



kusumgar
Unusual is usual

ANNUAL REPORT

FY2025-26

KUSUMGAR LIMITED
Engineered Textile Company

INNOVATIVE
ENGINEERING.
ENDURING
IMPACT.



ENGINEERED
SOLUTIONS



QUALITY
EXCELLENCE



RESPONSIBLE
GROWTH



PEOPLE
CENTRIC

Unusual is usual

Corporate Information

Board of Directors

Siddharth Kusumgar
Chairman & Managing Director

Sapna Kusumgar
Jt. Managing Director

Ankur Kothari
Executive Director & CEO

Kaushal Sampat
Independent Director

Dr. Deepti Gupta
Independent Director

Nihar Parikh
Independent Director
(Appointed w.e.f. June 10, 2025)

Chief Financial Officer

Kinnar Mehta

Company Secretary & Compliance Officer
Devanand Mojidra

Internal Auditor
M/s CVB & Associates

Statutory Auditors
M/s MSKA & Associates

Secretarial Auditors
M/s Amit Samani & Co.

Bankers
ICICI Bank
HDFC Bank
CITI Bank
Yes Bank
Bank of Baroda
State Bank of India
SVC Co-Operative Bank

Plant Locations:

Sr. No.	Plant	Address
1	Vapi	Plot No 1808-1809, Phase III, GIDC, UU road, Vapi, Valsad, Gujarat-396195
2	Karanj	Block no. 172, admeasuring 33174 sq. mtrs, Kothwa Village, Taluka Mangrol, Surat
3	Kothwa weaving unit	Block no 6 & 7, Paiki Village Kothwa Taluka Mangrol Dist, Surat
4	Kosamba 1	Plot No.10 & 11 Fairdeal Textile Park, Village Mahuvej, Taluka: Managrol, Dist: Surat, Gujarat
5	Kosamba 2	New Block 602, Old block No. 692/A, Fairdeal textile park, Plot No Composit Unit-2, mangrol, Mahuvaj, Surat-394125
6	Agra	C-43, Site CUPS, IDC, Sikandara, Agra
7	Lamination unit	Survey No. 901-2, Umarsadi near Railway Station Killa Pardi

Registered Office
Kusumgar Limited

101, Manjushree, V.M. Road, Corner of N. S. Road No.5, JVPD Scheme, Vile Parle(W), Mumbai, 400056

Tel.: +91 22 6112 5100 | www.kusumgar.com/
CIN: U65990MH1990PLC056871

Registrar and Share Transfer Agent
Bigshare Services Private Limited

Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai, 400093

Tel.: 022 6263 8200 | www.bigshareonline.com/
E-mail: investor@bigshareonline.com



NOTICE is hereby given that the Thirty Sixth (36th) Annual General Meeting of the Members of **Kusumgar Limited** will be held on **Monday, June 22, 2026 at 11:00 A.M.** (IST) at the registered office of the Company at 101, Manjushree, V.M. Road, Corner of N.S. Road No.5, JVPD Scheme, Vile Parle(W), Mumbai – 400056 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of Auditors thereon.
2. To appoint a Director in place of Mr. Ankur Kothari (DIN: 07694977), Executive Director and CEO of the Company, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.
3. To declare dividend on Compulsorily Convertible Preference Shares (CCPS) for financial year ended March 31, 2026, and in this regard, to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, the Articles of Association of the Company, and the terms of issue of Compulsorily Convertible Preference Shares (CCPS), the Share subscription and purchase agreement between the Company, respective Investors (hereinafter referred to as CCPS holders) and Promoter sellers and recommendation of the Board of Directors, consent of the members be and is hereby accorded to declare and pay dividend of 0.01% on CCPS of the face value of Rs. 5/- per share on pro-rata basis for the financial year ended March 31, 2026, out of the profits of the Company.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, and things necessary to give effect to this resolution.”

SPECIAL BUSINESS

4. To appoint and fix the remuneration payable to M/s. Jitendrakumar & Associates, Cost Auditors of the Company for the financial year ending March 31, 2027, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 and other applicable provisions (if any), of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the



time being in force), the remuneration payable to M/s. Jitendrakumar & Associates (Firm Regn. No. 101561), Cost Auditors of the Company, for the Financial Year 2026-27, amounting to Rs.1,15,500/- (Rupees One Lakh Fifteen Thousand Five Hundred only) plus applicable taxes & reimbursement of out-of-pocket expenses incurred in connection with the Cost Audit, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, and things necessary to give effect to this resolution."

5. To appoint Secretarial Auditor and in this regard, to consider and if thought fit, to pass the following resolution as **an Ordinary Resolution**:

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as and when applicable, Amit Samani & Co, Company Secretaries (FCS No. F7397, CP No. 7966) be and is hereby appointed as Secretarial Auditor of the Company for a term of five consecutive financial years commencing from the Financial Year 2026-27 till Financial Year 2030-31, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, and things necessary to give effect to this resolution."

**By order of the Board of Directors of
Kusumgar Limited
(Formerly known as Kusumgar Private Limited)**

**Sd/-
Devanand Mojindra
Company Secretary & Compliance Officer
Membership no.: A14644**

Place: Mumbai
Date: May 18, 2026

Registered Office:
101, Manjushree, V.M. Road,
Corner of N.S. Road No.5, JVPD Scheme, Vile
Parle(W), Mumbai – 400056



NOTES:-

1. An Explanatory Statement pursuant to Section 102(1) of the Act, relating to special business to be transacted at the AGM and the details of the Director proposed to be re-appointed as required in terms of Secretarial Standards on General Meetings ('Secretarial Standards-2') issued by The Institute of Company Secretaries of India, is annexed hereto.
2. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy holder shall prove his identity at the time of attending the Meeting.

3. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
4. All documents referred to in the notice or in the accompanying explanatory statement are available for inspection by the Members before and during the Annual General Meeting. Request for inspection of the documents can be made before or during the Annual General Meeting by sending an email at cs@kusumgar.com
5. Member(s) / Proxies / Authorized Representatives are requested to bring the enclosed attendance slip duly filled in and signed for attending the meeting.
6. The dividend on CCPS, if declared at the Meeting, will be credited / dispatched within 30 days from the conclusion of the Meeting to those members whose names are furnished by National Securities Depository Limited as beneficial owners on the Record Date i.e. June 12, 2026 fixed for the purpose.
7. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. June 19, 2026. A person who is not a Member as on the cut-off date should treat this Notice of AGM for information purpose only.
8. The Register of Directors' and Key Managerial Personnel's Shareholdings maintained under Section 170 and Register of Contract or Arrangements in which Director are interested under



Section 189 of the Companies Act, 2013 shall be available during the working hours upto the date of the AGM.

9. The Company's Registrar and Transfer Agents for its Share Registry Work are Bigshare Services Pvt. Ltd (Bigshare) having their Office at No S6-2 6th Floor, Pinnacle Business Park, Mahakali Caves Rd, next to Ahura Centre, Andheri East, Mumbai- 400093.
10. Pursuant to sections 101 and 136 of the Act read with the Rules framed thereunder, the Notice calling the Annual General Meeting along with the Annual Report for FY2025-26 would be sent by electronic mode to those Members whose e-mail addresses are registered with the Depository or the Company/ Bigshare, unless the Members have requested for a physical copy of the same.
11. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4:

Ratification of remuneration payable to M/s. Jitendrakumar & Associates, Cost Auditors of the Company for the financial year ending March 31, 2027:

The Board of Directors, at its meeting held on May 18, 2026, based on the recommendation of the Audit Committee, approved the appointment of M/s. Jitendrakumar & Associates, Cost Accountants, (Firm Registration No.: 101561), as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, at a remuneration of Rs.1,15,500/- (Rupees One Lakh Fifteen Thousand Five Hundred only) plus applicable taxes & reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be approved by the shareholders of the Company.

Accordingly, the consent of the shareholders is sought to pass an ordinary resolution as set out at Item No. 4 of the Notice, for approval of remuneration payable to the Cost Auditors for the financial year ending 31 March, 2027.



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

The Board of Directors recommends passing of the resolution as set out under item No. 4 as an ordinary resolution for approval by the shareholders.

Item No. 5:

To appoint Secretarial Auditors of the Company

The Board at its meeting held on May 18, 2026, based on recommendation of the Audit Committee, after has approved the appointment of Amit Samani & Co., Company Secretaries, (FCS No. F7397, CP No. 7966) as Secretarial Auditor of the Company for a term of five consecutive years commencing from Financial Year 2026-27 till Financial Year 2030-31, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 as may be applicable from time to time and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Amit Samani & Co. are a well-known Practising Company Secretaries founded in 2008 and based in Mumbai. They have been Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices.

Amit Samani & Co. has confirmed that he is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by Amit Samani & Co as Secretarial Auditor is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be Rs. 2,00,000/- (Rupees Two Lakhs only) plus applicable taxes and other out-of-pocket expenses for FY2027, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and Amit Samani & Co.

In addition to the secretarial audit, Amit Samani & Co shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

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



The Board of Directors recommends passing the resolution as set out under item No. 5 as an ordinary resolution for approval by the shareholders.

**By order of the Board of Directors of
Kusumgar Limited
(Formerly known as Kusumgar Private Limited)**

**Sd/-
Devanand Mojidra
Company Secretary & Compliance Officer
Membership no.: A14644**

Place: Mumbai
Date: May 18, 2026

Registered Office:
101, Manjushree, V.M. Road,
Corner of N.S. Road No.5, JVPD Scheme, Vile
Parle(W), Mumbai – 400056



Particulars of the Director seeking re-appointment at the ensuing Annual General Meeting pursuant to Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India:

Name of the Director(s)	Mr. Ankur Kothari
DIN	07694977
Designation	Executive Director & CEO
Age / (Date of Birth)	41 years
Qualifications / Experience/ Brief Profile	Mr. Ankur Kothari holds a bachelor's degree in textile technology from the Indian Institute of Technology, Delhi and a master's degree in business administration from J.L. Kellogg School of Management, Northwestern University. He is responsible for growth and financial performance, ensuring governance and compliance, overseeing operations and risk, etc. in the Company. He was previously associated with the Boston Consulting Group as a project leader and Arvind Limited as Chief Operating Officer – comp. indus fabrics & non-wovens in the past and has over 15 years of experience in the field of strategy and operating roles.
Terms and Conditions of appointment / reappointment	Executive Director liable to retire by rotation and eligible for re-appointment.
Details of Remuneration sought to be paid	Remuneration proposed to be paid is not applicable to as the resolution pertains to retirement by rotation
Remuneration last drawn	Rs. 2.54 Crore p.a. for FY25-26
Date of first appointment on the Board	September 25, 2020
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Applicable
Number of Meetings of the Board attended during the Financial Year 2026-27 (Meetings held till the date of this Notice)	1
Other Directorships (All Companies excluding this Company and Foreign Companies)	- Engineered Coated Fabric Private Limited - Indian Technical Textile Association
Membership / Chairmanship of Committees of other Boards	Nil



ATTENDANCE SLIP

Name of the Company:	Kusumgar Limited
Registered Address:	101, Manjushree, VM Road, JVPD, Vile Parle (West) Mumbai - 400 056. Maharashtra, India
Corporate Identity Number (CIN):	U65990MH1990PLC056871
Email ID:	cs@kusumgar.com

36th Annual General Meeting scheduled on Monday, June 22, 2026 at 11:00 A.M.

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

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the 36th Annual General Meeting of the Company being held on Monday, June 22, 2026 at 11.00 AM at 101, Manjushree, V. M. Road, Corner of N.S. Road No. 5, JVPD Scheme, Vile Parle (W), Mumbai, 400056.

Signature of First holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only Members of the Company and/or their Proxy will be allowed to attend the Meeting.



Proxy Form
Form No. MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company:	Kusumgar Limited
Registered Address:	101, Manjushree, VM Road, JVPD, Vile Parle (West) Mumbai - 400 056. Maharashtra, India
Corporate Identity Number (CIN):	U65990MH1990PLC056871
Email ID:	cs@kusumgar.com

36th Annual General Meeting scheduled on Monday, June 22, 2026 at 11:00 A.M.

Name of the Member(s):	
Registered address:	
Email ID:	
Folio No.:	

I/ We, being the holder(s) of _____ equity shares of Kusumgar Limited, hereby
appoint:

1.

Name:	
E-mail ID:	
Address:	
Signature:	

or falling him/her

2.

Name:	
E-mail ID:	
Address:	
Signature:	



As my / our proxy to attend and vote for me/us and on my/our behalf at the 36th Annual General Meeting of the Company being held on Monday, June 22, 2026 at 11.00 AM at 101, Manjushree, V. M. Road, Corner of N.S. Road No. 5, JVPD Scheme, Vile Parle (W), Mumbai, 400056 and at any adjournment thereof in respect of such Resolutions as indicated in the Notice.

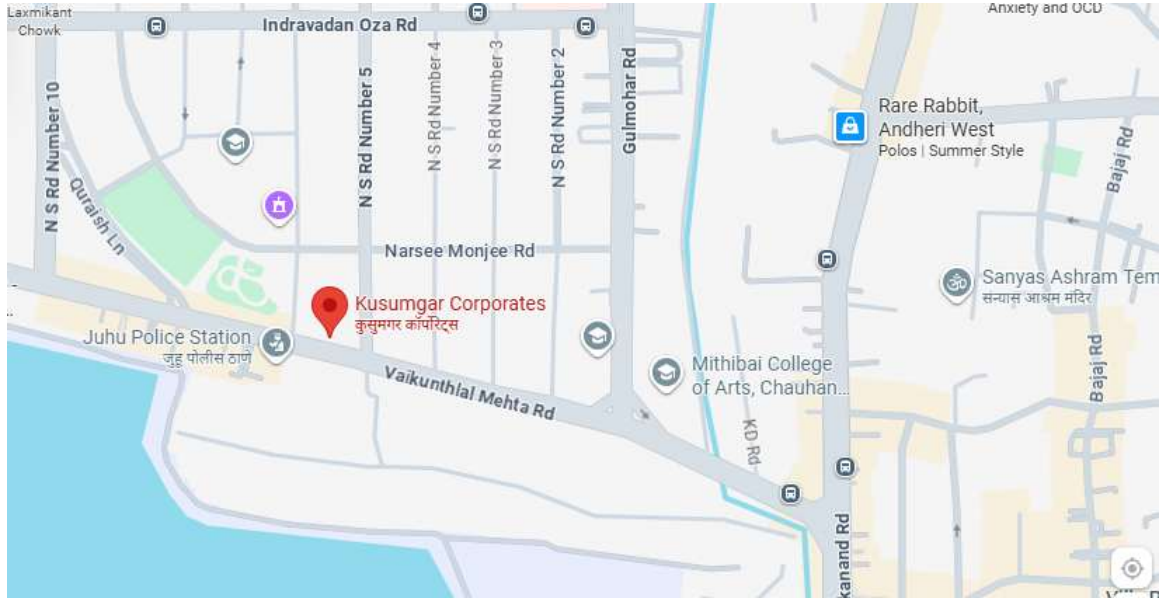
Signature of Member / Shareholder

Signature of Proxy holder(s)

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



Map route to venue of the meeting





BOARD'S REPORT

To,
The Members of
Kusumgar Limited
(Formerly known as *Kusumgar Private Limited*)

The Directors are pleased to present to you the 36th Annual Report of Kusumgar Limited ("the Company") along with the Audited Financial Statements, for the financial year ended March 31, 2026.

FINANCIAL HIGHLIGHTS

(₹ in Million)

Particulars	Standalone		Consolidated	
	FY2025-26	FY2024-25	FY2025-26	FY2024-25
Revenue from operations	6,757.06	8,057.33	6,920.03	7,789.97
Other Income	207.92	108.06	197.75	112.15
Total Income	6,964.98	8,165.39	7,117.78	7,902.12
Total Expenses	5,773.42	6,700.36	5,768.20	6,394.29
Profit before tax	1,191.56	1,465.03	1,349.58	1,507.83
Tax expense				
- Current tax	305.14	395.52	362.22	408.91
-(Excess) provision for tax relating to prior year	(0.44)	(0.07)	0.23	0.05
- Deferred tax	5.60	(19.53)	5.13	(21.01)
Profit for the year	881.26	1,089.11	982.00	1,119.88

Pursuant to the provisions of the Companies Act, 2013 (the "Act"), the Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

PERFORMANCE REVIEW

Consolidated:

The revenue from operations for FY2025-26 is ₹ 6,920.03 million.

The Business Earnings before Interest, Depreciation, Tax and Amortization ("EBIDTA") stood at ₹ 2076.25 million.

The Profit for the year stood at ₹ 982.00 million.

Standalone:

The revenue from operations for FY2025-26 decreased from ₹ 8,057.33 million to ₹ 6,757.06 million, a decrease of 16.13 % over the previous year.

EBIDTA stood at ₹ 1908.07 million, a negligible decrease of 1.76% as compared to ₹1,942.34 million earned in the previous year.

The Profit after taxes was ₹ 881.26 million, a decrease of 19.08% as compared to ₹1,089.11 million of the previous year.



STATE OF COMPANY'S AFFAIRS

Our Company is one of India's leading manufacturers of woven, coated and laminated synthetic engineered fabrics. We offer synthetic engineered fabrics and solutions focusing on polyamides and polyester filaments and polyurethane chemistry that cater to the high-performance requirements of our customers across the globe.

Our offerings include the following:

Aerospace and Defence Fabrics: Fabrics used in aerospace and defence applications must meet exact and technically challenging specifications. We work closely with end-users to understand their needs and to create fabrics optimized for durability, comfort, weight, strength, and other performance parameters. We have a library of over 1,000 fabrics, and we develop bespoke products for our customers as per their unique requirements. Our fabrics are used across a range of applications such as tactical gear, rucksacks, ponchos, parachute systems, sleeping bags, slides and rafts, etc. We are development and manufacturing partners of aerospace and defence fabrics for the Indian armed forces among other major players across the world.

Aerospace and Defence Solutions: Using the expertise gained from fabric manufacturing, we have selectively expanded into manufacturing various end-user solutions which are value added products for domestic and export customers in the aerospace and defence markets. We divide these end-user solutions into three business lines: (i) aerial systems such as parachute systems (ii) stealth systems such as camouflage nets, and (iii) rapid deployment systems such as decoys and temporary shelters. In addition, we also enter into maintenance and repair service agreements with certain of our clients.

Industrial and Automotive Fabrics: We divide our Industrial and Automotive Fabrics segment into four business lines: (i) fabrics for wire harness tape systems in automobiles; (ii) custom fabric solutions, (iii) mechanical rubber goods (MRG) fabrics, and (iv) inflatable fabrics.

Outdoor and Lifestyle Fabrics: Our Outdoor and Lifestyle Fabrics segment caters to the global market for synthetic performance wear such as "athleisure", winter wear, rainwear, fashion jackets and personal gear such as backpacks, luggage, sleeping bags, and tents. Brands nominate us to serve as the fabric supplier to specific garment manufacturers.

We have three manufacturing sites one located in Vapi and two in Surat District, Gujarat, India. Our capabilities extend across weaving, dyeing, finishing, coating, lamination and fabrication. Our integrated setup allows us greater control over quality and delivery.

DIVIDEND

DIVIDEND ON COMPULSORILY CONVERTIBLE PREFERENCE SHARES (CCPS)

In accordance with the Share subscription and purchase agreement dated September 22, 2025 between Company, respective Investors (hereinafter referred to as CCPS holders) and Promoter sellers and the terms of issue of the Compulsorily Convertible Preference Shares (CCPS) and the applicable provisions of the Companies Act, 2013, the Board of Directors are pleased to **recommend** dividend of **0.01% p.a.** on pro-rata basis for the financial year ended **March 31, 2026**.

The aggregate dividend on 35,01,372 CCPS amounts to ₹ 908. As per the requirements of applicable Indian Accounting Standards (Ind AS), such distribution is recognized as a distribution to equity holders where the CCPS are classified as equity instruments; accordingly, the dividend is accounted for as an appropriation of profit and is recognized in the financial statements in the period in which it is approved by the shareholders (where approval is required).



The dividend, upon approval at the ensuing Annual General Meeting, will be paid to the holders of CCPS whose names appear in the Register of Members as on the record date.

The Board confirms that the recommendation of the aforesaid dividend is in compliance with the terms of issue of CCPS, and there are no subsisting defaults in payment of dividend on preference shares.

DIVIDEND ON EQUITY SHARES (EQUITY)

The Board of Directors of your Company, after considering holistically the relevant circumstances, has decided that it would be prudent, not to recommend any Dividend on equity shares of the Company for the year under review.

TRANSFER TO RESERVES

During the year under review, there was no amount transferred to any of the reserves by the Company.

SUBSIDIARY/ASSOCIATE/JOINT VENTURE COMPANIES

During the Financial Year 2025-26, the Company incorporated Kusumgar Composites Private Limited as a wholly owned subsidiary.

As on March 31, 2026, the Company had 3 wholly owned subsidiaries. There are no associates or joint venture companies within the meaning of Section 2(6) of the Act.

DETAILS OF SUBSIDIARIES

Engineered Coated Fabric Private Limited (“ECFPL”)

ECFPL is currently engaged in the business of manufacturing coated fabrics for defense, industrial, and specialized applications. Its operations include textile coating designed to meet specific functional requirements

Kusumgar Middle East FZ-LLC (“Kusumgar FZ”)

Kusumgar Middle East FZ - LLC continued to be a Wholly Owned Subsidiary of the Company, which was incorporated as a Free Zone Limited Liability Company under the laws of the Company’s Regulations of Ras Al Khaimah Economic Zone Authority as a Wholly Owned Subsidiary of the Company.

Kusumgar FZ is currently engaged in the business of international trading and distribution of technical textile fabrics as well as solution including comprehensive maintenance services for certain defense products.

Kusumgar Composites Private Limited

Kusumgar Composites Private Limited was incorporated on March 27, 2026 as a Wholly Owned Subsidiary of the Company

A statement containing the salient features of the Financial Statements including the performance and financial position of each Subsidiary as per the provisions of the Act, is provided in the prescribed **Form AOC-1** which is annexed as **Annexure 1**.

Pursuant to Section 129 of the Act, the attached Consolidated Financial Statements of the Company and all its Subsidiaries have been prepared in accordance with the applicable Ind AS provisions.



CHANGES IN THE NATURE OF BUSINESS

The Company continued to be the manufacturer and supplier of high-performance technical fabrics to our customers and hence, there was no change in the nature of business or operations of the Company, which impacted on the financial position of the Company during the year under review.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments which may affect the financial position of the Company, subsequent to close of FY2025-26 till the date of this Report except:

Incorporation of Kusumgar Aerospace Private Limited as a wholly owned subsidiary of the Company on April 08, 2026.

DETAILS/EVENTS OF INITIAL PUBLIC OFFERING (“IPO”)

The Promoter Selling Shareholders of the Company has proposed the initial public offering (IPO) through an Offer for Sale of Equity Shares of face value of ₹ 1 each for cash aggregating up to ₹ 6,500 million at such price and premium as may be decided / discovered.

In view of this:

- a. On September 27, 2025, the Board of Directors approved Draft Red Herring Prospectus and the same was filed with Securities and Exchange Board of India (‘SEBI’), the BSE and the NSE on September 27, 2025; and
- b. The Company received in-principle approvals from the BSE and the NSE for the listing of the Equity Shares pursuant to letters dated November 21, 2025, and SEBI Observation letter dated January 7, 2026

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

During the year under review, no significant and material orders have been passed by any regulator or court or tribunal which would impact going concern status of the Company and its future operations except:

The Registrar of Companies (“ROC”), Mumbai passed adjudication orders dated December 1, 2025 against the Company and/or its officers for non-compliance with Section 29 of the Companies Act, 2013 read with rule 9A of the Companies (Prospectus and Allotment of Securities) Rules, 2014 on account of failure to allot fully paid bonus equity shares in demat form to the existing shareholders on February 20, 2025 and March 25, 2025.

The Company had suo-motu filed the adjudication application and had rectified the default (i.e. converted its physical shares into demat form) prior to filing such application. Pursuant to adjudication orders, ROC had imposed penalties on the Company and officers in default as prescribed under the Act.

The Company and officers in default have complied with the directions specified in the order within the stipulated timeline.



CREDIT RATING

The Company has obtained credit rating which denotes high degree of safety regarding timely servicing of financial obligation. The Company has received the following credit ratings for its long term and short-term Bank/Financial Institution Loan facilities from the rating agency(ies):

Rating Agency	Rating	Instrument / Facility
CARE Ratings Limited	CARE A; Stable	Long Term Bank facilities
	CARE A; Stable / CARE A1	Long Term / Short Term bank facilities

PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposits from the public falling within the meaning of Sections 73 and 76 of the Act and the Rules framed thereunder.

SHARE CAPITAL

Reclassification of Authorized Share Capital

During the year under review, the authorized share capital of the Company of ₹ 24,00,00,000/- (Rupees Twenty-Four Crores Only) divided into 24,00,00,000 (Twenty-Four Crores) Equity Shares of Re. 1/- (Rupee One) each was reclassified as ₹ 24,00,00,000/- (Rupees Twenty-Four Crores Only) divided into 21,50,00,000 (Twenty-One Crore Fifty Lakh) Equity Shares of Re. 1/- (Rupee One) each and 50,00,000 (Fifty Lakh) Preference Shares of ₹ 5/- (Rupees Five) each pursuant to the shareholders' approval dated September 1, 2025.

Post reclassification at present, the Authorized Share Capital of the Company is ₹ 24,00,00,000/- (Rupees Twenty-Four Crores Only) divided into 21,50,00,000 (Twenty-One Crore Fifty Lakh) Equity Shares of Re. 1/- (Rupee One) each and 50,00,000 (Fifty Lakh) Preference Shares of ₹ 5/- (Rupees Five) each.

Issuance of Compulsory Convertible Preference Shares ("CCPS")

During FY2025-26, Board of Directors approved allotment of 100 Compulsory Convertible Preference Shares ("CCPS") on September 15, 2026 and 35,01,272 CCPS on September 24, 2026 of Face Value of ₹ 5/- each at a premium of ₹360/- each, aggregating to ₹ 127,80,00,780/- by way of preferential allotment on a private placement basis.

Accordingly, as at March 31, 2026, Issued, Subscribed and Paid-up Share Capital of the Company is ₹11,89,96,860/- divided into 10,14,90,000 equity shares of ₹1/- each and 35,01,372 CCPS of Face Value of ₹ 5/- each.

Kusumgar Employee Stock Option Plan 2024

In terms of the provisions of Section 62 of the Act and Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, pursuant to approval of the Board and the members of the Company, the Company formulated and introduced the Kusumgar Employee Stock Option Plan 2024 ("the Plan").

During the year under review, the Plan Pool has been increased to 25,37,250 Options of ₹1/- each vide a special resolution passed in an EGM dated September 4, 2025.



The disclosure relating to ESOP as per Rule 12(9) of the Companies (Share Capital and Debentures) Rules, 2014 as on March 31, 2026 is as follows:

- (a) options granted;
Opening Balance as on April 01, 2025: 20,71,222
Additional options granted during FY2025-26: 1,01,490
- (b) options vested: 58,806
- (c) options exercised: Nil
- (d) the total number of shares arising as a result of exercise of option; NA
- (e) options lapsed: NA
- (f) the exercise price: Re.1
- (g) variation of terms of options: NA
- (h) money realized by exercise of options: NA
- (i) total number of options in force (vested and unvested options); 21,72,712
- (j) employee wise details of options granted to:-

	FY2024-25
(i) Key managerial personnel Mr. Ankur Kothari, Executive Director and CEO	2,071,222
(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year	--
(iii) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant Mr. Ankur Kothari, Executive Director and CEO	2,071,222

BOARD OF DIRECTORS

Meetings of the Board of Directors

During the year under review, six (6) Board meetings were convened and held on April 9, 2025; June 10, 2025; September 4, 2025; September 24, 2025; September 27, 2025, and January 19, 2026.

Directors

Appointment of Mr. Siddharth Kusumgar as Chairman & Managing Director, Ms. Sapna Kusumgar as Jt. Managing Director and Mr. Ankur Kothari as Executive Director & CEO of the Company

At the Extraordinary General Meeting (“EGM”) held on June 16, 2025, the shareholders of the Company approved the appointments of Mr. Siddharth Kusumgar as Chairman & Managing Director, Ms. Sapna Kusumgar as Jt. Managing Director and Mr. Ankur Kothari as Executive Director & CEO of the Company with effect from February 01, 2025.

Appointment of Independent Directors

In accordance with provisions of the Act Mr. Nihar Parikh (DIN: 02475787) was appointed as an Additional Non-Executive Independent Director of the Company for a first term of 5 consecutive years



with effect from June 10, 2025 by the Board of Directors of the Company, subject to the approval of the shareholders.

At the EGM held on June 16, 2025, the shareholders of the Company approved the appointments of the following persons as Non-Executive Independent Directors of the Company for a first term of five consecutive years:

1. Mr. Kaushal J. Sampat (DIN: 01932997), who was appointed as an Additional Non-Executive Independent Director by the Board of Directors with effect from March 17, 2025;
2. Dr. Deepti Gupta (DIN: 08481203), who was appointed as an Additional Non-Executive Independent Director by the Board of Directors with effect from March 17, 2025; and
3. Mr. Nihar Parikh (DIN: 02475787), who was appointed as an Additional Non-Executive Independent Director by the Board of Directors with effect from June 10, 2025.

During the year under review, one (1) Independent Directors meeting was held on January 19, 2026.

In the opinion of the Board, all the Independent Directors of the Company have integrity, relevant expertise and experience, including proficiency to act as Independent Directors of the Company.

Appointment of director, liable to retire by rotation

In accordance with section 152 of the act and the articles of association of the Company, Mr. Ankur Kothari (DIN: 07694977), Executive Director and CEO of the Company, retires by rotation at ensuing AGM and being eligible, offers himself for reappointment.

Attention of the members is invited to the relevant items in the notice of the 36th AGM and the explanatory statements thereto.

Declaration from Independent Directors

The Company has received declarations from all Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) and (7) of the Act. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Company has received confirmation from the Independent Directors regarding their registration in the Independent Directors databank maintained by the Indian Institute of Corporate Affairs.

AUDIT COMMITTEE

The Audit Committee is comprised of 3 (three) Directors of which 2 (two) are Independent Directors and 1 (one) Executive Director of the Company. All the members are well versed with finance, accounts, corporate laws and general business practices. Mr. Kaushal J. Sampat, an Independent Director is the Chairperson of the Committee. He holds a master's degree in business administration from Bowling Green State University, Ohio and possesses expertise in finance, administration and management. The composition, terms of reference, role and power of the Audit Committee are in line with the Act. The Committee acts as a link between the Statutory and Internal Auditors and the Board of the Company. The Company Secretary of the Company acts as Secretary to the Committee.

The current composition of the Committee is as follows:

Sr. No.	Name of the Committee Member	Category	Committee Position
1	Mr. Kaushal J. Sampat	Independent Director	Chairperson
2	Dr. Deepti Gupta	Independent Director	Member

3	Mr. Ankur Kothari	Executive Director	Member
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During the year under review, three (3) Audit Committee meetings were convened and held on June 10, 2025; September 4, 2025; and September 27, 2025.

NOMINATION AND REMUNERATION COMMITTEE ("NRC")

As per Section 178 of the Companies Act, 2013 the Nomination and Remuneration Committee of directors was constituted by a resolution of the Board dated June 10, 2025.

The current composition of the Committee is as follows:

Sr. No.	Name of the Committee Member	Category	Committee Position
1	Dr. Deepti Gupta	Independent Director	Chairperson
2	Siddharth Yogesh Kusumgar	Executive Director	Member
3	Nihar Ajay Parikh	Independent Director	Member
4	*Kaushal Sampat	Independent Director	Member

**Appointed w.e.f. May 18, 2026*

During the year under review, one (1) NRC meeting was convened and held on September 4, 2025.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Section 178 of the Act requires the Nomination and Remuneration Committee ("NRC") to formulate a policy relating to appointment, qualification, evaluation, remuneration of Directors, Key Managerial Personnel ("KMP") and Senior Management and recommend the same for approval of the Board.

In view of the aforesaid, the Board at its meeting held on September 4, 2025, based on the recommendation of the NRC of the Company, approved the Policy which is available on the website of the Company at www.kusumgar.com.

KEY MANAGERIAL PERSONNEL (KMP)

There was no change in the Key Managerial Personnel (KMP) during the year under review except Mr. Devanand Mojidra, Company Secretary, was also appointed as Compliance Officer of the Company w.e.f. June 10, 2025.

