooted in diversification, innovation, and adaptability. While our legacy in the textile and apparel industry remains the bedrock of our operations, we recognize that sustainable growth requires bold thinking and forward movement.

The evolving economic landscape, driven by rapid technological advancement, shifting consumer behaviors, and increased emphasis on sustainability, calls for businesses to not only adapt—but to lead. In response, we are charting new paths with newer aspirations that align with the future of industry and society.

With this vision in mind, we have broadened our horizons through the inclusion of new business objects that reflect our intent to enter high-potential sectors:

Consumer Electronics & Appliances: We aim to tap into the growing demand for smart, efficient, and modern electrical and electronic products. Our focus will be on quality, utility, and accessibility, serving both domestic and global markets.

Electric Vehicles (EVs) & Infrastructure: In line with global transitions to clean energy and sustainable transportation, we plan to explore the electric vehicle ecosystem—manufacturing EVs, components, and setting up support infrastructure like charging stations and service centers.

Expanded Textile & Apparel Value Chain: We continue to deepen our core competencies in textiles by integrating advanced processes, broader product categories, and fashion-forward innovations that cater to a global audience.

Digital, E-commerce & Omnichannel Ventures: With retail and consumer behavior increasingly shifting to digital platforms, we are gearing up to embrace online, quick commerce, and omnichannel strategies—making our products more accessible, responsive, and customer-centric.

These new areas are not a departure from who we are—but a natural extension of our values: quality, trust, and customer satisfaction. Our intent is to build a diversified, agile, and future-ready organization that creates long-term value for all stakeholders.

We believe these steps will not only strengthen our competitive edge but also contribute to national priorities such as Make in India, green energy adoption, and digital transformation.

We invite you—our valued shareholders, partners, and employees—to join us on this exciting journey. With your continued trust and support, we are confident in our ability to seize new opportunities, overcome challenges, and shape a brighter, more dynamic future. Together, let's walk these new paths with newer aspirations.

Corporate information

Board of Directors

Himanshi Sharma
Managing Director and
Chief Financial Officer
DIN: 11129724

Suraj Parkash Goel
Executive Director
DIN: 10700506

Sandeep Makkad
Non-Executive Director
DIN: 01112423

Anuj Tyagi
Non-Executive Independent Director
DIN: 08261420

Aditya Jain
Non-Executive Independent Director
DIN: 07936790

Dolly Jain
Non-Executive Women Director
DIN: 08161861

Company secretary

CS Navneet Kumar

Bankers

Kotak Mahindra Bank Limited

Statutory auditor

M/s NGMKS & Associates
Chartered Accountant
D65, Flatted Factory Complex,
Jhandewalan, New Delhi-110055.

Secretarial auditor

M/s Shashank Kumar & Associates,
Practising Company Secretaries
SF 211, Sumangalan Building, Raj Nagar, Ghaziabad –
201001.

Internal Auditors

M/s. Sahil Gambhir & Associates
Chartered Accountants)
RZ R-53, Chanakya Place-II, Janakpuri, New
Delhi – 110059

Registrar and Share Transfer Agent (RTA)

Beetal Financial & Computer Services Pvt. Ltd
Beetal House,3rd Floor,99,Madangir, Behind Local Shopping
Complex, Near Dada Harsukhdas Mandir,New Delhi-110062

Listed on Stock Exchange

BSE Limited
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Registered Office

GC 29, Basement, Shivaji Enclave, Raja Garden, New Delhi-
110027

COMPOSITION OF COMMITTEES

Audit Committee

Mr. Anuj Tyagi
Mr. Aditya Jain
Ms. Dolly Saini

Nomination and Remuneration Committee

Mr. Anuj Tyagi
Mr. Aditya Jain
Ms. Dolly Saini

Stakeholders Relationship Committee

Mr. Aditya Jain
Mr. Anuj Tyagi
Ms. Dolly Saini

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NOTICE OF THE 30TH ANNUAL GENERAL MEETING

Notice is hereby given that 30th Annual General Meeting of the members of New Light Industries Limited (formerly known as New Light Apparels Limited) will be held on **Tuesday, 30th September, 2025 at 1:00 P.M.** (IST) through Video Conferencing ("VC") / other audio-visual means ("OAVM") to transact the following business: -

ORDINARY BUSINESS:

Item No. 1 - Adoption of Financial Statements.

To Receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March 2025 together with the Report of Statutory Auditors and Board of Directors' thereon.

Item No. 2 - Appointment of Mr. Suraj Parkash Goel (DIN: 10700506), as a Director, liable to retire by rotation.

To appoint a director in place of Mr. Suraj Parkash Goel (DIN: 10700506), who retires by rotation and being eligible, offers himself for re-appointment.

By order of the Board of Directors
For New Light Industries Limited
(Formerly known as New Light Apparels Limited)

Date: 04th September, 2025
Place: New Delhi

Sd/-
Himanshi Sharma
Managing Director
DIN: 11129724

NOTES

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold Annual General Meeting ("AGM") through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. **SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ('NSDL') for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.newlightapparels.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
9. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
11. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
12. Further, SEBI Circular No. SEBI/HO/ MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, a special window for a period of six months from July 07, 2025 to January 06, 2026 has been made available only for re-lodgment of transfer deeds, which were lodged prior to the deadline of April 01, 2019 and rejected/returned/not attended due to deficiency in the documents/process/or otherwise. All shares re-lodged during this period will be processed through the transfer-cum-demat route, i.e. they will only be issued in dematerialized (demat) form after transfer.
13. Members are requested to 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 holdings should be obtained from the concerned Depository Participant and holdings should be verified.
14. Members holding shares in single name in physical form are advised to make nomination in respect of their shareholding in the Company and for cancellation and variation of nomination in Form SH-13 and SH-14, respectively, the same forms can be obtained from the Registrar and Transfer Agent of the Company.
15. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio.
16. Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
17. Members may address all the correspondences relating to change of address, share transfer, transmission, nomination etc. to the RTA at the below mentioned addresses:

Beetal Financial & Computer Services (P) Ltd.
 Unit: Credent Global Finance Limited
 Beetal House, 3rd Floor, 99 Madangir, Behind LSC, Near Dada Harsukhdas Mandir, New Delhi-110062
 Email: beetal@beetalfinancial.com
 Tel: 011-29961281-83

18. Updation of Permanent Account Number (PAN)/ Bank Account Details of Members:

The Securities and Exchange Board of India (SEBI) vide its circular no. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated registration of PAN and Bank Account Details for all security holders. Members holding Shares in physical form are therefore requested to submit their PAN and Bank Account details to Share Transfer Agent of the Company along with self-attested copy of PAN and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of Bank passbook/statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

19. Updation of Member's Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company / Share Registrars and Transfer Agents to record additional details of members, including their PAN details, email address, bank details for payment of dividend etc. A form for compiling the additional details is appended in this Notice.

Members holding shares in physical form are requested to submit the filled in form to the Company or its Share Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

20. The Board of Directors of the Company has appointed **Mr. Sumit Bajaj, Proprietor of M/s Sumit Bajaj & Associates** (Practicing Company Secretaries) as Scrutinizer to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
21. The Register of Members and Share Transfer Books will remain closed from **24th September, 2025 to 30th September, 2025 (both days inclusive)** for the purpose of Annual General Meeting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on **27th September, 2025 at 9:00 A.M.** and ends on **29th September, 2025 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (**cut-off date**) i.e. **23rd September, 2025** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:




Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of 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 in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the

	<p>screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) 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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- 7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 - 8. Now, you will have to click on “Login” button.
 - 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

- 1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
- 2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
- 3. Now you are ready for e-Voting as the Voting page opens.
- 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
- 5. Upon confirmation, the message “Vote cast successfully” will be displayed.
- 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssumitbajaj@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
- 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.com / pallaviid@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to newlight.apparels@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to newlight.apparels@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at newlight.apparels@gmail.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at newlight.apparels@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at newlight.apparels@gmail.com. These queries will be replied to by the Company suitably by email.

By order of the Board of Directors
For New Light Industries Limited
(Formerly known as New Light Apparels Limited)

Date: 04th September, 2025
Place: New Delhi

Sd/-
Himanshi Sharma
Managing Director
DIN: 11129724

ANNEXURE TO THE NOTICE

Annexure A

The 'Details of Directors Seeking Appointment/Re-appointment' as required pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to are given hereunder:

Name of Director	Suraj Parkash Goel
DIN	10700506
Date of Birth	24/01/1987
Age	Approx. 38 Years
Nationality	Indian
Date of First Appointment on the Board	28 October, 2024
Qualifications	Bachelor's Degree
Brief Resume/ Experience (including nature of expertise in specific functional areas)	<p>Mr. Suraj Prakash Goel is graduate and has More than 10years Professional experience. He also has vocational experience as a dynamic and accomplished business leader with diverse entrepreneurial skills and expertise, including:</p> <ul style="list-style-type: none"> • Exceptional sales and business development expertise with a proven track record in driving growth and expanding market presence. • Excellent acumen for business management with strategic thinking and operational efficiency. • Skilled negotiator, adept at forging beneficial partnerships and closing high-stakes deals. • Extensive experience in trading, showcasing a keen understanding of market trends and commodity dynamics. • Proficient in managing consumer-facing businesses, with a strong focus on customer satisfaction and brand building. • Versatile professional with knowledge spanning diverse fields, enabling a holistic approach to business challenges.
Terms and conditions of appointment or re-appointment	On the terms and conditions as the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) may deem fit, alter and vary the for the said appointment.
Details of remuneration sought to be paid.	Rs. 2,64,000 p.a. (Two Lakhs Sixty-Four Thousand Only).
Details of remuneration last drawn (including sitting fees, if any)	Rs. 22,000 per month (Twenty-Two thousand only).

Companies in which the appointee is a Managing Director, Chief Executive Officer, Whole-time Director, Secretary, Chief Financial Officer, Manager	NIL
Attendance at Board, Committee & General Meetings held from the date of his appointment and Postal ballot Notice:	
<i>Board Meetings</i>	8
<i>Board Committee Meetings</i>	0
<i>General Meeting</i>	0
Number of Shares held in Company	NIL
Directorship held in other Companies	NIL
Chairman/Member of Committees of Board of Director of other Listed Companies	NIL
Disclosure of relationships between Directors/KMP inter-se	Not related to any of the Directors/ KMPs of the Company.
Listed entities from which resigned in the past Three years	-

By order of the Board of Directors
For New Light Industries Limited
 (Formerly known as New Light Apparels Limited)

Date: 04th September, 2025
Place: New Delhi

Sd/-
 Himanshi Sharma
 Managing Director
 DIN: 11129724

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 30th Annual Report on the business and operations of the company together with the Audited Financial Statements for the year ended March 31, 2025.

1. FINANCIAL PERFORMANCE OF THE COMPANY:

The financial performance of the Company for the financial year ended March 31, 2025 along with previous years' figures is summarized below:

Particulars	Amount (in Lakhs)	
	March 31, 2025	March 31, 2024
Revenue from Operations	1,724.57	1,205.27
Other income	-	12.17
Total Income	1,724.57	1,217.44
Total Expenses	1,618.82	1,177.53
Gross Profit / (Loss) before depreciation and Exceptional Items	105.75	39.91
Depreciation and amortization expenses	4.47	3.18
Exceptional Items- (Expenses)/ Income	-	-
Profit / (Loss) before tax	101.28	36.73
Income Tax Expense:	(12.71)	0.09
Net Profit/(Loss) for the year	113.99	36.64

2. STATE OF THE COMPANY'S AFFAIRS:

During the year, your Company achieved a revenue from operations of Rs. 1,724.57 Lakhs and a net profit after tax of Rs. 113.99 Lakhs for the current Financial Year i.e. 2024-25 as compared to revenue from operations of Rs. 1,205.27 Lakhs and a net profit after tax of Rs. 36.64 Lakhs in the previous Financial Year, i.e. 2023-24. These financial results are presented in the Statement of Profit & Loss and are self-explanatory. For a deeper understanding of our business performance, please refer to the Management Discussion & Analysis Report included in the Annual Report. Your directors are hopeful of generating more revenues and focusing further growth in coming years.

3. DIVIDEND:

With a view to conserve and save the resources for future prospects of the Company, the Directors have not declared any dividend for the financial year 2024-25.

4. TRANSFER TO RESERVES:

The Board of Directors have decided to retain the entire amount of profit in the profit and loss account. Accordingly, the Company has not transferred any amount to the 'Reserves' for the year ended March 31, 2025.

5. SHARE CAPITAL:

a. Authorised Share Capital

The Authorised share capital of the Company is Rs. 30,00,00,000/- (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each as on 31st March, 2025.

Changes during the F.Y. 2024-2025:

During the year 2024-2025, the Company has increased its Authorized Share Capital Rs. 3,50,00,000 (Rupees Three Crore Fifty Lakh only) divided into 35,00,000/- (Thirty-Five Lakhs) Equity shares of Rs.10/- (Rupees Ten only) each to **Rs 10,50,00,000/- (Rupees Ten Crores and Fifty Lakhs Only)** divided into 1,05,00,000 (One Crore Five Lakhs) Equity Shares of Face Value of Rs 10/- (Rupee Ten Only) each by way of passing an Ordinary Resolution by the members of the company at the Extra-Ordinary General Meeting ('EGM') held on 5th March, 2024.

Subsequently, at the 29th Annual General Meeting (AGM) of the Company held on Monday, 23rd September, 2024 there was a further increase in the Authorized Share Capital of the company from Rs. 10,50,00,000/- (Rupees Ten Crore Fifty Lakh) divided into 1,05,00,000 (One Crore Five Lakh Only) Equity Shares of Rs. 10/- (Rupee Ten Only) each to **Rs. 30,00,00,000/- (Rupees Thirty Crore Only)** divided into 30,00,00,000 (Thirty Crore) Equity Shares of Rs. 1/- (Rupee One Only) each, by way of passing an Ordinary Resolution by the members of the company.

At the same AGM, the members of the company approved **sub-division/stock-split of equity shares** of the company from the face value of Rs. 10/- (Rupee Ten Only) per share to face value of Re. 01/- (Rupee One Only) per share, by way of passing an Ordinary Resolution.

b. Issued, Subscribed & Paid-Up Capital

The Paid-Up Capital of the Company is Rs. 8,76,00,150/- (Rupees Eight Crores Seventy-Six Lakhs One Hundred Fifty Only) divided into 8,76,00,150 (Eight Crores Seventy-Six Lakhs One Hundred Fifty) Equity Shares of Face Value of Re. 1/- (Rupee One Only) each as on 31st March, 2025.