The following are the KMP of the Company as at March 31, 2026:

- Mr. Siddharth Kusumgar, Chairman & Managing Director;
- Ms. Sapna Kusumgar, Jt. Managing Director;
- Mr. Ankur Kothari, Executive Director & CEO;
- Mr. Kinnar Mehta, Chief Financial Officer; and
- Mr. Devanand Mojidra, Company Secretary and Compliance Officer

WHISTLE BLOWER POLICY/ VIGIL MECHANISM

The Company has adopted a Whistle Blower Policy and established the necessary Vigil Mechanism, which is in line with Section 177 of the Act. According to the Policy, the Whistle Blower can raise concerns relating to Reportable Matters (as defined in the Policy) such as unethical behaviour, actual or suspected fraud, any other malpractice, impropriety or wrongdoings, illegality, non-compliance of legal and regulatory requirements, retaliation against the Directors & Employees etc. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances to the Audit Committee and provides for adequate safeguards against the victimization of Whistle Blower,



who avail of such mechanism and provides for direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases. The Audit Committee oversees the functioning of the same.

During the year under review, the Company has not received any complaints through Vigil Mechanism. It is affirmed that no personnel of the Company was denied access to the Chairman of the Audit Committee.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Board has laid down Internal Financial Controls and believes that the same are commensurate with the nature and size of its business. Based on the framework of internal financial controls, work performed by the internal, statutory, and external consultants, including audit of internal financial controls over financial reporting by the Statutory Auditors, and the reviews performed by the Management, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY2025-26 for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records and timely preparation of reliable financial disclosures.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The brief outline of the Corporate Social Responsibility ("CSR") Policy of the Company and initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure 2** of this Report in the format prescribed under the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time. The policy is available on the website of the Company at www.kusumgar.com.

The Company could not fully utilize the allocated CSR budget for the ongoing project during the reporting period due to delays in implementation arising from operational and administrative factors, including phased execution of project activities, pending approvals, procurement timelines, and scheduling constraints.

The CSR Committee will regularly review the progress of the projects and monitor the utilization of CSR funds.

The unspent amount will be transferred and disclosed in compliance with the applicable provisions of the Companies Act, 2013 and related CSR Rules, wherever applicable.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions/contracts/arrangements that were entered into by the Company during the year under review were on an arm's length basis and in the ordinary course of business and were in compliance with the applicable provisions of the Act.

There are no material significant related party transactions entered into by the Company with its Promoters, Directors or KMP which may have a potential conflict with the interest of the Company at large.

Certain transactions/contracts/arrangements with related parties fall under the scope of Section 188(1) of the Act. However, pursuant to Section 134(3)(h) of the Companies Act, 2013, the requirement to annex Form AOC-2 to this Report is not applicable, as the Company has neither entered into any related party transactions that were not on an arm's length basis nor entered into any material related party transactions during the year.



All related party transactions were placed before the Audit Committee and/or Board for its approval, wherever required.

The details of related party transactions that were entered during FY2025-26 are given in the notes to the Financial Statements as per Ind AS24, which forms part of the Annual Report.

LOAN FROM DIRECTORS

During the year under review, the Company has received unsecured loans from its Directors, Mr. Siddharth Kusumgar and Ms. Sapna Kusumgar, the details of which have been disclosed in the Notes to financial statements. These loans were advanced in accordance with applicable provisions of the Act and were utilized for the Company's short-term financial requirements and the loans have been fully repaid as at the end of the financial year.

PARTICULARS OF LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

Pursuant to Section 186 of the Act, disclosure on particulars relating to Loans, Advances, Guarantees and Investments are provided as part of the financial statements.

STATUTORY AUDITOR AND THEIR REPORT

M/s MSKA & Associates, Chartered Accountants ("MSKA") (FRN: 105047W), were appointed as Statutory Auditors of the Company by the Members at the 34th AGM held on September 30, 2024 to hold office upto the conclusion of 39th AGM of the Company to be held in the year 2029.

MSKA have under Sections 139 and 141 of the Act and Rules framed thereunder confirmed that they are not disqualified from continuing as Statutory Auditors of the Company and furnished a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

Further, the report of the Statutory Auditors along with the notes on the Financial Statements is enclosed with this Report. The Auditors' Report does not contain any qualification, reservation, adverse remarks, observations or disclaimer on Standalone and Consolidated Audited Financial Statements for the year ended March 31, 2026.

The other observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments from the Directors.

SECRETARIAL AUDIT REPORT

Pursuant to Section 204 of the Act and Rules framed thereunder, the Board has appointed M/s Amit Samani Associates, Company Secretaries in practice, to conduct the Secretarial Audit for FY2025-26. The Report of Secretarial Auditor in **Form MR-3** for FY2025-26 is annexed as **Annexure 3**.

The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer and observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

Internal Auditor

During the year under review, M/s CVB & Associates (Formerly known as Hiren Buch Associates), Chartered Accountants carried out the Internal Audit and submitted their report.

Compliance of Secretarial Standards



The Company is in compliance with all mandatory applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

FRAUDS REPORTED BY THE AUDITORS

None of the auditors - Statutory, Secretarial or Internal, have reported any incident of fraud to the Audit Committee/Board of Directors, in their respective reports, for the periods reviewed by them.

PARTICULARS OF EMPLOYEES

The statement containing particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. If any Member is interested in obtaining a copy thereof, such Member can send e-mail to cs@kusumgar.com.

None of the employees, not being Directors or their relatives, draw remuneration more than the limits prescribed under Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

During the year under review, none of Directors of the Company has received any remuneration from the Subsidiary Companies except as disclosed in the report.

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

The information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as stipulated under Section 134(3)(m) of the Act and Rules framed thereunder, is annexed as **Annexure 4**.

DISCLOSURE FOR COMPLIANCE WITH OTHER STATUTORY LAWS

A. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 (the "POSH Act"). The Internal Complaints Committee ("ICC") redresses the complaint received regarding sexual harassment of women at workplace. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

Following are the details of complaints during the year under review:

Number of Sexual Harassment received	Number of Sexual Harassment disposed off	Number of Sexual Harassment Complaints beyond 90 days.
0	0	0

B. Statement that the company has complied with Maternity Benefit Act.

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



ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rules framed thereunder, an Annual Return is hosted on the website of the Company at www.kusumgar.com.

COST AUDITORS & MAINTENANCE OF COST RECORDS

Your Company has appointed M/s Jitendrakumar & Associates, as Cost auditor and has maintained cost records as specified by the Central Government under sub-section (1) of section 148 of the Act.

INSOLVENCY AND BANKRUPTCY

No application made or processing is pending against the Company under the Insolvency and Bankruptcy Code, 2016 during the year under the review.

DISCLOSURE OF ONE TIME SETTLEMENT OF LOAN

There is no incidence of one-time settlement in respect of any loan taken from Banks or Financial Institutions during the year. Hence, disclosure pertaining to difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan is not applicable.

RISK MANAGEMENT

Periodic assessments to identify the risk areas are carried out and management is briefed on the risks in advance to enable the Company to control risk through a properly defined plan. The risks are classified as financial risks, operational risks, and market risks. The Board is also periodically informed of the business risks and the actions taken to manage them.

RISK MANAGEMENT COMMITTEE (“RMC”)

The RMC was constituted by a resolution of our Board dated June 10, 2025.

The current constitution of the RMC is as follows:

Sr. No.	Name of the Committee Member	Category	Committee Position
1	Nihar Ajay Parikh	Independent Director	Chairperson
2	Ankur Kothari	Executive Director	Member
3	Kaushal Sampat	Independent Director	Member

The scope and functions of the RMC are in accordance with the applicable provisions of the Companies Act, 2013.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Act, the Board to the best of their knowledge and ability confirm that –

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;



- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit for that period;
- c) they have 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) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENTS

The Directors wish to place on record their appreciation for the continued co-operation and support extended to the Company by government authorities, customers, vendors, regulators, banks, financial institutions, rating agencies, depositories, auditors, legal advisors, consultants, business associates, members and other stakeholders during the year. The Directors also convey their appreciation to employees at all levels for their contribution, dedicated services and confidence in the management.

**For and on behalf of the Board of Directors of
Kusumgar Limited**

**Sd/-
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799**

**Place: Mumbai
Date: May 18, 2026**

FORM AOC-I

Annexure-1

[Pursuant to first proviso to sub-section [3] of Section 129 of the Companies Act, 2013
read with Rule 5 of Companies [Accounts] Rules, 2014]

Statement containing salient features of the financial statement of Subsidiaries / Associate Companies /Joint Ventures
(Information in respect of each Subsidiary presented with amounts for the Financial Year ended March 31, 2026)

Part A: Subsidiaries

(₹ in Lakhs)

Sr. No.	Name of Subsidiary	Financial Year ended	The date since when subsidiary was acquired	Reporting Currency and Exchange rate as on the last date of relevant Financial Year in case of Foreign Subsidiary	Share Capital	Reserve & Surplus	Total Assets	Total other Liabilities	Investments	Turnover / Operating Income	Profit before tax	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Shareholding
1	Engineered Coated Fabric Pvt. Ltd	31-Mar-26	March 26, 2025	INR	55.10	1486.75	1,794.37	252.62	0.03	3616.82	577.20	154.5	422.70	-	100
2	Kusumgar Middle East FZ-LLC	31-Mar-26	February 8, 2024	INR	23.30	684.0376	7193.50	6486.20	-	5113.17	1094.21	418.21	676.00	-	100
3	Kusumgar Composites Private Limited	31-Mar-26	March 27, 2026	INR	1.00	-0.02	0.10	0.08	0	0	-0.02	0	-0.02	-	100

Notes:

- Names of subsidiaries which are yet to commence operations: Nil
- Names of subsidiaries which have been liquidated or sold during the year: Nil

Part B Associates and Joint Ventures: Not applicable

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

Sd/-
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799

Sd/-
Ankur Kothari
Executive Director & CEO
DIN: 01080769

Place: Mumbai
Date: May 18, 2026

Place: Mumbai
Date: May 18, 2026

Sd/-
Kinnar Mehta
Chief Financial Officer

Sd/-
Devanand Mojindra
Company Secretary

Place: Mumbai
Date: May 18, 2026

Place: Mumbai
Date: May 18, 2026

Annexure 2

Annual Report on Corporate Social Responsibility (CSR) Activities For the Financial Year Ended March 31, 2026

1. Brief outline on CSR Policy of the Company

The Company is committed in making a difference in the lives of underprivileged and economically challenged citizens of our country. The Company through its CSR initiatives assists in nurturing, developing and improving the quality of life of this class of the society and endeavors to build a human touch. CSR efforts focus on active participation of the community at all levels including health, education, environment, women empowerment, disasters relief and sports etc. CSR initiatives are undertaken in collaboration with various NGOs, Trusts, other approved entities or institutions engaged in CSR programs across India.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Mrs. Sapna Kusumgar ¹	Chairperson / Executive Director	1	1
2.	Mr. Siddharth Kusumgar	Member / Executive Director	1	1
3.	Dr. Deepti Gupta ¹	Member / Independent Director	1	1
4.	Mr. Ankur Kothari ²	Member/ Executive Director	--	--

1. Appointed with effect from April 9, 2025

2. Ceased with effect from April 9, 2025

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

- a) Composition of CSR Committee: <https://www.kusumgar.com/>
- b) CSR Policy: <https://www.kusumgar.com/>
- c) CSR projects approved by the board: <https://www.kusumgar.com/>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable: Not Applicable

5. (a) Average net profit of the Company as per sub-section (5) of Section 135: **Rs. 10,146.31 lakhs**
 (b) Two percentage of average net profit of the Company as per sub-section (5) of Section 135: **Rs. 202.93 lakhs**
 (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: **Nil**
 (d) Amount required to be set-off for the financial year, if any: **Nil**
 (e) Total CSR obligation for the financial year [(b)+(c)+(d)] : **Rs. 202.93 lakhs**
6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): **Rs. 27.39 lakhs**
 (b) Amount spent in Administrative Overheads: **Nil**
 (c) Amount spent on Impact Assessment, if applicable: **Not Applicable**
 (d) Total amount spent for the Financial Year: **Rs. 27.39 lakhs**
 (e) CSR amount spent or unspent for the Financial Year:

(₹ in Lakhs)

Total Amount Spent for the Financial Year	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
27.39	175.54	April 27, 2026	-	-	-

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

(₹ in Lakhs)

Sr. No.	Particular	Amount
i	Two percentage of average net profit of the Company as per sub-section (5) of Section 135	202.93
ii	Total amount spent for the financial year	27.39
iii	Excess amount spent for the financial year [(ii) - (i)]	0.00
iv	Surplus arising out of the CSR Projects or programmes or activities of the previous financial year, if any	0.00
v	Amount available for set off in succeeding financial year [(iii) – (iv)]	0.00

Details of Unspent CSR amount for the preceding three financial years:

(₹ in Lakhs)

Sr. No.	Preceding Financial year	Amount transferred to Unspent CSR Account under sub-section (6) of section 135	Balance amount unspent CSR Account under sub-section (6) of section 135	Amount spend in the Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any		Amount remaining to be spent in succeeding financial years	Deficiency, if any
					Amount	Date of transfer		
1.	2022-23	34.80	13.08	Nil	13.39*	23/04/2026	--	--
2.	2023-24	66.16	66.16	Nil	--	--	66.16	--
3.	2024-25	126.09	126.09	Nil	--	--	126.09	--

**Includes interest on the unspent CSR amount which was transferred by the Company to the PM CARES Fund in compliance with the applicable provisions of the Companies Act, 2013.*

7. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

If Yes, enter the number of Capital assets created / acquired:

Furnish the details relating to such assets(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or assets	Date of creation	Amount of CSR spent	Details of entity / authority / beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address

(All the fields should be captured as appearing in the revenue record, flat no., house no., Municipal Office / Municipal corporation / Gram panchayat are to be specified and also the are of the immovable property as well as boundaries)

8. Specify the reason(s), if the Company has failed to spend two percent of the average net profit as per sub-section (5) of section 135:

The Company has identified ongoing projects and will spend the CSR amount within the prescribed timeline of three financial years.

**For and on behalf of the Board of Directors
of Kusumgar Limited**

**Sd/-
Sapna Kusumgar
Chairperson-CSR Committee
DIN: 06736984**

**Date: May 18, 2026
Place: Mumbai**

**Sd/-
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799**

**Date: May 18, 2026
Place: Mumbai**

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026

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

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

To,
The Members,
KUSUMGAR LIMITED
(Formerly known as Kusumgar Private Limited)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KUSUMGAR LIMITED (Formerly known as Kusumgar Private 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 Kusumgar Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31 March, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- i. The Companies Act, 2013 (the Act) and the rules made thereunder and Companies Act, 1956 to the extent applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014
- vi. Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

AMIT SAMANI & CO.

COMPANY SECRETARIES

- vii. Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014
- viii. Companies Act, 2013 read with the Companies (Registration of Charges) Rules, 2014
- ix. Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014
- x. Companies Act, 2013 read with Companies (Accounts) Rules, 2014
- xi. Companies Act, 2013 read with Companies (Cost records and audit) Rules, 2014
- xii. Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012
- xiii. Companies Act, 2013 read with Companies (Management and Administration) Rules 2014 and Secretarial Standard on General Meetings.
- xiv. Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014
- xv. Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014
- xvi. Companies Act, 2013 read with Companies (Incorporation) Rules, 2014
- xvii. Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules 2014

➤ **Tax Compliances**

- a) The Income Tax Act, 1961 r/w The Income Tax Rules, 1962
- b) Chapter V of The Finance Act, 1994 r/w The Service Tax Rules, 1994 & The Point of Taxation Rules, 2011
- c) The Cenvat Credit Rules, 2004
- d) The Customs Act, 1962 & Rules
- e) Central Sales Tax Act, 1956 read with Central Sales Tax (Registration & Turnover) Rules, 1957
- f) State Value Added Tax Act read with State Value Added Tax Rules
- g) Goods & Services Tax Act, 2017

➤ **Health and Safety Compliances**

- i. The Water (Prevention and Central of Pollution) Act, 1974 r/w State Rules
- ii. Air (Prevention and Control of Pollution) Act, 1981 read with State Rules
- iii. State Fire Prevention & Life Safety Measure Act r/w State Rules
- iv. State Lifts Act r/w State Rules
- v. The Motor Vehicles Act, 1988 r/w The Central Motor Vehicle Rules, 1989 and State Motor Vehicles Rules
- vi. The Electricity Act, 2010 r/w Central Electricity Authority (Measures relating to Safety and Electric Supply) Regulations, 2010 r/w National Electrical Code 2011
- vii. The Environment (Protection) Act, 1986 r/w The Hazardous Waste (Management, Handling and Trans boundary Movement) Rules
- viii. The Environment (Protection) Act, 1986 r/w The Manufacture, Storage & Import of Hazardous Chemicals Rules 1989
- ix. The Environment (Protection) Act, 1986 r/w The Environment (Protection) Rules, 1986
- x. The Environment (Protection) Act, 1986 r/w The Noise Pollution (Regulation and Control) Rules
- xi. The Environment (Protection) Act, 1986 r/w The Waste Management and Handling Rules

AMIT SAMANI & CO.

COMPANY SECRETARIES

- xii. National Building Code of India r/w IS 21910 (21010): Selection, Installation and Maintenance of First-Aid Fire Extinguishers-Code of Practice
- xiii. Bio-Medical waste (Management and Handling) rules 1998
- xiv. The Environment (Protection) Act, 1986 r/w The Batteries (Management and Handling) Rules
- xv. Explosives Act read with Gas Cylinder Rules 2004
- xvi. Water (Prevention & Control of Pollution) Cess Act, 1977
- xvii. Explosives Act read with Static and Mobile Pressure Vessels Rules



Labour Sector

- The Employees Provident Fund and Miscellaneous Provisions Act, 1952 r/w the Employees Provident Funds Scheme, 1952, The Employees Deposit-Linked Insurance Scheme, 1976, The Employees Pension Fund Scheme, 1995
- The Employees' State Insurance Act, 1948 r/w The Employees' State Insurance (General) Regulations, 1950, The Employees' State Insurance (Central) Rules, 1950
- The Employment Exchanges Compulsory Notification of Vacancies Act, 1959 r/w The Employment Exchanges Compulsory Notification of Vacancies Rules, 1960
- The Equal Remuneration Act, 1976 r/w The Equal Remuneration Rules, 1976
- The Payment of Bonus Act, 1965 r/w The Payment of Bonus Rules, 1975
- The Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013 r/w The Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Rules, 2013
- The Contract Labour (Regulation And Abolition) Act, 1970 r/w State Rules
- The Industrial Employment (Standing Orders) Act, 1946 r/w State Rules
- The Maternity Benefit Act, 1961 r/w State Rules
- The Employees Compensation Act, 1923 r/w The Workmen's Compensation Rules, 1924 r/w State Rules
- The Minimum Wages Act, 1948 r/w State Rules
- State Labour Welfare Fund Act, 1953 r/w State Rules
- The Payment of Gratuity Act, 1972 r/w The Payment of Gratuity (Central) Rules, 1972
- Bombay Shops and Establishments Act, 1948 r/w Maharashtra Shops and Establishments Rules, 1961
- The Payment of Wages Act, 1936 r/w State Rules
- The Maharashtra Private Security Guards (Regulation of Employment and Welfare) Act, 1981 r/w The Maharashtra Private Security Guards (Regulation of Employment and Welfare) Rules, 1981 and Private Security Guards (Regulation of Employment and Welfare) Scheme, 2002
- The Maharashtra Workmen's Minimum House-Rent Allowance Act, 1983 r/w The Maharashtra Workmen's Minimum House-Rent Allowance Rules, 1990
- The Industrial Disputes Act, 1947 r/w State Rules
- Cigarettes and other Tobacco Products {Prohibition of Advertisement and Regulation of Trade and Commerce, Production, Supply and Distribution Act, 2003 r/w Prohibition of Smoking in Public Places Rules, 2008
- The Child Labour (Prohibition and Regulation) Act, 1986 read with The Child Labour (Prohibition and Regulation) Rules, 1988

- State Industrial Establishment (National & Festival) Holidays Act r/w State Rules
- The Maharashtra Mathadi, Hamal and Other Manual Workers (Regulation of Employment and Welfare) Act, 1969 r/w The Maharashtra Mathadi, Hamal and Other Manual Workers (Regulation of Employment and Welfare) Rules
- The Building and Other Construction Workers' Welfare Cess Act, 1996 read with The Building and Other Construction Workers' Welfare Cess Rules, 1998
- The Building and Other Construction Workers (Regulation of Employment and Conditions of Service) Act 1996 r/w State rules
- The Maharashtra Shops and Establishments Act, 1948 read with The Maharashtra Shops and Establishments Rules, 1961
- The Factories Act read with State Factories Rules
- Public Liability Insurance Act read with Public Liability Insurance Rules
- State Professional Tax Act read with State Professional Tax Rules

➤ **Foreign Exchange Laws Compliances**

- "Foreign Exchange Management (Transfer or Issue of Any Foreign Security) Regulations, 2004 read with Master Circular on Direct Investment by Residents in Joint Venture (JV) or Wholly Owned Subsidiary (WOS) Abroad"
- Foreign Exchange Management (Transfer or issue of security by a person resident outside India) Regulations, 2000 read with Master Circular on Foreign Investment in India.
- Foreign Exchange Management (Borrowing or Lending in Foreign Exchange) Regulations, 2000 read with Master Circular on External Commercial Borrowings and Trade Credits.
- A.P. (DIR Series) Circular No. 18 December 4, 2006 read with Foreign Exchange Management (Foreign Currency Accounts by a Person Resident in India) Regulations, 2000 and AP(DIR Series) Circular NO.32 dated April 21, 2006, AP(DIR Series) Circular NO.54 dated June 29, 2002
- Foreign Exchange Management (Remittance of Assets) Regulations, 2000 read with Master Circular on Remittance Facilities for Non-Resident Indians or Persons of Indian Origin or Foreign Nationals
- Foreign Exchange Management Act, 1999
- Foreign Exchange Management (Foreign exchange derivative contracts) Regulations, 2000
- Foreign Exchange Management (Permissible Capital Account Transactions) Regulations, 2000
- Foreign Exchange Management (Realization, Repatriation and Surrender of Foreign Exchange) Regulations, 2000
- Foreign Exchange Management Act, 1999 read with Master Circular on Miscellaneous Expenses
- FCRA Act, 2010 read with Rules thereto

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

Secretarial Standards issued by The Institute of Company Secretaries of India.

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

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 and Women Director. The changes in the composition of the Board of Directors, if any that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

For Amit Samani & Co.
Company Secretaries
Date: 18.05.2026

Amit Samani
Proprietor
CP. NO. 7966
Place: Mumbai
UDIN: F007397H000386875

This report is to be read with our letter of event date which is Annexed as Annexure A to Report and forms and integral part of this report.

ASCO

Annexure A to Secretarial Audit Report

To,
The Members,
KUSUMGAR LIMITED
(Formerly known as Kusumgar Private Limited)

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

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of accounts and records pertaining to direct and indirect taxation of the Company, which we believe are the domain of other professionals on whom the responsibility is entrusted by the provisions of the Companies Act, 2013.

Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Amit Samani & Co.
Company Secretaries
Date: 18.05.2026

Amit Samani
Proprietor
CP. NO. 7966
Place: Mumbai
UDIN: F007397H000386875

Annexure 4

PARTI CULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO

[Pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014]

(A) Conservation of Energy

(i) The steps taken or impact on conservation of energy

The Company always strives to optimize and implement energy conservation in its manufacturing process. The Company has installed / implementing solar power panels at location for the energy conservations across the organization.

(ii) The steps taken by the Company for utilizing alternate sources of energy Solar Power Panel

The Company has implemented Solar PV System project of 5.4 MW at village Degama, Taluka Valod, District Tapi. Further, the Company has made necessary request / approval from GETCO Degama Sub-station, GEDA and DGVCL. The Company is expected to commission the plant by end of June, 2026.

(iii) The capital investment on energy conservation equipment

During the year under review, the Company has not incurred any capital investment on energy conservation equipment.

(B) Technology Absorption:

(i) The efforts made towards technology absorption and the benefits derived like product improvement, cost reduction, product development or import substitution:

In line with the Company's vision and mission policy, the Company is aggressively moving forward with technology and digital transformation. The IT enablement is based on the principles of being Futuristic, Customer centric and Sustainable.

The technology efforts which are benefitting with seamless business continuity and transformation adoption are:

Data Backup:

1. The Company is regularly taking backup of SQL server on the NAS server.
2. Server backups are taken every 15 days on an internal drive.
3. Full server backup is maintained on a monthly basis on an external drive.
4. We are conducting POC of Escan DLP for data protection and security.

Cyber Security:

1. The Company has implemented Fortinet firewall to secure the network infrastructure.
2. Enterprise antivirus solutions are deployed to protect systems and servers from malware and virus attacks.
3. Vulnerability Assessment and Penetration Testing (VAPT) is conducting during FY 2025-26 to identify and mitigate cybersecurity risks.
4. We have implemented Netcore email security for email spoofing
5. We are conducting ISO 27001 security certificate.

We have enterprise firewall to protect the network and enterprise antivirus to protect the system and server from malware attack and viruses. Regular Software updates to address vulnerabilities and strengthen defences.

We have done Vulnerability Assessment and Penetration Testing in FY2025-26.

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

(₹ In million)

Sr. No.	Particulars	FY2025-26	FY2024-25
1	Foreign Exchange Earnings	2,415.96	1,904.64
2	Foreign Exchange Outgo	2,630.49	2,286.49

For and on behalf of the Board of Directors

Sd/-

Siddharth Yogesh Kusumgar
Chairman & Managing Director
DIN: 01676799

Date : May 18, 2026

Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To the Members of Kusumgar Limited (Formerly known as Kusumgar Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Kusumgar Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "standalone financial statements").

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

Basis for Opinion

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

Information Other than the Standalone 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 Director's report, but does not include the standalone financial statements and our auditor's report thereon, which we obtained prior to the date of this auditor's report.

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

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

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

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 standalone financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Board of Directors of the Company are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Standalone Financial Statements.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure B" 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 relating to preparation of the aforesaid standalone financial statements have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph (2)(g)(vi) below on reporting under Rule 11(g).
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the standalone financial statements.

- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure C”.
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.
 - (iv). a. The Management has represented that, to the best of it’s knowledge and belief, as disclosed in the note 54(x) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 note 54(x) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - (v) The Board of Directors of the Company have proposed preference dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 56 to the Standalone financial statements).
 - (vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, except that audit trail feature was enabled at the database level from July 27, 2025 in respect of an accounting software to log any direct data changes as explained in Note 53 to the financial statements.

Further, where enabled, audit trail feature has operated for all relevant transactions recorded in the accounting software. Also, during the course of our audit, we did not

come across any instance of audit trail feature being tampered with in respect of such accounting software. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in respective years.

3. In our opinion, according to information, explanations given to us , the remuneration paid or provided by the Company to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya
Partner
Membership No.: 101739
UDIN: 26101739RSHXQJ5113

Place: Mumbai
Date: May 18, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF KUSUMGAR LIMITED

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya

Partner

Membership No.: 101739

UDIN: 26101739RSHXQJ5113

Place: Mumbai

Date: May 18, 2026

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF KUSUMGAR LIMITED FOR THE YEAR ENDED MARCH 31, 2026

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i. (a)A The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment, investment property and relevant details of right-of-use assets.
- i. (a)B The Company has maintained proper records showing full particulars of intangible assets.
- i. (b) Property, Plant and Equipment and right of use assets have been physically verified by the management at during the year and no material discrepancies were identified on such verification.
- i. (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) as disclosed in the standalone financial statements, are held in the name of the Company.
- i. (d) According to the information and explanations given to us, the Company has not revalued its property, plant and Equipment (including Right of Use assets) and intangible assets during the year. Accordingly, the provisions stated under clause 3(i)(d) of the Order are not applicable to the Company.
- i. (e) According to the information and explanations given to us, no proceeding has been initiated or pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988, as amended and rules made thereunder. Accordingly, the provisions stated under clause 3(i)(e) of the Order are not applicable to the Company.
- ii. (a) The inventory (excluding stocks with third parties and stocks-in-transit) has been physically verified by the management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them and in respect of goods in transit, the goods have been received subsequent to the year end. No discrepancies were noticed. In our opinion, the frequency, coverage and procedure of such verification is reasonable and appropriate, having regard to the size of the Company and the nature of its operations. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.
- ii. (b) During any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores rupees, in aggregate from Banks, on the basis of security of current assets. Based on the records examined by us in the normal course of audit of the standalone financial statements, quarterly returns / statements filed with such Banks are in agreement with the books of accounts of the Company.
- iii. (a) According to the information and explanations provided to us, the Company has provided loan to its wholly owned subsidiary and made investment in company in respect of which the requisite information is as below. Company has not provided advances in nature of loans, stood guarantee and provided security to other entities.

(A) The details of such loans to subsidiary, are as follows:

(Rs. in million)

	Guarantees	Security	Loans	Advances in the nature of loans
Aggregate amount granted/provided during the year	-			

- Subsidiary			204.33	
-				
-				
Balance Outstanding as at balance sheet date in respect of above cases			213.81	
- Subsidiary				
-				

During the year the Company has not given loan, advances in the nature of loans, stood guarantee and provided security to any other entity other than its Subsidiary.

- iii. (b) According to the information and explanations given to us and based on the audit procedures performed by us, the investments made during the year and the terms and conditions of the grant of loans during the year are not prejudicial to the interest of the Company. The Company has not provided any guarantees or security or granted any advances in the nature of loans during the year.
- iii. (c) In case of the loan, schedule of repayment of principal and payment of interest have been stipulated. However there is no repayment of principal and interest due in the current year as per the agreement.
- iii. (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no amounts overdue for more than ninety days in respect of the loans and/ or advances in the nature of loans, granted to Subsidiary.
- iii. (e) According to the information and explanations provided to us, there were no loans which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans or advances in the nature of loan given to the same parties.
- iii. (f) According to the information and explanations provided to us, the Company has not any granted loans and / or advances in the nature of loans, including to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013 either repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, the requirement to report under clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us, the provisions of Section 185 of the Companies Act, 2013 ("Act") are not applicable to the Company. Company has complied with provisions of Section 186 of the Act , in respect of loans given to its Wholly Owned Subsidiary.
- v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of the provisions of Sections 73 to 76 of the Act and the rules framed there under. Accordingly, the requirement to report under clause 3(v) of the Order is not applicable to the Company.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act, in respect of its products/ services. We have broadly reviewed the same, and are of the opinion that, *prima facie*, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records examined by us, in our opinion, undisputed statutory dues including Goods and Services tax, provident

fund, employees' state insurance, income-tax, duty of customs, cess and other statutory dues have generally been regularly deposited with the appropriate authorities during the year, though there has been a slight delay in a few cases.

No undisputed amounts payable in respect of these statutory dues were outstanding as at March 31, 2026, for a period of more than six months from the date they became payable.

- vii. (b) According to the information and explanations given to us and the records examined by us, dues relating to income tax which have not been deposited as on March 31, 2026, on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount Demanded Rs. (in Million)	Amount Paid Rs. (in Million)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	10.14	-	AY 24-25	CIT(A)	None

There are no dues relating to Goods and Services tax, employees' state insurance, duty of customs, cess and other statutory dues which have not been deposited on account of any dispute.

- viii. According to the information and explanations given to us, there are no transaction which are not recorded in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment under the Income Tax Act, 1961. Accordingly, the requirement to report as stated under clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.
- ix. (b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- ix. (c) In our opinion and according to the information and explanations provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised. Refer Note 24 to the standalone financial statements.
- ix. (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from an any entity or person on account of or to meet the obligations of its subsidiaries.
- ix. (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the requirement to report under Clause 3(ix)(f) of the order is not applicable to the Company.
- x. (a) In our opinion and according to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting requirement under clause 3(x)(a) of the Order is not applicable to the Company.

- x. (b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made preferential allotment of shares during the year and the requirements of Section 42 of the Companies Act, 2013, have been complied with. The amount raised has been used for the purposes for which they were raised. The Company has not made any private placement of shares or convertible debentures (fully, partially or optionally convertible).
- xi. (a) Based on our examination of the books and records of the Company and according to the information and explanations given to us, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the year in the course of our audit.
- xi. (b) During the year no report under Section 143(12) of the Act, has been filed by cost auditor/ secretarial auditor or by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- xi. (c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- xiv. (b) We have considered the internal audit reports of the Company issued till the date of our audit report, for the period under audit.
- xv. According to the information and explanations given to us, and based on our examination of the records of the Company, 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 accordingly, the requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and accordingly, the requirements to report under clause 3(xvi)(a) of the Order is not applicable to the Company.
- xvi. (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.
- xvi. (c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report under clause 3 (xvi)(c) of the Order is not applicable to the Company.
- xvi. (d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company as part of its group. Accordingly, the requirement to report under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year. Accordingly, the requirement to report under clause 3(xvii) of the Order is not applicable to the Company.

- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in Note 50 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a Fund as specified in Schedule VII of the Companies Act, 2013 as disclosed in note 52 to the standalone financial statements.
- (b) In respect of ongoing projects, the Company has transferred unspent amount to a special account within a period of thirty days from the end of the financial year in compliance with Section 135(6) of the Companies Act, 2013 as explained in Note 52 to the standalone financial statements.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya
Partner
Membership No.: 101739
UDIN: 26101739RSHXQJ5113

Place: Mumbai
Date: May 18, 2026

ANNEXURE C TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF KUSUMGAR LIMITED

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Kusumgar Limited on the Standalone Financial Statements for the year ended March 31, 2026]

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

Opinion

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

In our opinion, and to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the internal financial controls with reference 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India ('ICAI').

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

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone 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 reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial control with reference 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 reference 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 Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference 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 reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya

Partner

Membership No.: 101739

UDIN: 26101739RSHXQJ5113

Place: Mumbai

Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Standalone Balance sheet as at 31 March 2026

(All amount in INR millions, unless otherwise stated)



Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	6	2,332.20	1,689.50
Right-of-use assets	7(a)	701.61	597.18
Capital work in progress	8	262.64	451.94
Other Intangible assets	9	2.92	1.33
Financial assets			
Investments	10	1,275.20	1,270.57
Loans	11	213.81	9.48
Other financial assets	12	95.80	56.62
Non current tax assets (net)	13	-	26.60
Other non current assets	14	38.26	195.53
Total non-current assets		4,922.44	4,298.75
Current assets			
Inventories	15	1,899.03	1,315.19
Financial assets			
Trade receivables	16	2,167.79	561.10
Cash and cash equivalents	17	197.33	252.66
Other bank balances	18	211.36	106.02
Loans	19	-	155.69
Other financial assets	20	203.90	240.47
Other current assets	21	331.24	376.43
Total current assets		5,010.65	3,007.56
TOTAL ASSETS		9,933.09	7,306.31
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	22	119.00	101.49
Other equity	23	5,809.16	3,486.06
Total equity		5,928.16	3,587.55
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	24(a)	851.19	757.64
Lease liabilities	7(b)	574.50	474.60
Deferred tax liabilities (net)	39	25.45	17.10
Employee benefit obligations	25	16.97	22.30
Total non-current liabilities		1,468.11	1,271.64
Current liabilities			
Financial liabilities			
Borrowings	24(b)	1,384.63	1,707.37
Lease liabilities	7(b)	69.61	73.15
Trade payables	26		
Total outstanding dues of micro and small enterprises		26.13	50.42
Total outstanding dues other than above		686.75	421.65
Other financial liabilities	27	114.10	96.83
Employee benefit obligations	28	1.44	8.02
Other current liabilities	30	147.41	89.68
Current tax liabilities (net)	29	106.75	-
Total current liabilities		2,536.82	2,447.12
Total liabilities		4,004.93	3,718.76
TOTAL EQUITY AND LIABILITIES		9,933.09	7,306.31

Summary of material accounting policies

2 & 3

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

As per our report of even date

For M S K A & Associates LLP (formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No: 105047W / W101187

For and on behalf of the Board of Directors of

Kusumgar Limited

CIN: U65990MH1990PLC056871

'Sd/-'

Amrish Vaidya

Partner

Membership No. 101739

Place: Mumbai

Date: May 18, 2026

'Sd/-'

Siddharth Kusumgar

Chairman & Managing Director

DIN: 01676799

Place: Mumbai

Date: May 18, 2026

'Sd/-'

Ankur Kothari

Executive Director & CEO

DIN: 07694977

Place: Mumbai

Date: May 18, 2026

'Sd/-'

Kinnar Mehta

Chief Financial Officer

Place: Mumbai

Date: May 18, 2026

'Sd/-'

Devanand Mojidra

Company Secretary

ACS: 14644

Place: Mumbai

Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Standalone Statement of Profit and Loss for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
INCOME			
Revenue from operations	31	6,757.06	8,057.33
Other income	32	207.92	108.06
Total income		6,964.98	8,165.39
EXPENSES			
Cost of materials consumed	33	3,216.94	4,065.46
Changes in inventories of finished fabric & semi-finished fabric	34	(522.07)	(132.52)
Employee benefits expense	35	858.69	626.95
Finance costs	36	258.85	145.41
Depreciation and amortization expense	37	457.66	331.90
Other expenses	38	1,503.35	1,663.16
Total expenses		5,773.42	6,700.36
Profit before tax		1,191.56	1,465.03
Income tax expense	39		
Current tax		305.14	395.52
(Excess) provision for tax relating to prior years		(0.44)	(0.07)
Deferred tax expenses/(credit)		5.60	(19.53)
Total income tax expense		310.30	375.92
Profit for the year		881.26	1,089.11
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) of net defined benefit liability		8.29	(5.44)
Gain on FVTOCI equity investments		4.52	27.87
Income tax effect on above	39	(2.73)	(2.62)
Other comprehensive income for the year, net of tax		10.08	19.81
Total comprehensive income for the year		891.34	1,108.92
Earnings per equity share:(face value of INR 1 each)(March 31,2025 face value of INR 1 each)	40		
- Basic EPS (INR)		8.68	10.73
- Diluted EPS (INR)		8.35	10.52

Summary of material accounting policies

2 & 3

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

As per our report of even date

For M S K A & Associates LLP (formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No: 105047W / W101187

For and on behalf of the Board of Directors of

Kusumgar Limited

CIN: U65990MH1990PLC056871

'Sd/-"

Amrish Vaidya

Partner

Membership No. 101739

Place: Mumbai

Date: May 18, 2026

'Sd/-"

Siddharth Kusumgar

Chairman & Managing Director

DIN: 01676799

Place: Mumbai

Date: May 18, 2026

'Sd/-"

Ankur Kothari

Executive Director & CEO

DIN: 07694977

Place: Mumbai

Date: May 18, 2026

'Sd/-"

Kinnar Mehta

Chief Financial Officer

Place: Mumbai

Date: May 18, 2026

'Sd/-"

Devanand Mojindra

Company Secretary

ACS: 14644

Place: Mumbai

Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Standalone Statement of Changes in Equity for year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(a) EQUITY SHARE CAPITAL

Equity shares of INR 1 each, fully paid up

Particulars	No. of Shares	Amount
As at 1 April 2024	1,99,000	19.90
Changes in equity share capital during the year	10,12,91,000	81.59
As at 31 March 2025	10,14,90,000	101.49
Changes in equity share capital during the year	-	-
As at 31 March 2026	10,14,90,000	101.49

(b) INSTRUMENTS ENTIRELY IN THE NATURE OF EQUITY (COMPLUSORY CONVERTIBLE PREFERENCE SHARES ("CCPS"))

Preference shares of INR 5 each, fully paid up

Particulars	No. of Shares	Amount
As at 1 April 2024	-	-
Changes in Preference share capital during the year	-	-
As at 31 March 2025	-	-
Changes in preference share capital during the year	35,01,372	17.51
As at 31 March 2026	35,01,372	17.51

(b) OTHER EQUITY

Particulars	Securities premium	General reserve	Retained earnings	Other comprehensive Income	Share based payment reserve	Total
Balance as at 1 April 2024	269.39	57.91	2,085.05	11.81	-	2,424.16
Profit for the year	-	-	1,089.11	-	-	1,089.11
Add - Gain on FVTOCI equity investments (net of tax)	-	-	-	23.88	-	23.88
(Less) - Remeasurement gain/(loss) of net defined benefit plan	-	-	(4.07)	-	-	(4.07)
(Less) - Bonus issue from general reserve	-	(57.91)	-	-	-	(57.91)
(Less) - Bonus issue from retained earnings	-	-	(23.68)	-	-	(23.68)
(Less) - Share based payment (ESOP)	-	-	-	-	34.57	34.57
Balance as at 31 March 2025	269.39	-	3,146.41	35.69	34.57	3,486.06

Particulars	Securities premium	General reserve	Retained earnings	Other comprehensive Income	Share based payment reserve	Total
Balance as at 1 April 2025	269.39	-	3,146.41	35.69	34.57	3,486.06
Profit for the year	-	-	881.26	-	-	881.26
Add - Gain on FVTOCI equity investments (net of tax)	-	-	-	3.88	-	3.88
Add - Remeasurement gain/(loss) of net defined benefit plan	-	-	6.20	-	-	6.20
Add - Premium received on issue of Preference shares	1,260.48	-	-	-	-	1,260.48
(Less) - Transaction cost on issue of shares (CCPS)	(33.05)	-	-	-	-	(33.05)
Add - Share based payment (ESOP)	-	-	-	-	204.33	204.33
Balance as at 31 March 2026	1,496.82	-	4,033.87	39.57	238.90	5,809.16

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

As per our report of even date

For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No: 105047W / W101187

Sd/-
Amrish Vaidya
Partner

Membership No. 101739

Place: Mumbai
Date: May 18, 2026

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

Sd/-
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799

Place: Mumbai
Date: May 18, 2026

Sd/-
Kinnar Mehta
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026

Sd/-
Ankur Kothari
Executive Director & CEO
DIN: 07694977

Place: Mumbai
Date: May 18, 2026

Sd/-
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Standalone Statement of Cash Flow Statement for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flow from operating activities		
Profit before tax	1,191.56	1,465.03
Adjustments for:		
Add :		
Depreciation and amortization expenses	457.66	331.90
Finance cost	235.32	127.65
Unwinding of transaction cost	0.60	0.41
Allowance for expected credit loss	-	38.05
Provision for doubtful advances	6.27	-
Sundry balance written off	1.23	3.67
Provision for Warranty Expense	1.02	-
Share based payment to employees	204.33	34.57
Loss on sale of property, plant and equipment	1.12	-
Less :		
Gain on sale of property, plant and equipment	-	(0.71)
Unwinding of discount on security deposits	(1.79)	(1.93)
Interest income	(41.51)	(58.16)
Unrealized foreign exchange gain	(147.19)	(46.95)
Reversal of Expected credit loss (ECL)	(6.27)	-
Gain on termination of lease	(2.96)	-
Sundry balance written back	(6.28)	(0.22)
Operating Profit before working capital changes	1,893.11	1,893.32
Changes in operating assets and liabilities		
Adjustments for: Operation Assets		
Decrease / (Increase) in trade receivables	(1,452.01)	(103.42)
Decrease / (Increase) in inventories	(583.84)	48.38
Decrease / (Increase) in loans and other financial assets	297.45	(388.09)
Decrease / (Increase) in other assets	44.64	(99.30)
Adjustments for: Operation Liabilities		
Increase / (Decrease) in trade payables	247.09	(50.14)
Increase / (Decrease) in provisions	(3.61)	4.93
Increase / (Decrease) in other financial liabilities	26.17	(139.26)
Increase / (Decrease) in other liabilities	57.72	(1,216.75)
Cash generated from/(used in) operations	526.72	(50.34)
Income tax paid (net)	(168.97)	(423.46)
Net cash flows generated from/(used in) operating activities (a)	357.75	(473.79)
Cash flows from investing activities		
Payment for purchase of property, plant and equipment (net of subsidy)	(693.81)	(1,065.59)
Payment for purchase of other intangible assets	(2.06)	(1.26)
Proceeds from sale/ disposal of property, plant and equipment	1.60	2.19
Payment for Initial direct cost for recognition of ROU asset	(6.56)	-
Loan given to subsidiary company	(204.33)	-
Investment in bank deposits	(1,276.04)	(9.29)
Proceed from bank deposits	1,018.28	1,031.04
Interest received	41.51	58.64
Payment for purchase of investments	-	(1,120.90)
Net cash flows /(used in) investing activities (b)	(1,121.40)	(1,105.16)
Cash flow from financing activities		
Proceeds from allotment of Compulsorily convertible preference shares (CCPS)	1,244.94	-
Proceeds from borrowings	8,145.21	1,832.33
Repayment of borrowings	(8,375.00)	(139.99)
Principal paid on lease liabilities	(71.51)	(57.08)
Interest paid on lease liabilities	(55.97)	(38.59)
Interest paid on borrowings	(179.35)	(82.13)
Net cash flows generated from financing activities (c)	708.33	1,514.54
Net increase in cash and cash equivalents (a+b+c)	(55.33)	(64.43)
Cash and cash equivalents at the beginning of the year	252.66	317.09
Cash and cash equivalents at the end of the year (refer note no 17)	197.33	252.66

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Standalone Statement of Cash Flow Statement for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Changes in liabilities arising from financing activities and non-cash financing

Particulars	As at 1 April 2025	Cash flows	Non- cash changes	As at 31 March 2026
Non current borrowings	757.64	92.95	0.60	851.19
Current borrowings	1,707.37	(331.77)	9.03	1,384.63
Total liabilities from financing activities	2,465.01	(238.82)	9.64	2,235.83

Particulars	As at 1 April 2024	Cash flows	Non- cash changes	As at 31 March 2025
Non current borrowings	348.05	409.18	0.41	757.64
Current borrowings	417.28	1,283.16	6.93	1,707.37
Total liabilities from financing activities	765.33	1,692.34	7.34	2,465.01

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

1. The above Cash flow statement has been prepared under the indirect method set out in Indian Accounting Standard 7 (IND AS 7), "Statement of Cash Flows" notified under section 133 of the Companies Act 2013.
2. Figures in bracket indicate an outflow

As per our report of even date

For and on behalf of the Board of Directors of

For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
ICA Firm Registration No: 105047W / W101187

Kusumgar Limited
CIN: U65990MH1990PLC056871

'Sd/-'
Amrish Vaidya
Partner

'Sd/-'
Siddharth Kusumgar
Chairman & Managing Director

'Sd/-'
Ankur Kothari
Executive Director &
CEO

Membership No. 101739

DIN: 01676799

DIN: 07694977

Place: Mumbai
Date: May 18, 2026

Place: Mumbai
Date: May 18, 2026

Place: Mumbai
Date: May 18, 2026

'Sd/-'
Kinnar Mehta
Chief Financial Officer

'Sd/-'
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

1 Company overview

Kusumgar Limited (Formerly known as Kusumgar Private Limited) ('the Company') is a public company domiciled in India and was incorporated on June 15, 1990 under the provisions of Companies Act, 1956 with its registered office in Mumbai, Maharashtra. The Company is engaged in the business of manufacturing, marketing, and supplying a diverse range of technical textile fabrics, offering innovative and high-performance solutions to meet evolving customer requirements.

The Company has converted from Private Limited Company to Public Limited Company, pursuant to a special resolution passed in the extraordinary general meeting of the shareholders of the Company held on December 27, 2024 and consequently the name of the Company has changed to Kusumgar Limited pursuant to a fresh certificate of incorporation issued by the Registrar of Companies on January 28, 2025 with new CIN U65990MH1990PLC056871.

2 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Ind AS

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act.

Accounting policies have been consistently applied to all the years presented except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy thereto in use.

These standalone financial statements were authorized for issue by Board of Directors on May 18, 2026

(b) Basis of measurement

The standalone financial statements have been prepared on accrual basis and under historical cost convention, except for the following:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- Employees defined benefit obligation and leave encashment are recognised as per actuarial valuation.
- Share-based payments liability measured at fair value

Classification into current and non-current:

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of business and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Company has ascertained its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

(c) Use of estimates, judgements and assumptions

The preparation of standalone financial statements in conformity with Ind AS requires the Management to make estimate and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the accompanying financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected.

(Refer Note 4 for details).

(d) Presentation currency and rounding off

The standalone financial statements are presented in Indian Rupee (INR), which is also the functional currency of the Company, in denomination of millions with rounding off to two decimals as permitted by Schedule III to the Act except where otherwise indicated. Amounts shown as "0" are non-zero figures rounded off to the nearest INR million

(e) Going Concern

The standalone financial statements are prepared on a going concern basis as the Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

3 Material accounting policies

A summary of the material accounting policies applied in the preparation of the Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Financial Statements.

3.01 Property, plant and equipment

Property, plant and equipment, are stated at historical cost of acquisition or construction less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment comprises its purchase price net of any discounts and rebates, any import duties and other taxes (other than those subsequently recovered from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use.

The Company identifies and determines cost of each part of an item of property plant and equipment separately if the part has a cost which is significant to the total cost of that item of property plant and equipment and has useful life that is materially different from that of the remaining item.

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

Interest cost incurred is capitalized up to the date the asset is ready for its intended use for qualifying assets, based on borrowings incurred specifically for financing the asset or the weighted average rate of all other borrowings, if no specific borrowings have been incurred for the asset.

Depreciation methods, estimated useful lives

Depreciation on property, plant and equipment is provided on a pro-rata basis on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 , or re-assessed by the Company. The Company has estimated the following as useful life to provide depreciation on its Property, Plant & Equipment.

The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

Name of the asset	Estimated Useful Lives by the management
Buildings	3 to 30 years
Plant & Machinery	7.5 to 15 years
Electrical Installation	10 years
Furniture & Fixtures	10 years
Vehicles	8 to 10 years
Lease hold improvements	Lower of lease period & estimated useful life
Office Equipment	5 years
Computers	3 years

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date preceding the date of sale, deduction as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss under 'Other income' / 'Other expenses' respectively.

Government grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to assets, including non-monetary grants at fair value, shall be presented in the balance sheet either by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset.

3.02 Capital work-in-progress

Cost of assets not ready for intended use, as on the Balance sheet date, is shown as capital work in progress. The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

3.03 Other Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognised on a straight line basis over their estimated useful lives so as to reflect the pattern in which the assets economic benefits are consumed. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. The amortization of intangible asset is included in Depreciation and amortization expense in Statement of Profit and Loss.

Software is amortized over the management's estimate of its useful life i.e. 6 years.

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

3.04 Investments in subsidiaries

A subsidiary is an entity that is controlled by another entity. The Company's investments in its subsidiaries are accounted at cost less impairment if any. Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

3.05 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use.

The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

The Company bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.06 Inventories

Inventories are valued at the lower of cost or net realizable value.

Cost of raw material, stores spares, packing material etc. includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts.

Finished goods and work-in-progress : cost includes cost of direct material and labour and a proportion of manufacturing based on the normal operating capacity, but excluding borrowing cost.

Spare parts those does not meet definition of Property, Plant and Equipment are carried as inventory.

Transit stock are valued at cost.

3.07 Cash and cash equivalents and Cash flow statement

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand, fixed deposits having a original maturity of less than 3 months which are subject to an insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby net profits before tax are adjusted for the effects of the transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the company are segregated.

3.08 Foreign Currency Transactions

(a) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(b) Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date the transaction first qualifies for recognition. Gains/Losses arising out of fluctuation in foreign exchange rate between the transaction date and settlement date are recognised in the Statement of Profit and Loss.

All monetary assets and liabilities in foreign currencies are restated at the year end at the exchange rate prevailing at the year end and the exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not translated thereafter.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

3.09 Provisions and contingent liabilities

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events, where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are possible assets that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. A contingent asset is disclosed, where an inflow of economic benefits is probable.

3.10 Fair value measurement

The Company measures certain financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability accessible to the Company.

The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognised in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

3.11 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

(i) Initial recognition and measurement

At initial recognition, financial asset is measured at its fair value plus the transaction cost directly attributable to the acquisition of the financial asset in the case of a financial asset measured not at fair value through profit or loss. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss. However, trade receivables that do not contain a significant financing component are measured at transaction price

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

- a) at amortized cost; or
- b) at fair value through other comprehensive income; or
- c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss.

When the financial asset is derecognised, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains / losses.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity instruments: All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument- by-instrument basis. The classification is made on initial recognition and it is irrevocable.

In case of equity instruments classified as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 “Financial Instruments”, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Trade receivables:

The Company follows ‘simplified approach’ for recognition of impairment loss allowance on trade receivables resulting from transactions within the scope of Ind AS 115 “Revenue from Contracts with Customers”. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

Other financial assets: Security Deposits

For recognition of impairment loss on financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent years, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

Lifetime ECL is the expected credit loss resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after year end.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original effective interest rate (EIR). When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the Statement of Profit and Loss. For financial assets measured at amortised cost, ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- a) the rights to receive cash flows from the financial asset is transferred or expired
- b) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the received cash flows in full without material delay to one or more recipients.

Where the financial asset is transferred then in that case financial asset is derecognised only if substantially all risks and rewards of ownership of the financial asset is transferred. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the financial asset is neither transferred, nor the entity retains substantially all risks and rewards of ownership of the financial asset, then in that case financial asset is derecognized only if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On derecognition of a financial asset, the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(b) Financial liabilities and equity instruments
Classification as debt or equity

An instrument issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortized cost, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

(ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Derivative financial instruments

The Company holds derivative financial instruments such as foreign exchange forward contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for such contracts is generally a bank.

Any derivative that is either not designated as hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss.

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in the Statement of Profit and Loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income/other expense.

Assets or liabilities in this category are presented as financial assets or financial liabilities.

Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

The entity's long-term borrowings are all at a variable interest rate; therefore, the unamortised transaction costs incurred on these borrowings are amortized on a straight-line basis instead of using the effective interest rate (EIR) method."

Financial liabilities at amortised cost

All the financial liabilities of the Company are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss as finance costs.

(c) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the assets and settle liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

3.12 Leases

As a lessee:

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

- (a) The contract involves the use of an identified asset -this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- (b) The Company has the right to substantially all of the economic benefits from the use of the asset throughout the period of use; and
- (c) The Company has the right to direct the use of the asset. The Company has this right when it has the decision making rights that are most relevant to changing how and for what purposes the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
 - The Company has the right to operate the asset; or
 - The Company designed the asset in a way that predetermines how and for what purposes it will be used

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

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

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, company's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected to not recognize leases with a lease term of 12 months or less or of low value in the balance sheet, and lease costs for those short-term leases or low-value leases are recognized on a straight-line basis over the lease term in the Statement of Profit and Loss. The Company has elected the lessee practical expedient to combine lease and non-lease components and account for the combined unit as a single lease component.

3.13 Employee Benefits

(i) Defined benefit plans

Gratuity: The Company's gratuity benefit scheme is a defined benefit plan. Company's net obligation in respect of a defined benefit plan is calculated by estimating amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Present value of obligation under such benefit plan is determined based on actuarial valuation using projected unit credit method which recognizes each period of service that give rise to additional units of employee benefit entitlement and measures each unit separately to build up final obligation. Obligation is measured at present values of estimated future cash flows. The discounted rates used for determining present value are based on market yields on Government Securities as at the balance sheet dates.

Defined benefit costs are categorised as follows:

- i. The current service cost of the defined benefit plans, recognised in the Statement of Profit and Loss in employee benefits expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs, which comprise plan amendments and curtailments, as well as gains or losses on the settlement of pension benefits are recognised immediately in the Statement of Profit and Loss when they occur.
- ii. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in finance cost in the Statement of Profit and Loss.
- iii. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(ii) Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The company provides benefits such as provident fund to its employees which is treated as defined contribution plan.

(iii) Short-term employee benefit obligations

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

(iv) Compensated absences:

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method

Presentation and disclosure:

For the purpose of presentation of defined benefit plans and compensated absences, the allocation between the current and non-current provisions has been made as determined by an actuary.

3.14 Revenue Recognition

Revenue from contracts with customers is recognised on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for those goods or services. It is measured at transaction price (net of variable consideration) allocated to that performance obligation. Revenue (net of variable consideration) is recognised only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

(i) Sale of Products

Revenue from sale of products is recognised when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the goods is shipped to the customer or on delivery to the customer, as may be specified in the contract.

(ii) Rendering of Services:

Revenue from services is recognised over time by measuring progress towards satisfaction of performance obligations for the services rendered.

(iii) Other Operating revenue

Government Grants and subsidies:

Recognition and Measurement:

The Company recognises grant as income when there is a reasonable assurance that the Company will comply with all necessary conditions attached to them and the grant will be received in accordance with Ind AS 20, Accounting for Government Grants and Disclosure of Government Assistance.

Revenue from export incentives, including those arising under the Remission of Duties and Taxes on Exported Products (RoDTEP), Merchandise Exports from India Scheme (MEIS), and Duty Drawback Scheme, is recognised on an accrual basis, post-export, at the rates at which the entitlements accrue.

Presentation:

Income from the above grants and subsidies are presented under Revenue from Operations - "Other Operating Income".

3.15 Other income

Interest income

Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Interest income is included under the head 'other income' in the Statement of profit and loss.

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the Statement of profit and loss.

3.16 Taxes

Tax expense for the year, comprising current tax and deferred tax, are included in determination of the net profit or loss for the year.

(i) Current income tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Advance taxes and provisions for current income taxes are presented in the balance sheet after offsetting advance tax paid and income tax provision arising in the same tax jurisdiction and where the Company intends to settle the asset and liability on a net basis.

Current income tax relating to items recognised outside the Statement of Profit and Loss is recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(ii) Deferred tax

Deferred tax is recognised on temporary differences, being differences between the carrying amount of assets and liabilities and corresponding tax bases used in the computation of taxable profit. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside Statement of Profit and Loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

3.17 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

3.18 Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the company's chief operating decision maker (CODM) to make decisions for which discrete financial information is available. The Company is engaged in selling of goods. The CODM identified entire business as a single reportable segment, hence segment reporting is not applicable.

3.19 Employee stock compensation cost

The fair value of options granted under the Company's employee stock option scheme (excess of the fair value over the exercise price of the option at the date of grant) is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted :

- ▶ 'including any market performance conditions (e.g. the entity's share price)
- ▶ 'excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- ▶ 'including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holding shares for a specific period of time). Further details are given in Note 50.

That cost is recognised, together with a corresponding increase in share options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.

The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

3.20 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

4 Material accounting judgments, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future years.

4.01 Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the year end date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

(a) Useful lives of property, plant and equipment and intangible assets

As described in the significant accounting policies, the Company reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period. Useful lives of intangible assets is determined on the basis of estimated benefits to be derived from use of such intangible assets. These reassessments may result in change in the depreciation / amortization expense in future periods.

(b) Actuarial Valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depend upon assumptions determined after taking into account discount rate, salary growth rate, expected rate of return, mortality and attrition rate. Information about such valuation is provided in notes to the financial statements.

(c) Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset or cash-generating units based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

(d) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against company as it is not possible to predict the outcome of pending matters with accuracy.

(e) Provisions

Provisions are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The litigations and claims to which the Company is exposed are assessed by management and in certain cases with the support of external specialised lawyers.

(f) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

(g) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

(h) Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions

(i) Provision for expected credit losses of trade receivables and contract assets

The Company uses a provision matrix to calculate expected credit loss (ECL) for trade receivables and contract assets.

The provision matrix is initially based on the Company's historical observed default rates. At every reporting date, the historical observed default rates are updated.

The assessment of the correlation between historical observed default rates and ECLs is a significant estimate. The Company's historical credit loss experience may also not be representative of customer's actual default in the future.

(j) Share based payments

For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Company uses a Black Scholes model for Employee Stock Option. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 51.

5 Recent pronouncements

The Ministry of corporate Affairs ("MCA") notified amendments on 7 May 2025 and 13 August 2025 under the Companies (Indian Accounting Standards) Amendment Rules, 2025 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which is effective from annual reporting periods beginning on or after 1 April 2025.

(a) Amendment to IND AS 7 and IND AS 107 - Supplier Finance Arrangement - The Company does not have any supplier finance arrangement during the reporting period

(b) Amendment to Ind AS 1 - Classification of liabilities as current or non-current and non-current - These amendments have no effect on the measurement of any items in the standalone financial statements of the Company. The Company did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(c) Amendment to Ind AS 12 - Pillar-Two Tax Reforms - The Company is not within the scope of the OECD Pillar Two Module Rule, as pillar Two legislative has not yet been enacted in any of the jurisdiction in which the Company operate.

(d) Amendment to Ind AS 21-Lack of exchangeability - These Amendment did not have any material impact on the account recognised in prior period and are not expected to significantly affect the current or future periods.

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

6 PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold Land	Building	Leasehold Improvements	Electrical Installation	Plant & Machinery*#	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total
Gross carrying amount										
Balance as at 01 April 2024	37.08	62.04	56.22	34.88	1,235.54	13.16	16.49	37.53	5.84	1,498.78
Additions	-	-	46.63	10.09	490.04	7.37	10.04	45.46	3.54	613.17
Disposals	-	-	-	-	4.05	0.07	-	0.04	-	4.16
Balance as at 31 March 2025	37.08	62.04	102.85	44.97	1,721.54	20.46	26.53	82.94	9.38	2,107.79
Accumulated depreciation										
Balance as at 01 April 2024	-	7.34	20.82	3.71	125.64	3.47	5.38	1.68	2.88	170.92
Depreciation charge during the year	-	3.72	14.46	4.45	210.54	2.33	4.13	8.39	2.03	250.06
Disposals	-	-	-	-	2.63	0.01	-	0.04	-	2.68
Balance as at 31 March 2025	-	11.06	35.28	8.16	333.56	5.79	9.51	10.03	4.91	418.29
Gross carrying amount										
Balance as at 01 April 2025	37.08	62.04	102.85	44.97	1,721.54	20.46	26.53	82.94	9.38	2,107.79
Additions	-	5.85	199.37	23.65	854.32	12.85	20.97	-	1.87	1,118.88
Adjustments	31.08	-	-	-	-	-	-	-	-	31.08
Subsidy received	-	-	-	-	88.22	-	-	-	-	88.22
Disposals	-	-	-	-	15.13	-	-	-	0.86	15.99
Balance as at 31 March 2026	6.00	67.89	302.22	68.62	2,472.51	33.31	47.50	82.94	10.39	3,091.38
Accumulated depreciation										
Balance as at 01 April 2025	-	11.06	35.28	8.16	333.56	5.79	9.51	10.03	4.91	418.29
Depreciation charge during the year	-	3.66	34.08	6.72	284.45	3.54	7.74	11.35	2.61	354.15
Disposals	-	-	-	-	12.40	-	-	-	0.86	13.26
Balance as at 31 March 2026	-	14.72	69.36	14.88	605.61	9.33	17.25	21.38	6.66	759.18
Net carrying amount as at 31 March 2026	6.00	53.17	232.86	53.74	1,866.90	23.98	30.25	61.56	3.73	2,332.20
Net carrying amount as at 31 March 2025	37.08	50.98	67.57	36.81	1,387.98	14.67	17.01	72.92	4.47	1,689.50

*During the year Company has capitalised borrowings cost of INR 27.52 Millions (31 March 2025 INR 0.29 Millions). The capitalisation rate was 8.60%

Refer Note 44 for plant & machinery additions

Note - For details of property, plant and equipment given as security to lenders refer note 24

Deemed Cost -

The Company has availed the deemed cost exemption as per IND AS 101 in relation to property, plant and equipment as on the date of transition i.e. 1 April 2022 and hence the Net carrying amount (as per IGAAP) has been considered as the gross carrying amount (as per Ind AS) on that date i.e. 1 April 2022. Refer note below for the gross carrying amount and the accumulated depreciation on 1 April 2022 under the Previous GAAP and deemed cost -

Particulars	Freehold Land	Building	Leasehold Improvements	Electrical Installation	Plant & Machinery*#	Furniture & Fixtures	Office Equipment	Vehicles	Computers	Total
Gross carrying amount as at 1 April 2022	6.00	100.71	85.32	35.90	1,004.27	23.49	17.08	33.72	10.10	1,316.59
Accumulated depreciation as at 1 April 2022	-	40.43	40.97	26.45	451.14	15.39	11.24	24.10	7.61	617.33
Deemed cost as at 1 April 2022	6.00	60.28	44.35	9.45	553.13	8.10	5.84	9.62	2.49	699.26

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

7 LEASES

Company as a lessee

The Company has entered into various agreements to take premises on rent for official purposes. The agreements are subject to termination, renewal and escalation clauses for lease rentals.