Changes during the F.Y. 2024-2025:

At the beginning of Financial Year 2024-25, i.e. on 31st March 2024 the paid-up capital of the company stood at Rs. 2,19,62,300/- (Rupees Two Crore Nineteen Lakh Sixty-Two Thousand Three Hundred Only) divided into 21,96,230 (Twenty-One Lakh Ninety-Six Thousand Two Hundred Thirty) equity shares of face value Rs. 10/- each.

During the year, the Paid-up Capital of the Company is increased to Rs. Rs. 8,76,00,150/- divided into 8,76,00,150 Equity Shares of Face Value of Re. 1/- in the following manner:

- **Preferential Offer:** Issue and allotment of 51,87,285 (Fifty-One Lakh Eighty-Seven Thousand Two Hundred and Eighty-Five) equity shares of face value of Rs. 10/- (Rupees Ten) each on Preferential Basis at a price of Rs. 17/- each (Rupees Seventeen) (including Rs. 7/- premium) as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board

of Directors was 5th April, 2024 and the date of listing and trading on BSE Limited was 2nd August, 2024.

- **Conversion of Loan into Equity:** Issue and allotment of 4,38,500 (Four Lakh Thirty-Eight Thousand and Five Hundred) equity shares of face value of Rs. 10/- (Rupees Ten) each at a price of Rs. 17/- each (Rupees Seventeen) (including Rs. 7/- premium) by way of conversion of outstanding loan of amount of Rs. 74,54,500/- (Rupees Seventy-Four Lakhs Fifty-Four Thousand and Five Hundred Only) to Equity Shares of the company as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board of Directors was 5th April, 2024 and the date of listing and trading on BSE Limited was 2nd August, 2024.
- **Stock Split:** The members at the 29th Annual General Meeting (AGM) of the Company held on Monday, 23rd September, 2024 approved sub-division/stock-split of equity shares of the company from the face value of Rs. 10/- (Rupee Ten Only) per share to face value of Re. 01/- (Rupee One Only) per share, by way of passing an Ordinary Resolution. The Board of Directors fixed the Record Date for the purpose of Sub-Division of the Equity Shares as 10th October, 2024. Subsequently, BSE Limited issued New ISIN for the Sub-Divided Equity Shares of the company as INE835U01027 on and from the Ex-Date i.e. 10-10-2024.
- **Conversion of warrants into Equity:** Allotment of 93,80,000 equity shares by way of conversion of 93,80,000 warrants into 93,80,000 equity shares of face value of Re. 1/- each in pursuance of 1 warrant converted into 1 equity shares of Re. 1.7/- each fully paid fully paid up comprising the premium of Re. 0.7/- Per Share as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board of Directors was 22nd October, 2024 and the date of listing and trading on BSE Limited was 16th December, 2024.

Therefore, the Paid-up Capital of the Company currently stands at Rs. 8,76,00,150/- divided into 8,76,00,150 Equity Shares of Face Value of Re. 1/- each.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL

a) Board of Directors

During the reporting period, the Board of the Directors is duly constituted. Following are the details of Directors of the Company as on 31st March, 2025:

Sr. No.	Name of Directors	Designation	DIN	Date of Appointment
1.	Sandeep Makkad	Managing Director	01112423	10/08/2016
2.	Suraj Parkash Goel	Non- Executive Director	10700506	28/10/2024
3	Anuj Tyagi	Non-Executive Independent Director	08261420	01/02/2024
4.	Aditya Jain	Non-Executive Independent Director	07936790	01/02/2024
5.	Dolly Jain	Non-Executive Women Director	08161861	01/02/2024

b) Key Managerial Personnels (KMP)

Following are the details of Key Managerial Personnel (KMP) of the Company as on 31st March, 2025:

Sr. No.	Name of KMP	Designation	Date of Appointment
1.	Sandeep Makkad	Chief Financial Officer	11/09/2020
2.	Kavita Bisht	Company Secretary	29/11/2024

Changes in the Management of the company during the F.Y. 2024 - 2025:

- Mr. Suraj Parkash Goel (DIN: 10700506), has been appointed as a Non-Executive Director on the Board of the Company w.e.f. 28th October, 2024.
- Ms. Kavita Bisht (ICSI Membership No. A72041) has been appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 29th November, 2024 upon the resignation of Mr. Suneel Sahu (ICSI Membership No. A54321) the former company secretary of the company w.e.f. 16th November, 2024.

NOTE: Changes in the Management of the company after 31st March 2025-

- Appointment of Mr. Gurcharan Lal Makkad (DIN: 01689768), has been appointed as an Executive Director on the Board of the Company w.e.f. 10th April, 2025.
- Appointment of Mr. Navneet Kumar (ICSI Membership No. A76321) as a Company Secretary and Compliance Officer of the Company w.e.f. 01st May, 2025 upon the resignation of Ms. Kavita Bisht (ICSI Membership No. A72041) the former Company Secretary of the company w.e.f. 01st May, 2025.
- Appointment of Ms. Himanshi Sharma (DIN: 11129724) as an 'Additional Director' in the Category of Executive Director on the Board of Directors of the Company w.e.f. 30th May, 2025 later re-designated as the Managing Director of the Company w.e.f. 11th June, 2025.
- Change in designation and Step Down of Mr. Sandeep Makkad (DIN: 10700506) from the position of "Managing Director" to "Non-Executive Director" of the company w.e.f. 11th June, 2025.
- Cessation of Mr. Sandeep Makkad from the position of Chief Financial Officer (CFO) of the Company w.e.f. 11th June, 2025 and appointment of Mrs. Himanshi Sharma as Chief Financial Officer (CFO) of the company w.e.f. 11th June, 2025.
- Change in designation of Mr. Suraj Prakash Goel (DIN: 10700506) from the category of 'Non-Executive' to 'Executive' Director of the Company w.e.f. 11th June, 2025.
- Resignation of Mr. Gurcharan Lal Makkad (DIN: 01689768) from the position of Director of the Company w.e.f. 11th June, 2025.

c) Retirement by Rotation:

Mr. Suraj Prakash Goel (DIN: 10700506) Executive Director of the company, who retires by rotation in accordance with the provisions of Section 152 of the Companies Act, 2013 at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The detailed profile of Mr. Suraj Prakash Goel has been included in the Notice convening the ensuing AGM.

The Company has received consent in writing to act as director in Form DIR-2 and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that they are not disqualified under section (2) of section 164 of the Companies Act, 2013. The Board considers that his association would give immense benefit to the Company and it is desirable to

avail his services as Directors. Accordingly, the Board recommends the resolution related to the appointment of above directors for the approval of shareholders of the company.

d) Number of meetings of the Board of Directors:

The Board of the company regularly meets to discuss various business opportunities. Additional Board Meetings are convened as and when required to discuss and decide on various business policies, strategies and other businesses.

During the financial year 2024-25, the Board of directors duly met 13 (Thirteen) times and in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the minutes book maintained for the purpose, details of which are given below:

1. 05th April, 2024
2. 30th May, 2024
3. 08th July, 2024
4. 13th August, 2024
5. 28th August, 2024
6. 3rd September, 2024
7. 14th October, 2024
8. 22nd October, 2024
9. 28th October, 2024
10. 13th November, 2024
11. 29th November, 2024
12. 11th February, 2025
13. 10th March, 2025

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

The details of attendance of Directors at the Board Meetings are given herein below:

Director	Category	No. of Meetings Attended during the F.Y. 2024- 2025
Sandeep Makkad	Managing Director	13
Suraj Parkash Goel (Appointed as on 28/10/2024)	Non- Executive Director	4
Anuj Tyagi	Non-Executive Independent Director	13
Aditya Jain	Non-Executive Independent Director	13
Dolly Jain	Non-Executive Women Director	13

7. CHANGE IN NATURE OF BUSINESS:

The Company has not changed its business or objects and continues to be in the same line of business as per the main objects of the Company during the period under review i.e. F.Y. 2024 - 2025.

NOTE: Change in the Main Object of the company after 31st March 2025 –

- The Object Clause of Memorandum of Association of the company has been altered vide a special resolution passed by members of the company at the 29th AGM of the company as held on 23rd September, 2025 at 12:30 p.m.*
- The Object Clause of Memorandum of Association of the company has been altered vide a special resolution passed by members of the company through postal ballot and remote e-voting concluded on 10th April, 2025 at 05:00 p.m.*
- Further, the Object Clause of Memorandum of Association of the company has been altered vide a special resolution passed by members of the company through postal ballot and remote e-voting concluded on 02nd August, 2025 at 05:00 p.m.*

8. DETAILS OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the reporting period, the company does not have any holding company or subsidiary company or joint venture.

9. SECRETARIAL STANDARD:

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively, have been duly followed by the Company.

10. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The Company does not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, no funds were required to be transferred to Investor Education and Protection Fund.

11. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All related party transactions that were entered into during the Financial Year were on an arm's length basis and were in the ordinary course of business as part of Company's philosophy of adhering to highest ethical standards, transparency and accountability.

All Related Party Transactions up to 31st March 2025 were placed before the Audit Committee and the Board for approval. Also, prior omnibus approval of the Audit Committee was obtained for Related Party Transactions for the Financial Year 2024-25. The transactions entered pursuant to the omnibus approval so granted were audited and a statement giving details of all related party transactions was placed before the Audit Committee for its review on a quarterly basis.

The particulars of contracts or arrangements with related parties as defined under Section 188 of the Companies Act, 2013 in the prescribed Form AOC-2 is annexed hereto and marked as **Annexure – I** and forms part of this Report.

In line with the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has approved a policy on related party transactions. An abridged policy on related party transactions has been placed on the Company's website at: <https://www.newlightapparels.com/>.

Further, none of the Directors / Key Managerial Personnel has any pecuniary relationships or transactions vis-à-vis the Company which may have potential conflict with the interest of the Company at large.

12. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:

Pursuant to the provisions of Section 134(3)(n) of the Companies Act, 2013, the Company has a structured Risk Management Policy duly approved by the Board of Directors. The Risk Management process is designed to safeguard the Company from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business of the Company. The potential risks are integrated with management process such that they receive the necessary consideration during the decision making. It has been dealt in greater detail in Management Discussion and Analysis Report annexed to this Report.

13. INTERNAL FINANCIAL CONTROLS:

The Company has laid proper and adequate systems of internal financial control commensurate with the size of its business and nature of its operations with regard to the following:

- (i) Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization.
- (ii) Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with generally accepted accounting principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
- (iii) Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
- (iv) The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to any differences, if any.
- (v) Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

14. AUDITORS & THEIR REPORT:

➤ Statutory Auditors

In terms of provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the Members of our Company in its 27th Annual General Meeting of the Company have approved the re-appointment of **M/s NGMKS & Associates**, Chartered Accountant, (FRN-024492N) as Statuary Auditor of the Company for five years of the second term and hold office till the conclusion of 31st Annual General Meeting.

In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, ratification by members every year for the appointment of the Statutory Auditors is no longer required. Accordingly, no resolution is being proposed for ratification of appointment of M/s

NGMKS & Associates Chartered Accountant, (Firm No-024492N) and they will continue as the Statutory Auditors of the Company till the conclusion of the 31st Annual General Meeting of the Company.

Further the report of the Statutory Auditors along with notes to Schedules is enclosed to this report. There were no observations or qualifications, or remarks made by the Statutory Auditors in their report for the financial year ended 31 March 2025.

➤ **Cost Audit**

The Company is maintaining cost records as prescribed under the Companies (Cost Records and Audit) Rules, 2014, pursuant to Section 148(1) of the Companies Act, 2013, as amended from time to time. The records are made and maintained as applicable to the nature of the Business of the Company. However, the provisions relating to cost audit is not applicable to the Company for the financial year 2024-25.

➤ **Secretarial Audit**

In terms of the provision of the Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed **M/s. Shashank Kumar & Associates**, a peer reviewed Practicing Company Secretaries (PR Certificate No. – 2617/2022) as Secretarial Auditor of the Company for the Financial Year 2024-25.

In accordance with the provisions of Section 204 of the Act, M/s. Shashank Kumar & Associates conducted the secretarial audit for the financial year ended 31 March 2025. The Secretarial Audit Report issued by the Secretarial Audit in Form MR-3 is attached as **Annexure II** and forms part of the Directors' Report. There are no qualifications or remarks.

➤ **Internal Audit**

In terms of the provision of the Section 138 of the Companies Act, 2013 read with the Rule 13 of the Companies (Accounts) Rules, 2014, the Board had appointed **M/s. Sahil Gambhir & Associates**, Chartered Accountants as Internal Auditor of the Company for the Financial Year 2024-2025.

The Report of the Internal Auditors is reviewed by the Audit Committee.

15. COMMITTEES OF THE BOARD

The Company has duly constituted and reconstituted the following statutory Committees in terms of the provisions of the Act read with relevant rules framed thereunder during the reporting period and up to the date of this report:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee

➤ **Audit Committee**

The Audit Committee comprises of three (3) members, two (2) of them are Non-Executive Independent Director and one (1) is Non- executive director. The Committee's composition and terms of reference meet with requirements of Section 177 of the Companies Act, 2013 and Listing Regulations. Members of the Audit Committee possess financial/accounting expertise/exposure.

Composition of the Audit Committee

The committee comprises the following directors as on 31st March, 2025:

Sr. No.	Name of the Director	Designation	Nature of Directorship
1.	Mr. Anuj Tyagi	Chairperson	Non-Executive Independent Director
2.	Mr. Aditya Jain	Member	Non-Executive Independent Director
3.	Ms. Dolly Saini	Member	Non-Executive Woman Director

All the members of the Committee have accounting and financial management expertise. The Company Secretary is the secretary to the committee. The Audit Committee has been authorized to look after the following major functions:

- To recommend for appointment, remuneration and terms of appointment of auditors of the company;
- To review and monitor the auditor's independence and performance, and effectiveness of audit process;
- To examine the financial statement and the auditors' report thereon;
- To approve or any subsequent modification of transactions of the company with related parties;
- To conduct scrutiny of inter-corporate loans and investments;
- To evaluate undertakings or assets of the company, wherever it is necessary;
- To evaluate internal financial controls and risk management systems;
- To monitor the end use of funds raised through public offers and related matters.
- To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and to discuss any related issues with the internal and statutory auditors and the management of the company.
- To investigate into any matter in relation to the items specified in or referred to it by the Board and for this purpose shall have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

The Audit Committee functions in accordance with the terms of reference specified by the Board of Directors and ensures the integrity of the Company's financial reporting process, compliance with legal and regulatory requirements, and the adequacy of internal control systems.

During the financial year 2024-2025, four (4) meeting of Audit Committee were held as under:

- 30th May, 2024
- 13th August, 2024
- 13th November, 2024
- 11th February, 2025

➤ **Nomination and Remuneration Committee**

The Nomination & Remuneration Committees composition meets with the requirement of section 178 of the companies Act, 2013 and of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Members of the Nomination & Remuneration Policy possess sound knowledge/expertise/exposure.

Composition of the Nomination and Remuneration Committee

The committee comprises the following directors as on 31st March, 2025:

Sr. No.	Name of the Director	Designation	Nature of Directorship
1.	Mr. Anuj Tyagi	Chairperson	Non-Executive Independent Director
2.	Mr. Aditya Jain	Member	Non-Executive Independent Director
3.	Ms. Dolly Saini	Member	Non-Executive Woman Director

The Committee has been authorized to look after following major functions:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
2. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
3. To ensure that—
 - (a) 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;
 - (b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - (c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
 - (d) The policy so framed by the said Committee shall be disclosed in Board's Report to shareholders.

During the financial year 2024-25, Three (3) meeting of Nomination Remuneration Committee were held as under:

- 28th October, 2024
- 29th November, 2024
- 10th March, 2025

➤ Stakeholders Relationship Committee

The Stakeholders Relationship Committee meets with the requirement of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholders Relationship Committee is mainly responsible to review all grievances connected with the Company's transfer of securities and Redressal of shareholders / Investors / Security Holders Complaints.

Composition of the Stakeholders Relationship Committee

The committee comprises the following directors as on 31st March, 2025:

Sr. No.	Name of the Director	Designation	Nature of Directorship
1.	Mr. Aditya Jain	Chairperson	Non-Executive Independent Director
2.	Mr. Anuj Tyagi	Member	Non-Executive Independent Director
3.	Ms. Dolly Saini	Member	Non-Executive Woman Director

During the financial year 2024-2025, One (1) meeting of Stakeholders Relationship Committee were held as under:

- 02nd August, 2024

16. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts for the year ended 31st March, 2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

17. SEPARATE MEETING OF INDEPENDENT DIRECTORS:

Independent Directors of the Company held their Separate meeting under Regulation 25(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of Companies Act, 2013 on Monday, 17th February, 2025 at Registered office of the Company at GC-29, BASEMENT, SHIVAJI ENCLAVE, RAJA GARDEN, NEW DELHI-110027 to evaluate their performance.

18. DECLARATION BY INDEPENDENT DIRECTORS:

In accordance with the provisions of Section 149(6) of the Companies Act, 2013, and the rules made thereunder, the Company has received declarations from the following Independent Directors confirming that they meet the criteria of independence as prescribed under the Act and are not disqualified from continuing as Independent Directors of the Company:

1. Mr. Anuj Tyagi – Independent Director
2. Mr. Aditya Jain – Independent Director

These declarations confirm that they are independent of the management and possess the requisite integrity, expertise, and experience to serve on the Board as Independent Directors. The Board of Directors places on record its deep appreciation for the valuable contributions made by the Independent Directors in guiding the Company towards sustained growth and governance excellence.

19. EVALUATION BY BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

In compliance with the provisions of the Act, and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the performance evaluation was carried out as under:

➤ Board

In accordance with the criteria suggested by the Nomination and Remuneration Committee, the Board of Directors evaluated the performance of Board, having regard to various criteria such as Board Composition, Board processes, Board dynamics, etc. The Independent Directors at their spate meeting also evaluated the performance of Board as whole based on various criteria. The Board and the Independent Directors were of the view that performance of the Board of Directors as whole was satisfactory.

➤ Committees of the Board:

The performance of Audit Committee, Nomination and Remuneration Committee, the Stakeholders Relationship Committee, was evaluated by the Board having regard to various criteria. The Board was of the view that all the committees were performing their functions satisfactorily.

➤ Individual Directors:

In accordance with the criteria suggested by the Nomination and Remuneration Committee, the performance of each director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters.

Independent Directors, at their separate meeting, have evaluated the performance of Non- independent Directors and the Board as a whole; and of the Chairman of the Board, taking into account the views of other Directors; and assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The Board and the Independent Directors were of the view that performance of the all the Directors as a whole was satisfactory.

The evaluation framework for assessing the performance of the Directors includes the following broad parameters:

- Relevant expertise;
- Attendance of Directors in various meetings of the Board and its Committees;
- Effective participation in decision making process;
- Objectivity and independence;
- Level of awareness and understanding of the Company's business;
- Professional conduct of the directors in various meetings of the Board and its committees;
- Compliance with the Code of Conduct of the Company;
- Ability to act in the best interest of the Company.

20. DISCLOSURE ON THE NOMINATION AND REMUNERATION POLICY OF THE COMPANY PURSUANT TO SECTION 134(3) (e) AND SECTION 178 (3):

The Company's Policy on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters as provided under Section 178(3) of the Companies Act, 2013 can be accessed on the Company's website at <https://www.newlightapparels.com/>.

The Objective of the Policy is 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 and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

21. VIGIL MECHANISM POLICY:

The Company has also established a Vigil Mechanism Policy, which provides a framework for directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud, or violation of the Company's code of conduct or ethics policy. The mechanism provides adequate safeguards against victimization of persons who use such a mechanism and allows direct access to the Chairperson of the Audit Committee in exceptional cases.

The Audit Committee oversees the functioning of this Vigil Mechanism and ensures that all reported concerns are appropriately investigated and addressed.

The Board of Directors is committed to maintaining the highest standards of transparency and integrity and will continue to ensure that these principles are upheld.

22. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:

During the reporting period, no significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations.

23. DEPOSITS:

During the reporting period, Company has not invited, accepted or renewed any deposit from the public in terms of the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules made there under. Accordingly, the requirement to furnish details relating to deposits covered under Chapter V of the Companies Act, 2013 does not arise.

24. PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

During the financial year 2024-25, the Company has not given any security or guarantees under the provisions of Section 186 of the Act. The details of Loans and advances are provided in the Notes to the Standalone Financial statements for the financial year ended 31 March 2025.

25. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013 ('the Act') and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return is available on the Company's website. Stakeholders can access the detailed extract of the Annual Return for the financial year at the following link: <https://www.newlightapparels.com/>.

26. CORPORATE SOCIAL RESPONSIBILITY:

As the provisions of Section 135 are not applicable, the Company has not made any policy on the corporate social responsibility.

27. CORPORATE GOVERNANCE REPORT:

As per Regulation 15 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the compliance with the corporate governance provisions as specified in Regulation 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 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 not apply, in respect of –

- a. The listed entity having paid up equity share capital not exceeding Rupees Ten Crore and net worth not exceeding Rupees Twenty-Five Crore, as on the last day of previous financial year.
- b. The listed entity which has listed its specified securities on the SME Platform.

The company, New Light Industries Limited (Formerly known as New Light Apparels Limited) falls under the ambit of the aforesaid exemption, the compliance with the Corporate Governance provision specified in the aforesaid Regulation shall not be applicable to the Company.

Therefore, the company is not required to submit Corporate Governance Report for the quarter ended 30th June, 2025.

28. MANAGEMENT, DISCUSSION AND ANALYSIS REPORT:

The Management, Discussion and Analysis Report for the Financial Year 2024-25 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Report as **Annexure-III**.

29. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:

During the year under consideration, Statutory Auditor and Secretarial Auditor have not reported any instances of frauds committed in the Company under section 143(12) of the Companies Act, 2013.

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

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	Since the Company does not fall under any of the industries covered by the Companies (Accounts) Rules, 2014. Hence, the requirements of disclosure in relation to the Conservation of Energy and Technology Absorption are not applicable to it.
(ii)	the steps taken by the company for utilizing alternate sources of energy	
(iii)	the capital investment on energy conservation equipment's	

(b) Technology absorption

(i)	the efforts made towards technology absorption	Since the Company does not fall under any of the industries covered by the Companies (Accounts) Rules, 2014. Hence, the requirements of disclosure
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	

(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	in relation to the Conservation of Energy and Technology Absorption are not applicable to it.
	(a) the details of technology imported	
	(b) the year of import;	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
(iv)	the expenditure incurred on Research and Development	NIL

(c) Foreign exchange earnings and Outgo

Earnings in Foreign Currency	12.53
Expenditure in Foreign Currency	268.05

31. PARTICULARS OF EMPLOYEES PURSUANT TO THE SECTION 197 (12) OF COMPANIES ACT AND RULE 5(1), 5(2) AND 5(3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company and Directors is furnished hereunder:

A. The ratio of remuneration of each Director to the median remuneration of the employees of the company, along with the percentage increase in remuneration of each Director, Chief Financial Officer (CFO) and Company Secretary for the financial year 2024-25 is as follows:

Sr. No.	Name of Directors and KMP	Designation	Ratio of Remuneration of Director and KMP to Median Remuneration	% Increase in the Remuneration*
1	Sandeep Makkad	Managing Director/CFO	1.17:1	-
2	Suraj Parkash Goel	Whole-time director	1.07:1	-
3	Aditya Jain	Independent Director	0.92:1	-
4	Anuj Tyagi	Independent Director	0.92:1	-
5	Dolly Saini	Independent Director	0.92:1	-
6	Kavita Bisht	Company Secretary	-	-
7	Suneel Sahu	Company Secretary	-	-

*There is no remuneration paid to the aforesaid mentioned persons by the Company in Financial Year 2023-24.

Notes:

- The aforesaid details are calculated on the basis of Remuneration for the financial year 2024-25.
- Ms. Kavita Bisht (ICSI Membership No. A72041) has been appointed as the Company Secretary & Compliance Officer of the Company w.e.f. 29th November, 2024 upon the resignation of Mr. Suneel Sahu (ICSI Membership No. A54321) the former company secretary of the company w.e.f. 16th November, 2024

- The aforesaid details are calculated on the basis of remuneration for the financial year 2024-25 and include sitting fees paid to Directors and commission to the Executive Chairman, Managing Director and Independent Directors.

B. The percentage increase in median remuneration of employees for the financial year 2024-2025 is: -51%

C. Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year, and its comparison with the percentile increase in the managerial remuneration and justification thereof, and point out if there are any exceptional circumstances for an increase in the managerial remuneration: Nil

D. Affirmation:

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Nomination and Remuneration Policy of your Company.

E. Number of permanent employees on the rolls of the Company as on 31st March 2025-

Statement of Particulars of Employees pursuant to the Section 197 (12) of Companies Act and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- Details of the employees employed throughout the Financial Year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore rupees and two lakh rupees - **Nil**
- Details of the employees employed for a part of the Financial Year and 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**
- If employed throughout the Financial Year or part thereof and 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**

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

The Company has in place a policy for the prevention of sexual harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act, 2013"). Internal committees have been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

During the reporting period, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Number of complaints of sexual harassment received in the year	NIL
Number of complaints disposed off during the year	NIL
Number of cases pending for more than ninety days	NIL

33. POLICY FOR PREVENTION OF INSIDER TRADING:

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 came into effect from May 9, 2023 to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework thereof. Pursuant to Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") of the Company. The Code of Fair Disclosure is available on the website of the Company <https://www.newlightapparels.com/>

Further, pursuant to Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted the Code of Conduct for Prevention of Insider Trading. The Code lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them on the consequence of non-compliances. The Company Secretary has been appointed as a Compliance Officer and is responsible for monitoring adherence to the Code. The code of conduct to regulate, monitor and report trading by insiders is also available on the website of the Company <https://www.newlightapparels.com/>

34. APPLICATION/PROCEEDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

During the reporting period, no application made or any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016).

35. 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 REASONS THEREOF:

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 under rule 8(5)(xii) of the Companies (Accounts) Rules, 2014 are not applicable to the Company during the reporting period.

36. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

The Company affirms that it is in full compliance with the provisions of the Maternity Benefit Act, 1961, as amended from time to time. The Company is committed to fostering a supportive and inclusive work environment, and ensures that all relevant policies and practices are regularly reviewed and aligned with the applicable statutory requirements.

37. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

Material events which occurred between the end of the financial year to the date of this report are mentioned below:

Change of name of the Company from "New Light Apparels Limited" to "New Light Industries Limited":

- We wish to inform the shareholders, that the Office of the Central Processing Centre, Ministry of Corporate Affairs, has given the approval for change of name of the Company from "New Light Apparels Limited" to "New Light Industries Limited" by issuing a fresh Certificate of Incorporation pursuant to change of name of the Company dated 19th August, 2025.
- It is further informed that the members of the Company had approved the Change the name of the company from "New Light Apparels Limited" to "New Light Industries Limited" by way of passing a Special Resolution dated 02nd August, 2025 through Postal Ballot Process by remote e-voting vide notice dated 03rd July, 2025.

38. WEBSITE DISCLOSURE:

The Company maintains an updated website at <https://www.newlightapparels.com/>, which serves as a comprehensive resource for stakeholders, including shareholders, investors, and the general public. The website contains important information about the Company's operations, corporate governance policies, financial reports, statutory filings, and other relevant details.

39. GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items, as there were no transactions on these items during the reporting period:

- Issue of Equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares and ESOS) to employees of the Company under any scheme.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.

ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their consistent support and encouragement to the Company. I am sure you will join our Directors in conveying our sincere appreciation to all employees of the Company and its subsidiaries and associates for their hard work and commitment. Their dedication and competence have ensured that the Company continues to be a significant and leading player in the industry.