The weighted average incremental borrowing rate applied to lease liabilities is 8.60%

Information about leases for which the Company is a lessee is presented below:

(a) Right-of-use asset

Particulars	Leasehold Land and Building	Plant & Equipment	Total
Gross carrying amount			
Balance as at 1 April 2024	534.87	28.43	563.30
Additions	198.64	-	198.64
Balance as at 31 March 2025	733.51	28.43	761.94
Accumulated depreciation			
Balance as at 1 April 2024	74.19	10.86	85.05
Depreciation for the year	71.63	8.08	79.71
Balance as at 31 March 2025	145.82	18.94	164.76
Gross carrying amount			
Balance as at 1 April 2025	733.51	28.43	761.94
Adjustment	31.08	-	31.08
Additions	213.43	-	213.43
Deletion	33.00	3.54	36.54
Balance as at 31 March 2026	945.02	24.89	969.91
Accumulated depreciation			
Balance as at 1 April 2025	145.82	18.94	164.76
Depreciation for the year	98.99	4.55	103.54
Balance as at 31 March 2026	244.81	23.49	268.30
Net carrying amount as at 31 March 2026	700.21	1.40	701.61
Net carrying amount as at 31 March 2025	587.69	9.49	597.18

(b) Lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	547.75	409.70
Add: Additions during the year	206.68	195.14
Add: Interest on lease liabilities	55.97	38.59
Less: Deletion during the year	(38.81)	-
Less: Lease payments	(127.48)	(95.68)
Balance at the end of the year	644.11	547.75
Current portion of lease liabilities	69.61	73.15
Non-current portion of lease liabilities	574.50	474.60

Maturity analysis of lease liabilities is disclosed in (Refer Note 49)

(c) Amounts recognised in the statement of profit and loss

The statement of profit and loss shows the following amounts relating to leases:

Particulars	Refer note	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation charge of right-of-use assets*	37	103.04	79.71
Interest expense (included in finance costs) *	36	55.21	38.59
Expense relating to short-term leases (included in rent expenses under other expenses)	38	21.48	12.80
Variable lease payments (included in rent expenses under other expenses)	38	4.27	7.54

*During the year company has capitalised finance cost on lease liability & depreciation on ROU assets amounting to INR 0.76 million and INR 0.50 million as a part of CWIP, in accordance with Ind AS 23.

(d) Amounts recognised in the cash flow statement

The cash flow statement shows the following amounts relating to leases:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Principal payment of lease liabilities	71.51	57.08
Interest payment on lease liabilities	55.97	38.59

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

8 CAPITAL WORK-IN-PROGRESS

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	451.94	84.34
Add: Addition during the year	667.74	665.93
Less: Capitalisation during the year	(857.04)	(298.33)
Closing balance	262.64	451.94

(a) Ageing of capital work-in-progress

As at 31 March 2026	Amount in capital work-in-progress for				
Particulars	Less than one year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Projects in progress	217.98	6.86	-	-	224.84
(ii) Projects temporarily suspended*	23.64	14.16	-	-	37.80
Total	241.62	21.02	-	-	262.64

* This project is temporarily on hold as at the end of reporting year. Management confirms that the project will be resumed and completed in the financial year end 2026-27.

As at 31 March 2025	Amount in capital work-in-progress for				
Particulars	Less than one year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Projects in progress	451.58	0.36	-	-	451.94
(ii) Projects temporarily suspended	-	-	-	-	-
Total	451.58	0.36	-	-	451.94

9 OTHER INTANGIBLE ASSETS

Particulars	Computer Software	Total
Gross carrying amount		
Balance as at 1 April 2024	7.00	7.00
Additions	1.26	1.26
Disposals	-	-
Balance as at 31 March 2025	8.26	8.26
Accumulated amortization		
Balance as at 1 April 2024	4.79	4.79
Amortization charge during the year	2.14	2.14
Disposals	-	-
Balance as at 31 March 2025	6.93	6.93
Gross carrying amount		
Balance as at 1 April 2025	8.26	8.26
Additions	2.06	2.06
Disposals	-	-
Balance as at 31 March 2026	10.32	10.32
Accumulated amortization		
Balance as at 1 April 2025	6.93	6.93
Amortization charge during the year	0.47	0.47
Disposals	-	-
Balance as at 31 March 2026	7.40	7.40
Net carrying amount as at 31 March 2026	2.92	2.92
Net carrying amount as at 31 March 2025	1.33	1.33

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

10 INVESTMENTS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Investment in equity instruments		
Investment in subsidiary companies at cost (unquoted)*		
55,100 equity shares of Engineered Coated Fabric Pvt Ltd [Face Value INR 100 (31 March 2025: INR 100), each fully paid]	1,118.53	1,118.53
9999 equity shares of Kusumgar Composites Private Limited [Face Value INR 10(31 March 2025: INR Nil), each fully paid]	0.10	-
100 equity shares of Kusumgar Middle East FZ LLC [Face value AED 1000 (31 March 2025: AED 1000), each fully paid]	2.37	2.37
	1,121.00	1,120.90
Investment in other entities at FVTOCI (unquoted)		
72,000 (31 March 2025: 72,000) equity shares of Toray Kusumgar Advanced Textile Private Limited [Face Value INR 1000 (31 March 2025: INR 1000) each fully paid]*	154.19	149.66
1000 (31 March 2025: 1000) equity shares of Saraswat Co-operative Bank [Face Value INR 10 (31 March 2024: INR 10), each fully paid]	0.01	0.01
100 (31 March 2025: 100) equity shares of SVC Bank [Face Value INR 25(31 March 2024: INR 25), each fully paid]	0.00	0.00
	154.20	149.67
Total	1,275.20	1,270.57
Aggregate amount of unquoted investments	1,275.20	1,270.57
Aggregate amount of impairment in value of investments	-	-

*Amounts shown as "0" are non-zero figures rounded off to the nearest INR million"

* Refer note 44

11 LOANS

Particulars	As at 31 March 2026	As at 31 March 2025
Loans considered good - Unsecured		
Loan to subsidiary (Refer Note 44 & 49)*	213.81	9.48
Total	213.81	9.48

*Loan given to subsidiary, repayable within 3 years, classified as non-current based on the agreement

12 OTHER FINANCIAL ASSETS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits (Refer Note 44)	34.47	35.68
Bank deposits having remaining maturity of more than 12 months*	7.50	-
Fixed deposit against bank guarantees	53.83	20.94
Total	95.80	56.62

*The amount of INR 7.50 millions represent unspent Corporate Social Responsibility (CSR) amount and transferred to separate bank accounts as per section 135(6) of the Companies Act, 2013

13 NON CURRENT TAX ASSETS (NET)

Particulars	As at 31 March 2026	As at 31 March 2025
Income tax asset (net)	-	26.60
Total	-	26.60

14 OTHER NON CURRENT ASSETS

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit assets -Gratuity plan (Refer Note 43)	0.31	-
Advance paid to creditors-Capital	37.95	195.53
Total	38.26	195.53

15 INVENTORIES (VALUED AT LOWER OF COST OR NET REALISABLE VALUE)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Material*	482.98	503.85
Semi Finished Fabric	316.98	227.14
Finished Fabric	950.80	518.57
Stores & Spares	148.27	65.63
Total	1,899.03	1,315.19

*Raw material includes Stock in Transit amounting to Rs. 31.94 millions(31 March 2025: 16.30 millions)

Notes:

(a) Provision for inventory write-down of INR 117.73 million (31 March 2025: INR 39.57 million) was recognised in the Statement of Profit and Loss.

(b) For details of Inventories given as security to lenders Refer Note 24

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

16 TRADE RECEIVABLES

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured		
Considered good*	2,225.93	625.50
Less- Allowance for expected credit loss (Refer Note 32)	(58.14)	(64.40)
Total	2,167.79	561.10

Note - For details of Trade Receivables given as security to lenders Refer Note 24

* Amount due to related parties out of the above trade receivables (Refer Note 44)

Refer Note 49 for information about credit risk and market risk of trade receivables

March 31, 2026	Current						
Particulars	Not Due	Outstanding for following periods from due date of payments					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	1,554.02	648.08	7.94	9.25	2.72	3.92	2,225.93
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Subtotal	1,554.02	648.08	7.94	9.25	2.72	3.92	2,225.93
Less: Allowance for expected credit loss							(58.14)
Total							2,167.79

March 31, 2025	Current						
Particulars	Not Due	Outstanding for following periods from due date of payments					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables							
- considered good	453.86	130.08	26.92	6.67	5.78	2.19	625.50
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Disputed trade receivables							
- considered good	-	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-	-
Subtotal	453.86	130.08	26.92	6.67	5.78	2.19	625.50
Less: Allowance for expected credit loss							(64.40)
Total							561.10

17 CASH AND CASH EQUIVALENTS

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks		
In current accounts	93.79	154.36
Earmarked bank balances *	13.05	7.79
Deposits with original maturity of less than three months	90.00	90.00
Cash on hand	0.49	0.51
Total	197.33	252.66

*These balances represent unspent Corporate Social Responsibility (CSR) amount and transferred to separate bank accounts as per section 135(6) of the Companies Act, 2013

18 OTHER BANK BALANCES

Particulars	As at 31 March 2026	As at 31 March 2025
Bank deposits having original maturity of more than 3 months but less than 12 months	198.57	69.87
Fixed deposit		
Against bank guarantees	4.58	11.10
Against letter of credit	8.21	25.05
Total	211.36	106.02

19 LOANS

Particulars	As at 31 March 2026	As at 31 March 2025
Loans considered good - Unsecured		
Other parties*	-	155.69
Total	-	155.69

*Loan to other parties are Nil as at March 31, 2026 (March 31, 2025: INR 155.69 millions)

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

20 OTHER FINANCIAL ASSETS (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Bank Deposit with Maturity of more than 12 months	75.00	-
Fixed deposit		
Against bank guarantees	19.53	-
Against letter of credit	17.50	-
Security deposit (Refer Note 44)	48.02	234.43
Interest accrued (Refer Note 44)	18.71	4.33
Foreign currency forward contract*	5.72	-
Other receivables (Refer Note 44)	19.41	1.71
Total	203.90	240.47

*Derivatives contract not designated as hedge are carried at fair value through profit or loss

21 OTHER CURRENT ASSETS

Particulars	As at 31 March 2026	As at 31 March 2025
Balance with statutory & government authorities	160.65	266.78
Advance paid to creditors	153.92	84.16
Prepaid expenses*	10.23	18.97
Loan to employees	6.44	6.52
Total	331.24	376.43

*As at March 31, 2025, prepaid expenses included INR 7.03 million incurred in connection with the proposed Initial Public Offering (IPO) of equity shares of the Company. These expenses were subsequently recovered from the selling shareholders during the year ended March 31, 2026.

22 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026	As at 31 March 2025
Authorized share capital		
21,50,00,000 (31 March 2025: 24,00,00,000) Equity Shares of INR 1 (31 March 2025: INR 1) each	215.00	240.00
Compulsory convertible preference shares (CCPS)		
50,00,000 Preference shares of INR 5 each	25.00	-
Total Authorized share capital	240.00	240.00
Issued, subscribed and paid up		
10,14,90,000 (31 March 2025: 10,14,90,000) Equity Shares of INR 1 (31 March 2025: INR 1) each fully paid	101.49	101.49
Instruments entirely in the nature of equity		
35,01,372 Preference shares of INR 5 each fully paid up	17.51	-
Total	119.00	101.49

(a) Reconciliation of shares outstanding at the beginning and at the end of the year

Equity share capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	10,14,90,000	101.49	1,99,000	19.90
Add: Split of shares from INR 100 each to INR 1 each	-	-	1,97,01,000	-
Add: Bonus shares issued during the period	-	-	8,15,90,000	81.59
Outstanding at the end of the year	10,14,90,000	101.49	10,14,90,000	101.49

Compulsorily convertible Preference share

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	-	-	-	-
Issued during the year	35,01,372	17.51	-	-
Outstanding at the end of the year	35,01,372	17.51	-	-

(b) Rights, preferences and restrictions attached to Equity Shares:

- 1) The Company has only one class of Equity Shares having a par value of INR 1 per share (31 March 2025: INR 1 per share). Each holder of Equity Shares is entitled to one vote per share.
- 2) They are also entitled to dividend if proposed by the Board of Directors and approved by the shareholders in the ensuing Annual General Meeting except in case of interim dividend.
- 3) In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their share holding.

(c) Rights, preferences and restrictions attached to Preference Shares:

- 1) During the year ended 31 March 2026, the Company had issued 35,01,372 CCPS and the CCPS holders have agreed a fixed conversion of 1 equity shares for every 1 CCPS held and therefore the same will be classified as equity.
- 2) Each CCPS shall confer on the holder, the right to receive a cumulative preference dividend equal to 0.01% (Zero point zero one percent) per annum (such dividend paid referred as "CCPS Preference dividend"), in priority to the holders of Equity Shares or any other classes of securities. Each CCPS shall be converted into Equity Shares as per terms of share subscription and purchase agreement dated september 22, 2025 entered with CCPS holders

(d) Details of shares held by shareholders holding more than 5% of the aggregate equity shares in the Company

Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% holding	No. of shares	% holding
Siddharth Y Kusumgar	6,18,84,021	60.98%	6,56,94,630	64.73%
Sapna S Kusumgar	2,95,61,148	29.13%	3,13,99,170	30.94%

Details of CCPS held by shareholders holding more than 5% of the aggregate CCPS in the Company

Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% holding	No. of shares	% holding
Motilal Oswal Finvest Limited	10,95,890.00	31.30%	-	-
Edel Weiss Discovery Fund - Series I	6,84,932.00	19.56%	-	-
Spark Midas investment	5,47,945.00	15.65%	-	-
WhiteOak Capital India Opportunities Fund	3,83,562.00	10.95%	-	-
Ashoka India Equity Investment Trust PLC	3,83,562.00	10.95%	-	-
Frangipani Capital Advisors LLP	2,73,973.00	7.82%	-	-

(e) Details of Equity shares held by Promoters at the end of the year

Promoter name	As at 31 March 2026			As at 31 March 2025		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
Siddharth Y Kusumgar	6,18,84,021	60.98%	-3.75%	6,56,94,630	64.73%	0.00%
Sapna S Kusumgar	2,95,61,148	29.13%	-1.81%	3,13,99,170	30.94%	0.00%
Siddharth Y Kusumgar HUF	34,85,000	3.43%	-0.84%	43,35,000	4.27%	0.00%
Yogesh K Kusumgar	51,000	0.05%	0.00%	51,000	0.05%	0.00%

(f) The members in its Ordinary General meeting passed a resolution held on 1 October 2024 approving the sub-division of each equity share of face value of INR 100 each fully paid up into face value of INR 1 each fully paid up.

Also, the members in its Ordinary General meeting dated 29 January 2025 have approved increase in the authorised share capital from INR 30 million divided into 30 million equity shares of INR 1 each (post split of shares) to INR 240 million divided into 240 million equity shares of INR 1 each.

Further, the Board of Directors have also passed a resolution on 29 January 2025 and approved the issue of bonus equity shares in its meeting which was further approved by shareholder in the meeting held on 20 February 2025 in the ratio of 3 equity shares of INR 1 each for every 1 equity share of INR 1 each by capitalization of such sum standing to the credit of free reserves of the Company.

Further, the Board of Directors have also passed a resolution on 17 March 2025 and approved the issue of bonus equity shares in its meeting which was further approved by shareholder in the meeting held on 25 March 2025 in the ratio of 11 equity shares of INR 1 each for every 40 equity share of INR 1 each by capitalization of such sum standing to the credit of free reserves of the Company.

(g) Shares reserved for issue under option

For details of shares reserved for issue under employee stock option plan of the company refer note 51

(h) No class of shares have been bought back by the Company during the period of five years immediately preceding the current year end.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

23 OTHER EQUITY

Particulars	As at 31 March 2026	As at 31 March 2025
Securities premium	1,496.82	269.39
General reserve	-	-
Retained earnings	4,033.87	3,146.41
Other comprehensive Income	39.57	35.69
Share based payment reserve	238.90	34.57
Total	5,809.16	3,486.06

(a) Securities premium

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	269.39	269.39
Add : Premium received on issue of preference shares	1,260.48	-
Less: Transaction cost on issue of shares (CCPS)	(33.05)	-
Closing balance	1,496.82	269.39

(b) General reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	-	57.91
Less : Utilised towards bonus issue	-	(57.91)
Closing balance	-	-

(c) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	3,146.41	2,085.05
Add: Profit for the year	881.26	1,089.11
Add/(Less) - Remeasurement gain/(loss) of net defined benefit plan	6.20	(4.07)
Less: Utilised towards bonus issue	-	(23.68)
Closing balance	4,033.87	3,146.41

(d) Other comprehensive Income

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	35.69	11.81
Add/(Less) - Gain/(loss) on FVTOCI equity investments	3.88	23.88
Closing balance	39.57	35.69

(e) Share based payment reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	34.57	-
Add: Expense for the year	204.33	34.57
Closing balance	238.90	34.57

Nature and purpose of reserves

(a) Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013

(b) The amount in general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013

(c) Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, bonus share issue, dividends or other distributions paid to shareholders.

(d) Other comprehensive Income reserve represents the cumulative gains and losses arising on the revaluation of equity investments measured at fair value through other comprehensive income.

(e) The share options outstanding reserve is used to recognise the grant date fair value of options issued to employees under Employee stock option plan. This Reserve is transferred to Securities Premium or Retained Earnings on exercise or lapse of vested options.

24 BORROWINGS

(a) Non-current borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
(i) Term loan (from Bank) (refer note (1) below)	1,173.73	881.68
Less: Current maturities of long term debt	(331.08)	(145.49)
	842.65	736.19
(ii) Vehicle Loan (refer note (2) below)	21.45	33.49
Less: Current maturities of long term debt	(12.91)	(12.04)
	8.54	21.45
Total	851.19	757.64

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(b) Current borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
Working capital demand loan from a bank (refer note (3) below)	328.39	1,430.50
Packing credit foreign currency loans (PCFC)	279.52	73.80
Buyers credit	-	16.02
Cash credit	423.69	18.48
Current maturities of long-term borrowings(Term Loan - including bank interest payable)	340.12	156.53
Current maturities of long-term borrowings(Vehicle Loan)	12.91	12.04
Total	1,384.63	1,707.37

Refer Note 49 for information about exposure to financial risks

Note 1- Term loans

The Company has availed total term loans from HDFC Bank Limited aggregating to INR 1,665 million. The loans are secured by (i) an exclusive charge on land and building situated at Plot Nos. 1271 & 1273, Village Tadkeshwar, opp Polytex Co Pvt Ltd, Tech Mandvi, District - Surat 394170 (ii) an exclusive charge on land and building situated at Plot Nos. 10 & 11, Fairdeal Textile Park Pvt. Ltd., Village Mahuvej, Taluka Mangrol, District Surat - 394125 (iii) an exclusive charge on movable plant and machinery purchase out of term loan (iv) Second pari passu charge on all current assets of the company both present and future (vi) corporate guarantee of 45 Holding for collateral ownership (vii) fixed deposit of INR 125 million maintained so as to ensure total collateral value of INR 450 million including mortgaged properties charged to the bank, and (viii) personal guarantees of Yogesh Kusumgar (close member of the family of KMP) and Siddharth Kusumgar(chairman & managing director).

Term loans repayment schedule

Sr. No.	Bank name	Rate of Interest (%)	Instalment period	Outstanding as at 31 March 2026	Outstanding as at 31 March 2025
1	HDFC Bank Ltd	7.20 to 8.34	29 June 2020 to 05 May 2027	38.54	69.36
2	HDFC Bank Ltd	7.20 to 8.34	18 June 2020 to 13 Sep 2025	-	3.00
3	HDFC Bank Ltd	7.20 to 8.34	31 Dec 2021 to 31 Dec 2026	5.18	12.08
4	HDFC Bank Ltd	7.20 to 8.34	31 March 2022 to 31 March 2028	180.01	269.92
5	HDFC Bank Ltd	7.60 to 8.60	28 Jan 2025 to 28 Jan 2031	950.00	527.32
Total				1,173.73	881.68

(There is no default in terms of repayment of Principle and Interest)

Note 2- Vehicle loans

Vehicle loans repayment schedule

Sr. No.	Bank name	Rate of Interest (%)	Maturity period	Outstanding as at 31 March 2026	Outstanding as at 31 March 2025
1	Daimler Financial Services	6.70	04-May-27	1.72	3.08
2	HDFC Bank Ltd	7.60	05-Nov-27	5.64	8.70
3	HDFC Bank Ltd	7.90	04-May-27	0.93	1.43
4	HDFC Bank Ltd	8.60	05-Nov-27	13.16	20.28
Total				21.45	33.49

Note 3 - Working capital demand loan

Working Capital Loan ranges from 7.40% to 9.25% from Banks are secured by hypothecation charge on the stock of Raw Materials, Finished and Semi Finished Goods and Book Debts arising out of Business transactions.

The quarterly returns/statements filed by the Company with the banks for working capital limits are in agreement with the books of account of the Company.

Note 4 - Effect of Covenants

Company's non-current borrowings including borrowing amounting to INR 842.65 millions that contain covenants, which, if not met, would result in the borrowings becoming repayable on demand. These borrowings are otherwise repayable more than 12 months after the end of the reporting period. As at 31 March 2026, company has complied with all the covenants that were required to be met on or before 31 March 2026. The covenants that are required to be complied with after the end of the current period do not affect the classification of the related borrowing as current or non current at the end of current period. Therefore, all these borrowings remain classified as non current liabilities.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

25 EMPLOYEE BENEFIT OBLIGATIONS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan (Refer Note 43)	-	7.78
Leave encashment payable (Refer Note 43)	16.97	14.52
Total	16.97	22.30

25.1 The code on social security ,2020

Effective November 21, 2025, the Government of India consolidated 29 existing labour regulations into four Labour codes, namely, The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes'. The New Labour Codes has not resulted in any material increase in employee benefits obligations on account of recognition of past

26 TRADE PAYABLES

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises (Refer Note 49)	26.13	50.42
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer Note 49)	609.48	402.46
Total outstanding dues to related parties (Refer Note 44 & 49)	77.27	19.19
Total	712.88	472.07

Amount due to micro and small enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to micro and small enterprises is as below:

Particulars	As at 31 March 2026	As at 31 March 2025
(i) The amounts remaining unpaid to micro and small suppliers as at the end of the year:		
- Principal	26.13	50.42
- Interest	-	-
(ii) 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.	-	-
(iii) The amount of payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(vi) 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.	-	-

As at 31 March 2026	Current						
Particulars	Unbilled Dues	Payables Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
- MSME	-	18.23	7.38	0.52	-	-	26.13
- Others	31.94	182.90	425.33	9.54	0.08	3.97	653.75
Disputed trade payables							
- MSME	-	-	-	-	-	-	-
- Others	-	-	13.82	19.13	-	0.05	33.00
Total	31.94	201.13	446.53	29.19	0.08	4.02	712.88

As at 31 March 2025	Current						
Particulars	Unbilled Dues	Payables Not Due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
- MSME	-	39.60	10.76	-	0.02	0.04	50.42
- Others	16.30	174.29	226.73	0.22	2.23	1.89	421.65
Disputed trade payables							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
Total	16.30	213.89	237.48	0.22	2.25	1.93	472.07

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

27 OTHER FINANCIAL LIABILITIES (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Sundry creditors for capital goods	43.13	53.15
Employee dues payable	58.88	30.43
Investment Payable	0.10	-
Expenses payables	10.57	12.90
Provision for warranty expenses	1.02	-
Scrap deposit	0.40	0.35
Total	114.10	96.83

*Derivatives contract not designated as hedge are carried at fair value through profit or loss

28 EMPLOYEE BENEFIT OBLIGATIONS (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan (Refer Note 43)	-	6.51
Leave encashment payable (Refer Note 43)	1.44	1.51
Total	1.44	8.02

29 CURRENT TAX LIABILITY

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	-	-
(+) Current tax payable	305.14	-
(-) income tax paid	(198.39)	-
Total	106.75	-

30 OTHER CURRENT LIABILITIES

Particulars	As at 31 March 2026	As at 31 March 2025
Advance from customers (Contract Liabilities)	87.59	27.44
Liability towards corporate social responsibility (Refer Note 52)	37.93	20.38
Statutory dues	21.89	41.86
Total	147.41	89.68

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)
31 REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contract with customer		
Sale of products		
Manufactured goods*	6,298.86	7,961.79
Sale of services*	324.42	7.00
	6,623.28	7,968.79
Other Operating Income		
Government grants	39.72	18.04
Duty drawback	44.05	29.33
RODTEP income	27.40	21.03
Sale of scrap	22.61	20.14
	133.78	88.54
Total	6,757.06	8,057.33

Refer note 45 for revenue disclosures as per Ind AS 115.

*Refer note 44

32 OTHER INCOME

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Foreign exchange gain	147.19	46.95
Interest income on		
Fixed deposit	20.33	57.99
Unwinding of discount on security deposits	1.79	1.93
Other interest income	21.18	0.17
Allowance for expected credit loss reversal	6.27	-
Profit on sale of assets	-	0.71
Sundry balance written back	6.28	0.22
Gain on termination of lease	2.96	-
Miscellaneous income	1.92	0.09
Total	207.92	108.06

33 COST OF MATERIALS CONSUMED

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening Stock of raw material	503.85	720.53
Add: Purchases (Refer Note 44)	3,196.07	3,848.78
Less: Closing stock of raw Material	(482.98)	(503.85)
Total	3,216.94	4,065.46

34 CHANGES IN INVENTORIES OF FINISHED FABRIC & SEMI FINISHED FABRIC

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventories at the end of the year:		
Finished stock	950.80	518.57
Semi finished stock	316.98	227.14
	1,267.78	745.71
Inventories at the beginning of the year:		
Finished stock	518.57	381.40
Semi finished stock	227.14	231.79
	745.71	613.19
Net (increase)	(522.07)	(132.52)

35 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries and wages & bonus	557.41	494.26
Staff welfare expenses	48.60	48.18
Contribution to provident and other funds (Refer Note 43)	23.46	22.19
Share based payment to employees (Refer Note 51)*	204.33	34.57
Compensated absences expenses	12.89	18.90
Gratuity expenses (Refer Note 43)	12.00	8.85
Total	858.69	626.95

* Refer Note 44.

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

36 FINANCE COSTS

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
Borrowings from banks measured at amortised cost	180.71	89.47
Unsecured loans from Director (refer note 44)	5.83	2.26
Lease liabilities	55.21	38.59
Bank and Other finance charges	17.10	15.09
Total	258.85	145.41

37 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation of property, plant and equipment (Refer Note 6)	354.15	250.05
Depreciation of right to use assets (Refer Note 7)	103.04	79.71
Amortization of intangible assets (Refer Note 9)	0.47	2.14
Total	457.66	331.90

38 OTHER EXPENSES

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Power and fuel	357.19	310.02
Job work and labour charges (Refer Note 44)	406.62	424.14
Warranty expenses	1.02	-
Royalty Expense	88.61	129.64
Consumption of stores	121.41	161.13
Travelling and conveyance	77.02	83.49
Freight and forwarding charges	86.52	128.24
Professional and legal fees*	87.74	81.72
Effluent treatment charges	44.30	39.12
Advertisement and marketing	23.87	29.51
Repairs & maintenance on		
Plant and machinery	23.23	36.44
Building	5.18	9.14
Others	10.35	9.56
Rates and taxes	14.91	37.88
Testing charges	8.72	14.47
Corporate social responsibility expenses (Refer Note 52)	20.29	12.46
Director sitting fees	1.62	-
Loss on sale of assets	1.12	-
Insurance charges	9.96	10.43
Rent expenses (Refer Note 7(c) & 44)	25.75	20.34
Brokerage and commission	0.31	14.69
Allowance for expected credit loss	-	38.05
Payment to auditors (Refer Note 38.1)	3.28	2.32
Provision for doubtful advances	6.27	-
Bad debts	-	3.67
Sundry balance written off	1.23	2.50
Contribution to political parties	-	0.50
Donation	0.17	0.16
Miscellaneous and Admin expenses	76.66	63.54
Total	1,503.35	1,663.16

*The above professional and legal expense excludes 73.17 million (March 31, 2025 Nil) towards expense paid/payable on account of initial public offering of equity shares as these expenses would be recovered from selling shareholders.

38.1 DETAILS OF PAYMENT TO AUDITORS (EXCLUSIVE OF GOODS AND SERVICE TAX)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
As auditor:		
To statutory auditors:*		
-For Audit	3.28	2.20
-For Others	-	0.12
Total	3.28	2.32

*The above Payment to auditors excludes 8.31 million (March 31, 2025 Nil) towards expense paid/payable on account of initial public offering of equity shares as these expenses would be recovered from selling shareholders.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

39 TAX EXPENSE

(a) Income tax expense:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax	305.14	395.52
(Excess) tax provision for earlier years	(0.44)	(0.07)
Deferred tax expenses/(credit)	5.60	(19.53)
Income tax expense recognised in the statement of profit and loss	310.30	375.92

(b) Income tax expense charged to Other Comprehensive income (OCI)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Items that will not be reclassified to profit or loss		
Remeasurement gain/(loss) of net defined benefit liability	(2.09)	1.37
(loss) on FVTOCI equity investments	(0.64)	(3.99)
Income tax charged to OCI	(2.73)	(2.62)

(c) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit before tax	1,191.56	1,465.03
Enacted income tax rate applicable to the Company	25.17%	25.17%
Current tax expenses/(Credit) on profit/(loss) before tax at the enacted income tax rate	299.89	368.72
Effect of non deductible expense	5.27	3.38
(Excess) tax provision for earlier years	(0.44)	(0.07)
Others	5.58	3.89
Income tax expense	310.30	375.92

The Company has opted for new tax rate under section 115BAA of Income Tax Act, 1961 from the FY 2021-22. Hence, the enacted tax rate for current and deferred tax for current year is 25.168% (22% + surcharge + cess).

(d) Deferred tax balances:

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax assets		
Fair valuation of security deposit	4.54	4.66
Provision for credit allowances on trade receivables	14.63	16.21
Lease liabilities	162.11	137.88
Transaction cost impact on term loan	0.78	0.59
Provision for warranty expenses	0.26	-
Provision for employee benefits	4.56	7.63
	186.87	166.96
Deferred tax liability		
Property, plant and equipment	29.13	27.80
Right-of-use assets	176.58	150.29
Transaction cost impact on term loan	-	-
Fair value gain on Investments in unquoted equity shares.	6.61	5.97
	212.32	184.06
Deferred tax liability [Net]	25.45	17.10

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

Movement in deferred tax assets and deferred tax liabilities from 01 April 2025 to 31 March 2026:

Particulars	As at 01 April 2025	Recognised in Statement of profit or loss Charge/(Credit)	Recognised in OCI Charge/(Credit)	As at 31 March 2026
Property, plant and equipment	27.80	1.33	-	29.13
Right-of-use assets	150.29	26.29	-	176.58
Transaction cost impact on term loan	(0.59)	(0.19)	-	(0.78)
Fair value gain on Investments in unquoted equity shares.	5.97	-	0.64	6.61
Provision for warranty expenses	-	(0.26)	-	(0.26)
Provision for employee benefits	(7.63)	0.99	2.09	(4.56)
Fair valuation of security deposit	(4.66)	0.12	-	(4.54)
Provision for credit allowances on trade receivables	(16.21)	1.58	-	(14.63)
Lease liabilities	(137.88)	(24.23)	-	(162.11)
Deferred tax liability [Net]	17.10	5.60	2.73	25.45

Movement in deferred tax assets and deferred tax liabilities from 01 April 2024 to 31 March 2025:

Particulars	As at 01 April 2024	Recognised in Statement of profit or loss Charge/(Credit)	Recognised in OCI Charge/(Credit)	As at 31 March 2025
Property, plant and equipment	44.86	(17.06)	-	27.80
Right-of-use assets	105.27	45.01	-	150.29
Transaction cost impact on term loan	0.34	(0.93)	-	(0.59)
Fair value gain on Investments in unquoted equity shares.	1.97	-	3.99	5.97
Provision for employee benefits	(4.42)	(1.84)	(1.37)	(7.63)
Fair valuation of security deposit	(4.27)	(0.39)	-	(4.66)
Provision for credit allowances on trade receivables	(6.63)	(9.58)	-	(16.21)
Lease liabilities	(103.12)	(34.74)	-	(137.88)
Deferred tax liability [Net]	34.00	(19.53)	2.62	17.10

40 EARNINGS PER SHARE (EPS)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit attributable to ordinary equity holders	881.26	1,089.11
Weighted average number of equity shares outstanding for calculation of Basic EPS (Nos.) in millions (Face Value per share - Equity shares: INR 1 each)	101.49	101.49
Basic earnings per share (INR)	8.68	10.73
Profit attributable to ordinary equity holders	881.26	1,089.11
Weighted average number of equity shares outstanding for calculation of Basic EPS (Nos.) in millions	101.49	101.49
Add: Weighted-Average Number of Potential Equity Shares on exercise of Options (Nos.) in millions	4.00	2.06
Total of Weighted average number of shares outstanding for calculation of Diluted EPS (Nos.) in millions	105.49	103.55
Diluted earnings per share (INR)	8.35	10.52

41 CONTINGENT LIABILITIES

Particulars	As at 31 March 2026	As at 31 March 2025
Guarantees given by banks on behalf of the company	949.27	-
Letter of credit	40.79	53.11
Income tax demand	10.14	-

42 CAPITAL COMMITMENT

Particulars	As at 31 March 2026	As at 31 March 2025
Plant & Machinery	58.33	852.70
Total	58.33	852.70

43 EMPLOYEE BENEFITS

(a) Defined contribution plans

The Company makes contributions, determined as a specified percentage of employees salaries, in respect of qualifying employees towards provident fund, which is a defined contribution plan. The Company has no further obligations towards specified contributions. The contributions are charged to the statement of profit and loss as and when they accrue.