By order of the Board of Directors
For **New Light Industries Limited**
(Formerly known as New Light Apparels Limited)

Date: 04th September, 2025
Place: New Delhi

Sd/-
Suraj Parkash Goel
Director
DIN: 10700506

Sd/-
Himanshi Sharma
Managing Director
DIN: 11129724

ANNEXURE-I**FORM NO. AOC-2**

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

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

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

New Light Industries Limited (Formerly known as New Light Apparels Limited) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length basis during financial year 2024-25

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

Name(s) of the related party	Nature of Relationship	Nature of contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	As At 31 March 2025	As At 31 March 2024
Sandeep Makkad	Managing Director, CFO & Promoter	Loan Payables	NA	-	46,61,493.94
Kavita Bisht	Company Secretary	Salary Payables	NA	20,000.00	-
Aditya Jain	Independent Director	Director Sitting Fee	NA	4,500.00	-
Anuj Tyagi	Independent Director	Director Sitting Fee	NA	4,500.00	-
Dolly Saini	Independent Director	Director Sitting Fee	NA	4,500.00	-
Gurcharan Lal Makkad	Executive Director & Promoter	Loan Payables	NA	-	26,85,728.58
Meetu Makkad	Relative of Managing Director & Promoter	Loan Payables	NA	-	23,26,135.92
Aakansha Makkad	Relative of Managing Director & Promoter	Loan Payables	NA	-	18,20,769.00
Shashi Makkad	Relative of Managing Director & Promoter	Loan Payables	NA	-	2,29,67,335.64

Prateek Makkad	Relative of Managing Director & Promoter	Loan Payables	NA	-	24,11,154.00
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By order of the Board of Directors
For New Light Industries Limited
(Formerly known as New Light Apparels Limited)

Sd/-
Suraj Parkash Goel
Director
DIN: 10700506

Sd/-
Himanshi Sharma
Managing Director
DIN: 11129724

Date: 04th September, 2025
Place: New Delhi

SECRETARIAL AUDIT REPORT**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025**

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

To,
The Members,
New Light Industries Limited
(Formerly known as New Light Apparels Limited)
GC 29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by New Light Industries Limited (Formerly known as New Light Apparels 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, 2025 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, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made thereunder and the relevant provisions of the Act;
- (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 extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; -
Not applicable to the Company during the Audit Period.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
 - (a) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirement)

Regulations, 2015;

- (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;
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; - ***Not applicable as the Company does not have Employee Stock Option Scheme for its employees;***
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - ***Not applicable as the Company has not issued any debts security during the financial year under review;***
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - ***Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and***
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - ***Not applicable as the Company has not done any buyback of its securities during the financial year under review.***

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) with respect to board and general meetings.
- (ii) The listing agreement entered into by the Company with the 'BSE Limited' read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

Based on the aforesaid information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the abovementioned Act/s, Rules, Regulations, Guidelines, Standards, etc. mentioned above to the extent applicable.

I further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

We further report that:

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

the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 & Regulation 17 of LODR.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 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.
- All the Major decisions are carried through requisite majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- We further report that based on review of compliance mechanism established by the Company and on the basis of the compliance certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines; and

As informed, the Company has responded to notices for demands, claims, penalties etc. levied by various statutory/regulatory authorities and initiated actions for corrective measures, wherever necessary.

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 and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2024 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.

We further report that during the audit period following event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards.

- **Preferential Offer:** Issue and allotment of 51,87,285 (Fifty-One Lakh Eighty-Seven Thousand Two Hundred and Eighty-Five) equity shares of face value of Rs. 10/- (Rupees Ten) each on Preferential Basis at a price of Rs. 17/- each (Rupees Seventeen) (including Rs. 7/- premium) as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board of Directors was 5th April, 2024 and the date of listing and trading on BSE Limited was 2nd August, 2024.
- **Conversion of Loan into Equity:** Issue and allotment of 4,38,500 (Four Lakh Thirty-Eight Thousand and Five Hundred) equity shares of face value of Rs. 10/- (Rupees Ten) each at a price of Rs. 17/- each (Rupees Seventeen) (including Rs. 7/- premium) by way of conversion of outstanding loan of amount of Rs. 74,54,500/- (Rupees Seventy-Four Lakhs Fifty-Four Thousand and Five Hundred Only) to Equity Shares of the company as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board of Directors was 5th April, 2024 and the date of listing and trading on BSE Limited was 2nd August, 2024.

- **Stock Split:** The members at the 29th Annual General Meeting (AGM) of the Company held on Monday, 23rd September, 2024 approved sub-division/stock-split of equity shares of the company from the face value of Rs. 10/- (Rupee Ten Only) per share to face value of Re. 01/- (Rupee One Only) per share, by way of passing an Ordinary Resolution. The Board of Directors fixed the Record Date for the purpose of Sub-Division of the Equity Shares as 10th October, 2024. Subsequently, BSE Limited issued New ISIN for the Sub-Divided Equity Shares of the company as INE835U01027 on and from the Ex-Date i.e. 10-10-2024.
- **Conversion of warrants into Equity:** Allotment of 93,80,000 equity shares by way of conversion of 93,80,000 warrants into 93,80,000 equity shares of face value of Re. 1/- each in pursuance of 1 warrant converted into 1 equity shares of Re. 1.7/- each fully paid up comprising the premium of Re. 0.7/- Per Share as per terms approved by shareholders by passing Special Resolution in Extra-Ordinary General Meeting of the Company on 5th March, 2024. The date of allotment of the said Equity Shares as approved by Board of Directors was 22nd October, 2024 and the date of listing and trading on BSE Limited was 16th December, 2024.

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

We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **Shashank Kumar & Associates**
(Practicing Company Secretary)

Place: Ghaziabad
Date: 4th September, 2025
UDIN: A053301G001172881

Sd/-
Shashank Kumar
C.P. No: 19693
M.No.:53301
P.R. Certificate No.: 2617/2022

Note: This report is to be read with our letter of event date which is annexed as **Annexure - A** and forms an integral part of this report.

ANNEXURE A**TO THE SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025**

To,
The Members,
New Light Industries Limited
(Formerly known as New Light Apparels Limited)
GC 29, Basement, Shivaji Enclave, Raja Garden, New Delhi-110027.

Our Secretarial Audit Report of event date is to be read along with this letter.

1. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial and other 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 and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
5. 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.
6. We further report that the compliance by the Company of applicable Financial Laws like Direct and Indirect Tax Laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For **Shashank Kumar & Associates**
(Practicing Company Secretary)

Place: Ghaziabad
Date: 4th September, 2025
UDIN: A053301G001172881

Sd/-
Shashank Kumar
C.P. No: 19693
M.No.:53301
P.R. Certificate No.: 2617/2022

MANAGEMENT DISCUSSION & ANALYSIS

In compliance of Regulation 34(3) and 54(f) read with Schedule V of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find Management Discussion and Analysis Report forming part of Annual Report.

OVERVIEW OF THE BUSINESS:

New Light Industries Limited (formerly known as New Light Apparels Limited) is an **ISO 9007:2015** certified, a **BSE Listed company** specialized in manufacturing garments, tailored apparel and uniforms. With an efficient production process, we deliver high-quality school uniforms, sportswear, and corporate uniform to clients worldwide, meeting industry benchmarks for excellence.

Our story began with a vision to pioneer trendy apparel manufacturing. Over the decades, we have evolved into a leading exporter and supplier of a diverse range for men, women, and children garments - from woolen sweaters and gloves to socks and industrial safety gears. We have diverse product range. Keeping pace with the latest fashion pulse, our designs embrace contemporary styles, vibrant colors, and soft, skin-friendly textures that offer a comfortable fit.

OVERVIEW OF GLOBAL ECONOMY:

The apparel and textile industry are a cornerstone of the global economy and a significant contributor to India's GDP. During 2024, the global economy showed stability despite navigating economic, international relations, and governmental challenges. The World Economic Outlook report by the International Monetary Fund (IMF) indicated global GDP growth at 3.3%. While expansion slowed in more established nations, developing economies, particularly in Asia, generally sustained stable growth. The global economic landscape in 2024 was characterized by persistent difficulties. Key among these were ongoing geopolitical tensions, including the conflict in Ukraine and disruptions impacting shipping in the Red Sea. Additionally, complications in international supply chains and trade disputes between major economies presented continued challenges.

INDIAN TEXTILE INDUSTRY:

The fundamental strength of Indian textile industry is its strong production base with wide range of fibers/yarns. These are natural fibers such as cotton, jute, silk and wool and synthetic/man-made fibers like transnational, manufacturers play the central roles in coordinating production networks. Textile industry is capital- and technology-intensive comparable with automobiles, aircraft, computers, semiconductors and heavy machinery industry. Buyer-driven value chains are those in which large retailers, marketers and branded manufacturers play the pivotal roles in setting up decentralized production networks in a variety of exporting countries, typically located in developing countries.

Technological advancements are also driving opportunities in the industry. The adoption of automation, artificial intelligence, and sustainable practices can enhance production efficiency, reduce costs, and improve product quality. Investment in modern machinery and infrastructure, such as the development of textile parks and clusters, promises to attract investment and streamline supply chains. Additionally, the rise of e-commerce platforms offers new avenues for reaching broader audiences and tapping into emerging consumer segments, while digital marketing strategies can enhance brand visibility and drive sales.

In rural and semi-rural areas, opportunities lie in promoting traditional handloom and handicraft textiles, which can attract niche markets both domestically and internationally. This not only supports local economies but also preserves traditional practices. Government initiatives, including subsidies, tax benefits, and export incentives, further bolster the industry's growth potential. Embracing sustainability through ecofriendly textiles and circular economy practices can appeal to environmentally conscious consumers and open new market segments.

With the global apparel market expected to reach USD 2.37 trillion by 2030, a CAGR of 8% and the global textile and apparel trade projected to grow to USD 1.2 trillion, opportunities for international expansion are set to increase. Domestically, the Indian textile and apparel market is anticipated to grow at a strong CAGR of 10%, reaching USD 350 billion by 2030, with exports contributing USD 100 billion – offering a significant boost to companies with global ambitions. Additionally, the technical textiles sector is poised for substantial expansion, with the global market projected to hit USD 309 billion by 2047. Specifically, the Indian medical textiles segment, expected to grow at 15% annually, signals rising demand in high-value, specialized applications. For companies in the textile industry, this growth trajectory highlights an ideal environment for scaling operations, diversifying product lines, and tapping into both traditional and emerging high-margin markets.

INDIAN TEXTILE INDUSTRY GROWTH OPPORTUNITIES:

- India's expanding domestic market, fueled by a growing middle class, e-commerce growth, and Gen Z consumption trends, is driving strong demand.
- Government initiatives like PM MITRA Parks, the PLI Scheme, and RoSCTL are boosting investment and expansion in the textile sector.
- India's textile exports could grow from USD 45 billion to USD 100 billion, creating up to one million jobs annually through 2030.
- Recent state policies in the Uttar Pradesh, Bihar, Odisha & Madhya Pradesh offer substantial incentives, including capital subsidies, employment support, and tax exemptions, in order to encourage the establishment of textile units lead to job creation.
- India's growing emphasis on textile recycling and the circular economy offers a chance to promote sustainable manufacturing and generate green jobs.
- The UK imports USD 20 billion in textiles, with India holding a 5% share. The FTA strengthens India's position against Bangladesh and Vietnam.

INDIAN TEXTILE INDUSTRY THREATS:

- India's export competitiveness remains low, trailing China, Vietnam, and Bangladesh due to high production costs, lower labour efficiency, fragmented supply chains, and weak vertical integration.
 - India faces supply chain and cost challenges, with a fragmented cotton supply raising logistics costs and high raw material prices making man-made fibres like polyester and viscose costlier than in China.
 - Complex regulations and trade barriers, including burdensome export procedures and limited FTAs, disadvantage India against competitors like Vietnam in major markets.
- Rising sustainability norms, led by global brands and strict EU regulations, challenge Indian MSMEs, especially in meeting demands for green sourcing, renewable energy, and recycling.
- Fast fashion and rising textile waste pose growing concerns, with India's recycling market still small despite expected growth amid global waste projections for 2030.
 - Labour issues like increasing minimum wages, high attrition and migrant worker challenges cause workforce instability, with shortages in textile hubs and under utilised surplus in other states.

- Sustainability compliance costs are rising as global regulations demand stricter environmental and labour standards, increasing production expenses.

MARKET DYNAMICS:

The Indian apparel market is one of the largest in the world, valued at over \$100 billion. It has been experiencing steady growth and is expected to continue expanding at a compound annual growth rate (CAGR) of around 7-8% over the next few years.

➤ Key Drivers of Growth-

Urbanization and Lifestyle Changes: Rapid urbanization and changing lifestyles are driving demand for fashionable and trendy clothing.

Growing E-Commerce: The rise of online shopping platforms has revolutionized the apparel industry, providing a wide reach and convenience to consumers. E-commerce is expected to continue growing, with online sales contributing significantly to overall revenue.

Youth Demographics: India has a large young population that is highly fashion-conscious and increasingly influences apparel trends.

➤ Industry Structure and Developments-

The Indian apparel industry is one of the largest in the world, with a rich history of textile production and a diverse consumer base. However, the industry has faced several headwinds:

Shift in Consumer Preferences: There has been a noticeable shift towards casual wear, athleisure, and sustainable fashion. Consumers are increasingly valuing quality and ethical production practices over price.

E-commerce Penetration: The rise of e-commerce has transformed the retail landscape, with online sales becoming a significant portion of overall apparel sales. The COVID-19 pandemic accelerated this trend, with many consumers opting for online shopping over traditional brick-and-mortar stores.

Raw Material Prices: Fluctuations in the prices of raw materials such as cotton and synthetic fibres have impacted production costs, putting pressure on margins.

Government Policies: The Indian government's policies on labour, trade, and taxation have also influenced the operational environment. Initiatives like the Production-Linked Incentive (PLI) scheme are expected to boost the textile sector, though the full benefits are yet to be realized.

The Indian apparel market, while holding strong potential, has also been impacted by these global trends. It is anticipated to grow annually by 3.81% for next two years. The Company, engaged in the business of apparels, has navigated through a challenging fiscal year marked by competitive pressures, supply chain disruptions, and the broader economic slowdown. In light of the projected 6.7% volume growth in 2025, the Company remains dedicated to fortifying its market position. We are committed to optimizing our operations and aligning our strategies with emerging industry trends to capitalize on market opportunities and achieve sustained growth.

The global economy is predicted to maintain a steady expansion path, with anticipated growth rates of 2.8% for 2025 and 3.0% for 2026. However, recent extensive United States tariffs have driven global rates to historic highs, creating significant uncertainty and risking a near-term slowdown in global growth.

United States growth is forecast at 1.8% in 2025 and 1.7% in 2026, influenced by expected labour market changes and potential lower consumer spending. The Eurozone predicts a recovery, with growth reaching 0.8% in 2025 and improving to 1.2% in 2026, linked to increased consumer spending and reduced inflation.

While global price increases are generally slowing, some regions face stagnant conditions. Global inflation is projected to decline to 4.3% in 2025 and 3.6% in 2026. Developed economies should hit inflation targets sooner. Monetary policies will vary regionally, reflecting diverse economic situations.

COMPANY'S OPERATIONAL PERFORMANCE:

Despite the challenging conditions, the Company has taken several steps to streamline its operations and mitigate losses:

- **Product Portfolio:** The Company has focused on diversifying its product portfolio to include a mix of traditional wear, casual wear, and sustainable clothing lines. Efforts are being made to innovate in design and fabric to cater to evolving consumer demands.
- **Supply Chain Management:** In response to supply chain disruptions, the Company has worked towards strengthening relationships with suppliers and optimizing its inventory management. However, challenges persist in ensuring timely procurement of raw materials at favorable prices.
- **Cost Management:** The Company has undertaken rigorous cost management initiatives, including reducing overheads, optimizing workforce deployment, and renegotiating vendor contracts. These measures have been crucial in limiting the impact of reduced sales on the bottom line.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The details of the financial performance of your Company are reflected in the Balance Sheet, Profit & Loss Account and other Financial Statements, appearing separately. Highlights are provided below:

(Rs.in lakhs)

Particulars	Standalone
	2025
Revenue from Operations	1,724.57
Other Income	-
Total Income	1,724.57
Total Expenses	1,618.82
Profit/(Loss) Before Tax	101.28
Profit/(Loss) After Tax	113.99

The financial performance of your Company has been further explained in the Directors' Report of your Company for the year 2024-2025, appearing separately.

KEY FINANCIAL RATIOS:

Ratios	March 31, 2025	March 31, 2024	% Variance	Reasons (for variance more than 25%)
Current Ratio	24.45	1.40	1650%	Due to high decreased in current liabilities as

				compared to increase in current assets
Debt Equity Ratio	0.00	1.21	-100%	Due to high decreased in Debts and high increase in Equity
Debt service coverage Ratio	0.27	0.81	-66%	Due to increase in operating income and decrease in debts.
Return on Equity Ratio	0.08	0.11	-29%	Due to increase in higher profit and total equity.
Inventory Turnover Ratio	4.70	4.24	11%	NA
Trade receivables turnover ratio	2.48	1.94	28%	Due to increase in sales and as compared to increase in trade receivables.
Trade Payables Turnover Ratio	6.98	3.10	125%	Due to increase in COGS and decreased in average trade payables.
Net Capital Turnover Ratio	1.20	3.65	-67%	Due to increase in Net Sales and higher increased in Net Capital during the year.
Net Profit Ratio	0.07	0.03	117%	Due to increase in profit and Sales
Return on Capital Employed (ROCE)	0.07	0.12	39%	Due to increase in profit and higher increased capital employed.

RISK MANAGEMENT:

The Company has a robust risk management framework in place to identify, assess, and mitigate key risks. Regular reviews are conducted to ensure alignment with the changing business environment. The focus is on financial prudence, operational efficiency, and strategic agility.

HUMAN RESOURCES:

The Company believes that its employees are its greatest assets. Initiatives have been undertaken to enhance employee engagement, training, and development. However, the need for cost management has also led to a rationalization of the workforce, with efforts made to minimize the impact on morale and productivity.

INTERNAL CONTROL SYSTEMS AND ADEQUACY:

The Company has implemented adequate internal control systems commensurate with the size and nature of its business. These systems are designed to ensure operational efficiency, compliance with laws and regulations, and the safeguarding of assets. Regular audits are conducted to assess the effectiveness of these controls, and necessary improvements are made as required.

COMPETITION:

The apparel and textile industry continues to be highly competitive, driven by rapid changes in fashion trends, consumer preferences, and pricing pressures. The Company operates in a dynamic market landscape, facing competition from both domestic manufacturers and international brands. Key competitive factors include product quality, design innovation, cost efficiency, speed to market, and brand recognition. In recent years, the entry of global players and the growth of e-commerce have intensified competition, requiring continuous investment in product development, supply chain optimization, and customer engagement. Despite these challenges, the Company remains well-positioned through its diversified product portfolio, strong distribution network, and focus on sustainable and value-added offerings that cater to evolving market demands.

PROSPECT & OUTLOOK:

The management is of the view that the future prospects of your Company are bright and the performance in the current year is expected to be very well. The committed customers of the Company are expected to place more orders, which ultimately affect the top line of the Company, positively.

NEW PATHS & NEWER ASPIRATION:

As we reflect on the successes and learnings of the past year, it is with great enthusiasm that we share our vision for the future—one rooted in diversification, innovation, and adaptability. While our legacy in the textile and apparel industry remains the bedrock of our operations, we recognize that sustainable growth requires bold thinking and forward movement.

The evolving economic landscape, driven by rapid technological advancement, shifting consumer behaviors, and increased emphasis on sustainability, calls for businesses to not only adapt—but to lead. In response, we are charting new paths with newer aspirations that align with the future of industry and society.

With this vision in mind, we have broadened our horizons through the inclusion of new business objects that reflect our intent to enter high-potential sectors:

Consumer Electronics & Appliances: We aim to tap into the growing demand for smart, efficient, and modern electrical and electronic products. Our focus will be on quality, utility, and accessibility, serving both domestic and global markets.

Electric Vehicles (EVs) & Infrastructure: In line with global transitions to clean energy and sustainable transportation, we plan to explore the electric vehicle ecosystem—manufacturing EVs, components, and setting up support infrastructure like charging stations and service centers.

Expanded Textile & Apparel Value Chain: We continue to deepen our core competencies in textiles by integrating advanced processes, broader product categories, and fashion-forward innovations that cater to a global audience.

Digital, E-commerce & Omnichannel Ventures: With retail and consumer behavior increasingly shifting to digital platforms, we are gearing up to embrace online, quick commerce, and omnichannel strategies—making our products more accessible, responsive, and customer-centric.

These new areas are not a departure from who we are—but a natural extension of our values: quality, trust, and customer satisfaction. Our intent is to build a diversified, agile, and future-ready organization that creates long-term value for all stakeholders.

We believe these steps will not only strengthen our competitive edge but also contribute to national priorities such as Make in India, green energy adoption, and digital transformation.

We invite you—our valued shareholders, partners, and employees—to join us on this exciting journey. With your continued trust and support, we are confident in our ability to seize new opportunities, overcome challenges, and shape a brighter, more dynamic future.

Together, let's walk these new paths with newer aspirations.

CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing your Company's views about the industry, expectations/predictions, objectives etc. may be forward looking within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied in these statements. Your Company's operations may, inter-alia, be affected by the supply and demand situations, input prices and availability, changes in Government regulations, tax laws, government or court decisions and other factors such as industry relations and economic developments etc. Investors should bear this in mind when considering the above statements.

By order of the Board of Directors
For New Light Industries Limited
(Formerly known as New Light Apparels Limited)

Date: 04th September, 2025
Place: New Delhi

Sd/-
Suraj Parkash Goel
Director
DIN: 10700506

Sd/-
Himanshi Sharma
Managing Director
DIN: 11129724

INDEPENDENT AUDITOR'S REPORT

To the Members of
Newlight Apparels Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of Newlight Apparels Limited ("the Company") which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss (Including Other Comprehensive Income), Statement of Cash Flow and the Statement of Changes in Equity for the year ended, and notes to Ind AS financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the statement of affairs of the Company as at March 31, 2025, and its profit (Including other comprehensive income), its cash flows and changes in Equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter/Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matter to be communicate in our report. We do not express a separate opinion on this matter.

Description of Key Audit Matters	Auditor's response
Receivable's Balance confirmations	On test check basis, we have identified certain instance of discrepancies in the transactions/balances as per the books of companies with those as received by through balance confirmations directly from trade receivables, trade receivable including difference in withholding taxes, we have been informed by the management that the same are under reconciliation, the impact of which may be accounted for in the year of reconciliation.
Interest due to MSME supplier and disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act 2006	On test check basis, during the our audit procedures, Company is in process of reconcile and in the process of identification of MSEs out of various trade payable, though in absence of complete records payment to MSEs is not ascertainable.

Information Other than the Financial Statements and Auditor's Report Thereon

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

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

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

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

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

preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements .

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, (hereinafter referred to as the "Order"), we give in the "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Standalone Financial Statements.
 - (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, Statement of changes in equity and statement of cash Flow dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls with respect to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in **“Annexure B”**.

(g) with respect to the other matters to be included in the Auditor’s report in accordance with the requirements of the section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provision of section 197 of the Act.

(h) In our opinion the managerial remuneration for the year ended 31st March 2025 has been paid/provided by the company to its directors in accordance with the provisions of section 197 read with Schedule V of the act.

(i) with respect to the other matters to be included in the Auditor’s report in accordance with rule 11 of the Companies (Audit and Auditors) Rules 2014, In our opinion and to the best of our information and according to the explanations given to us,

- i. The Company has disclosed pending litigation on its financial position in its Financial statement. (Refer Note 29) to 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 were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. **(a)** The management has represented to us that, to the best of it’s knowledge and belief, as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of fund) 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) The Management has represented, that, to the best of it’s knowledge and belief, as disclosed in the notes to accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- v) The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.
- vi) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of accounts for the financial year ended 31st March 2025, 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 and the audit trail has been preserved by the Company as per the statutory requirements for records retention.

For NGMKS & Associates

Chartered Accountants

Firm's Registration No. 024492N

Nitin Goyal

Partner

Membership No 517698

Place: New Delhi

Date: 30.05.2025

UDIN: 25517698BMMXLD4305

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in our report of even date to the members of Newlight Apparels Limited on the standalone financial statements for the year ended 31st March, 2025, we report that:

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

- (a) (A) In accordance with the information and explanation provided by the management, the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The company does not have any intangible assets so clause (i)(a)(B) of the Order is not applicable to the company.
- (b) In accordance with the information and explanation provided by the management, The Property plant and equipment have been physically verified in accordance with the policy of the company and no material discrepancy found on such verification as per fixed assets records.
- (c) According to the information and explanations given to us and on the basis of records examined by us, there is no immovable property held by the Company and hence reporting under clause (i) (c) of the Order is not applicable to the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment & Intangibles during the year.
- (e) According to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) In respect of the company's inventory:

- (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of accounts.
- (b) The Company has not been sanctioned working capital limits in excess of 5 Cr rupee, in aggregate, from banks on the basis of security of current assets, reporting under clause (ii) (b) of Companies (Auditor's report) Order, 2020 is not applicable.

(iii) In respect of investments made, provided any guarantee or security or granted any loans or advances in the nature of loan:

The Company has not made any investment in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or any other parties during the year. Accordingly, reporting under clause 3(iii) of the Order is not applicable to the Company.

(iv) Compliance of section 185 and 186

In our opinion and according to the information and explanation given to us during the course of audit, the Company has complied with the requirements of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security.

(v) Public Deposits

In terms of the books and records examined by us, we state that the Company has not accepted any deposit from the public in terms of section 73 to 76 of the Act and the rules framed thereunder. Accordingly, clause 3(v) of the Order is not applicable to the Company.

(vi) Cost Records

In our opinion and according to the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under section 148 (1) of the Act. Therefore, paragraph 3(vi) of the Order is not applicable.

(vii) Statutory Dues

- (a) According to the information and explanations given to us and the books and records examined by us, we state that the company is generally regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable. There are no outstanding statutory dues for more than six months from the date they became payable as on 31st March 2025.
- (b) In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that, there are no statutory dues referred in sub-clause (a) above, which have not been deposited on account of any dispute except disclosed as under:

Name of Statute	Nature of dues	Amount (Rs in Lakhs)	Period to which amount relates	Forum where dispute is pending
Income Tax 1961	Income Tax	38.97	AY 2018-19	Appeal pending with CIT(A)
Income Tax 1961	Income Tax	16.48	AY 1998-99	Partial demand paid 1.42 Lakhs (pending with Delhi High Court)
Sales Tax, Delhi	Sales Tax	18.43	Various Years	Appeal Filed with Special Objection Hearing Authority (SOHA)
Value added tax, Delhi	Dvat	1.02	Various years	Appeal Filed with Special Objection Hearing Authority (SOHA)
GST	Delhi	3.05	2018-19	Appeal with Appellate Authority (AT)
TDS	TDS Demand as per Traces Portal	0.55	Prior To FY 21-22	Pending with Assessing Officer (AO)

(viii) Undisclosed Income

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

(ix) Borrowings

- (a) According to the information and explanations given to us and the records examined by us, the company has repaid the loans and other borrowings and interest thereon on due dates, excepts delay payments in Q 2 of Rs 0.14 lakhs.
- (b) According to the information and explanations given to us and the records examined by us, the company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us and the records examined by us, term loans availed by the company were applied by the company during the year for the purposes for which the loans were obtained.
- (d) On an overall examination of the standalone financial statements of the company, funds raised on short term basis have, prima facie, not been used during the year for long term purposes by the company.
- (e) On an overall examination of the standalone 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 subsidiaries, associates or joint ventures
- (f) Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, however there is an charge continue to exist in MCA portal over certain assets of the Company in favour of Deutsche Bank, Company has obtained no objection certificate. (refer note 13)

(x) Issue of securities

(a) The company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) During the year the Company has not made any private placement of shares or convertible debentures (fully or partly or optionally). However Company issue share warrant and preferential Allotment has been made in accordance with section 42 and section 62 of the Companies Act, 2013. Whether the fund raised, have been used for the purposes they were raised.

(xi) Fraud

(a) To the best of our knowledge, and information and explanations given by the management, we report that, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) Nidhi Company

In our opinion and according to the information and explanation given to us during the course of audit, the company is not a Nidhi company. Therefore, clause 3(xii) of the Order are not applicable.

(xiii) Related Parties

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that transactions with the related parties are in compliance with sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable Ind AS.

(xiv) Internal Audit

- (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to March 2025.

(xv) Non- cash transactions

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

(xvi) Section 45-IA of the Reserve Bank of India Act,1934

- (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses (xvi)(a), (b) and (c) of the Order is not applicable to the Company.

(xvii) Cash Losses

The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) Resignation of Statutory Auditors

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

(xix) Ability to pay liabilities

According to the information and explanation given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone 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 the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on 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) CSR unspent amount

According to the information and explanation given to us, Company is not required to incur any Corporate Social Responsibility (CSR) expenditure during the year. Accordingly, reporting under paragraph 3(xx) of the Order is not applicable for the year.

(xxi) Qualification or adverse remarks in the Financial Statements:

The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For NGMKS & Associates

Chartered Accountants

Firm's Registration No. 024492N

Nitin Goyal

Partner

M No 517698

Place: New Delhi

Date: 30.05.2025

UDIN: 25517698BMMXLD4305

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

Referred to in our report of even date to the members of Newlight Apparels Limited on the financial statements for the year ended 31st March, 2025

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

We have audited the internal financial controls with reference to financial statements of Newlight Apparels Limited ("the Company") as of 31st March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls with reference to financial statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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") issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 respect to 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 control system with respect to financial statements and their operating effectiveness. Our audit of internal financial control with respect to financial statements included obtaining an understanding of internal financial control with respect to 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 system with respect to financial statements.