During the year, the Company has recognized the following amounts in the Statement of Profit and Loss:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Employers' Contribution to Provident Fund	22.59	21.21
Employers' Contribution to Superannuation Fund and New Pension Scheme	0.87	0.98
Total	23.46	22.19

(b) Compensated absences

The company has a policy on compensated absences and expected cost of compensated absences (PL) is determined by actuarial valuation performed by an external actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Below are the actuarial assumptions used -

Principal assumptions used for the purpose of leave encashment

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Mortality Rate	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14) Ult.
Discount Rate	7.29%	6.61%
Salary increase rate	6.00%	6.00%
Employee turnover rate	6.00%	6.00%
Retirement age	60 Years	60 Years

The provision for compensated absences is as below:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Non-current	16.97	14.52
Current	1.44	1.51

(c) Defined benefit plans

Gratuity:

The Company provides for gratuity for employees in India as per the Payment of code on social security 2020. Employees who are in continuous service for a period of 5 years are eligible for gratuity and currently the company has funded gratuity plan. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

Liabilities with regard to these defined benefit plans are determined by actuarial valuation, performed by an external actuary, at each Balance Sheet date using the projected unit credit method.

The Company has invested in a plan assets scheme managed by the Life Insurance Corporation of India (LIC), in accordance with the applicable provisions of Indian law.

i) Amount recognised in balance sheet

Particulars	As at 31 March 2026	As at 31 March 2025
Present value of obligation as at the end of the year	55.09	52.41
Fair Value of plan assets at the end of the year	55.40	38.12
Net Assets/ (liability) recognized in Balance Sheet	0.31	(14.29)
Current (liability) / Assets	-	(6.51)
Non-current (liability) / Assets	0.31	(7.78)
Total	0.31	(14.29)

ii) Changes in the present value of benefit obligation

Particulars	As at 31 March 2026	As at 31 March 2025
Present value of obligation at the beginning of the year	52.41	37.54
Included in profit or loss		
Interest cost	3.24	2.49
Current service cost	11.76	8.46
Past service cost	-	-
	15.00	10.95
Included in OCI		
Actuarial (gain)/ loss - Financial Assumptions	(3.55)	1.62
Actuarial (gain)/ loss - Experience	(4.81)	3.58
	(8.36)	5.20
Other		
Benefit Paid	(3.96)	(1.28)
Benefit paid from plan assets	-	-
Present value of obligation at the end of the year	55.09	52.41

iii) Changes in the fair value of plan assets

Particulars	As at 31 March 2026	As at 31 March 2025
Fair value of plan assets as at the beginning of the year	38.12	24.09
Included in profit or loss		
Interest income on plan assets	2.99	2.10
	2.99	2.10
Included in OCI		
Return on plan assets greater / (lesser) than discount rate	(0.07)	(0.24)
	(0.07)	(0.24)
Other		
Employer contributions	18.30	13.45
Benefits paid	(3.96)	(1.28)
Fair value of plan assets as at the end of the year	55.40	38.12

iv) Reconciliation of balance sheet amount

Particulars	As at 31 March 2026	As at 31 March 2025
Opening net liability	14.29	13.45
Expense recognised in profit and loss	12.02	8.85
Expense/(income) recognised in other comprehensive income	(8.29)	5.44
Employers contribution	(18.30)	(13.45)
Benefits paid by the company	-	-
Balance sheet (Liability) / Assets at the end of year	0.31	(14.29)

v) Expense recognized in the statement of profit and loss

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current service cost	11.76	8.46
Net Interest cost	0.24	0.39
Past service cost	-	-
- Interest expense on DBO	-	-
- Interest (income) on plan assets	-	-
Total expenses recognized in the statement of profit and loss	12.02	8.85

vi) Expense recognized in other comprehensive income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Actuarial (gains)/ losses arising from:		
- Experience	(4.81)	3.58
-Financial Assumptions	(3.55)	1.62
Return on plan assets excluding interest income	0.07	0.24
Net actuarial (gains) / losses recognised in OCI	(8.29)	5.44

vii) Principal assumptions used for the purpose of the actuarial valuation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Mortality Rate	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Discount Rate	7.29%	6.61%
Salary increase rate	6.00%	6.00%
Attrition rate	6.00%	6.00%
Average attained age	34.66	33.98
Retirement age	60.00	60.00

viii) Sensitivity analysis

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period on defined benefit obligation, while holding all other assumptions constant.

Particulars	As at 31 March 2026	As at 31 March 2025
Change in Discount rate		
Delta effect + 1%	50.49	48.10
Delta effect - 1%	60.43	57.43
Change in rate of salary increase		
Delta effect + 1%	59.66	56.64
Delta effect - 1%	51.05	48.61

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

ix) **Maturity profile of benefit payments**

Year	As at 31 March 2026	As at 31 March 2025
Year 1	4.00	6.51
Year 2	4.44	3.98
Year 3	4.63	3.81
Year 4	4.47	4.03
Year 5	4.17	3.78
Year 6 and above	22.61	17.72

The weighted average duration of defined benefit obligation is 9.69 years.

x) **Gratuity is a defined benefit plan and entity is exposed to the following risks:**

(i) **Actuarial Risk:**

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

- (a) Adverse salary growth experience: Salary hikes that are higher than the assumed salary escalation will result in obligation at a rate that is higher than expected.
- (b) Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.
- (c) Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

(ii) **Investment / Interest Risk:**

The Company is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

44 RELATED PARTY DISCLOSURES

The Company's related parties principally includes subsidiaries. In accordance with the requirements of IndAS24 Related Party Disclosures, names of the related parties, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are as follows

(a) Names of related parties and description of relationship as identified by the Company:

Name of company	Relationship
Engineered Coated Fabric Private Limited	Wholly owned subsidiary
Kusumgar composites Private Limited	wholly owned subsidiary (w.e.f March 27,2026)
Kusumgar Middle East FZ LLC	Wholly owned subsidiary

Name of company	Relationship
Specialty Fabrics Private limited	Enterprises over which Key Managerial Personnel have significant influence
Concord Weaving & Preparatory Private limited	
Kusumgar Technomic Fabrics Private limited	
V B Kusumgar & Co Private limited	
4S Holdings	
Kusumgar Holdings LLP	
Paraborne Systems LLP	
Toray Kusumgar Advanced Textile Private Limited	
Pertex Solution LLP	

(b) Key Managerial Personnel (KMP)/ others	Relationship
Yogesh Kusumgar (Director) (Until March 4, 2025)	Close member of the family of KMP
Siddharth Kusumgar (Chairman & Managing Director)	Key Managerial Personnel
Kiran Shah (Director until March 4, 2025)	Key Managerial Personnel
Ankur Kothari (Chief Executive Officer & Executive Director)	Key Managerial Personnel
Sapna Kusumgar (Joint Managing Director)	Key Managerial Personnel
Kinnar Mehta (Chief Financial Officer) (From January 1, 2025)	Key Managerial Personnel
Devanand Mojdra (Company Secretary (From February 22, 2025)	Key Managerial Personnel
Deepti Gupta (Independent Director) (From March 17, 2025)	Independent Director
Nihar Parikh (Independent Director) (From 10 June , 2025)	Independent Director
Kaushal Jaysingh Sampat (Independent Director) (From March 17, 2025)	Independent Director
Amita Soni	Close member of the family of KMP
Babita Kusumgar	Close member of the family of KMP
Sushmi Doshi	Close member of the family of KMP

(c) Transactions with Key Managerial Personnel	For the year ended 31 March 2026	For the year ended 31 March 2025
Short-term employee benefits*	66.29	66.91
Share-Based Payments	199.16	34.57
Others	-	9.85
Total	265.45	111.33

* Does not include post-employment benefits and other long-term benefits based on actuarial valuation as these are done for the Company as a whole.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(c)	Remuneration to Key Managerial Personnel during the year	For the year ended 31 March 2026	For the year ended 31 March 2025
	Mr. Yogesh Kusumgar (Director Until 4th March 2025)	-	6.13
	Mr. Siddharth Kusumgar	14.64	15.22
	Mr. Ankur Kothari	25.42	23.35
	Mrs. Sapna Kusumgar	14.64	15.22
	Mr. Naresh Patel (Chief Financial Officer) (Until December 9, 2024)	-	4.60
	Mr. Kinnar Dhasukhlal Mehta	7.96	1.97
	Mr. Devanand Parshottam Mojidra	3.63	0.42
	Total	66.29	66.91

(d)	Share based payment to Key Managerial Personnel during the year	For the year ended 31 March 2026	For the year ended 31 March 2025
	Mr. Ankur Kothari	199.16	34.57
	Total	199.16	34.57

(e) Transactions with related party during the year are as follows:

Sr no	Transactions with related parties	For the year ended 31 March 2026	For the year ended 31 March 2025
1	Transactions with Subsidiaries and Enterprises over which Key Managerial Personnel have significant influence		
	Job Work-Sales		
	Specialty Fabrics Private limited	-	3.33
	Job Work-Expenses		
	Engineered Coated Fabric Private Limited	11.76	72.71
	Chemical & Packing Material Sale		
	Engineered Coated Fabric Private Limited	5.48	30.20
	Sale of service		
	Kusumgar Middel East Fz LLC	312.61	-
	Fabric Sales		
	Engineered Coated Fabric Private Limited	111.52	277.38
	Stores & Spares sale		
	Engineered Coated Fabric Private Limited	0.06	-
	Fabric Purchase		
	Engineered Coated Fabric Private Limited	262.71	365.48
	Plant and machinery Purchase		
	Engineered Coated Fabric Private Limited	-	2.70
	Specialty Fabrics Private limited	25.70	-
	Chemical Purchase		
	Engineered Coated Fabric Private Limited	5.89	-
	Yarn Purchase		
	Specialty Fabrics Private limited	39.84	4.28

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

Rent Paid		
4S Holdings	12.89	11.73
Specialty Fabrics Private limited	2.00	6.00
Amita Soni	2.40	1.43
Babita Kusumgar	2.40	1.43
Sushmi Doshi	2.40	1.43
Interest Received		
Kusumgar Middle East FZ LLC	12.64	0.47
Investment		
Kusumgar composites Private Limited	0.10	-
Kusumgar Middle East FZ LLC	-	2.37
Engineered Coated Fabric Private Limited	-	1,118.53
Fees paid to Consultant		
Mr. Yogesh Kusumgar (Director Until 4th March 2025)	6.00	3.60
Kiran Shah (Director until March 4, 2025)	-	6.25
Loan Given		
Kusumgar Middle East FZ LLC	204.33	9.48
Loan taken		
Siddharth Kusumgar	250.00	194.09
Sapna Kusumgar	50.00	90.08
Interest Paid		
Siddharth Kusumgar	4.83	2.19
Sapna Kusumgar	1.00	0.07
Loan repaid		
Siddharth Kusumgar	250.00	194.09
Sapna Kusumgar	50.00	90.08
Deposit given		
4S Holdings	-	0.10
Amita Soni	-	0.10
Babita Kusumgar	-	0.10
Sushmi Doshi	-	0.10
	-	-
Deposit received		
4S Holdings	-	17.50
Reimbursement received of IPO Expenses		
Siddharth Kusumgar	81.48	-
Other Receivable		
Kusumgar Middle East FZ LLC	-	0.34
Total	1,708.06	2,507.64

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

(f)	Sr no	Balances outstanding with related parties	As at	As at
			31 March 2026	31 March 2025
	1	<i>Deposit given</i>		
		4S Holdings	6.10	6.00
		Amita Soni	0.10	0.10
		Babita Kusumgar	0.10	0.10
		Sushmi Doshi	0.10	0.10
	2	<i>Receivable as at balance sheet</i>		
		Siddharth Kusumgar	17.70	-
		Kusumgar Middle East FZ LLC	378.98	1.71
	3	<i>Investments in Subsidiaries</i>		
		Engineered Coated Fabric Private Limited	1,118.53	1,118.53
		Kusumgar composites Private Limited	0.10	-
		Kusumgar Middle East FZ LLC	2.37	2.37
	4	<i>Other Investment</i>		
		Toray Kusumgar Advanced Textile Private Limited	154.19	149.66
		Total	1,275.18	1,270.56
	5	<i>Loan given</i>		
		Kusumgar Middle East FZ LLC	213.81	9.48
		Total	213.81	9.48
	6	<i>Interest accrued</i>		
		Kusumgar Middle East FZ LLC	14.18	0.47
		Total	14.18	0.47
	7	<i>Payable as at balance sheet date</i>		
		Mr. Yogesh Kusumgar (Director Until 4th March 2025)	0.45	-
		4S Holding	4.43	-
		Engineered Coated Fabric Pvt. Ltd.	53.22	-
		Paraborne Systems LLP	19.18	19.19
		Total	77.27	19.19

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

45 REVENUE AS PER IND AS 115

(a) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

Particulars	For the year ended 31 March 2026			
	Revenue From Fabrics & solutions	Revenue from ancillary products & others	Revenue from Service	Total
Revenue from operation				
Sale of products				
Manufactured goods	5,925.05	373.80	-	6,298.86
Sale of services	-	-	324.42	324.42
Gross revenue from contracts with customers	5,925.05	373.80	324.42	6,623.28
Less: Consideration payable to customers				
Net revenue from contracts with customers	5,925.05	373.80	324.42	6,623.28
Geographical markets				
India	3,341.42	259.00	324.42	3,924.84
Outside India	2,583.63	114.81	-	2,698.44
Net revenue from contracts with customers	5,925.05	373.80	324.42	6,623.28
Timing of revenue recognition				
Goods transferred at a point in time	5,925.05	373.80	-	6,298.86
Services transferred over a period of time	-	-	324.42	324.42
Net revenue from contracts with customers	5,925.05	373.80	324.42	6,623.28

Particulars	For the year ended 31 March 2025			
	Revenue From Fabrics & solutions	Revenue from ancillary products & others	Revenue from Service	Total
Revenue from operation				
Sale of products				
Manufactured goods	7,622.78	339.00	-	7,961.79
Sale of services	-	-	7.00	7.00
Gross revenue from contracts with customers	7,622.78	339.00	7.00	7,968.79
Less: Consideration payable to customers	-	-	-	-
Net revenue from contracts with customers	7,622.78	339.00	7.00	7,968.79
Geographical markets				
India	5,867.89	305.82	7.00	6,180.72
Outside India	1,754.89	33.18	-	1,788.07
Net revenue from contracts with customers	7,622.78	339.00	7.00	7,968.79
Timing of revenue recognition				
Goods transferred at a point in time	7,622.78	339.00	-	7,961.79
Services transferred over a period of time	-	-	7.00	7.00
Net revenue from contracts with customers	7,622.78	339.00	7.00	7,968.79

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(b) Performance Obligation

Sale of Products:

The performance obligation in case of sale of product is satisfied at a point in time i.e., when the goods is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Rendering of Services:

Revenue from services is recognised over time by measuring progress towards satisfaction of performance obligations for the services rendered.

(c) Contract Balances

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue (Contract Asset), and deferred revenue(Contract liability) in Company's Balance Sheet.

The following table provides information about receivables, unbilled revenue and deferred revenue from contracts with customers:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	2,167.79	561.10
Advance from customers-contract liability	87.59	27.44

Set out below is the amount of revenue recognised from:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liabilities		
Opening balance	27.44	1,264.61
Addition during the year	87.59	27.44
Revenue recognised during the year	(27.44)	(1,264.61)
Closing balance	87.59	27.44

46 SEGMENT REPORTING

In accordance with Indian Accounting Standard (Ind AS) 108 on Operating Segments, the Company's business activities, as reviewed by the management, fall within a single operating segment, namely manufacturing of technical textiles fabrics. Consequently, no additional segmental disclosures are required in these financial statements beyond those already provided.

Operations of the Company are primarily managed from India. The following have been identified as operating and reportable segments: (a) "Within India", and (b) "Outside India". In presenting geographic information, segment revenue has been based on the location of the customer and segment assets are based on geographical location of assets.

(i) Break up of revenue based on geographical segment

Particulars	As at 31 March 2026	As at 31 March 2025
Within India	3,924.84	6,180.72
USA	628.03	678.84
Germany	757.24	403.52
South africa	70.43	62.55
Srilanka	349.63	102.79
Bangladesh	92.91	-
France	193.37	208.24
Singapore	93.84	-
Turkey	101.33	-
Others	411.66	332.03
Closing balance	6,623.28	7,968.69

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(ii) The carrying amount of non current operating assets by location of assets

Particulars	As at 31 March 2026	As at 31 March 2025
Within India	3,337.62	2,962.08
Outside India	-	-
Closing balance	3,337.62	2,962.08

(iii) Revenue from customers of the Company which is individually more than 10 percent of the Company's total revenue:

Particulars	As at 31 March 2026	As at 31 March 2025
Customer one	0.00%	27.97%
Customer two	0.00%	24.97%

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

47 FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

(a) Classification of financial assets and financial liabilities

The following table shows the carrying amounts of financial Assets and financial Liabilities which are classified as below -

Particulars	Amortised Cost	FVTOCI	FVTPL	Total
As at 31 March 2026				
Financial Assets				
<u>Current</u>				
Trade receivables	2,167.79	-	-	2,167.79
Cash and cash equivalents	197.33	-	-	197.33
Other bank balances	211.36	-	-	211.36
Loans	-	-	-	-
Other financial assets	198.18	-	5.72	203.90
	2,774.66	-	5.72	2,780.39
<u>Non-current</u>				
Investment	1,121.00	154.20	-	1,275.19
Loans	213.81	-	-	213.81
Other financial assets	95.80	-	-	95.80
	1,430.61	154.20	-	1,584.81
Financial Liabilities				
<u>Current</u>				
Borrowings	1,384.63	-	-	1,384.63
Lease liability	69.61	-	-	69.61
Trade payables	712.88	-	-	712.88
Other financial liabilities	114.10	-	-	114.10
	2,281.23	-	-	2,281.23
<u>Non-current</u>				
Borrowings	851.19	-	-	851.19
Lease liability	574.50	-	-	574.50
	1,425.69	-	-	1,425.69
As at 31 March 2025				
Financial Assets				
<u>Current</u>				
Trade receivables	561.10	-	-	561.10
Cash and cash equivalents	252.66	-	-	252.66
Other bank balances	106.02	-	-	106.02
Loans	155.69	-	-	155.69
Other financial assets	240.47	-	-	240.47
	1,315.94	-	-	1,315.94
<u>Non-current</u>				
Investment	1,120.90	149.67	-	1,270.57
Loan	9.48	-	-	9.48
Other financial assets	56.62	-	-	56.62
	1,187.00	149.67	-	1,336.67
Financial Liabilities				
<u>Current</u>				
Borrowings	1,707.37	-	-	1,707.37
Lease liability	73.15	-	-	73.15
Trade payables	472.07	-	-	472.07
Other financial liabilities	96.83	-	-	96.83
	2,349.42	-	-	2,349.42
<u>Non-current</u>				
Borrowings	757.64	-	-	757.64
Lease liability	474.60	-	-	474.60
	1,232.24	-	-	1,232.24

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(b) Fair value hierarchy

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The company has classified its financial instruments into the three levels prescribed under the Ind AS as below-

Particulars	Level 1	Level 2	Level 3	Total
As at				
31 March 2026				
FVTOCI-Investments in unquoted equity instruments	-	-	154.19	154.19
Derivatives financial instruments -profit on outstanding foreign exchange forward contract	-	5.72	-	5.72
As at				
31 March 2025				
FVTOCI-Investments in unquoted equity instruments	-	-	149.66	149.66

Fair value of Financial Assets and Liabilities measured at amortized cost:

The fair value of trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), borrowings (current), trade payables, Lease liability (Current) and other financial liabilities (current) are approximate to the carrying amounts because of the short-term nature of these financial instruments.

Fair value measurements using observable inputs (level 2)

The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs as at reporting date.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended 31 March 2026 and 31 March 2025:

Particulars	Unlisted equity securities	Total
As at 1 April 2024	-	-
Acquisitions	121.79	121.79
Disposal	-	-
Gains recognised in other comprehensive income	27.87	27.87
Transfer from level 2	-	-
As at 31 March 2025	149.66	149.66
Acquisitions	-	-
Disposal	-	-
Gains recognised in other comprehensive income	4.52	4.52
Transfer from level 2	-	-
As at 31 March 2026	154.19	154.19

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy as at 31 March 2026 as shown below:

Description of significant unobservable inputs to valuation:

As at 31 March 2026

Financial instrument	Valuation technique	Key Unobservable Inputs	Range in (%)	Sensitivity of the Input to Fair Value
FVTOCI assets in unquoted equity shares	Discounted cash flow method	Discount Rate	14.00%	Increase and decrease in discount rate by 1% would decrease and increase fair value by 31.41 million and 40.33 million respectively.
		Growth Rate	5.00%	Increase and decrease in terminal growth rate by 1% would increase and decrease fair value by 28.47 million and 22.78 million respectively.
		Beta factor Market premium	1.36 times 6.80%	

As at 31 March 2025

Financial instrument	Valuation technique	Key Unobservable Inputs	Range in (%)	Sensitivity of the Input to Fair Value
FVTOCI assets in unquoted equity shares	Discounted cash flow method	Discount Rate	17.60%	Increase and decrease in discount rate by 1% would decrease and increase fair value by 13.68 million and 16.15 million respectively.
		Growth Rate	5.00%	Increase and decrease in terminal growth rate by 1% would increase and decrease fair value by 3.80 million and 10.94 million respectively.
		Beta factor Market premium	1.5 times 6.84%	

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

48 CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium, all other equity reserves attributable to the shareholders of the Company. The primary objective of the Company's capital management is to maintain a strong capital base to ensure sustained growth in business and to maximize the shareholders value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans including interest accrued, and by reducing cash and cash equivalents, bank balances other than cash and cash equivalents.

Particulars	As at 31 March 2026	As at 31 March 2025
Net Debt	2,235.83	2,465.01
Less: Cash and cash equivalents	(197.33)	(252.66)
Less: Bank balances other than cash and cash equivalents	(211.36)	(106.02)
Net adjusted debt (A)	1,827.14	2,106.33
Equity	5,928.16	3,587.55
Total equity (B)	5,928.16	3,587.55
Total debt and equity (C) = (A)+(B)	7,755.30	5,693.88
Gearing ratio (A) / (C)	0.24	0.37

49 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's financial risk management policy is set by the managing board. These risks are categorised into market risk, credit risk and liquidity risk.

(a) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, and other market changes that affect market risk sensitive instruments. Financial instruments affected by market risk include borrowings and derivative financial instruments. The Company exposed to below two market risks-

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on variable borrowings, with all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Effect on profit before tax	
	1% increase/ (1% decrease)	
	As at 31 March 2026	As at 31 March 2025
Borrowings (Impact on profit and loss)	(1.81)/1.81	(0.89)/0.89

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's trade receivable and trade payable.

The foreign currency trade receivables/trade payables balances (unhedged) are as follows:

Particulars	Amount in foreign currency (in Millions)	
	As at	As at
	31 March 2026	31 March 2025
Trade receivables		
USD	11.53	3.22
EURO	0.42	0.28
Trade payables		
USD	3.30	1.44
CHF	0.00	-
GBP	0.00	-
EURO	0.04	0.04
Loan Given to subsidiary		
USD	2.28	-
AED	0.46	-
Forward Contract		
USD	1.50	-

Particulars	Equivalent amount in INR (in Millions)	
	As at	As at
	31 March 2026	31 March 2025
Receivables		
USD	1,091.20	281.49
EURO	45.30	25.95
Payables		
USD	306.11	123.36
CHF	0.21	-
GBP	0.01	-
EURO	4.54	4.02
Loan Given		
USD	216.23	-
AED	11.81	-
Forward contract		
USD	142.97	-

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Standalone financial statements for the year ended 31 March 2026

(All amount in INR millions, unless otherwise stated)

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in the exchange rates, with all other variables held constant. The below impact on the Company's profit before tax is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities as at balance sheet date:

Particulars	Financial Impact (+/-)	
	As at 31 March 2026	As at 31 March 2025
USD (+/- 10% movement)	114.43	(15.81)
EURO (+/- 10% movement)	4.08	2.19
GBP (+/- 10% movement)	(0.00)	-
AED (+/- 10% movement)	1.18	-
CHF (+/- 10% movement)	(0.02)	-

(b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Company's trade receivables, loans, security deposits, bank balances and other financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The gross carrying amounts of following financial assets represent the maximum credit risk exposure:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	2,167.79	561.10
Cash and cash equivalents	197.33	252.66
Other bank balances	211.36	106.02
Investments	1,275.20	1,270.57
Loans	213.81	165.17
Other financial assets	299.70	297.09
Total	4,365.20	2,652.61

Balances with banks and fixed deposits are considered to have negligible risk or nil risk, as they are maintained with high rated banks / financial institutions as approved by the Board of directors.

Investments

The Company limits its exposure to credit risk by generally investing with counterparties that have a good credit rating. The Company does not expect any losses. The Company is exposed to credit risk on its loan receivables and other financial assets. However, there is no material concentration of credit risk, as exposures are well diversified and no single counterparty presents a significant risk.

The Company applies the Ind AS 109 simplified approach for measuring expected credit losses which uses a lifetime expected loss allowance (ECL) for trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to measure the ECLs of trade receivables. The provision matrix is initially based on the Company's historical observed default rates. Based on evaluation carried out and to the best estimate of management, historical loss sufficiently covers expected loss as well as future contingencies, hence no adjustment for forward looking factors is carried.

Reconciliation of loss allowance for trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Opening provision	64.40	26.35
Addition	-	38.05
Reversal	(6.27)	-
Amounts written off	-	-
Closing provision	58.13	64.40

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities.

The table below summarizes the undiscounted maturity profile of the Company's financial liabilities on an undiscounted basis:

Particulars	Less than 1 year	1-5 years	More than 5 years	Total
As at 31 March 2026				
Borrowings	1,384.63	851.19	-	2,235.83
Lease liabilities	116.64	488.17	216.52	821.33
Trade payables	679.60	33.29	-	712.89
Other financial liabilities	114.10	-	-	114.10
Total	2,294.98	1,372.66	216.52	3,884.15
As at 31 March 2025				
Borrowings	1,707.37	670.33	89.65	2,467.35
Lease liabilities	117.83	410.13	222.34	750.30
Trade payables	467.66	4.40	-	472.06
Other financial liabilities	96.83	-	-	96.83
Total	2,389.69	1,084.86	311.99	3,786.54

50 RATIOS

S No.	Ratio	Particulars				Ratio as on		Variation %	Reason (If variation is more than 25%)
		Numerator	Denominator	Numerator	Denominator	31 March 2026	31 March 2025		
(a)	Current Ratio	Current Assets	Current Liabilities	5,010.65	2,536.82	1.98	1.23	61%	During the year, the current ratio improved significantly, primarily due to the reduction in borrowings on account of the utilisation of proceeds received from CCPS.
(b)	Debt-Equity Ratio	Debt= long term borrowing + Short-term borrowings	Equity= Share capital + Reserve and Surplus	2,235.83	5,928.16	0.38	0.69	-45%	During the year, debt equity ratio improved significantly owing to reduction in borrowings through utilization of proceeds received from CCPS.
(c)	Debt Service Coverage Ratio	Net Operating Income= Net profit after taxes + Non-cash operating expenses + finance cost	Debt Service = Interest & Lease Payments + Principal Repayments	1,597.77	468.27	3.41	4.79	-29%	Not Applicable
(d)	Return on Equity Ratio	Net Income= Net Profits after taxes	Average shareholder's equity	881.26	4,757.85	0.19	0.36	-49%	The decline in the Return on Equity ratio was mainly due to lower revenue and the overall performance of the Company during the current year as compared to the previous financials year.
(e)	Inventory Turnover Ratio	Cost of goods sold	(Opening Inventory + Closing Inventory) /2	2,694.86	1,607.11	1.68	2.94	-43%	The decline in the Inventory Turnover Ratio was mainly due to lower revenue and the overall performance of the Company during the current year as compared to the previous year.
(f)	Trade Receivables Turnover Ratio	Net credit sales	(Opening trade receivables + Closing trade receivable)/2	6,757.06	1,364.45	4.95	15.79	-69%	Considering the nature of the business, sales vary across different months. During the current financial year, higher sales were recognized in the last quarter, leading to an increase in trade receivables, which consequently resulted in a decline in the Trade Receivables Turnover Ratio.
(g)	Trade Payables Turnover Ratio	Net Credit Purchase	(Opening Trade Payables + Closing Trade Payables) /2	3,196.07	592.48	5.39	7.77	-31%	During the year, the Company allotted CCPS and used the proceeds towards working capital requirements, resulting in an improvement in the Trade Payables Turnover Ratio.
(h)	Net Capital Turnover Ratio	Revenue from operations	Average working capital= Average of current assets - current liabilities	6,757.06	1,517.13	4.45	10.00	-55%	During the year, revenue from operations decreased compared to the previous financial year, while current assets increased. Consequently, the Net Capital Turnover Ratio declined as compared to the previous financial year.
(i)	Net Profit Ratio	Net profit after tax	Net sales	881.26	6,757.06	0.13	0.13	-2%	Not Applicable
(j)	Return on Capital Employed	EBIT= Earnings before interest and taxes	Capital Employed= Total Asset-Current Liability	1,450.41	7,396.27	0.20	0.27	-27%	During the year, the Company allotted CCPS and utilized the proceeds towards working capital requirements, resulting in a reduction in current liabilities and an increase in capital employed, which led to an improvement in the Capital Employed Ratio compared to the previous year
(k)	Return on Investment	Net Profit	Net Investment= Net Equity	881.26	5,928.16	0.15	0.30	-51%	During the current financial year, the Company reported a decrease in both revenue from operations and net profit as compared to the previous financial year, primarily driven by lower sales volumes and prevailing business conditions.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

51 Employee stock option plan
Equity-settled share option plan

Kusumgar ESOP Plan 2024 ("ESOP 2024") was approved by the Board of Directors and the Shareholders of the Company on 22nd October, 2024. The ESOP 2024 covers grant of Options to the specified employees of the Company covered under ESOP. As per the scheme, the number of shares that will vest is conditional upon the employee rendering the requisite service. The shares will be issued in tranches over the vesting period, in accordance with the terms of the plan. This valuation report has been prepared using the Black-Scholes model, which takes into account key components such as historical volatility, exercise price, and the risk-free rate of return.

(a) Reconciliation of total outstanding share options

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of stock options	Weighted average exercise price (INR)	No. of stock options	Weighted average exercise price (INR)
Options Outstanding at the beginning of year	20,71,222	1.00	-	-
Options Granted during the year (Refer Note iv)	1,01,490	1.00	20,71,222	1.00
Options Exercised during the year	-	-	-	-
Options Forfeited / Expired during the year	-	-	-	-
Options Outstanding at the end of year	21,72,712	1.00	20,71,222	1.00
Exercisable at the end of the period	-	-	-	-

(b) Tranche wise terms of options

i) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted	Exercise price (INR)	Fair Value of option as on the date of grant
Tranche 1	October 2024 - October 2025	12 Months	22-Oct-25	58,806	1.00	281.53
Tranche 2	October 2024 - April 2026	18 Months	01-Apr-26	22,420	1.00	281.54
Tranche 3	October 2024 - April 2027	30 Months	01-Apr-27	40,612	1.00	281.55
Tranche 4	October 2024 - April 2028	42 Months	01-Apr-28	40,612	1.00	281.56
Tranche 5	October 2024 - April 2029	54 Months	01-Apr-29	40,612	1.00	281.57
Tranche 6	October 2024 - April 2030	66 Months	01-Apr-30	40,612	1.00	281.58
Tranche 7	October 2024 - April 2031	78 Months	01-Apr-31	40,612	1.00	281.59
Tranche 8	October 2024 - April 2032	91 Months	01-Apr-32	40,612	1.00	281.60
Tranche 9	October 2024 - April 2033	103 Months	01-Apr-33	40,612	1.00	281.61
Tranche 10	October 2024 - April 2034	115 Months	01-Apr-34	40,612	1.00	281.61
Total				4,06,122		

ii) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	February 2025 - October 2025	8 Months	22-Oct-25	1,76,418	1.00	281.53
Tranche 2	February 2025 - April 2026	14 Months	01-Apr-26	67,260	1.00	281.54
Tranche 3	February 2025 - April 2027	26 Months	01-Apr-27	1,21,836	1.00	281.55
Tranche 4	February 2025 - April 2028	38 Months	01-Apr-28	1,21,836	1.00	281.56
Tranche 5	February 2025 - April 2029	50 Months	01-Apr-29	1,21,836	1.00	281.57
Tranche 6	February 2025 - April 2030	62 Months	01-Apr-30	1,21,836	1.00	281.58
Tranche 7	February 2025 - April 2031	74 Months	01-Apr-31	1,21,836	1.00	281.59
Tranche 8	February 2025 - April 2032	86 Months	01-Apr-32	1,21,836	1.00	281.60
Tranche 9	February 2025 - April 2033	98 Months	01-Apr-33	1,21,836	1.00	281.61
Tranche 10	February 2025 - April 2034	110 Months	01-Apr-34	1,21,836	1.00	281.61
Total				12,18,366		

iii) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	March 2025 - October 2025	7 Months	22-Oct-25	64,687	1.00	281.53
Tranche 2	March 2025 - April 2026	13 Months	01-Apr-26	24,662	1.00	281.54
Tranche 3	March 2025 - April 2027	25 Months	01-Apr-27	44,673	1.00	281.55
Tranche 4	March 2025 - April 2028	37 Months	01-Apr-28	44,673	1.00	281.56
Tranche 5	March 2025 - April 2029	49 Months	01-Apr-29	44,673	1.00	281.57
Tranche 6	March 2025 - April 2030	61 Months	01-Apr-30	44,673	1.00	281.58
Tranche 7	March 2025 - April 2031	73 Months	01-Apr-31	44,673	1.00	281.59
Tranche 8	March 2025 - April 2032	85 Months	01-Apr-32	44,673	1.00	281.60
Tranche 9	March 2025 - April 2033	97 Months	01-Apr-33	44,673	1.00	281.61
Tranche 10	March 2025 - April 2034	109 Months	01-Apr-34	44,673	1.00	281.61
Total				4,46,734		

* These are the additional options granted due to bonus share issue by the company.

iv) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	September 2025 - September 2026	12 Months	04-Sep-26	10,149	1.00	286.88
Tranche 2	September 2026 - April 2027	19 Months	01-Apr-27	10,149	1.00	286.92
Tranche 3	April 2027 - April 2028	31 Months	01-Apr-28	10,149	1.00	286.97
Tranche 4	April 2028 - April 2029	43 Months	01-Apr-29	10,149	1.00	287.02
Tranche 5	April 2029 - April 2030	55 Months	01-Apr-30	10,149	1.00	287.07
Tranche 6	April 2030 - April 2031	67 Months	01-Apr-31	10,149	1.00	287.12
Tranche 7	April 2031 - April 2032	79 Months	01-Apr-32	10,149	1.00	287.17
Tranche 8	April 2032 - April 2033	91 Months	01-Apr-33	10,149	1.00	287.21
Tranche 9	April 2033 - April 2034	103 Months	01-Apr-34	10,149	1.00	287.25
Tranche 10	April 2034 - April 2035	115 Months	01-Apr-35	10,149	1.00	287.29
Total				1,01,490		

(c) The fair value of options is measured using Black-Scholes valuation model. The key inputs used in the measurement of the grant date fair valuation of equity settled plans are given in the table below:

(i) Particulars	Weighted average fair value of the options at the grant dates (INR)	Risk free interest rates	Expected life (in years)	Expected volatility (%)	Weighted average share price (INR)
Tranche 1	207.91	6.50%	1.00	50%	1.00
Tranche 2	79.27	6.51%	1.44	50%	1.00
Tranche 3	143.59	6.54%	2.44	50%	1.00
Tranche 4	143.60	6.57%	3.44	50%	1.00
Tranche 5	143.60	6.59%	4.44	50%	1.00
Tranche 6	143.61	6.61%	5.44	50%	1.00
Tranche 7	143.61	6.63%	6.44	50%	1.00
Tranche 8	143.61	6.65%	7.44	50%	1.00
Tranche 9	143.62	6.67%	8.44	50%	1.00
Tranche 10	143.62	6.68%	9.44	50%	1.00
Total	1,436.04				

(ii)	Particulars	Weighted average fair value of the options at the grant dates (INR)	Risk free interest rates	Expected life (in years)	Expected volatility (%)	Weighted average share price (INR)
	Tranche 1	28.62	5.62%	1.00	43%	1.00
	Tranche 2	28.62	5.57%	1.60	44%	1.00
	Tranche 3	28.62	5.72%	2.60	44%	1.00
	Tranche 4	28.62	5.85%	3.60	44%	1.00
	Tranche 5	28.63	5.98%	4.60	45%	1.00
	Tranche 6	28.63	6.09%	5.60	44%	1.00
	Tranche 7	28.63	6.19%	6.60	44%	1.00
	Tranche 8	28.63	6.30%	7.60	44%	1.00
	Tranche 9	28.63	6.37%	8.60	45%	1.00
	Tranche 10	28.64	6.48%	9.60	45%	1.00
	Total	286.27				

Expected life of option is the period for which the Company expects the options to be alive. The minimum life of a stock option is the minimum period before which the options cannot be exercised, and the maximum life is the period after which the option cannot be exercised .

Historical Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during the period the measure volatility is used in the Black Scholes option- pricing model is the annualized standard deviation of the continuously compounded rate of the return of the stock over a period of time.

(d)	Expense recognised in profit or loss from share based payment transaction	As at 31 March 2026	For the year ended 31 March 2025
	Particulars		
	Employee share based payment expense recognised in statement of profit and loss	204.33	34.57

(e)	Amounts presented in balance sheet as a part of the scheme as follows (Share based payment reserve):	As at 31 March 2026	As at 31 March 2025
	Particulars		
	Balance at the beginning of the year	34.57	-
	Add: Employee stock option expense recognised	204.33	34.57
	Less: Options exercised during the year	-	-
	Balance at the end of the year	238.90	34.57

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

52 DETAILS OF CORPORATE SOCIAL RESPONSIBILITY EXPENSES:

As per Section 135 of the Companies Act, 2013, a Company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities contribution towards contribution towards educational, for the mentally retarded children. The details of funds primarily utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013 are as follows:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Amount required to be spent by the company during the year.	20.29	12.61
(b) Amount approved by the board to be spent by the company during the year	20.29	12.61
(c) Amount of expenditure incurred		
(i) Construction/ acquisition of any asset		
-In cash	-	-
-Yet to be paid in cash	-	-
(ii) On purposes other than (i) above		
-In cash	2.74	-
-Yet to be paid in cash	-	-
(d) Details of related party transaction	-	-
(e) Details of spent / unspent obligation		
(i) Contribution to charitable trust		
(ii) Unspent amount in relation to:		
-Ongoing project	17.55	12.61
-Other than ongoing project	-	-

The company's CSR activity relates to skill development and vocational training to women, sports and healthcare

The Company could not fully utilize the allocated CSR budget for the ongoing project during the reporting period due to delays in implementation arising from operational and administrative factors, including phased execution of project activities, pending approvals, procurement timelines, and scheduling constraints.

Details of ongoing project and other than ongoing project

In case of Section 135(5) of the Companies Act, 2013 (Ongoing project)

FY	Amount of shortfall as at 1 April 2025		Amount required to be spent during the year	Amount spent during the year		Amount of shortfall as at 31 March 2026	
	With Company	In Separate CSR unspent account		From the Company's Bank Account	From separate CSR Unspent Account	With Company	In Separate CSR Unspent Account
25-26	-	-	19.21	1.66	-	17.55	-
24-25	-	12.61	-	-	-	-	12.61
23-24	-	6.62	-	-	-	-	6.62
22-23	-	1.34**	-	-	-	-	1.34**

* The company has deposited the unspent amount of Rs 17.55 Million in a separate bank account dated April 27, 2026.

** The unspent amount for FY 22-23 amounting to Rs 1.34 Million has been transferred to PM Relief fund as per Schedule VII dated April 23, 2026

In case of Section 135(5) of the Companies Act, 2013 (Other than Ongoing project)

Opening Balance as at 1 April 2025	Amount deposited in specified fund	Amount required to be spent during the year	Amount spent during the year	Closing balance as at 31 March 26
-	-	1.08	1.08	-

In case of Section 135(5) of the Companies Act, 2013 (Ongoing project)

FY	Amount of shortfall as at 1 April 2024		Amount required to be spent during the year	Amount spent during the year		Amount of shortfall as at 31 March 2025	
	With Company	In Separate CSR unspent		From the Company's	From separate CSR Unspent	With Company	In Separate CSR
24-25	-	-	12.61	-	-	12.61	-
23-24	-	6.62	-	-	-	-	6.62
22-23	-	1.64	-	-	0.30	-	1.34

In case of Section 135(5) of the Companies Act, 2013 (Other than Ongoing project)

Opening Balance as at 1 April 2024	Amount deposited in specified fund	Amount required to be spent during the year	Amount spent during the year	Closing balance as at 31 March 25
-	-	-	-	-

53 OTHER MATTERS - AUDIT TRAIL

The Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility except that the audit trail feature was enabled at the database level from July 27, 2025 in respect of an accounting software to log any direct data change. Further, where enabled, audit trail feature has operated for all relevant transactions recorded in the accounting software.

54 ADDITIONAL REGULATORY INFORMATION:

- Title deeds of Immovable Properties**
The title deeds of all the Immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- Fair valuation of investment property**
The Company does not have any investment property.
- Revaluation of property, plant and equipment (including right-of-use assets) and intangible assets**
The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.
- Details of benami property held**
The Company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.
- Willful Defaulter**
The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- Relationship with struck off companies**
The Company does not have any transactions or balance outstanding with companies struck off under section 248 of the Companies Act, 2013.
- Registration of charges or satisfaction with Registrar of Companies (ROC)**
There are no charges or satisfaction there which are yet to be registered with the Registrar of Companies beyond the statutory period.
- Compliance with number of layers of companies**
The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- Compliance with approved Scheme(s) of Arrangements**
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.
- Utilisation of Borrowed funds and share premium:**
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
 b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

 The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
 b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Standalone financial statements for the year ended 31 March 2026
(All amount in INR millions, unless otherwise stated)

(xi) Undisclosed income

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

(xii) Utilisation of Borrowings availed from banks and financial institutions

The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken.

(xiii) Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

55 Previous year figures have been regrouped/ reclassified to confirm presentation as per Ind AS and as required by schedule III of the Act.

56 The Board of Directors has recommended a dividend at the rate of 0.01% per annum on Compulsorily Convertible Preference Shares (CCPS), on a pro-rata basis for the financial year ended 31st March 2026, subject to approval of the shareholders ensuing Annual General Meeting (AGM).

As per our report of even date
For **M S K A & Associates LLP (formerly known as M S K A & Associates)**
Chartered Accountants
ICAI Firm Registration No: 105047W / W101187

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

Sd/-
Amrith Vaidya
Partner
Membership No. 101739

Place: Mumbai
Date: May 18, 2026

Sd/-
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799

Place: Mumbai
Date: May 18, 2026

Sd/-
Ankur Kothari
Executive Director & CEO
DIN: 07694977

Place: Mumbai
Date: May 18, 2026

Sd/-
Kinnar Mehta
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026

Sd/-
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Kusumgar Limited (Formerly known as Kusumgar Private Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Kusumgar Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information and other explanatory information (hereinafter referred to as "the consolidated financial statements").

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

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI") and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors in terms of their reports referred to in the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion.

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

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the consolidated financial statements and our auditor's report thereon, which we obtained prior to the date of this auditor's report.

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

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

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

Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group, in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

We give in "Annexure A" a detailed description of Auditor's responsibilities for Audit of the Consolidated Financial Statements.

Other Matter:

We did not audit the financial statements of 2 subsidiaries, whose financial statements reflect total assets of Rs. 179.54 million as at March 31, 2026, total revenues of Rs. 361.68 million, net profit (including other comprehensive income) of Rs.43.04 million and net cash outflow amounting to Rs. 5.91 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on separate financial statements and the other financial information financial information of the subsidiaries referred to in the Other Matters section above, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in the paragraph (2)(g)(vi) below on reporting under Rule 11(g).
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies are disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group, its 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 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 and based on the consideration of the reports of the other auditors on separate financial statements and the other financial information of the subsidiaries referred to in the Other Matters section above:
 - i. There were no pending litigations which would impact the consolidated financial position of the Group.
 - ii. The Group, did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies incorporated in India during the year ended March 31, 2026.
 - iv. a. The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 53(x) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other

persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b. The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 53(x) to consolidated financial statements, no funds have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries 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 have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.

- (v) The Board of Directors of the Holding Company have proposed preference dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend. (Refer Note 56 to the Consolidated financial statements). The subsidiaries have neither declared nor paid any dividend during the year.
- (vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, except that audit trail feature was enabled at the database level from July 27, 2025 in respect of an accounting software to log any direct data changes as explained in Note 52 to the financial statements.

Further, where enabled, audit trail feature has operated for all relevant transactions recorded in the accounting software. Also, during the course of our audit, we did not come across any instance of audit trail feature being tampered with in respect of such accounting software. Additionally, the audit trail of prior year has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in respective year.

- 2. In our opinion, according to information, explanations given to us the remuneration paid by the Holding Company to its Directors is in accordance with the provisions of this section 197 to the Act.
The provisions of Section 197 of the Act are not applicable to its subsidiary companies incorporated in India as they are private companies.

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("CARO") issued by the Central Government in terms of sub-section (11) of section 143 of the Act, to be included in the Auditor's report, according to the information and explanations given to us, based on the CARO reports issued by us and the auditors of respective companies incorporated in India included in the consolidated financial statements, as provided to us by the Management of the Holding company, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya
Partner
Membership No.: 101739
UDIN: 26101739XUYRVG3524

Place: Mumbai
Date: May 18, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF KUSUMGAR LIMITED

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

For M S K A & Associates LLP (Formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya
Partner
Membership No. 101739
UDIN: 26101739XUYRVG3524

Place: Mumbai
Date: May 18, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF KUSUMGAR LIMITED

Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Kusumgar Limited on the Consolidated Financial Statements for the year ended March 31, 2026

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

Opinion

In conjunction with our audit of the consolidated financial statements of the Kusumgar Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which are companies incorporated in India, as of that date.

In our opinion, the Holding company and subsidiary companies which is incorporated in India, and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on internal financial controls with reference to financial statement referred to in the Other Matters section below, the Group have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal financial controls with reference to financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

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

The respective Management and the Board of Directors of the Group, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Group, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, 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 reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to

consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Group which are companies incorporated in India.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial control with reference 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 reference 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 Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference 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 reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to one subsidiary company incorporated in India, is based on the corresponding report of the auditors of such subsidiary company incorporated in India. Our opinion is not modified in respect of this matter.

For M S K A & Associates LLP (Formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No. 105047W/W101187

Amrish Vaidya

Partner

Membership No.: 101739

UDIN: 26101739XUYRVG3524

Place: Mumbai

Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Consolidated Balance Sheet as at 31 March, 2026
(All amount in INR millions, unless otherwise stated)



Particulars	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	6	2,356.68	1,718.63
Right-of-use assets	7	705.76	605.92
Capital work in progress	8	262.64	451.94
Other intangible assets	9	2.92	1.33
Financial assets			
Investments	10	154.20	149.67
Other financial assets	11	197.30	59.61
Non current tax assets (net)	12	-	28.20
Deferred tax assets (net)		0.76	0.56
Other non current assets	13	38.26	195.53
Total non-current assets		3,718.52	3,211.39
Current assets			
Inventories	14	1,948.58	1,369.02
Financial assets			
Trade receivables	15	2,332.79	561.10
Cash and cash equivalents	16	268.29	304.94
Other bank balances	17	212.32	106.93
Loans	18	-	155.69
Other financial assets	19	188.73	238.38
Other current assets	20	381.49	376.53
Total current assets		5,332.20	3,112.59
TOTAL ASSETS		9,050.72	6,323.98
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	21	119.00	101.49
Other equity	22	4,910.54	2,476.03
Total equity		5,029.54	2,577.52
LIABILITIES			
Non-current liabilities			
Financial liabilities			
Borrowings	23(a)	851.19	757.64
Lease liabilities	7(b)	574.50	479.30
Deferred tax liabilities (net)	38	25.45	17.10
Employee benefit obligations	24	20.16	25.52
Total non-current liabilities		1,471.30	1,279.56
Current liabilities			
Financial liabilities			
Borrowings	23(b)	1,384.63	1,707.37
Lease liabilities	7(b)	74.26	77.56
Trade payables	25		
Total outstanding dues of micro and small enterprises		26.13	50.42
Total outstanding dues other than above micro and small enterprises		641.49	421.65
Other financial liabilities	26	117.31	103.98
Employee benefit obligations	27	1.67	9.07
Other current liabilities	29	148.10	96.85
Current tax liabilities (net)	28	156.29	-
Total current liabilities		2,549.88	2,466.90
Total liabilities		4,021.18	3,746.46
TOTAL EQUITY AND LIABILITIES		9,050.72	6,323.98

Summary of material accounting policies **2 & 3**
The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date
For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No: 105047W/ W101187

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

'Sd-"
Amrish Vaidya
Partner

'Sd-"
Siddharth Kusumgar
Chairman & Managing Director

'Sd-"
Ankur Kothari
Executive Director & CEO

Membership No. 101739
Place: Mumbai
Date: May 18, 2026

DIN: 01676799
Place: Mumbai
Date: May 18, 2026

DIN: 07694977
Place: Mumbai
Date: May 18, 2026

'Sd-"
Kinnar Mehta
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026

'Sd-"
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Consolidated Statement of Profit and Loss for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
INCOME			
Revenue from operations	30	6,920.03	7,789.97
Other income	31	197.75	112.15
Total income		7,117.78	7,902.12
EXPENSES			
Cost of materials consumed	32	3,081.66	3,713.71
Changes in inventories of finished & semi finished fabric	33	(519.12)	(111.76)
Cost of service		84.47	-
Employee benefits expense	34	881.86	655.73
Finance costs	35	259.78	146.31
Depreciation and amortization expense	36	466.89	341.90
Other expenses	37	1,512.66	1,648.40
Total expenses		5,768.20	6,394.29
Profit before tax		1,349.58	1,507.83
Income tax expense	38		
Current tax		362.22	408.91
Short provision for tax relating to prior years		0.23	0.05
Deferred tax expenses /(Credit)		5.13	(21.01)
Total income tax expense		367.58	387.95
Profit for the year		982.00	1,119.88
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) of net defined benefit liability		9.34	(5.61)
Gain on FVTOCI equity investments		4.52	27.87
Income tax effect on above	38	(3.00)	(2.58)
Items that will be reclassified to profit or loss			
Foreign Currency Translation Reserve		9.88	(0.20)
Other comprehensive income for the year, net of tax		20.74	19.48
Total comprehensive income for the year		1,002.74	1,139.36
Earnings per equity share:(face value of INR 1 each)(March 31,2025 face value of INR 1 each)	39		
- Basic EPS (INR)		9.68	11.03
- Diluted EPS (INR)		9.31	10.81

Summary of material accounting policies **2 & 3**
The accompanying notes are an integral part of the consolidated financial statements

As per our report of even date
For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No: 105047W/ W101187

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

'Sd-"
Amrish Vaidya
Partner

Membership No. 101739

Place: Mumbai
Date: May 18, 2026

'Sd-"
Siddharth Kusumgar
Chairman & Managing
Director
DIN: 01676799

Place: Mumbai
Date: May 18, 2026

'Sd-"
Ankur Kothari
Executive Director & CEO
DIN: 07694977

Place: Mumbai
Date: May 18, 2026

'Sd-"
Kinnar Mehta
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026

'Sd-"
Devanand Mojidra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Consolidated Statement of Statement of Changes in Equity for year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

(a) EQUITY SHARE CAPITAL

Equity shares of INR 1 each, fully paid up

Particulars	No. of Shares	Amount
As at 1 April 2024	1,99,000	19.90
Changes in equity share capital during the year	10,12,91,000	81.59
As at 31 March 2025	10,14,90,000	101.49
Changes in equity share capital	-	-
As at 31 March 2026	10,14,90,000	101.49

(b) INSTRUMENTS ENTIRELY IN THE NATURE OF EQUITY (COMPLUSORY CONVERTIBLE PREFERENCE SHARES ("CCPS"))

Preference shares of INR 5 each, fully paid up

Particulars	No. of Shares	Amount
As at 1 April 2024	-	-
Changes in Preference share capital during the year	-	-
As at 31 March 2025	-	-
Changes in Preference share capital during the year	35,01,372	17.51
As at 31 March 2026	35,01,372	17.51

(b) OTHER EQUITY

Particulars	Securities premium	General reserve	Retained earnings	Other comprehensive Income	Share based payment reserve	Common control adjustment deficit account (Refer Note 51)	Foreign Currency Translation Reserve	Total
Balance as at 1 April 2025	269.39	0.21	3,244.00	35.69	34.57	(1,107.62)	(0.20)	2,476.03
Profit for the year	-	-	982.00	-	-	-	-	982.00
Add - Share based payment (ESOP)	-	-	-	-	204.33	-	-	204.33
Add: Premium received on issue of preference shares	1,260.48	-	-	-	-	-	-	1,260.48
Less: Transaction cost on issue of shares (CCPS)	(33.05)	-	-	-	-	-	-	(33.05)
Add - Gain on FVTOCI equity investments (net of tax)	-	-	-	3.88	-	-	-	3.88
Add - Remeasurement gain of net defined benefit plan	-	-	6.99	-	-	-	-	6.99
Add: Movement during the year/period	-	-	-	-	-	-	9.87	9.87
Balance as at 31 March 2026	1,496.82	0.21	4,232.99	39.57	238.90	(1,107.62)	9.67	4,910.54

Particulars	Securities premium	General reserve	Retained earnings	Other comprehensive Income	Share based payment reserve	Common control adjustment deficit account (Refer Note 51)	Foreign Currency Translation Reserve	Total
Balance as at 1 April 2024	269.39	58.12	2,152.00	11.81	-	(1,107.62)	(0.01)	1,383.69
Profit for the year	-	-	1,119.88	-	-	-	-	1,119.88
Add - Gain/ on FVTOCI equity investments (net of tax)	-	-	-	23.88	-	-	-	23.88
(Less) - Remeasurement (loss) of net defined benefit plan	-	-	(4.20)	-	-	-	-	(4.20)
(Less) - Bonus issue from general reserve	-	(57.91)	-	-	-	-	-	(57.91)
(Less) - Bonus issue from retained earnings	-	-	(23.68)	-	-	-	-	(23.68)
Less: Movement during the year/period	-	-	-	-	-	-	(0.20)	(0.20)
Add - Share based payment (ESOP)	-	-	-	-	34.57	-	-	34.57
Balance as at 31 March 2025	269.39	0.21	3,244.00	35.69	34.57	(1,107.62)	(0.20)	2,476.03

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

As per our report of even date

For M S K A & Associates LLP (formerly known as M S K A & Associates)

Chartered Accountants

ICAI Firm Registration No: 105047W/ W101187

For and on behalf of the Board of Directors of

Kusumgar Limited

CIN: U65990MH1990PLC056871

"Sd-"
Amrish Vaidya
Partner
Membership No. 101739

Place: Mumbai
Date: May 18, 2026

"Sd-"
Siddharth Kusumgar
Chairman & Managing Director
DIN: 01676799

Place: Mumbai
Date: May 18, 2026

"Sd-"
Kinnar Mehta
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026

"Sd-"
Ankur Kothari
Chief Executive Officer & Director
DIN: 07694977

Place: Mumbai
Date: May 18, 2026

"Sd-"
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Consolidated Statement of Cash Flow Statement for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flow from operating activities		
Profit before tax	1,349.58	1,507.83
Adjustments for:		
Add :		
Depreciation and amortization expenses	466.89	341.90
Finance cost	242.31	130.81
Unwinding of transaction cost	0.60	0.41
Allowance for expected credit loss	-	38.05
Provision for Doubtful Advances	6.27	-
Sundry balance written off	1.23	3.67
Provision for warranty expenses	1.02	-
Share based payment to employees	204.33	34.57
Loss on sale of Property , Plant and Equipment	1.12	-
Less :		
Gain on sale of property, plant and equipment	-	(0.71)
Unwinding of discount on security deposits	(1.93)	(2.06)
Interest income	(30.53)	(57.84)
Unrealized foreign exchange Gain	(147.91)	(46.95)
Reversal of Expected credit loss (ECL)	(6.23)	-
Gain on termination of lease	(2.96)	-
Sundry balance written back	(6.28)	(0.53)
Operating Profit before working capital changes	2,077.50	1,949.15
Changes in operating assets and liabilities		
Adjustments for: Operation Assets		
Decrease / (Increase) in trade receivables	(1,616.28)	(129.28)
Decrease / (Increase) in inventories	(579.55)	68.09
Decrease / (Increase) in loans and other financial assets	320.36	(378.26)
Decrease / (Increase) in other assets	(11.24)	(100.34)
Adjustments for: Operation Liabilities		
Increase / (Decrease) in trade payables	195.55	(54.32)
Increase / (Decrease) in provisions	(3.41)	5.77
Increase / (Decrease) in other financial liabilities	23.35	(1,260.90)
Increase / (Decrease) in other liabilities	51.25	(1,211.02)
Cash generated from/(used in) operations	457.53	(1,111.11)
Income tax paid (net)	(174.95)	(438.66)
Net cash flows generated from/(used in) operating activities (a)	282.58	(1,549.77)
Cash flows from investing activities		
Purchase of property, plant and equipment (net of subsidy)	(693.81)	(1,066.12)
Purchase of other intangible assets	(2.06)	(1.26)
Proceeds from sale/ disposal of property, plant and equipment	1.62	7.52
Changes in ROU and lease liabilities	(6.75)	-
Investment in bank deposits	(1,374.41)	(9.29)
Proceed from bank deposits	1,018.28	1,030.99
Interest received	30.53	58.78
Net cash flows generated from /(used in) investing activities (b)	(1,026.59)	20.62
Cash flow from financing activities		
Proceeds from allotment of Compulsorily convertible preference shares (CCPS)	1,244.94	-
Proceeds from borrowings	8,145.81	1,832.33
Repayment of borrowings	(8,375.00)	(139.99)
Principal paid on lease liabilities	(75.97)	(60.97)
Interest paid on lease liabilities	(56.53)	(39.49)
Interest paid on borrowings	(185.78)	(84.39)
Net cash flows generated from financing activities (c)	697.47	1,507.49
Net increase in cash and cash equivalents (a+b+c)	(46.53)	(21.66)
Foreign Currency Translation Reserve	9.88	(0.20)
Cash and cash equivalents at the beginning of the year	304.94	326.80
Cash and cash equivalents at the end of the year (refer note no 16)	268.29	304.94

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Consolidated Statement of Cash Flow Statement for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

(a) Changes in liabilities arising from financing activities and non-cash financing

Particulars	As at 1 April 2025	Cash flows	Non cash change	As at 31 March 2026
Non-current borrowings	757.64	92.95	0.60	851.19
Current borrowings	1,707.37	(331.77)	9.03	1,384.63
Lease liability	556.86	(132.50)	224.40	648.76
Total liabilities from financing activities	3,021.87	(371.32)	234.03	2,884.59

Particulars	As at 1 April 2024	Cash flows	Non cash change	As at 31 March 2025
Non-current borrowings	348.05	409.18	0.41	757.64
Current borrowings	417.28	1,283.16	6.93	1,707.37
Lease liability	422.69	(100.46)	234.63	556.86
Total liabilities from financing activities	1,188.02	1,591.88	241.97	3,021.87

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

1. The above Cash flow statement has been prepared under the indirect method set out in Indian Accounting Standard 7 (IND AS 7), "Statement of Cash Flows" notified under section 133 of the Companies Act 2013.
2. Figures in bracket indicate an outflow

As per our report of even date
For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
ICAI Firm Registration No: 105047W/ W101187

For and on behalf of the Board of Directors of
Kusumgar Limited
CIN: U65990MH1990PLC056871

'Sd-"
Amrish Vaidya
Partner

Membership No. 101739

Place: Mumbai
Date: May 18, 2026

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Siddharth Kusumgar
Chairman & Managing Director

DIN: 01676799

Place: Mumbai
Date: May 18, 2026

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Executive Director &
CEO
DIN: 07694977

Place: Mumbai
Date: May 18, 2026

'Sd-"
Kinnar Mehta
Chief Financial Officer
Director

Place: Mumbai
Date: May 18, 2026

'Sd-"
Devanand Mojindra
Company Secretary
ACS: 14644

Place: Mumbai
Date: May 18, 2026

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

1 Group overview

Kusumgar Limited (Formerly known as Kusumgar Private Limited) ("the holding company or "the Company") is a public company domiciled in India and was incorporated on June 15, 1990 under the provisions of Companies Act, 1956 with its registered office in Mumbai, Maharashtra.

The holding company along with its Subsidiaries is engaged primarily in the business of manufacturing, marketing, and supplying a diverse range of technical textile fabrics, offering innovative and high-performance solutions to meet evolving customer requirements.

The Consolidated financial statements include the financial statements of the Holding Company and its subsidiaries, as mentioned below, (collectively referred to as the "Group").

2 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Ind AS

These Consolidated financial statements have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as notified by Ministry of Corporate Affairs ('MCA') under Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act.

Accounting policies have been consistently applied to all the years presented except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy thereto in use.

These Consolidated financial statements were authorized for issue by Board of Directors on May 18, 2026

(b) Principles of Consolidation

The consolidated financial statements (CFS) comprise the financial statements of the Company and its Subsidiaries. Subsidiaries are entities controlled by the Group. The CFS of the Group have been prepared in accordance with the Indian Accounting Standards on "Consolidated Financial Statements" (Ind AS 110) notified under Section 133 of the Companies Act, 2013. The Group controls an investee only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial

Consolidation procedures for subsidiaries:

- Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets are eliminated in full).

(c) Basis of measurement

The Consolidated financial statements have been prepared on accrual basis and under historical cost convention, except for the following:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- Employees defined benefit obligation and leave encashment are recognised as per actuarial valuation.
- Share-based payments liability measured at fair value

Classification into current and non-current:

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Based on the nature of business and the time between the acquisition of assets for processing and their realisation in Cash or cash equivalents, the Group has ascertained its normal operating cycle as 12 months for the purpose of Current / Non-current classification of assets and liabilities.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

(d) Use of estimates, judgements and assumptions

The preparation of Consolidated financial statements in conformity with Ind AS requires the Management to make estimate and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amount of revenue and expenses for the year and disclosures of contingent liabilities as at the Balance Sheet date. The estimates and assumptions used in the Grouping financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected.
(Refer Note 4 for details).

(e) Presentation currency and rounding off

The Consolidated Financial Statements are presented in Indian Rupees (INR), which is both the functional currency of the Group and the currency of the primary economic environment in which it operates. All amounts are stated in millions of INR, rounded to two decimal places, in accordance with the requirements of Schedule III to the Companies Act, unless stated otherwise. Figures represented as "0" denote values that are not zero but have been rounded to the nearest INR million.

(f) Going Concern

The Consolidated financial statements are prepared on a going concern basis as the Management is satisfied that the Group shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

3 Material accounting policies

A summary of the material accounting policies applied in the preparation of the Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Financial Statements.

3.01 Property, plant and equipment

Property, plant and equipment, are stated at historical cost of acquisition or construction less accumulated depreciation and impairment losses, if any. Cost of property, plant and equipment comprises its purchase price net of any discounts and rebates, any import duties and other taxes (other than those subsequently recovered from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use.

The Group identifies and determines cost of each part of an item of property plant and equipment separately if the part has a cost which is significant to the total cost of that item of property plant and equipment and has useful life that is materially different from that of the remaining item.

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

Interest cost incurred is capitalized up to the date the asset is ready for its intended use for qualifying assets, based on borrowings incurred specifically for financing the asset or the weighted average rate of all other borrowings, if no specific borrowings have been incurred for the asset.

Depreciation methods, estimated useful lives

Depreciation on property, plant and equipment is provided on a pro-rata basis on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, or re-assessed by the Group. The Group has estimated the following as useful life to provide depreciation on its Property, Plant & Equipment.