Meaning of Internal Financial Controls with respect to financial statements

A Company's internal financial control with respect to 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 respect to 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 respect to financial statements

Because of the inherent limitations of internal financial controls with respect to 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 respect to financial statements to future periods are subject to the risk that the internal financial controls with respect to 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, an adequate internal financial controls system with respect to financial statements and such internal financial controls with respect to financial statements were operating effectively as at 31st March, 2025, based on the internal controls with respect to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For NGMKS & Associates

Chartered Accountants

Firm's Registration No. 024492N

Nitin Goyal

Partner

Membership No 517698

Place of Signature: New Delhi

Date: 30.05.2025

UDIN: 25517698BMMXLD4305

NEW LIGHT APPARELS LIMITED
CIN:-L74899DL1995PLC064005
BALANCE SHEET AS ON 31 MARCH 2025
(All amounts in Indian Rupees Lacs unless otherwise stated)

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
Assets			
Non-Current Assets			
Property, Plant and Equipment	3	15.44	12.14
Financial Asset	4	1.01	1.05
Deferred Tax Assets (Net)	5	14.05	1.33
Other Non-Current Assets	6	18.33	17.89
		48.83	32.41
Current Assets			
Inventories	7	280.15	327.72
Financial Assets			
Trade Receivables	8	858.83	532.81
Cash and Cash Equivalents	9	33.57	131.07
Current Tax Assets	10	5.54	0.45
Other Current Assets	6	277.73	109.43
		1,455.82	1,101.48
Total		1,504.65	1,133.89
Equity and Liabilities			
Equity			
Equity Share Capital	11	876.00	219.62
Other Equity	12 (i)	562.88	(10.57)
Share Application Money	12 (ii)	-	121.13
		1,438.88	330.18
Non-Current Liabilities			
Financial Liability			
Borrowings	13	5.54	15.25
Long Term Provisions	14	0.68	-
Deferred Tax Liabilities (Net)	5	-	-
Other Non Current Liabilities	15	-	-
Current Liabilities			
Financial Liabilities			
Borrowings	13	-	385.53
Trade Payables			
(a) Total Outstanding Dues of MSME	16 (i)	-	-
(b) Total Outstanding Dues of Creditors Other than MSME	16 (ii)	34.42	361.26
Short Term Provision	14	0.00	3.05
Current Tax Liabilities	17	-	-
Other Current Liabilities	15	25.13	38.62
		65.77	803.70
Total		1,504.65	1,133.89

Summary of significant accounting policies
The accompanying notes are an Integral part of the financial statements.

2

As per our report of even date
FOR NGMKS & ASSOCIATES
ICAI Firm Registration No. :-024492N
Chartered Accountants

For and on behalf of the Board of Directors of
New Light Apparels Limited

Nitin Goyal
Partner
M. No. : 517698
Place : New Delhi
Date : 30.05.2025

Navneet Kumar
Company Secretary
M. No. : A76321
Place : New Delhi
Date : 30.05.2025

Suraj Parkash Goel
Director
DIN:-10700506
Place : New Delhi
Date : 30.05.2025

Sandeep Makkad
Managing Director & CFO
DIN:-01112423
Place : New Delhi
Date : 30.05.2025

NEW LIGHT APPARELS LIMITED**CIN:-L74899DL1995PLC064005****STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2025***(All amounts in Indian Rupees Lacs unless otherwise stated)*

Particulars	Notes	For the year ended 31 March 2025	For the year ended 31 March 2024
Income			
Revenue from operations	18	1,724.57	1,205.27
Other Revenue	19	-	12.17
Total Revenue		1,724.57	1,217.44
Expenses			
Purchase of stock in trade	20	1,381.88	1,226.11
Change in inventories of stock in trade	21	47.57	(144.98)
Employee benefit expenses	22	25.72	9.04
Finance costs	23	1.43	3.43
Depreciation and amortisation expense	3.1	4.47	3.18
Other expenses	24	162.22	83.93
Total Expenses		1,623.29	1,180.71
Profit before tax		101.28	36.73
Tax expenses			
- Current tax		-	-
- Deferred tax (income)/expense	5	(12.71)	0.09
		(12.71)	0.09
Profit for the year		113.99	36.64
Other Comprehensive Income			
-Other comprehensive income not to be reclassified to profit or loss in subsequent periods :		-	-
-Income Tax relating to these items		-	-
Other Comprehensive income for the year		-	-
Total Comprehensive income for the year		113.99	36.64
Earnings Per Equity Share (EPS)*	25		
Basic		0.14	1.67
Diluted		0.14	1.67

*** Face Value Rs.10 each as on 31st March 2024 and Rs.1 each as on 31st March 2025.**

Summary of significant accounting policies

2

The accompanying notes are an integral part of the financial statements.

As per our report of even date

FOR NGMKS & ASSOCIATES

ICAI Firm Registration No. :-024492N

Chartered Accountants

For and on behalf of the Board of Directors of
New Light Apparels Limited**Nitin Goyal**

Partner

M. No. : 517698

Place : New Delhi

Date : 30.05.2025

Navneet Kumar

Company Secretary

M. No. : A76321

Place : New Delhi

Date : 30.05.2025

Suraj Parkash Goel

Director

DIN:-10700506

Place : New Delhi

Date : 30.05.2025

Sandeep Makkad

Managing Director & CFO

DIN:-01112423

Place : New Delhi

Date : 30.05.2025

NEW LIGHT APPARELS LIMITED**CIN:-L74899DL1995PLC064005****CASH FLOWS STATEMENT FOR THE YEAR ENDED ON 31 MARCH 2025***(All amounts in Indian Rupees Lacs unless otherwise stated)*

Particulars	For the Year Ended 31 March, 2025	For the Year Ended 31 March, 2024
<u>Cash From Operating Activities</u>		
Net Income before tax	101.28	36.64
Add : Depreciation	4.47	3.18
Add : Interest On Loan	1.43	3.74
Add:-Gratuity Provision	0.68	-
Operating Profit before Working Capital Changes	107.86	43.56
<u>Change in Working Capital</u>		
(Increase)/Decrease in Inventory	47.57	(144.98)
(Increase)/Decrease in Other Receivables	(512.54)	269.13
Increase/(Decrease) in Trade & Other Payable	(343.38)	(149.84)
	(808.35)	(25.69)
<u>Tax Expenses</u>		
Tax Paid	-	-
	-	-
Cash Flows From Operating Activities (A)	(700.49)	17.87
<u>Cash From Investing Activities</u>		
Sale/(Purchase) of Fixed Asset	(7.78)	(4.25)
Cash Flow from Investing Activities (B)	(7.78)	(4.25)
<u>Cash From Financing Activities</u>		
Interest Paid on loan	(1.43)	(3.74)
Loan taken/(Repaid)	(395.23)	(6.03)
Share Application Money Received	1,007.43	121.13
Cash Flow from Financing Activities (B)	610.77	111.36
Net Increase/(Decrease) in Cash or Cash Equivalents(A+B+C)	(97.50)	124.98
Add:-Cash and Cash Equivalents at the Beginning of the Year	131.07	6.09
Cash and Cash Equivalents at the End of the Year	33.57	131.07

Notes to Accounts Attached herewith are integral part of financial statement

The above Cash Flow Statement has been prepared under "Indirect Method" as set out in Ind AS-7 "Statement of Cash Flow".

As per our report of even date

FOR NGMKS & ASSOCIATES

ICAI Firm Registration No. :-024492N

Chartered Accountants

For and on behalf of the Board of Directors of
New Light Apparels Limited**Nitin Goyal**

Partner

M. No. : 517698

Place : New Delhi

Date : 30.05.2025

Navneet Kumar

Company Secretary

M. No. : A76321

Place : New Delhi

Date : 30.05.2025

Suraj Parkash Goel

Director

DIN:-10700506

Place : New Delhi

Date : 30.05.2025

Sandeep Makkad

Managing Director & CFO

DIN:-01112423

Place : New Delhi

Date : 30.05.2025

Statement of Change in Equity (For the year ended 31st March, 2025)

A. Equity Share Capital

Particulars	31 March, 2024	Changes in Equity Share Capital	31 March, 2025
Equity Share With Voting Right	219.62	656.38	876.00
Total	219.62	656.38	876.00

Particulars	31 March, 2023	Changes in Equity Share Capital	31 March, 2024
Equity Share With Voting Right	219.62	-	219.62
Total	219.62	-	219.62

B. Other Equity

i) Statement of Change in Equity

Particulars	Retained Earnings	Security Premium	Share Forfeiture	Total
Opening Balance as on 01-04-2023	(57.40)	-	10.19	(47.21)
Total profit for the year	36.64	-	-	36.64
Other comprehensive income for the year	-	-	-	-
Closing Balance as on 31-03-2024	(20.76)	-	10.19	(10.57)
Opening Balance as on 01-04-2024	(20.76)	-	10.19	(10.57)
Total profit for the year	113.99	-	-	113.99
Security Premium	-	459.46	-	459.46
Other comprehensive income for the year	-	-	-	-
Closing Balance as on 31-03-2025	93.23	459.46	10.19	562.88

ii) Share Application Money Received

Particulars	31 March 2025	31 March 2024
Share Application Money Received	-	121.13
Total	-	121.13

Nitin Goyal
Partner
M.No.:- 517698
Place :- New Delhi
Date :- 30.05.2025

Navneet Kumar
Company Secretary
M.No.:- A76321
Place :- New Delhi
Date :- 30.05.2025

Suraj Parkash Goel
Director
DIN:-10700506
Place : New Delhi
Date : 30.05.2025

Sandeep Makkad
Managing Director
DIN :- 01112423
Place :- New Delhi
Date :- 30.05.2025

NEW LIGHT APPARELS LIMITED

CIN:-L74899DL1995PLC064005

Notes to financial statements for the year ended 31-03-2025

(All amounts in Indian Rupees Lacs unless otherwise stated)

3.1 Property, Plant and Equipment

Particulars	Gross Block				Accumulated Depreciation				Net Block	
	As on 31.03.2024	Addition	Deletion	As on 31.03.2025	As on 31.03.2024	Addition	Deletion	As on 31.03.2025	As on 31.03.2024	As on 31.03.2025
Computer	4.20	0.18	-	4.38	1.71	1.60	-	3.31	2.48	1.07
Furniture and Fittings	-	-	-	-	-	-	-	-	-	-
Plant and Machinery	106.09	7.60	-	113.69	99.47	2.09	-	101.56	6.62	12.13
Vehicle	22.91	-	-	22.91	19.88	0.78	-	20.66	3.03	2.25
	-									
Current Year Figures	133.19	7.78	-	140.98	121.06	4.47	-	125.53	12.14	15.44
Previous Year Figures	128.94	4.25	-	133.19	117.88	3.18	-	121.06	11.06	12.14

Note 3 Property, Plant & Equipments

Particulars	As At 31 March 2025	As At 31 March 2024
Gross Value of Assets	140.98	133.19
Less:-Accumulated Depreciation	125.53	121.06
Net Value of Assets	15.44	12.14

*For details calculation refer Note 3.1 (Depreciation Chart).

Note 4 Non Current Financial Assest

Particulars	As At 31 March 2025	As At 31 March 2024
Security Deposit	1.01	1.05
Total	1.01	1.05

Note 5 Deferred Tax Assets (Net)

Particulars	As At 31 March 2025	As At 31 March 2024
Deferred tax relating to followings		
a) Depreciation:-		
Written-Down Value (WDV) as per Income Tax Act, 1961	21.30	17.44
Written-Down Value (WDV) as per Companies Act, 2013	15.44	12.14
Deductable Difference	5.86	5.30
Add:-Provision for Gratuity	0.68	-
Add:- Business Loss (Carried Forwarded)	41.92	-
Add:- Unabsorbed Depreciation (Carried Forwarded)	7.36	-
Total Deductable Difference	55.82	5.30
Effective Tax Rate	25.17%	25.17%
Closing Value of Deferred Tax Assets (DTA)	14.05	1.33
Less:- DTA Already Created	1.33	1.42
DTA Addition/(Reversal) in Profit and Loss Account	12.71	(0.09)

Note 6 Other Assets

Particulars	Other Non Current Assets		Other Current Assets	
	As At 31 March 2025	As At 31 March 2024	As At 31 March 2025	As At 31 March 2024
Unsecured, considered good, unless otherwise stated				
Other than Related Parties				
Advances to Vendors	-	-	272.59	102.93
Prepaid Expenses	-	-	0.11	0.23
Deposit with Government Authorities	18.33	17.89	-	-
Goods and Service Tax	-	-	5.03	6.27
Total	18.33	17.89	277.73	109.43

Note 7 Inventories

Particulars	As At 31 March 2025	As At 31 March 2024
Traded Goods	280.15	327.72
Total	280.15	327.72

*Inventory has been considered as per Ind AS-2 (Lower of cost or NRV), as certified by management.

Note 8 Trade Receivables

Particulars	As At 31 March 2025	As At 31 March 2024
Trade receivable		
Considered good	858.83	532.81
Considered doubtful	-	-
	858.83	532.81
Less :Provision for trade receivables		
Considered doubtful	-	-
	858.83	532.81
Total	858.83	532.81

i) Trade Receivable Ageing Schedule (2024-25)

Particulars	Outstanding for the following periods from the due date of payment					
	0-6 Months	less than 1 Year	1-2 years	2-3 years	More Than 3 Years	Total
Undisputed Trade Receivables - Considered Goods	443.26	54.47	42.86	45.92	272.33	858.83
Undisputed Trade Receivables - Considered doubtful	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Disputed Trade Receivables - Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables - Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables - Credit Impaired	-	-	-	-	-	-
Total	443.26	54.47	42.86	45.92	272.33	858.83

ii). Trade Receivable Ageing Schedule (2023-24)

Particulars	Outstanding for the following periods from the due date of payment					
	0-6 Months	less than 1	1-2 years	2-3 years	More Than 3 Years	Total
Undisputed Trade Receivables - Considered Goods	189.76	14.36	213.65	-	115.04	532.81
Undisputed Trade Receivables - Considered doubtful	-	-	-	-	-	-
Undisputed Trade Receivables - Credit Impaired						
Disputed Trade Receivables - Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables - Considered doubtful	-	-	-	-	-	-
Disputed Trade Receivables - Credit Impaired						
Total	189.76	14.36	213.65	-	115.04	532.81

Note 9 Cash and Cash Equivalents

Particulars	As At	As At
	31 March 2025	31 March 2024
Cash in hand	0.93	8.58
Balances with banks		
On current accounts	2.64	122.49
Cheque in Hand	30.00	-
Total	33.57	131.07

Note 10 Current Tax Assets (Net)

Particulars	As At	As At
	31 March 2025	31 March 2024
Advance Income Tax (Net of Allowance)	5.54	0.45
Total	5.54	0.45

Note 11 Equity Share Capital

Particulars	31 March, 2025	31 March, 2024
Authorised Shares Capital		
30,00,00,000 (31 March 2024: 35,00,000 @ Rs.10/- each) equity shares of Rs 1/- each [Refer Below Note:-1]	3,000.00	350.00
	3,000.00	350.00
Issued, subscribed and fully paid-up shares		
8,76,00,150 (31 March 2024: 21,96,230 @ Rs.10/- each) equity shares of Rs.1/- each	876.00	219.62
Total issued, subscribed and fully paid-up share capital	876.00	219.62

(a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

(i) Reconciliation of Equity Shares:-

Particulars	No of Shares		Amount	
	31 March 2025	31 March 2024**	31 March 2025	31 March 2024
At the beginning of the year (Face Value Rs.10 each)	21,96,230	21,96,230	219.62	219.62
Issued during the year (Face Value of Rs.10 each)				
Issued against Loan (Loan Converted into Equity Shares) [Refer Below Note-2]	4,38,500	-	43.85	-
Issued against cash [Refer Below Note-3]	51,87,285	-	518.73	-
Outstanding as on 10th Oct' 2024 (Face Value of Rs.10 each)	78,22,015	21,96,230	782.20	219.62
Outstanding as on 10th Oct' 2024 (Face Value of Rs.1 each)*	7,82,20,150	21,96,230	782.20	219.62
Add:-Issued against Warrant Shares Face Value Rs.1 each [Refer Note-4]	93,80,000	-	93.80	-
Outstanding at the end of the year	8,76,00,150	21,96,230	876.00	219.62

* The Company splitted the Equity Share of face value Rs.10 each into Equity Share of face value Rs.1 each on 10th October 2024.

** Face Value of Rs.10 each.

Notes:-

1. The Authorised Share Capital of the Company was increased from 35,00,000 Equity Shares of Rs. 10/- each to 30,00,00,000 Equity Shares of Rs. 1/- each.
2. The Company issued 4,38,500 Equity Shares of face value of Rs. 10/- at a security premium of Rs. 7/- each against conversion of loan.
3. The Company allotted 51,87,285 Equity Shares of face value of Rs. 10/- at security premium of Rs. 7/- each against cash consideration.
4. The Company has converted 9,38,000 Convertible Equity Share Warrants of Rs.10 each into 93,80,000 Equity Shares of Rs.1 each at a premium of Rs 0.7 each.

(b) Terms/ rights attached to equity shares

1. The Company has only one class of equity shares having a par value of Rs.1 per share. Each shareholder is entitled to one vote per share.
2. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders of the company.

(c) Details of shareholders holding more than 5% shares in the Company:

Particulars	31 March 2025		31 March 2024	
	Number of Shares	% of total Shares	Number of Shares	% of total Shares
Equity Shares of Rs.1 each fully paid (31 March 2024: Rs.10/- each fully Paid)				
Al Hyatt Overseas Trading F.z.c	-	-	1,15,174	5.24%
Bond Street Jewellers (Ile)	-	-	2,12,691	9.68%
Dipty Dargan	-	-	1,70,211	7.75%
Manoj Aggarwal	65,00,000	7.42%	-	-
Shikha Agarawal	65,00,000	7.42%	-	-
Rajat Sallotra	54,60,680	6.23%	-	-
Manish Mittal	50,00,000	5.71%	-	-
Aryan Mittal	50,00,000	5.71%	-	-
Kanchan Sarraogi	46,90,000	5.35%	-	-
Manoj Aggarwal (HUF)	87,06,080	9.94%	-	-

(d) Details of shareholding of Promoters shares in the Company

Name of the Promoter & Promoter Group	Class of Shares	As at March 31st, 2025		
		Shares Held by Promoters at the end of the Year		
		No. of shares	% of Holding	% Change during the Years
Promoter's Group				
Gurcharan Lal Makkad	Equity Share	6,18,620	0.71%	0.61%
Sandeep Makkad	Equity Share	10,39,890	1.19%	1.01%
Meetu Makkad	Equity Share	10,00,000	1.14%	100.00%
Prateek Makkad	Equity Share	5,96,250	0.68%	100.00%
Shashi Makkad	Equity Share	5,96,250	0.68%	100.00%
Akaansha Makkad	Equity Share	5,96,250	0.68%	100.00%
		44,47,260	5.08%	4.80%
Name of the Promoter	Class of Shares	As at March 31st, 2024		
		Shares Held by Promoters at the end of the Year		
		No. of shares	% of Holding	% Change during the Years
A. Promoters				
Gurcharan Lal Makkad	Equity Share	2,237	0.10%	0.00%
Sandeep Makkad	Equity Share	3,989	0.18%	0.00%
		6,226	0.28%	0.00%

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Notes to financial statements for the year ended 31-03-2025
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Note 12 Other Equity

i) Statement of Change in Equity

Particulars	Retained Earnings	Security Premium	Share Forfeiture	Total
Opening Balance as on 01-04-2023	(57.40)	-	10.19	(47.21)
Total profit for the year	36.64	-	-	36.64
Other comprehensive income for the year	-	-	-	-
Closing Balance as on 31-03-2024	(20.76)	-	10.19	(10.57)
Opening Balance as on 01-04-2024	(20.76)	-	10.19	(10.57)
Total profit for the year	113.99	-	-	113.99
Security Premium	-	459.46	-	459.46
Other comprehensive income for the year	-	-	-	-
Closing Balance as on 31-03-2025	93.23	459.46	10.19	562.88

ii) Share Application Money Received

Particulars	31 March 2025	31 March 2024
Share Application Money Received	-	121.13
Total	-	121.13

Note 13 Borrowings

Particulars	Long Term		Short Term	
	As At 31 March 2025	As At 31 March 2024	As At 31 March 2025	As At 31 March 2024
Secured Loan*				
i) Term Loan from HDFC Bank (Secured by Vehicle purchases against loan, Repayable in 60 monthly installment of Rs 0.18 Lakh and Rate of Interest 9.5%)	2.46	4.43	-	-
ii) Term Loan from HDFC Bank (Secured by Vehicle purchases against loan, Repayable in 48 monthly installment of Rs 0.22 Lakh and Rate of Interest 14.25%)	1.27	3.56	-	-
iii) Term Loan from HDFC Bank (Secured by Vehicle purchases against loan, Repayable in 48 monthly installment of Rs 0.22 Lakh and Rate of Interest 9.5%)	-	1.12	-	-
Unsecured Loan				
i) Term Loan from HDFC Bank (Business Loan, Repayable in 36 monthly installment of Rs. 0.74 Lakh and and Rate of Interest 17%)	1.81	6.13	-	-
ii) Loan from related party** (Interest free loan and repayable on demand)	-	-	-	385.53
Total	5.54	15.25	-	385.53

* As at March 31, 2025, a charge continues to exist in ROC Portal over certain assets of the company in favor of Deutsche Bank, pertaining to previous borrowings that have since been repaid in full. The Company has obtained a No Objection Certificate (NOC) and formal release of the charge from the concerned bank. However, the release of charge from the records of the Ministry of Corporate Affairs (MCA) / Registrar of Companies is pending as at the reporting date. The Company does not expect any impact on its operations or financial statements due to the pending removal of this charge.

**The Company has allotted 4,38,500 Equity Shares of face value of Rs. 10/- at security premium of Rs. 7/- each for a sum of Rs.74,54,500 and balance amount was repaid.

Note 14 Provisions

Particulars	Long Term		Short Term	
	As At 31 March 2025	As At 31 March 2024	As At 31 March 2025	As At 31 March 2024
Provision for Gratuity	0.68	-	0.00	-
Provision for Professional Charges	-	-	-	3.05
Total	0.68	-	0.00	3.05

Note 15 Other Liabilities

Particulars	Other Non Current Liabilities		Other Current Liabilities	
	As At 31 March 2025	As At 31 March 2024	As At 31 March 2025	As At 31 March 2024
Advance From Customers	-	-	8.80	8.10
Statutory Payables	-	-	-	-
(i) Employee State Insurance	-	-	0.05	0.02
(ii) TDS/TCS Payables	-	-	11.33	11.35
Expenses Payable	-	-	4.92	2.75
Others	-	-	0.03	16.41
Total	-	-	25.13	38.62

Note 16 Trade Payables

Particulars	As At 31 March 2025	As At 31 March 2024
Trade Payables		
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	34.42	361.26
Total	34.42	361.26

Dues to micro and small enterprises

Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) have been determined based on the information available with the Company and the required disclosures are given below:

Particulars

(a) amount remaining unpaid to any supplier at the end of each accounting year:-

- the principal amount; and -
- the interest due thereon -

(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year, however company not paid any interest on MSMEs entities beyond period. -

(c) 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 -

(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and -

(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. -

a) Trade payables ageing schedule. (2024-25)

Particulars	less than 1 yr.	1-2 years	2-3 years	More than 3 Years	Total
MSMEs	-	-	-	-	-
Other than MSMEs	27.77	-	-	6.65	34.42
Disputed dues -MSMEs	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Total	27.77	-	-	6.65	34.42

b) Trade payables ageing schedule. (2023-24)

Particulars	less than 1 yr.	1-2 years	2-3 years	More than 3 Years	Total
MSMEs	-	-	-	-	-
Other than MSMEs	289.96	71.31	-	-	361.26
Disputed dues -MSMEs	-	-	-	-	-
Disputed dues- Others	-	-	-	-	-
Total	289.96	71.31	-	-	361.26

Note 18 Revenue From Operations

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Sales		
(i) Domestic Sales	1,712.04	1,193.17
(ii) Export Sales	12.53	12.29
Gross Sales	1,724.57	1,205.46
Less:- Trade Discount	0.00	0.19
Net Sales	1,724.57	1,205.27

Note 19 Other Revenue

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Direct Income		
(i) Freight & Courier Charges	-	0.57
Indirect Income		
(i) Balance Written Off	-	11.34
(ii) Interest Income	-	0.26
Total	-	12.17

Note 20 Purchase of Stock in Trade

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Purchases		
(i) Domestic	1,114.52	1,226.12
(ii) Import	268.05	-
Gross Purchases	1,382.57	1,226.12
Less:-Trade Discount Received	0.68	0.01
Net Purchases	1,381.88	1,226.11

Note 21 Change in Inventories of Stock in Trade

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
A. Inventories at the end of the year		
Traded goods	280.15	327.72
B. Inventories at the beginning of the year		
Traded goods	327.72	182.74
Change in inventories (B-A)	47.57	(144.98)

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Notes to financial statements for the year ended 31-03-2025*(All amounts in Indian Rupees Lacs unless otherwise stated)***Note 22 Employee Benefit Expenses**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Salary, Wages & Bonus	20.26	8.88
Employer Contribution to ESI & Other Fund	0.30	0.16
Gratuity	0.68	-
Director Remuneration	4.14	-
Staff Welfare Expenses	0.34	-
Total	25.72	9.04

Note 23 Finance Cost

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Interest on Loan	0.47	3.11
Bank Charges	0.96	0.32
Total	1.43	3.43

Note 24 Other Expenses

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Direct Expenses:-		
Import Expenses	11.61	-
Consumable expenses	0.67	-
Custom Duty	40.78	-
Advertisement Expenses	3.62	0.95
Legal and Professional Charges	11.88	21.46
Selling & Distribution Expenses	1.70	0.42
Rent	6.36	13.08
Commission	16.04	0.67
Audit Fee*	1.50	1.50
Annual Listing Fees	3.25	-
Bad Debts Written Off	0.80	12.50
Office Expenses	4.87	6.58
Membership & Subscription Fee	2.60	1.08
Insurance Expenses	0.63	0.40
Miscellaneous Expenses	0.25	9.95
Foreign Currency Exchange Loss	3.38	-
Director Sitting Fee	5.12	-
Electricity Charges	1.02	-
Postage & Courier Expenses	6.68	4.86
Running & Maintenance of Vehicles	2.39	1.98
Job Work Charges	0.27	-
Repair & Maintenance of Building	0.13	-
Repair & Maintenance of Plant & Machinery	0.01	-
Repair & Maintenance of Others	0.78	0.04
Rebate and Discount	0.06	0.94
Rates, Taxes & Fees	-	6.33
Legal Charges	2.33	-
Web Charges	0.38	-
Printing & Stationary	0.16	-
Share Allotments Fee	24.47	-
GST Expenses	7.50	-
Interest & Late Fee on TDS/TCS	0.09	-
Short & Excess	-	0.01
Sampling Expenses	-	0.03
Travelling Expenses	0.50	0.98
Telephone Charges	0.39	0.16
Total	162.22	83.93

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Notes to financial statements for the year ended 31-03-2025

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***Details of Audit Fee:-**

-Statutory Fee	0.45	0.45
-Limited Review	0.80	0.80
-Tax Audit Fee	0.25	0.25
Total Audit Fee	1.50	1.50

Note 25 Earnings per share (EPS):-

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024
Opening number of Equity Shares (Face Value of Rs.10 each)	21,96,230	21,96,230
Add:- Issued against Loan (Loan Converted into Equity Shares) on 5th April, 2024 (Face Value of Rs.10 each)	4,38,500.00	-
Add:- Issued as Preferential Share on 5th April, 2024 (Face Value of Rs.10 each)	51,87,285.00	-
Total number of Equity Share as on 10th Oct, 2024 (Face Value of Rs.10 each)	78,22,015.00	21,96,230.00
Total Number of Equity Share as on 10th Oct, 2024 after splitting of 1 share having face value Rs.10 each into 10 share having face value Rs.1 each.	7,82,20,150.00	21,96,230.00
Add:- Issued against Warrant Shares on 22-10-2024	93,80,000.00	-
Closing number of Equity Shares having face value Rs.1 each.(31st March 2024: Face Value of Rs.10 each)	8,76,00,150.00	21,96,230.00
A. Profit available for attributable to Equity Shareholders	113.99	36.64
B. Weighted average number of Equity Share having face value of Rs.1 each	8,17,41,105	21,96,230
Basic Earning Per Share (BEPS) (A/B)	0.14	1.67
Diluted Earning Per Share (DEPS) (A/B)	0.14	1.67
		-

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Notes to financial statements for the year ended 31-03-2025

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Note 26 Fair Value Instruments

A) Financial Instruments by category

Particulars	As at 31 March 2025			As at 31 March 2024		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets-Current						
Trade Receivables	-	-	858.83	-	-	532.81
Cash and Cash Equivalents	-	-	33.57	-	-	131.07
Total	-	-	892.40	-	-	663.88
Financial Liabilities-Non Current						
Borrowing	-	-	5.54	-	-	15.25
Financial Liabilities-Current						
Borrowings	-	-	-	-	-	385.53
Trade Payables	-	-	34.42	-	-	361.26
Other Financial Liabilities	-	-	4.95	-	-	19.16
Total	-	-	44.91	-	-	781.20

1) The fair value of trade receivable, deposits, trade payable and other financial liabilities are considered to be same as their carrying values due to their

B) Since none of the item of financial assets or liabilities are qualified for categorization under FVTPL or FVTOCI, disclosure of fair value hierarchy and

Note 27 Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company's objective for capital management

The Company monitors capital using a ratio of 'adjusted net debt' to 'total equity'. For this purpose, adjusted net debt is defined as total liabilities less cash

Particulars	As at March 31, 2025	As at March 31, 2024
Total Debts	5.54	15.25
Less: Cash and cash equivalents	33.57	131.07
Adjusted Net Debt (A)	-28.03	-115.82
Total Equity (B)	1,438.88	330.18
Adjusted net debt to equity ratio (A/B)	-0.02	-0.35

Note 28 Financial Risk Management Objectives and Policies

The Company's principal financial liabilities, other than derivatives, comprises of loans, trade payables and other financial liabilities. The main purpose of The main risks arising from the Company's financial instruments are liquidity risk and credit risk.