The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

Name of the asset	Estimated Useful Lives by the management
Buildings	3 to 30 years
Plant & Machinery	7.5 to 15 years
Electrical Installation	10 years
Furniture & Fixtures	10 years
Vehicles	8 to 10 years
Lease hold improvements	Lower of lease period & estimated useful life
Office/Factory Equipment	5 years
Computers	3 years

Depreciation on addition to property plant and equipment is provided on pro-rata basis from the date of acquisition. Depreciation on sale/deduction from property plant and equipment is provided up to the date preceding the date of sale, deduction as the case may be. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss under 'Other income' / 'Other expenses' respectively.

Government grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to assets, including non-monetary grants at fair value, shall be presented in the balance sheet either by setting up the grant as deferred income or by deducting the grant in arriving at the carrying amount of the asset.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

3.02 Capital work-in-progress

Cost of assets not ready for intended use, as on the Balance sheet date, is shown as capital work in progress. The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

3.03 Other Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognised on a straight line basis over their estimated useful lives so as to reflect the pattern in which the assets economic benefits are consumed. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. The amortization of intangible asset is included in Depreciation and amortization expense in Statement of Profit and Loss.

Software is amortized over the management's estimate of its useful life i.e. 6 years.

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

3.04 Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use.

The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.05 Inventories

Inventories are valued at the lower of cost or net realizable value.

Cost of raw material, stores spares, packing material etc. includes cost of purchase and other cost incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts.

Finished goods and work-in-progress : cost includes cost of direct material and labour and a proportion of manufacturing based on the normal operating capacity, but excluding borrowing cost.

Spare parts those does not meet definition of Property, Plant and Equipment are carried as inventory.

Transit stock are valued at cost.

3.06 Cash and cash equivalents and Cash flow statement

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand, fixed deposits having a original maturity of less than 3 months which are subject to an insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby net profits before tax are adjusted for the effects of the transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Group are segregated.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

3.07 Foreign Currency Translation

(a) Initial Recognition :

On initial recognition, transactions in foreign currencies entered into by the Group are recorded in the functional currency, by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

(b) Measurement of foreign currency items at reporting date :

Foreign currency monetary items of the Group are translated at the closing exchange rates. Non monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of foreign exchange translations and settlements during the year are recognised in the Consolidated Statement of Profit and Loss.

(c) Translation of financial statements of foreign entities :

On consolidation, the assets and liabilities of foreign operations are translated into INR at the exchange rate prevailing at the reporting date and their statements of profit and loss are translated at exchange rates prevailing at the dates of the transactions.

Any exchange differences arising from the translation of foreign operations are recognized in the Consolidated Statement of Other Comprehensive Income (OCI). These exchange differences are accumulated in equity under a separate component known as the Foreign Currency Translation Reserve.

3.08 Provisions and contingent liabilities

Provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events, where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent assets are possible assets that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. A contingent asset is disclosed, where an inflow of economic benefits is probable.

3.09 Fair value measurement

The Group measures certain financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability, or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability accessible to the Group.

The best estimate of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique that uses only data from observable markets, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently that difference is recognised in Statement of Profit and Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ▶ Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ▶ Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

3.10 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

(i) Initial recognition and measurement

At initial recognition, financial asset is measured at its fair value plus the transaction cost directly attributable to the acquisition of the financial asset in the case of a financial asset measured not at fair value through profit or loss. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss. However, trade receivables that do not contain a significant financing component are measured at transaction price

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

- a) at amortized cost; or
- b) at fair value through other comprehensive income; or
- c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Amortized cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. Interest income from these financial assets is included in finance income using the effective interest rate method (EIR).

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss.

Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through other comprehensive income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss.

When the financial asset is derecognised, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains / losses.

Fair value through profit or loss: Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity instruments: All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and it is irrevocable.

In case of equity instruments classified as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iii) Impairment of financial assets

In accordance with Ind AS 109 "Financial Instruments", the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

Trade receivables:

The Group follows 'simplified approach' for recognition of impairment loss allowance on trade receivables resulting from transactions within the scope of Ind AS 115 "Revenue from Contracts with Customers". The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

Other financial assets: Security Deposits

For recognition of impairment loss on financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent years, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12 month ECL.

Lifetime ECL is the expected credit loss resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after year end.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original effective interest rate (EIR). When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income/expense in the Statement of Profit and Loss. For financial assets measured at amortised cost, ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

(iv) Derecognition of financial assets

A financial asset is derecognised only when

- a) the rights to receive cash flows from the financial asset is transferred or expired
- b) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the received cash flows in full without material delay to one or more recipients.

Where the financial asset is transferred then in that case financial asset is derecognised only if substantially all risks and rewards of ownership of the financial asset is transferred. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the financial asset is neither transferred, nor the entity retains substantially all risks and rewards of ownership of the financial asset, then in that case financial asset is derecognized only if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

On derecognition of a financial asset, the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

(b) Financial liabilities and equity instruments

Classification as debt or equity

An instrument issued by a Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortized cost, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans, borrowings and payables, net of directly attributable transaction costs.

(ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Derivative financial instruments

The Group uses derivative financial instruments, primarily foreign exchange forward contracts, to manage its exposure to foreign exchange risk. These contracts are generally entered into with banks as counterparties.

Derivatives that are not designated as hedging instruments, or those designated as hedges but deemed ineffective under Ind AS 109, are accounted for as financial assets or financial liabilities at fair value through profit or loss.

Such derivatives are initially recognized at fair value on the contract date, with any attributable transaction costs recognized in the Statement of Profit and Loss when incurred. Subsequently, these derivatives are re-measured at fair value through profit or loss, and any resulting gains or losses are recorded in other income or other expenses.

Derivatives with a positive fair value are classified as financial assets, while those with a negative fair value are classified as financial liabilities.

Borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in Statement of Profit and Loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

The entity's long-term borrowings are all at a variable interest rate; therefore, the unamortised transaction costs incurred on these borrowings are amortized on a straight-line basis instead of using the effective interest rate (EIR) method."

Financial liabilities at amortised cost

All the financial liabilities of the Group are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortization process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss as finance costs.

(c) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the assets and settle liabilities simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

3.11 Leases

As a lessee:

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

- (a) The contract involves the use of an identified asset -this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- (b) The Group has the right to substantially all of the economic benefits from the use of the asset throughout the period of use; and
- (c) The Group has the right to direct the use of the asset. The Group has this right when it has the decision making rights that are most relevant to changing how and for what purposes the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
 - The Group has the right to operate the asset; or
 - The Group designed the asset in a way that predetermines how and for what purposes it will be used

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

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

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, Group's incremental borrowing rate. The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected to not recognize leases with a lease term of 12 months or less or of low value in the balance sheet, and lease costs for those short-term leases or low-value leases are recognized on a straight-line basis over the lease term in the Statement of Profit and Loss. The Group has elected the lessee practical expedient to combine lease and non-lease components and account for the combined unit as a single lease component.

3.12 Employee Benefits

(i) Defined benefit plans

Gratuity: The Group's gratuity benefit scheme is a defined benefit plan. Group's net obligation in respect of a defined benefit plan is calculated by estimating amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Present value of obligation under such benefit plan is determined based on actuarial valuation using projected unit credit method which recognizes each period of service that give rise to additional units of employee benefit entitlement and measures each unit separately to build up final obligation. Obligation is measured at present values of estimated future cash flows. The discounted rates used for determining present value are based on market yields on Government Securities as at the balance sheet dates.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

Defined benefit costs are categorised as follows:

i. The current service cost of the defined benefit plans, recognised in the Statement of Profit and Loss in employee benefits expense, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes, curtailments and settlements. Past service costs, which comprise plan amendments and curtailments, as well as gains or losses on the settlement of pension benefits are recognised immediately in the Statement of Profit and Loss when they occur.

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

iii. Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to the Statement of Profit and Loss in subsequent periods.

(ii) Defined contribution plans

Contributions to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits. The Group provides benefits such as provident fund to its employees which is treated as defined contribution plan.

(iii) Short-term employee benefit obligations

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits and are recognised in the period in which the employee renders the related service. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.

(iv) Compensated absences:

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method

Presentation and disclosure:

For the purpose of presentation of defined benefit plans and compensated absences, the allocation between the current and non-current provisions has been made as determined by an actuary.

3.13 Revenue Recognition

Revenue from contracts with customers is recognised on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the Group is expected to be entitled to in exchange for those goods or services. It is measured at transaction price (net of variable consideration) allocated to that performance obligation. Revenue (net of variable consideration) is recognised only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

(i) Sale of Products

Revenue from sale of products is recognised when the control on the goods have been transferred to the customer. The performance obligation in case of sale of product is satisfied at a point in time i.e., when the goods is shipped to the customer or on delivery to the customer, as may be specified in the contract.

(ii) Rendering of Services:

Revenue from services is recognised over time by measuring progress towards satisfaction of performance obligations for the services rendered.

(iii) Other Operating revenue

Government Grants and subsidies:

Recognition and Measurement:

The Group recognises grant as income when there is a reasonable assurance that the Group will comply with all necessary conditions attached to them and the grant will be received in accordance with Ind AS 20, Accounting for Government Grants and Disclosure of Government Assistance.

Revenue from export incentives, including those arising under the Remission of Duties and Taxes on Exported Products (RoDTEP), Merchandise Exports from India Scheme (MEIS), and Duty Drawback Scheme, is recognised on an accrual basis, post-export, at the rates at which the entitlements accrue.

Presentation:

Income from the above grants and subsidies are presented under Revenue from Operations - "Other Operating Income".

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

3.14 Other income

Interest income

Interest income is recognized when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and at the effective interest rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. Interest income is included under the head 'other income' in the Statement of profit and loss.

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate, which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the Statement of profit and loss.

3.15 Taxes

Tax expense for the year, comprising current tax and deferred tax, are included in determination of the net profit or loss for the year.

(i) Current income tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Advance taxes and provisions for current income taxes are presented in the balance sheet after offsetting advance tax paid and income tax provision arising in the same tax jurisdiction and where the Group intends to settle the asset and liability on a net basis.

Current income tax relating to items recognised outside the Statement of Profit and Loss is recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is recognised on temporary differences, being differences between the carrying amount of assets and liabilities and corresponding tax bases used in the computation of taxable profit. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Group has a legally enforceable right for such set off.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised outside Statement of Profit and Loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

3.16 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year and for all the years presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

3.17 Segment Reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Group's chief operating decision maker (CODM) to make decisions for which discrete financial information is available. The Group is engaged in selling of goods. The CODM identified entire business as a single reportable segment, hence segment reporting is not applicable.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

3.18 Employee stock compensation cost

The fair value of options granted under the Group's employee stock option scheme (excess of the fair value over the exercise price of the option at the date of grant) is recognised as an employee benefit expense with a corresponding increase in equity. The total amount to be expensed is determined by reference to the fair value of the options granted :

- ▶ 'including any market performance conditions (e.g. the entity's share price)
- ▶ 'excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- ▶ 'including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holding shares for a specific period of time). Further details are given in Note 49.

That cost is recognised, together with a corresponding increase in share options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense.

The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

3.19 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

3.20 Business combination under common control

Common control business combination refers to a business combination involving entities in which all the combining entities are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. Business combinations involving entities or businesses under common control have been accounted for using the pooling of interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts. No adjustments have been made to reflect fair values, or to recognise any new assets or liabilities.

The financial information in the Consolidated Financial Statements in respect of prior periods have been restated as if the business combination had occurred from the beginning of the earliest period presented in these Consolidated Financial Statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information has been restated only from that date.

The difference, if any, between the purchase consideration paid either in the form of share capital or cash or other assets and the amount of net assets of the entities acquired is transferred to capital reserve in case of credit balance and common control adjustment deficit account in case of debit balance and presented separately from other reserves within equity. The nature and purpose of such reserve is disclosed in the notes.

4 Material accounting judgments, estimates and assumptions

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, the acGrouping disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future years.

4.01 Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the year end date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Kusumgar Limited (Formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March 2026
(Amount in INR million, unless otherwise stated)

(a) Useful lives of property, plant and equipment and intangible assets

As described in the significant accounting policies, the Group reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period. Useful lives of intangible assets is determined on the basis of estimated benefits to be derived from use of such intangible assets. These reassessments may result in change in the depreciation /amortization expense in future periods.

(b) Actuarial Valuation

The determination of Group's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in Other Comprehensive Income. Such valuation depend upon assumptions determined after taking into account discount rate, salary growth rate, expected rate of return, mortality and attrition rate. Information about such valuation is provided in notes to the financial statements.

(c) Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset or cash-generating units based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

(d) Contingencies

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against Group as it is not possible to predict the outcome of pending matters with accuracy.

(e) Provisions

Provisions are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events that can reasonably be estimated. The timing of recognition requires application of judgement to existing facts and circumstances which may be subject to change. The litigations and claims to which the Group is exposed are assessed by management and in certain cases with the support of external specialised lawyers.

(f) Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Group reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the Consolidated financial statements.

(g) Leases

The Group evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Group uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Group determines the lease term as the non cancellable period of a lease, together with both periods covered by an option to extend the lease if the Group is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. In assessing whether the Group is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Group to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Group revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

(h) Fair value measurement of financial instruments

When the fair values of financials assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions

(i) Provision for expected credit losses of trade receivables and contract assets

The Group uses a provision matrix to calculate expected credit loss (ECL) for trade receivables and contract assets.

The provision matrix is initially based on the Group's historical observed default rates. At every reporting date, the historical observed default rates are updated.

The assessment of the correlation between historical observed default rates and ECLs is a significant estimate. The Group's historical credit loss experience may also not be representative of customer's actual default in the future.

(j) Share based payments

For the measurement of the fair value of equity-settled transactions with employees at the grant date, the Group uses a Black Scholes model for Employee Stock Option. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note .

5 Recent pronouncements

The Ministry of corporate Affairs ("MCA") notified amendments on 7 May 2025 and 13 August 2025 under the Companies (Indian Accounting Standards) Amendment Rules, 2025 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2025, respectively, which is effective from annual reporting periods beginning on or after 1 April 2025.

(a) Amendment to IND AS 7 and IND AS 107 - Supplier Finance Arrangement - The Group does not have any supplier finance arrangement during the reporting period

(b)Amendment to Ind AS 1 - Classification of liabilities as current or non-current and non-current - These amendments have no effect on the measurement of any items in the Consolidated financial statements of the Group. The Group did not make retrospective adjustments as a result of adopting the amendments to Ind AS 1.

(c) Amendment to Ind AS 12 - Pillar-Two Tax Reforms - The Group is not within the scope of the OECD Pillar Two Module Rule, as pillar Two legislative has note yet been enacted in any of the jurisdiction in which the Company operate.

(d) Amendment to Ind AS 21-Lack of exchangeability - These Amendment did not have any material impact on the account recognised in prior period and are not expected to significantly affect the current or future periods.

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026

(All amount in INR millions, unless otherwise stated)

6 PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold Land	Building	Leasehold Improvements	Electrical Installation	Plant & Machinery*#	Furniture & Fixtures	Office Equipment	Factory Equipment	Vehicles	Computers	Total
Gross carrying amount											
Balance as at 01 April 2024	37.08	62.04	57.26	35.13	1,279.62	13.29	16.63	0.07	37.53	5.91	1,544.56
Additions	-	-	46.63	10.09	490.49	7.37	10.04	-	45.46	3.62	613.70
Disposals	-	-	-	-	15.37	0.07	-	-	0.04	-	15.48
Balance as at 31 March 2025	37.08	62.04	103.89	45.22	1,754.74	20.59	26.67	0.07	82.95	9.53	2,142.78
Accumulated depreciation											
Balance as at 01 April 2024	-	7.34	21.87	3.74	130.81	3.53	5.43	0.04	1.68	2.92	177.36
Depreciation charge during the year	-	3.72	14.46	4.48	215.75	2.38	4.17	0.03	8.39	2.08	255.46
Disposals	-	-	-	-	8.62	0.01	-	-	0.04	-	8.67
Balance as at 31 March 2025	-	11.06	36.33	8.22	337.94	5.90	9.60	0.07	10.03	5.00	424.15
Gross carrying amount											
Balance as at 01 April 2025	37.08	62.04	103.89	45.22	1,754.74	20.59	26.67	0.07	82.95	9.53	2,142.78
Additions	-	5.85	199.37	23.65	854.32	12.85	20.97	-	-	1.87	1,118.88
Adjustments	31.08	-	-	-	-	-	-	-	-	-	31.08
Subsidy received	-	-	-	-	88.22	-	-	-	-	-	88.22
Disposals	-	-	-	-	15.13	-	-	-	-	0.86	15.99
Balance as at 31 March 2026	6.00	67.89	303.26	68.87	2,505.71	33.44	47.64	0.07	82.95	10.54	3,126.36
Accumulated depreciation											
Balance as at 01 April 2025	-	11.06	36.33	8.22	337.94	5.90	9.60	0.07	10.03	5.00	424.15
Depreciation charge during the year	-	3.66	34.08	6.76	288.98	3.54	7.77	0.00	11.35	2.65	358.79
Disposals	-	-	-	-	12.40	-	-	-	-	0.86	13.26
Balance as at 31 March 2026	-	14.72	70.41	14.98	614.52	9.44	17.37	0.07	21.38	6.79	769.68
Net carrying amount as at 31 March 2026	6.00	53.17	232.85	53.89	1,891.19	24.00	30.27	0.00	61.56	3.75	2,356.68
Net carrying amount as at 31 March 2025	37.08	50.98	67.56	37.00	1,416.80	14.69	17.07	0.00	72.92	4.52	1,718.63

*During the year Group has capitalised borrowings cost of INR 27.52 Millions (31 March 2025 INR 0.29 Millions)

Refer Note 44 for plant & machinery additions

Note - For details of property, plant and equipment given as security to lenders Refer Note 23

Deemed Cost -

The Group has availed the deemed cost exemption as per IND AS 101 in relation to property, plant and equipment as on the date of transition i.e. 1 April 2022 and hence the Net carrying amount (as per IGAAP) has been considered as the gross carrying amount (as per Ind AS) on that date i.e. 1 April 2022. Refer note below for the gross carrying amount and the accumulated depreciation on 1 April 2022 under the Previous GAAP and deemed cost -

Particulars	Freehold Land	Building	Leasehold Improvements	Electrical Installation	Plant & Machinery*#	Furniture & Fixtures	Office Equipment	Factory Equipment	Vehicles	Computers	Total
Gross carrying amount as at 1 April 2022	6.00	100.71	85.32	35.90	1,004.27	23.49	17.08	1.26	33.72	10.10	1,317.85
Accumulated depreciation as at 1 April 2022	-	40.43	40.97	26.45	451.14	15.39	11.24	1.19	24.10	7.61	618.52
Deemed cost as at 1 April 2022	6.00	60.28	44.35	9.45	553.13	8.10	5.84	0.07	9.62	2.49	699.33

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

7 LEASES

Group as a lessee

The Group has entered into various agreements to take premises on rent for official purposes. The agreements are subject to termination, renewal and escalation clauses for lease rentals.

The weighted average incremental borrowing rate applied to lease liabilities is 8.60%

Information about leases for which the Group is a lessee is presented below:

(a) Right-of-use asset

Particulars	Leasehold Land and Building	Plant & Equipment	Total
Gross carrying amount			
Balance as at 1 April 2024	548.58	28.43	577.01
Additions	198.64	-	198.64
Balance as at 31 March 2025	747.22	28.43	775.65
Accumulated depreciation			
Balance as at 1 April 2024	74.57	10.86	85.43
Depreciation for the year	76.22	8.08	84.30
Balance as at 31 March 2025	150.79	18.94	169.73
Gross carrying amount			
Balance as at 1 April 2025	747.22	28.43	775.65
Additions	213.43	-	213.43
Adjustments	31.08	-	31.08
Deletion	33.00	3.54	36.54
Balance as at 31 March 2026	958.73	24.89	983.62
Accumulated depreciation			
Balance as at 1 April 2025	150.79	18.94	169.73
Depreciation for the year	103.58	4.55	108.13
Balance as at 31 March 2026	254.37	23.49	277.86
Net carrying amount as at 31 March 2026	704.36	1.40	705.76
Net carrying amount as at 31 March 2025	596.43	9.49	605.92

(b) Lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	556.86	422.69
Add: Additions during the year	206.68	195.14
Add: Interest on lease liabilities	56.53	39.49
Less: Deletion during the year	(38.81)	-
Less: Lease payments	(132.50)	(100.46)
Balance at the end of the year	648.76	556.86
Current portion of lease liabilities	74.26	77.56
Non-current portion of lease liabilities	574.50	479.30

Maturity analysis of lease liabilities is disclosed in (Refer Note 48)

(c) Amounts recognised in the statement of profit and loss

The statement of profit or loss shows the following amounts relating to leases:

Particulars	Refer note	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation charge of right-of-use assets*	36	107.63	84.30
Interest expense (included in finance costs)*	35	55.77	39.49
Expense relating to short-term leases (included in rent expenses under other expenses)	37	21.48	12.80
Variable lease payments (included in rent expenses under other expenses)	37	4.27	7.54

*During the year Group has capitalised finance cost on lease liability & depreciation on ROU assets amounting to INR 0.76 million and INR 0.50 million as a part of CWIP, in accordance with Ind As 23.

(d) Amounts recognised in the cash flow statement

The cash flow statement shows the following amounts relating to leases:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Principal payment of lease liabilities	75.97	60.97
Interest payment on lease liabilities	56.53	39.49

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
8 CAPITAL WORK-IN-PROGRESS

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	451.94	84.34
Add: Addition during the year	667.74	665.93
Less: Capitalisation during the year	(857.04)	(298.33)
Closing balance	262.64	451.94

(a) Ageing of capital work-in-progress

As at 31 March 2026	Amount in capital work-in-progress for				
Particulars	Less than one year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Projects in progress	217.98	6.86	-	-	224.84
(ii) Projects temporarily suspended*	23.64	14.16	-	-	37.80
Total	241.62	21.02	-	-	262.64

* This project is temporarily on hold as at the end of reporting year. Management confirms that the project will be resumed and completed in the financial year end 2026-27.

As at 31 March 2025	Amount in capital work-in-progress for				
Particulars	Less than one year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Projects in progress	451.58	0.36	-	-	451.94
(ii) Projects temporarily suspended	-	-	-	-	-
Total	451.58	0.36	-	-	451.94

9 OTHER INTANGIBLE ASSETS

Particulars	Computer Software	Total
Gross carrying amount		
Balance as at 1 April 2024	7.00	7.00
Additions	1.26	1.26
Disposals	-	-
Balance as at 31 March 2025	8.26	8.26
Accumulated amortization		
Balance as at 1 April 2024	4.79	4.79
Amortization charge during the year	2.14	2.14
Disposals	-	-
Balance as at 31 March 2025	6.93	6.93
Gross carrying amount		
Balance as at 1 April 2025	8.26	8.26
Additions	2.06	2.06
Disposals	-	-
Balance as at 31 March 2026	10.32	10.32
Accumulated amortization		
Balance as at 1 April 2025	6.93	6.93
Amortization charge during the year	0.47	0.47
Disposals	-	-
Balance as at 31 March 2026	7.40	7.40
Net carrying amount as at 31 March 2026	2.92	2.92
Net carrying amount as at 31 March 2025	1.33	1.33

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

10 INVESTMENTS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Investment in other entities at FVTOCI (unquoted)		
72,000 (31 March 2025: 72,000) Equity Shares of Toray Kusumgar Advanced Textile Private Limited [Face Value INR 1000 (31 March 2025: INR 1000), each fully paid]*	154.19	149.66
100 (31 March, 2025: 100) Equity Shares of The Shamrao Vithal Co op Bank Ltd (Face Value Rs.25)	0.00	0.00
1000 (31 March 2025: 1000) equity shares of Saraswat Co-operative Bank [Face Value INR 10 (31 March 2025: INR 10), each fully paid]	0.01	0.01
100 (31 March 2025: 100) equity shares of SVC Bank [Face Value INR 25(31 March 2025: INR 25), each fully paid]	0.00	0.00
Total	154.20	149.67
Aggregate amount of unquoted investments	154.20	149.67
Aggregate amount of impairment in value of investments	-	-
Amounts shown as "0" are non-zero figures rounded off to the nearest INR million		
*Refer Note 43		

11 OTHER FINANCIAL ASSETS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits (Refer Note 43)	37.60	38.67
Bank deposits having remaining maturity of more than 12 months*	105.87	-
Fixed deposit against bank guarantees	53.83	20.94
Total	197.30	59.61

*The amount of INR 7.50 millions represent unspent Corporate Social Responsibility (CSR) amount and transferred to separate bank accounts as per section 135(6) of the Companies Act,

12 NON CURRENT TAX ASSETS (NET)

Particulars	As at 31 March 2026	As at 31 March 2025
Income tax asset (net)	-	28.20
Total	-	28.20

13 OTHER NON CURRENT ASSETS

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit assets -Gratuity plan (Refer Note 42)	0.31	-
Advance paid to creditors-Capital	37.95	195.53
Total	38.26	195.53

14 INVENTORIES (VALUED AT LOWER OF COST OR NET REALISABLE VALUE)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw Material*	488.12	510.56
Semi Finished Fabric	318.04	235.27
Finished Fabric	993.10	556.75
Stores & Spares	149.32	66.44
Total	1,948.58	1,369.02

*Raw material includes Stock in Transit amounting to Rs. 31.94 millions(31 March 2025: 16.30 millions)

Notes:

(a) Provision for inventory write-down of INR 117.73 million (31 March 2025: INR 39.57 million) was recognised in the Statement of Profit and Loss.

(b) For details of Inventories given as security to lenders Refer Note 23

15 TRADE RECEIVABLES

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured		
Considered good	2,390.97	625.50
Trade receivables which have significant increase in credit risk	4.27	4.27
Less- Allowance for expected credit loss (Refer Note 37)	(62.45)	(68.67)
Total	2,332.79	561.10

Note - For details of Trade receivables given as security to lenders Refer Note 23

Refer Note 48 for information about credit risk and market risk of trade receivables

March 31, 2026	Current					
Particulars	Not Due	Outstanding for following periods from due date of Receipts				
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years
Undisputed trade receivables						
- considered good	1,719.06	648.08	7.94	9.25	2.72	3.92
- which have significant increase in credit risk	-	-	-	-	-	-
- credit impaired	-	-	-	-	-	-
Disputed trade receivables						
- considered good	-	-	-	-	-	-
- which have significant increase in credit risk	-	-	-	-	-	4.27
- credit impaired	-	-	-	-	-	-
Subtotal	1,719.06	648.08	7.94	9.25	2.72	8.19
Less: Allowance for expected credit loss						(62.45)
Total						2,332.79

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

March 31, 2025	Particulars	Current					
		Not Due	Outstanding for following periods from due date of Receipts				
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years
	Undisputed trade receivables						
	- considered good	453.86	130.08	26.92	6.67	5.78	2.19
	- which have significant increase in credit risk	-	-	-	-	-	-
	- credit impaired	-	-	-	-	-	-
	Disputed trade receivables						
	- considered good	-	-	-	-	-	4.27
	- which have significant increase in credit risk	-	-	-	-	-	-
	- credit impaired	-	-	-	-	-	-
	Subtotal	453.86	130.08	26.92	6.67	5.78	6.46
	Less: Allowance for expected credit loss						(68.67)
	Total						561.10

16 CASH AND CASH EQUIVALENTS

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks		
In current accounts	164.71	206.58
Earmarked bank balances *	13.05	7.79
Deposits with original maturity of less than three months	90.00	90.00
Cash on hand	0.53	0.57
Total	268.29	304.94

*These balances represent unspent Corporate Social Responsibility (CSR) amount and transferred to separate bank accounts as per section 135(6) of the Companies Act, 2013

17 OTHER BANK BALANCES

Particulars	As at 31 March 2026	As at 31 March 2025
Bank deposits having original maturity of more than 3 months but less than 12 months	198.57	70.78
Fixed deposit		
Against bank guarantees	5.54	11.10
Against letter of credit	8.21	25.05
Total	212.32	106.93

18 LOANS

Particulars	As at 31 March 2026	As at 31 March 2025
Loans considered good - Unsecured		
Other parties*	-	155.69
Total	-	155.69

*Loan to other parties are Nil as at March 31, 2026 (March 31, 2025: INR 155.69 millions)

19 OTHER FINANCIAL ASSETS (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposit (Refer Note 43)	48.02	234.43
Bank Deposit with Maturity of more than 12 months	75.00	-
Fixed deposit		
Against bank guarantees	19.53	-
Against letter of credit	17.50	-
Interest accrued	5.26	3.95
Foreign currency forward contract*	5.72	-
Other receivables (Refer Note 43)	17.70	-
Total	188.73	238.38

*Derivatives contract not designated as hedge are carried at fair value through profit or loss

20 OTHER CURRENT ASSETS

Particulars	As at 31 March 2026	As at 31 March 2025
Balance with statutory & government authorities	163.22	266.78
Advance paid to creditors	196.62	84.16
Prepaid expenses*	15.18	19.01
Employee's loan	6.47	6.58
Total	381.49	376.53

*As at March 31, 2025, prepaid expenses included INR 7.03 million incurred in connection with the proposed Initial Public Offering (IPO) of equity shares of the Company. These expenses were subsequently recovered from the selling shareholders during the year ended March 31, 2026.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

21 EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026	As at 31 March 2025
Authorized share capital		
21,50,00,000 (31 March 2025: 24,00,00,000) Equity Shares of INR 1 (31 March 2025: INR 1) each	215.00	240.00
Compulsory Convertible Preference Shares (CCPS)		
50,00,000 Preference shares of INR 5 each	25.00	-
Total Authorized share capital	240.00	240.00
Issued, subscribed and paid up		
10,14,90,000 (31 March 2025: 10,14,90,000) Equity Shares of INR 1 (31 March 2025: INR 1) each fully paid	101.49	101.49
Instruments entirely in the nature of equity		
35,01,372 Preference Shares of INR 5 each fully paid up	17.51	-
Total	119.00	101.49

(a) Reconciliation of shares outstanding at the beginning and at the end of the year

Equity share capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	10,14,90,000	101.49	1,99,000	19.90
Add: Split of shares from INR 100 each to INR 1 each	-	-	1,97,01,000	-
Add: Bonus shares issued during the period	-	-	8,15,90,000	81.59
Outstanding at the end of the year	10,14,90,000	101.49	10,14,90,000	101.49

Compulsorily Convertible Preference Share

Particulars	As at 31 March 2026		As at 31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Outstanding at the beginning of the year	-	-	-	-
Issued during the year	35,01,372	17.51	-	-
Outstanding at the end of the year	35,01,372	17.51	-	-

(b) Rights, preferences and restrictions attached to Equity Shares :

- 1) The holding company has only one class of Equity Shares having a par value of INR 1 per share (31 March 2025: INR 1 per share). Each holder of Equity Shares is entitled to one vote per share.
- 2) They are also entitled to dividend if proposed by the Board of Directors and approved by the shareholders in the ensuing Annual General Meeting except in case of interim dividend.
- 3) In the event of liquidation, the Equity shareholders are entitled to receive the remaining assets of the holding company after distribution of all preferential amount, in proportion to their share holding.

(c) Rights, preferences and restrictions attached to Preference Shares :

- 1) During the year ended 31 March 2026, the holding company had issued 35,01,372 CCPS and the CCPS holders have agreed a fixed conversion of 1 equity shares for every 1 CCPS held and therefore the same will be classified as equity.
- 2) Each CCPS shall confer on the holder, the right to receive a cumulative preference dividend equal to 0.01% (Zero point zero one percent) per annum (such dividend paid referred as " CCPS Preference dividend ") , in priority to the holders of Equity Shares or any other classes of securities. Each CCPS shall be converted into Equity Shares as per terms of share subscription and purchase agreement dated september 22,2025 entered with CCPS holders

(d) Details of shares held by shareholders holding more than 5% of the aggregate equity shares in the Company

Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% holding	No. of shares	% holding
Siddharth Y Kusumgar	6,18,84,021	60.98%	6,56,94,630	64.73%
Sapna S Kusumgar	2,95,61,148	29.13%	3,13,99,170	30.94%

Details of CCPS held by shareholders holding more than 5% of the aggregate CCPS in the Company

Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	No. of shares	% holding	No. of shares	% holding
Motilal Oswal Finvest Limited	10,95,890	31.30%	-	-
Edel Weiss Discovery Fund - Series I	6,84,932	19.56%	-	-
Spark Midas investment	5,47,945	15.65%	-	-
WhiteOak Capital India Opportunities Fund	3,83,562	10.95%	-	-
Ashoka India Equity Investment Trust PLC	3,83,562	10.95%	-	-
Frangipani Capital Advisors LLP	2,73,973	7.82%	-	-

(e) Details of Equity shares held by Promoters at the end of the year

Promoter name	As at 31 March 2026			As at 31 March 2025		
	No. of shares	% holding	% change during the year	No. of shares	% holding	% change during the year
Siddharth Y Kusumgar	6,18,84,021	60.98%	-3.75%	6,56,94,630	64.73%	0.00%
Sapna S Kusumgar	2,95,61,148	29.13%	-1.81%	3,13,99,170	30.94%	0.00%
Siddharth Y Kusumgar HUF	34,85,000	3.43%	-0.84%	43,35,000	4.27%	0.00%
Yogesh K Kusumgar	51,000	0.05%	0.00%	51,000	0.05%	0.00%

- (e) The members in its Ordinary General meeting passed a resolution held on 1 October 2024 approving the sub-division of each equity share of face value of INR 100 each fully paid up into face value of INR 1 each fully paid up.