The Board of Directors review and agree policies for managing each of these risks which are summarised below.

Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations. To manage trade receivable, the Company Financial instruments that are subject to such risk, principally consist of trade receivables & loans and advances . None of the financial instruments of the

Liquidity risk

Company monitor their risk of shortage of funds using cash flow forecasting models. These models consider the maturity of their financial investments, The Company's objective is to provide financial resources to meet its business objectives in a timely, cost effective and reliable manner. A balance

Particulars	As at 31 March 2025			As at 31 March 2024		
	< 1 Year	>1 Year	Total	< 1 Year	>1 Year	Total
Borrowings	-	-	-	385.53	-	385.53
Trade Payable	27.77	6.65	34.42	289.96	71.31	361.26
Other Financial Liability	4.95	-	4.95	19.16	-	19.16
Total	32.71	6.65	39.37	694.64	71.31	765.95

Note 29 Additional Information

Particulars	As At 31 March 2025	As At 31 March 2024
a) Contingent Liability		
Income Tax	55.45	55.45
Sales Tax	18.43	18.43
VAT	1.02	1.02
GST	3.05	3.05
TDS Demand	0.55	-
Total	78.50	77.95
b) Future Commitments		
Total	78.50	77.95

Note 30 Related Parties Disclosures

As required under Indian Accounting Standard "IND AS-24 -Related Party Disclosure", followings are the details of transactions during the year with the related parties of the company

A) List of related parties and nature of relationship where control exists:-

Name of Person	Designation
(i) Key Management Personnel	
Sandeep Makkad	Managing Director, CFO & Promoter
Gurcharan lal Makkad (w.e.f 10.04.2025)	Executive Director & Promoter
Suraj Parkash Goel (w.e.f. 28.10.2024)	Additional Director
Suneel Sahu (Resignation date 29.11.2024)	Company Secretary
Kavita Bisht (w.e.f. 29.11.2024)	Company Secretary
Kavita Bisht (Resignation date 01.05.2025)	Company Secretary
Navneet Kumar (w.e.f. 01.05.2025)	Company Secretary
(ii) Independent Directors	
Aditya Jain	Independent Director
Anuj Tyagi	Independent Director
Dolly Saini	Independent Director
(iii) Relative of Key Management Personnel (KMP)	
Meetu Makkad	Relative of Managing Director & Promoter
Aakansha Makkad	Relative of Managing Director & Promoter
Shashi Makkad	Relative of Managing Director & Promoter
Prateek Makkad	Relative of Managing Director & Promoter
(iv) Shareholder and Their Relatives having Significant holding.	
Manoj Aggarwal (HUF)	Shareholder
Manoj Aggarwal	Shareholder
Shikha Agarawal	Shareholder
Manish Mittal	Shareholder
Aryan Mittal	Shareholder
Akshat Mittal	Shareholder
Deepika Mittal	Shareholder
Krishan Kumar Mittal	Shareholder

B) Disclosure in respect of transactions with Related Parties

Particulars	Nature of Relationship	Nature of Transaction	As At 31 March 2025	As At 31 March 2024
Sandeep Makkad	Managing Director, CFO & Promoter	Director Remuneration	2.16	-
		Loan Converted into Equity Share Capital including premium	17.00	-
		Loan Taken	-	73.44
		Loan Repaid	29.61	40.81
Gurcharan lal Makkad	Executive Director & Promoter	Loan Converted into Equity Share Capital including premium	10.14	-
		Loan Taken	-	8.80
		Loan Repaid	16.72	16.99
Suraj Kumar Goel	Additional Director	Director Remuneration	1.98	-
Sunil Sahu	Company Secretary	Salary	1.20	-
Kavita Bisht	Company Secretary	Salary	0.60	-
Aditya Jain	Independent Director	Director Sitting Fee	1.71	-
Anuj Tyagi	Independent Director	Director Sitting Fee	1.71	-
Dolly Saini	Independent Director	Director Sitting Fee	1.71	-
Meetu Makkad	Relative of Managing Director & Promoter	Loan Converted into Equity Share Capital including premium	17.00	-
		Loan Taken	-	28.25
		Loan Repaid	6.26	19.65
Aakansha Makkad	Relative of Managing Director & Promoter	Loan Converted into Equity Share Capital including premium	10.14	-
		Loan Taken	-	3.58
		Loan Repaid	8.07	14.70
Shashi Makkad	Relative of Managing Director & Promoter	Loan Converted into Equity Share Capital including premium	10.14	-
		Loan Taken	-	18.13
		Loan Repaid	219.54	77.83
Prateek Makkad	Relative of Managing Director & Promoter	Loan Converted into Equity Share Capital including premium	10.14	-
		Loan Taken	-	1.70
		Loan Repaid	13.98	7.21
Manoj Aggarwal (HUF)	Shareholder	Equity Shares Issued including Premium	148.00	-
Manoj Aggarwal	Shareholder	Equity Shares Issued including Premium	110.50	-
Shikha Agarawal	Shareholder	Equity Shares Issued including Premium	110.50	-
Manish Mittal	Shareholder	Equity Shares Issued including Premium	85.00	-
Aryan Mittal	Shareholder	Equity Shares Issued including Premium	85.00	-
Akshat Mittal	Shareholder	Equity Shares Issued including Premium	34.00	-
Deepika Mittal	Shareholder	Equity Shares Issued including Premium	68.00	-
Krishan Kumar Mittal	Shareholder	Equity Shares Issued including Premium	13.77	-

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Notes to financial statements for the year ended 31-03-2025

(All amounts in Indian Rupees Lacs unless otherwise stated)

C. Disclosure in respect of Outstanding Balances of Related Parties

Particulars	Nature of Relationship	Nature of Transaction	As At 31 March 2025	As At 31 March 2024
Sandeep Makkad	Managing Director, CFO & Promoter	Loan Payables	-	46.61
Kavita Bisht	Company Secretary	Salary Payables	0.20	-
Aditya Jain	Independent Director	Director Sitting Fee	0.05	-
Anuj Tyagi	Independent Director	Director Sitting Fee	0.05	-
Dolly Saini	Independent Director	Director Sitting Fee	0.05	-
Gurcharan lal Makkad	Executive Director & Promoter	Loan Payables	-	26.86
Meetu Makkad	Relative of Managing Director & Promoter	Loan Payables	-	23.26
Aakansha Makkad	Relative of Managing Director & Promoter	Loan Payables	-	18.21
Shashi Makkad	Relative of Managing Director & Promoter	Loan Payables	-	229.67
Prateek Makkad	Relative of Managing Director & Promoter	Loan Payables	-	24.11

Note 31 Foreign Currency Income/Expenditure**a) Foreign currency expenditure during the year**

Particulars	March 31 2025	March 31 2024
Forex Expenses during the Year	268.05	Nil

b) Foreign currency Income during the year

Particulars	March 31 2025	March 31 2024
Forex income during the year	12.53	12.29

Note 32 :- Liabilities Relating to Employee Benefits**(i) Defined Contribution Plan**

An amount of Rs.0.98 (Rs in Lakhs) in FY 2024-25 (as per note no -22) have been recognised as an expense in respect of the Company's contribution to Employees' State Insurance Corporation (ESIC) and Gratuity funds deposited with the relevant authorities and has been charged to the Statement of Profit and Loss.

(ii) Defined Benefit Plan- Gratuity

For details about the related employee benefits expense, refer to note 22.

The following table shows a reconciliation from the opening balances to the closing balances for the net defined benefit (asset) liability and its components. (As per Report of TransValue Consultants)

(a) Changes in present value of defined benefit obligations:

Particulars	March 31 2025	March 31 2024
Balance at the beginning of the year	-	-
Service Cost	0.68	-
Interest cost	-	-
Past service cost	-	-
Benefits paid	-	-
Actuarial (gains) losses recognised in other comprehensive income	-	-
Balance at the end of the year	0.68	-

(b) Expense recognised in profit or loss

Particulars	March 31 2025	March 31 2024
Current service cost	0.68	-
Interest cost	-	-
Past service cost	-	-
Net Actrual Loss/(Gain) recognised durring the period	-	-
Total	0.68	-

(c) Remeasurements recognised in other comprehensive income

Particulars	March 31 2025	March 31 2024
Actuarial (gain) / loss arising from experience adjustment	-	-
Actuarial (gain) / loss arising from change in financial assumptions	-	-
Actuarial (Gain)/Loss on arising from Change in Demographic Assumption	-	-
Total	0.00	0.00

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Notes to financial statements for the year ended 31-03-2025

(All amounts in Indian Rupees Lacs unless otherwise stated)

(d) Actuarial assumptions

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

Particulars	March 31 2025	March 31 2024
Economic assumptions		
Discount rate	6.53%	-
Future salary growth	5.00%	-
Expected Rate of Return on Assets	NA	-
Demographic assumptions		
Retirement age (Years)	65	-
Mortality table	IALM (2012 - 14) Ultimate	-
Attrition rate (Percentage)	20% P.A.	-

Risk exposure:

The defined benefit plan is exposed to a number of risks, the most significant of which are detailed below:

(e) Bifurcation of defined benefit obligation at the end of the year

Particulars	March 31 2025	March 31 2024
Non-current	0.68	-
Current	0.00	-
Total	0.68	-

Note 33 Ratio Analysis

Ratios	March 31, 2025	March 31, 2024	% Variance	Reasons (for variance more than 25%)
i) Current Ratio	24.45	1.40	1650%	Due to high decreased in current liabilities as compared to increase in current assets
ii) Debt Equity Ratio	0.00	1.21	-100%	Due to high decreased in Debts and high increase in Equity
iii) Debt service coverage Ratio	0.27	0.81	-66%	Due to increase in operating income and decrease in debts.
iv) Return on Equity Ratio	0.08	0.11	-29%	Due to increase in higher profit and total equity.
v) Inventory Turnover Ratio	4.70	4.24	11%	NA
vi) Trade receivables turnover ratio	2.48	1.94	28%	Due to increased in sales and as compared to increased in trade receivables.
vii) Trade Payables Turnover Ratio	6.98	3.10	125%	Due to increased in COGS and decreased in average trade payables.
viii) Net Capital Turnover Ratio	1.20	3.65	-67%	Due to increased in Net Sales and higher increased in Net Capital durring the year.
ix) Net Profit Ratio	0.07	0.03	117%	Due to increase in profit and Sales
x) Return on Capital Employed (ROCE)	0.07	0.12	39%	Due to increase in profit and higher increased capital employed.
xi) Return on Investment	NA	NA	NA	NA

NEW LIGHT APPARELS LIMITED**CIN:-L74899DL1995PLC064005****Notes to financial statements for the year ended 31-03-2025**

(All amounts in Indian Rupees Lacs unless otherwise stated)

Note 34 Additional Disclosure

- (i) The Company does not own or has its name any benami Property ,No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (iii) There are no transaction which involved undisclosed income during the year in the tax assessments under the Income Tax Act, 1961.
- (iv) There is no transactions with struck off the company.
- (v) There are no funds which 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise,
- a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company,or
- b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) There are no funds which have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:
- a) directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- b) provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.
- (vii) The Company (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has no CICs as part of the Company.
- (viii) No loans or advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, (a) that repayable on demand or (b) without specifying any terms or period of repayment.
- (ix) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (x) The Company has complied with the number of layers prescribed under Companies Act, 2013..
- (xi) Corporate social Responsibility (CSR) U/s 135 of Company act is not applicable on the company

Note 34 Other Notes

- (i) As the Company's business activity primarily falls within a single business and geographical segment, there are no additional disclosures to be provided in terms of Ind AS 108 on 'Operating Segment', prescribed under section 133 of Companies Act, 2013 read with relevant Rules there under.
- (ii) The Balances of Loan and Advances given or Taken, Trade Payables and trade receivables are subject to confirmation, reconciliation and consequential adjustment, if any.
- (iii) The company has not received any intimation from its vendors regarding the status under the micro, small and medium enterprises development act 2006 and hence disclosures required under the same act have not been made.
- (iv) The Parliament of India has approved the Code of Social Security, 2020 (the Code) which may impact the contributions by the group towards provident fund, gratuity and ESIC. The Code has been published in the Gazette of India however, the effective date has not yet been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective, if any.
- (v) The Company has been incorporated to engage in the business of trading of textile & school uniform business. Based on the information reported to the chief operating decision maker (CODM) for the purpose of resource allocation and assessment of performance, there are no reportable segments in accordance with the requirements of Indian Accounting Standard 108-'Operating Segment Reporting', notified under the Companies (Indian Accounting Standards) Rules, 2015.
- (vi) Previous year figures have been reworked, regrouped, rearranged and reclassified where necessary for the purpose of comparison. However the previous year financials are also true and fair and free from material misstatements. Accordingly, amounts and other disclosures for preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.
- (vii) Figures rounded off to the nearest rupees in thousands.

As per our report of even date

FOR NGMKS & ASSOCIATES

ICAI Firm Registration No. :-024492N

Chartered Accountants

For and on behalf of the Board of Directors of

New Light Apparels Limited**Nitin Goyal**

Partner

M. No. : 517698

Place : New Delhi

Date : 30.05.2024

Navneet Kumar

Company Secretary

M.No.:- A76321

Place :- New Delhi

Date :- 30.05.2025

Suraj Parkash Goel

Director

DIN:-10700506

Place : New Delhi

Date : 30.05.2025

Sandeep Makkad

Managing Director & CFO

DIN:-01112423

Place : New Delhi

Date : 30.05.2025