Also, the members in its Ordinary General meeting dated 29 January 2025 have approved increase in the authorised share capital from INR 30 million divided into 30 million equity shares of INR 1 each (post split of shares) to INR 240 million divided into 240 million equity shares of INR 1 each.

Further, the Board of Directors have also passed a resolution on 29 January 2025 and approved the issue of bonus equity shares in its meeting which was further approved by shareholder in the meeting held on 20 February 2025 in the ratio of 3 equity shares of INR 1 each for every 1 equity share of INR 1 each by capitalization of such sum standing to the credit of free reserves of the Company.

(f) Shares reserved for issue under option

For details of shares reserved for issue under employee stock option plan of the company refer note 49

(g) No class of shares have been bought back by the holding company during the period of five years immediately preceding the current year end.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

22 OTHER EQUITY

Particulars	As at 31 March 2026	As at 31 March 2025
Securities premium	1,496.82	269.39
General reserve	0.21	0.21
Retained earnings	4,232.99	3,244.00
Other comprehensive Income	39.57	35.69
Share based payment reserve (Refer Note 49)	238.90	34.57
Common control adjustment deficit account (Refer Note 51)	(1,107.62)	(1,107.62)
Foreign Currency Translation Reserve	9.67	(0.21)
Total	4,910.54	2,476.03

(a) Securities premium

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	269.39	269.39
Add : Premium received on issue of preference shares	1,260.48	-
Less : Transaction cost on issue of share (CCPS)	33.05	-
Closing balance	1,496.82	269.39

(b) General reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	0.21	58.12
Less : Utilised towards bonus issue	-	(57.91)
Closing balance	0.21	0.21

(c) Retained Earnings (refer notes below)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	3,244.00	2,152.00
Add: Profit for the year	982.00	1,119.88
Add/(Less) - Remeasurement gain/(loss) of net defined benefit plan	6.99	(4.20)
Less : Utilised towards bonus issue	-	(23.68)
Closing balance	4,232.99	3,244.00

(d) Other comprehensive Income

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	35.69	11.81
Add - Gain on FVTOCI equity investments	3.88	23.88
Closing balance	39.57	35.69

(e) Share based payment reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	34.57	-
Add: Expense for the year	204.33	34.57
Closing balance	238.90	34.57

(f) Common control adjustment deficit account

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	(1,107.62)	(1,107.62)
Add: Movement during the year	-	-
Closing balance	(1,107.62)	(1,107.62)

(g) Foreign currency translation reserve

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	(0.21)	(0.01)
Add: Movement during the year	9.88	(0.20)
Closing balance	9.67	(0.21)

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

Nature and purpose of reserves

- (a) Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013
- (b) The amount in general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013
- (c) Retained earnings are the profits/(loss) that the Group has earned/incurred till date, less any transfers to general reserve, bonus share issue, dividends or other distributions paid to shareholders.
- (d) Other comprehensive Income reserve represents the cumulative gains and losses arising on the revaluation of equity investments measured at fair value through other comprehensive income.
- (e) The share options outstanding account is used to recognise the grant date fair value of options issued to employees under Employee stock option plan. This Reserve is transferred to Securities Premium or Retained Earnings on exercise or lapse of vested options.
- (f) Common control adjustment deficit account pertains to the impact of accounting for common control business combinations as detailed in note 51. The same will be utilised for the purposes as permitted by the Companies Act, 2013.
- (g) Foreign currency translation reserve is the exchange differences arising from the translation of financial statements of foreign subsidiaries with functional currency other than Indian rupees is recognized in other comprehensive income and is presented within equity.

23 BORROWINGS

(a) Non-current borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
(i) Term loan from Bank (refer note (1) below)	1,173.73	881.68
Less: Current maturities of long term debt	(331.08)	(145.49)
	842.65	736.19
(ii) Vehicle Loan (refer note (2) below)	21.45	33.49
Less: Current maturities of long term debt	(12.91)	(12.04)
	8.54	21.45
Total	851.19	757.64

(b) Current borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
Working capital demand loan from a bank (refer note (3) below)	328.39	1,430.50
Packing credit foreign currency loans (PCFC)	279.52	73.80
Buyers credit	-	16.02
Cash credit	423.69	18.48
Current maturities of long-term borrowings(Term Loan - including bank interest payable)	340.12	156.53
Current maturities of long-term borrowings(Vehicle Loan)	12.91	12.04
Total	1,384.63	1,707.37

Refer Note 48 for information about exposure to financial risks

Note 1- Term loans

The Company has availed total term loans from HDFC Bank Limited aggregating to INR 1,665 million. The loans are secured by (i) an exclusive charge on land and building situated at Plot Nos. 1271 & 1273, Village Tadkeshwar, opp Polytex Co Pvt Ltd, Tech Mandvi, District - Surat 394170 (ii) an exclusive charge on land and building situated at Plot Nos. 10 & 11, Fairdeal Textile Park Pvt. Ltd., Village Mahuvej, Taluka Mangrol, District Surat - 394125 (iii) an exclusive charge on movable plant and machinery purchase out of term loan (iv) Second pari pasu charge on all current assets of the company both present and future (vi) corporate guarantee of 45 Holding for collateral ownership (vii) fixed deposit of INR 125 million maintained so as to ensure total collateral value of INR 450 million including mortgaged properties charged to the bank, and (viii) personal guarantees of Yogesh Kusumgar (close member of the family of KMP) and Siddharth Kusumgar(Chairman & Managing Director) along with submission of net worth certificates.

Term loans repayment schedule

Sr. No.	Bank name	Rate of Interest (%)	Instalment period	Outstanding as at 31 March 2026	Outstanding as at 31 March 2025
1	HDFC Bank Ltd	7.20 to 8.34	29 June 2020 to 05 May 2027	38.54	69.36
2	HDFC Bank Ltd	7.20 to 8.34	18 June 2020 to 13 Sep 2025	-	3.00
3	HDFC Bank Ltd	7.20 to 8.34	31 Dec 2021 to 31 Dec 2026	5.18	12.08
4	HDFC Bank Ltd	7.20 to 8.34	31 March 2022 to 31 March 2028	180.01	269.92
5	HDFC Bank Ltd	7.60 to 8.60	28 Jan 2025 to 28 Jan 2031	950.00	527.32
Total				1,173.73	881.68

(There is no default in terms of repayment of Principle and Interest)

Note 2- Vehicle loans

Vehicle loans repayment schedule

Sr. No.	Bank name	Rate of Interest (%)	Maturity period	Outstanding as at 31 March 2026	Outstanding as at 31 March 2025
1	Daimler Financial Services	6.70	04-May-27	1.72	3.08
2	HDFC Bank Ltd	7.60	05-Nov-27	5.64	8.70
3	HDFC Bank Ltd	7.90	04-May-27	0.93	1.43
4	HDFC Bank Ltd	8.60	05-Nov-27	13.16	20.28
Total				21.45	33.49

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
Note 3 - Working capital demand loan

Working Capital Loan ranges from 7.40 % to 9.25 % from Banks are secured by hypothecation charge on the stock of Raw Materials, Finished and Semi Finished Goods and Book Debts arising out of Business transactions.

The quarterly returns/statements filed by the Company with the banks for working capital limits are in agreement with the books of account of the Company.

Note 4 - Effect of Convenants

Company's non-current borrowings including borrowing amounting to INR 842.65 millions that contain convenants , which, if not met, would result in the borrowings becoming repayable on demand . These borrowings are otherwise repayable more than 12 months after the end of the reporting period as at 31 March 2026, company has complied with all the convenants that were required to be met on or before 31 March 2026. The convenants that are required to be complied with after the end of the current period do not affect the classification of the related borrowing as current or non current at the end of current period. Therefore, all these borrowings remain classified as non current liabilities.

24 EMPLOYEE BENEFIT OBLIGATIONS (NON CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan (Refer Note 42)	2.73	10.45
Leave encashment payable (Refer Note 42)	17.43	15.07
Total	20.16	25.52

24.1 The code on social security ,2020

Effective November 21, 2025, the Government of India consolidated 29 existing labour regulations into four Labour codes, namely, The Code on Wages, 2019, The Industrial Relations Code, 2020, The Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020, collectively referred to as the 'New Labour Codes'. The New Labour Codes has not resulted in any material increase in employee benefits obligations on account of recognition of past service costs.

25 TRADE PAYABLES

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of micro enterprises and small enterprises (Refer Note 48)	26.13	50.42
Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer Note 48)	617.43	402.46
Total outstanding dues to related parties (Refer Note 43 & 48)	24.06	19.19
Total	667.62	472.07

Amount due to micro and small enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Group. The disclosures relating to micro and small enterprises is as below:

Particulars	As at 31 March 2026	As at 31 March 2025
(i) The amounts remaining unpaid to micro and small suppliers as at the end of the year:		
- Principal	26.13	50.42
- Interest	-	-
(ii) 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.	-	-
(iii) The amount of payments made to micro and small suppliers beyond the appointed day during each accounting year.	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	-	-
(v) The amount of interest accrued and remaining unpaid at the end of each accounting year.	-	-
(vi) 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.	-	-

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

As at 31 March 2026	Current					
Particulars	Unbilled Dues	Payables Not Due	Outstanding for following periods from due date of Payment			
			Less than 1 year	1-2 years	2-3 years	More than 3 years
Undisputed trade payables						
- MSME		18.23	7.38	0.52	-	-
- Others	31.94	137.62	425.34	9.54	0.08	3.97
Disputed trade payables						
- MSME	-	-	-	-	-	-
- Others	-	-	13.82	19.13	-	0.05
Total	31.94	155.85	446.54	29.19	0.08	4.02
						667.62

As at 31 March 2025	Current					
Particulars	Unbilled Dues	Payables Not Due	Outstanding for following periods from due date of Payment			
			Less than 1 year	1-2 years	2-3 years	More than 3 years
Undisputed trade payables						
- MSME	-	39.61	10.76	-	0.02	0.04
- Others	16.30	174.28	226.73	0.22	2.23	1.89
Disputed trade payables						
- MSME	-	-	-	-	-	-
- Others	-	-	-	-	-	-
Total	16.30	213.89	237.48	0.22	2.25	1.93
						472.07

26 OTHER FINANCIAL LIABILITIES (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Sundry creditors for capital goods	43.13	53.15
Employee dues payable	61.53	32.56
Provision for warranty expenses	1.02	-
Expenses payables	11.23	17.92
Scrap deposit	0.40	0.35
Total	117.31	103.98

27 EMPLOYEE BENEFIT OBLIGATIONS (CURRENT)

Particulars	As at 31 March 2026	As at 31 March 2025
Net defined benefit liability - Gratuity plan (Refer Note 42)	0.19	7.23
Leave encashment payable (Refer Note 42)	1.48	1.84
Total	1.67	9.07

28 CURRENT TAX LIABILITY

Particulars	As at 31 March 2026	As at 31 March 2025
Opening balance	-	-
(+) Current tax payable	354.68	-
(-) income tax paid	(198.39)	-
Total	156.29	-

29 OTHER CURRENT LIABILITIES

Particulars	As at 31 March 2026	As at 31 March 2025
Advance from customers (Contract liabilities)	87.59	27.44
Liability towards corporate social responsibility	37.93	20.38
Statutory dues	22.58	49.03
Total	148.10	96.85

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
30 REVENUE FROM OPERATIONS

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contract with customer		
Sale of products		
Manufactured goods	6,225.01	7,685.98
Sale of services	523.13	14.97
	6,748.14	7,700.95
Other Operating Income		
Government grants	77.15	18.04
Duty drawback	44.05	29.33
RODTEP income	27.40	21.03
Sale of scrap	23.29	20.62
	171.89	89.02
Total	6,920.03	7,789.97

Refer note 44 for revenue disclosures as per Ind AS 115.

31 OTHER INCOME

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Foreign exchange gain	147.91	46.95
Interest income on		
Fixed deposit	21.89	57.57
Unwinding of discount on security deposits	1.93	2.06
Other interest income	8.63	0.27
Allowance for expected credit loss reversal (Refer Note 48)	6.23	-
Profit on sale of assets	-	0.71
Sundry balance written back	6.28	0.53
Gain on cancellation of lease	2.96	-
Miscellaneous income	1.92	4.06
Total	197.75	112.15

32 COST OF MATERIALS CONSUMED

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening Stock of raw materials	510.56	726.11
Add: Purchases (refer note 43)	3,059.22	3,498.16
Less: Closing stock of raw materials	(488.12)	(510.56)
Total	3,081.66	3,713.71

33 CHANGES IN INVENTORIES OF FINISHED & SEMI FINISHED

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventories at the end of the year:		
Finished stock	993.10	556.75
Semi finished stock	318.04	235.27
	1,311.14	792.02
Inventories at the beginning of the year:		
Finished stock	556.75	445.31
Semi finished stock	235.27	234.95
	792.02	680.26
Net (increase)	(519.12)	(111.76)

34 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages & bonus	579.20	537.74
Staff welfare expenses	48.76	49.37
Contribution to provident and other funds (Refer Note 42)	23.46	24.37
Share based payment to employees (Refer Note 49)	204.33	34.57
Leave encashment expenses	13.29	0.11
Gratuity expenses (Refer Note 42)	12.82	9.57
Total	881.86	655.73

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
35 FINANCE COSTS

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
Borrowings from banks measured at amortised cost	180.71	89.47
Unsecured loans from Director (refer note 43)	5.83	2.26
Lease liabilities	55.77	39.49
Bank and Other finance charges	17.47	15.09
Total	259.78	146.31

36 DEPRECIATION AND AMORTIZATION EXPENSE

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation of property, plant and equipment (Refer Note 6)	358.79	255.46
Depreciation of right to use assets (Refer Note 7)	107.63	84.30
Amortization of intangible assets (Refer Note 9)	0.47	2.14
Total	466.89	341.90

37 OTHER EXPENSES

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Power and fuel	362.74	333.31
Job work and labour charges	397.74	362.57
Warranty expenses	1.02	-
Royalty Expense	88.61	129.64
Consumption of stores	122.48	162.53
Travelling and conveyance	77.41	83.91
Freight and forwarding charges	87.00	128.25
Professional and legal fees*	94.95	88.96
Effluent treatment charges	44.30	39.12
Advertisement and marketing	23.87	29.51
Repairs & maintenance on		
Plant and machinery	23.34	36.96
Building	5.18	9.59
Others	10.55	10.03
Rates and taxes	15.05	38.42
Testing charges	8.72	16.01
Corporate social responsibility expenses	20.29	12.46
Insurance charges	10.23	10.66
Rent expenses (Refer Note 7(c) & 43)	25.75	20.34
Brokerage and commission	0.31	14.71
Allowance for expected credit loss	-	38.05
Payment to auditors (Refer Note 37.1)	3.90	2.57
Director sitting fees	1.62	-
Loss on sale of assets	1.12	2.58
Provision for doubtful advance	6.27	-
Bad debts	-	3.67
Sundry balance's written off	1.23	2.50
Contribution to political parties	-	0.50
Donation	0.17	0.16
Miscellaneous and Admin expenses	78.81	71.39
Total	1,512.66	1,648.40

*The above professional and legal expense excludes 73.17 million (March 31, 2025 Nil) towards expense paid/payable on account of initial public offering of equity shares as these expenses would be recovered from selling shareholders.

37.1 DETAILS OF PAYMENT TO AUDITORS (EXCLUSIVE OF GOODS AND SERVICE TAX)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
As auditor:		
To statutory auditors:*		
-For Audit	3.90	2.20
-For Others	-	0.37
Total	3.90	2.57

*The above Payment to auditors excludes 8.31 million (March 31, 2025 Nil) towards expense paid/payable on account of initial public offering of equity shares as these expenses would be recovered from selling shareholders.

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
38 TAX EXPENSE
(a) Income tax expense:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current tax	362.22	408.91
Short provision for tax relating to prior years	0.23	0.05
Deferred tax expenses/(credit)	5.13	(21.01)
Income tax expense reported in the statement of profit or loss	367.58	387.95

(b) Income tax expense charged to Other Comprehensive income (OCI)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Items that will not be reclassified to profit or loss		
Remeasurement gain/(loss) of net defined benefit liability	(2.35)	1.40
(loss) on FVTOCI equity investments	(0.65)	(3.99)
Income tax charged to OCI	(3.00)	(2.58)

(c) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit before tax	1,349.58	1,507.83
Enacted income tax rate applicable to the Company	25.17%	25.17%
Current tax expenses/(Credit) on profit/(loss) before tax at the enacted income tax rate	339.66	379.49
Effect of non deductible expense	6.00	6.97
Short tax provision for earlier years	0.23	0.05
Effect of differential tax rate*	14.28	-
Others	7.41	1.44
Income tax expense	367.58	387.95

The holding company and subsidiaries incorporated in india has opted for new tax rate under section 115BAA of Income Tax Act, 1961 from the FY 2021-22. Hence, the enacted tax rate for current and deferred tax for current year is 25.168% (22% + surcharge + cess).

*The group includes a subsidiary incorporated in Dubai,UAE.Based on the assessment of place of effective management (POEM), the said subsidiary in considered tax resident in india and accordingly taxed at rates applicable to foregin companies under the indian income tax act. consequently , the effective tax rate of the group is impacted by the higher tax rate 38.30% (35% +surcharge+cess) applicable to such subsidiary

(d) Deferred tax balances:

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax assets		
Expenses allowable on payment basis in year of payment		
Fair valuation of security deposit	4.57	4.72
Provision for credit allowances on trade receivables	15.71	17.29
Lease liabilities	163.29	140.16
Provision for warranty expenses	0.26	-
Transaction cost impact on term loan	0.78	0.59
Provision for employee benefits	5.42	8.72
	190.03	171.48
Deferred tax liability		
Property, plant and equipment	30.47	29.56
Right-of-use assets	177.63	152.51
Fair value gain on Investments in unquoted equity shares.	6.60	5.95
	214.70	188.01
Deferred tax liability [Net]	24.69	16.54

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026

Movement in deferred tax assets and deferred tax liabilities from 01 April 2025 to 31 March 2026:

Particulars	As at 01 April 2025	Recognised in Statement of profit or loss Charge/(Credit)	Recognised in OCI Charge/(Credit)	As at 31 March 2026
Property, plant and equipment	29.56	0.91	-	30.47
Right-of-use assets	152.51	25.12	-	177.63
Transaction cost impact on term loan	(0.59)	(0.19)	-	(0.78)
Fair value gain on Investments in unquoted equity shares.	5.95	-	0.65	6.60
Provision for warranty expenses	-	(0.26)	-	(0.26)
Provision for employee benefits	(8.72)	0.95	2.35	(5.42)
Fair valuation of security deposit	(4.72)	0.15	-	(4.57)
Provision for credit allowances on trade receivables	(17.29)	1.58	-	(15.71)
Lease liabilities	(140.16)	(23.13)	-	(163.29)
Deferred tax liability [Net]	16.54	5.13	3.00	24.69

Movement in deferred tax assets and deferred tax liabilities from 01 April 2024 to 31 March 2025:

Particulars	As at 01 April 2024	Recognised in Statement of profit or loss Charge/(Credit)	Recognised in OCI Charge/(Credit)	As at 31 March 2025
Property, plant and equipment	47.75	(18.19)	-	29.56
Right-of-use assets	108.62	43.89	-	152.51
Transaction cost impact on term loan	0.34	(0.93)	-	(0.59)
Fair value gain on Investments in unquoted equity shares.	1.97	-	3.99	5.95
Provision for employee benefits	(5.24)	(2.07)	(1.41)	(8.72)
Fair valuation of security deposit	(4.37)	(0.35)	-	(4.72)
Provision for credit allowances on trade receivables	(7.71)	(9.59)	-	(17.29)
Lease liabilities	(106.39)	(33.77)	-	(140.16)
Corporate Guarantee	-	-	-	-
MAT Entitlement	-	-	-	-
Deferred tax liability [Net]	34.97	(21.01)	2.58	16.54

(e) Deferred tax assets & liabilities disclosed in balance sheet

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax assets	0.76	0.56
Deferred tax liabilities	25.45	17.10

39 EARNINGS/ LOSS PER SHARE (EPS)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit attributable to ordinary equity holders	982.00	1,119.88
Weighted average number of equity shares outstanding for calculation of Basic EPS (Nos.) in millions (Face Value per share - Equity shares: INR 1 each)	101.49	101.49
Basic earnings per share (INR)	9.68	11.03
Profit attributable to ordinary equity holders	982.00	1,119.88
Weighted average number of equity shares outstanding for calculation of Basic EPS (Nos.) in millions	101.49	101.49
Add: Weighted-Average Number of Potential Equity Shares on exercise of Options (Nos.) in millions	4.00	2.06
Total of Weighted average number of shares outstanding for calculation of Diluted EPS (Nos.) in millions	105.49	103.55
Diluted earnings per share (INR)	9.31	10.81

40 CONTINGENT LIABILITIES

Particulars	As at 31 March 2026	As at 31 March 2025
Guarantees given by banks on behalf of the Group	1038.77	-
Letter of credit	40.79	53.11
Income tax demand	10.14	-

41 CAPITAL COMMITMENT

Particulars	As at 31 March 2026	As at 31 March 2025
Plant & Machinery	58.33	852.70
Total	58.33	852.70

42 EMPLOYEE BENEFITS

(a) Defined contribution plans

The Group makes contributions, determined as a specified percentage of employees salaries, in respect of qualifying employees towards provident fund, which is a defined contribution plan. The Group has no further obligations towards specified contributions. The contributions are charged to the statement of profit and loss as and when they accrue.

During the year, the Group has recognized the following amounts in the Statement of Profit and Loss:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Employers' Contribution to Provident Fund	22.59	21.65
Employers' Contribution to Superannuation Fund and New Pension Scheme	0.87	0.98
Total	23.46	22.63

(b) Compensated absences

The Group has a policy on compensated absences and expected cost of compensated absences (PL) is determined by actuarial valuation performed by an external actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Below are the actuarial assumptions used -

Principal assumptions used for the purpose of leave encashment

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Mortality	Indian Assured Lives Mortality (2012-14)	Indian Assured Lives Mortality (2012-14) Ult.
Discount Rate	7.29%	6.59% - 6.61%
Salary increase rate	6.00%	6.00%
Employee turnover rate	6.00%	6.00%
Retirement age	60 Years	60 Years

The provision for compensated absences is as below:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Non-current	17.43	15.07
Current	1.48	1.84

(c) Defined benefit plans

Gratuity:

The Group provides for gratuity for employees in India as per the Payment of code on social security 2020. Employees who are in continuous service for a period of 5 years are eligible for gratuity and currently the Group has funded gratuity plan. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

Liabilities with regard to these defined benefit plans are determined by actuarial valuation, performed by an external actuary, at each Balance Sheet date using the projected unit credit method.

i) Amount recognised in balance sheet

Particulars	As at 31 March 2026	As at 31 March 2025
Present value of obligation as at the end of the year	58.02	55.82
Fair Value of plan assets at the end of the year	55.41	38.14
Net asset / (liability) recognized in Balance Sheet	(2.61)	(17.68)
Current liability	0.19	7.23
Non-current assets	(0.31)	-
Non-current liability	2.73	10.45
Total	2.61	17.68

ii) Changes in the present value of benefit obligation

Particulars	As at 31 March 2026	As at 31 March 2025
Present value of obligation at the beginning of the year	55.82	40.04
Included in profit or loss		
Interest cost	3.44	2.65
Current service cost	12.39	9.04
Past service cost	-	-
	15.83	11.69
Included in OCI		
Actuarial (gain)/ loss - Financial Assumptions	(3.73)	1.73
Actuarial (gain)/ loss - Experience	(5.67)	3.64
	(9.40)	5.37
Other		
Benefit Paid	(4.23)	(1.28)
Benefit paid from plan assets	-	-
Present value of obligation at the end of the year	58.02	55.82

iii) Changes in the fair value of plan assets

Particulars	As at 31 March 2026	As at 31 March 2025
Fair value of plan assets as at the beginning of the year	38.14	24.09
Included in profit or loss		
Interest income on plan assets	2.99	2.11
	2.99	2.11
Included in OCI		
Return on plan assets greater / (lesser) than discount rate	(0.07)	(0.24)
	(0.07)	(0.24)
Other		
Employer contributions	18.30	13.46
Benefits paid	(3.95)	(1.28)
Fair value of plan assets as at the end of the year	55.41	38.14

iv) Reconciliation of balance sheet amount

Particulars	As at 31 March 2026	As at 31 March 2025
Opening net (asset)/liability	17.68	15.95
Expense/(income) recognised in profit and loss	12.84	9.57
Expense/(income) recognised in other comprehensive income	(9.34)	5.61
Employers contribution	(18.57)	(13.46)
Balance sheet liability at the end of year	2.61	17.68

v) Expense recognized in the statement of profit and loss

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current service cost	12.38	9.04
Net Interest cost	0.44	0.53
Past service cost	-	-
- Interest expense on DBO	-	-
- Interest (income) on plan assets	-	-
Total expenses recognized in the statement of profit and loss	12.82	9.57

vi) Expense recognized in other comprehensive income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Actuarial (gains)/ losses arising from:		
- Experience	(5.01)	3.64
"-Financial Assumptions"	(4.40)	1.73
Return on plan assets excluding interest income	0.07	0.24
Net actuarial (gains) / losses recognised in OCI	(9.34)	5.61

vii) Principal assumptions used for the purpose of the actuarial valuation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Mortality Rate	Indian Assured Lives Mortality (2012-14) Table	Indian Assured Lives Mortality (2012-14) Table
Discount Rate	7.25% - 7.29%	6.59% - 6.61%
Salary increase rate	6.00%	6.00%
Withdrawal rate	6.00%	6.00%
Average attained age	34.66-36.25	33.98 - 36.25
Retirement age	60.00	60.00

viii) Sensitivity analysis

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period on defined benefit obligation, while holding all other assumptions constant.

Particulars	As at 31 March 2026	As at 31 March 2025
Change in Discount rate		
Delta effect + 1%	53.15	51.24
Delta effect - 1%	63.66	61.16
Change in rate of salary increase		
Delta effect + 1%	62.88	60.36
Delta effect - 1%	53.71	51.75

The sensitivity analysis presented above may not be representative of the actual change in the Defined Benefit Obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

ix) Maturity profile of benefit payments

Year	As at 31 March 2026	As at 31 March 2025
Year 1	4.18	7.23
Year 2	4.74	4.16
Year 3	4.83	4.08
Year 4	4.68	4.21
Year 5	4.37	3.96
Year 6 and above	23.83	18.73

The weighted average duration of defined benefit obligation is 9.20 years.

x) **Gratuity is a defined benefit plan and entity is exposed to the following risks:**

(i) **Actuarial Risk:**

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

- (a) Adverse salary growth experience: Salary hikes that are higher than the assumed salary escalation will result in obligation at a rate that is higher than expected.
- (b) Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.
- (c) Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

(ii) **Investment / Interest Risk:**

The Group is exposed to Investment / Interest risk if the return on the invested fund falls below the discount rate used to arrive at present value of the benefit.

43 RELATED PARTY DISCLOSURES

The Company's related parties principally includes subsidiaries. In accordance with the requirements of IndAS24 Related Party Disclosures, names of the related parties, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods are as follows

(a) Names of related parties and description of relationship as identified by the Company:

Name of company	Relationship
Engineered Coated Fabric Pvt. Ltd.	Wholly owned subsidiary
Kusumgar composites Private Limited	wholly owned subsidiary (w.e.f March 27,2026)
Kusumgar Middle East FZ LLC	Wholly owned subsidiary

Name of company	Relationship
Specialty Fabrics Pvt. Ltd. Concord Weaving & Preparatory Pvt. Ltd Kusumgar Technomic Fabrics Pvt. Ltd. V B Kusumgar & Co Pvt. Ltd. 4S Holdings Kusumgar Holdings LLP Paraborne Systems LLP Toray Kusumgar Advanced Textile Private Limited Pertex Solution LLP	Enterprises over which Key Managerial Personnel have significant influence

(b) Key Managerial Personnel (KMP)/ others	Relationship
Yogesh Kusumgar (Director) (Until March 4, 2025)	Close member of the family of KMP
Siddharth Kusumgar (Chairman & Managing Director)	Key Managerial Personnel
Kiran Shah (Director until March 4, 2025)	Key Managerial Personnel
Ankur Kothari (Executive Director & CEO)	Key Managerial Personnel
Sapna Kusumgar (Managing Director)	Key Managerial Personnel
Kinnar Mehta (Chief Financial Officer) (From January 1, 2025)	Key Managerial Personnel
Devanand Mojdra (Company Secretary (From February 22, 2025)	Key Managerial Personnel
Deepti Gupta (Independent Director) (From March 17, 2025)	Independent Director
Nihar Parikh (Independent Director) (From 10 June , 2025)	Independent Director
Kaushal Jaysingh Sampat (Independent Director) (From March 17, 2025)	Independent Director
Amita Soni	Close member of the family of KMP
Babita Kusumgar	Close member of the family of KMP
Sushmi Doshi	Close member of the family of KMP

(c) Transactions with Key Managerial Personnel	For the year ended 31 March 2026	For the year ended 31 March 2025
Short-term employee benefits*	66.29	66.91
Share-Based Payments	199.16	34.57
Others	-	9.85
Total	265.45	111.33

* Does not include post-employment benefits and other long-term benefits based on actuarial valuation as these are done for the Company as a whole.

(c) Remuneration to Key Managerial Personnel during the year	For the year ended 31 March 2026	For the year ended 31 March 2025
Mr. Yogesh Kusumgar (Director Until 4th March 2025)	-	6.13
Mr. Siddharth Kusumgar	14.64	15.22
Mr. Ankur Kothari	25.42	23.35
Mrs. Sapna Kusumgar	14.64	15.22
Naresh Patel (Chief Financial Officer) (Until December 9, 2024)	-	4.60
Mr. Kinnar Dhasukhlal Mehta	7.96	1.97
Mr. Devanand Parshottam Mojdra	3.63	0.42
Total	66.29	66.91

(d) Share based payment to Key Managerial Personnel during the year	For the year ended 31 March 2026	For the year ended 31 March 2025
Mr. Ankur Kothari	199.16	34.57
Total	199.16	34.57

(e) Transactions with related party during the year are as follows:

Sr no	Transactions with related parties	For the year ended 31 March 2026	For the year ended 31 March 2025
1	Transactions with Subsidiaries and Enterprises over which Key Managerial Personnel have significant influence <i>Job Work-Sales</i> Specialty Fabrics Pvt. Ltd	-	3.33
2	Plant and machinery Purchase Specialty Fabrics Pvt Ltd	25.70	-
3	Yarn Purchase Specialty Fabrics Pvt. Ltd	39.84	4.28
4	Rent Paid 4S Holdings	12.89	11.73
	Specialty Fabrics Pvt. Ltd	2.00	6.00
	Amita Soni	2.40	1.43
	Babita Kusumgar	2.40	1.43
	Sushmi Doshi	2.40	1.43

Sr no	Transactions with related parties	For the year ended 31 March 2026	For the year ended 31 March 2025
5	Fees paid to Consultant Mr. Yogesh Kusumgar (Director Until 4th March 2025) Kiran Shah (Director until March 4, 2025)	6.00 -	3.60 6.25
6	Loan taken Siddharth Kusumgar Sapna Kusumgar	250.00 50.00	194.09 90.08
7	Interest Paid Siddharth Kusumgar Sapna Kusumgar	4.83 1.00	2.19 0.07
8	Loan repaid Siddharth Kusumgar Sapna Kusumgar	250.00 50.00	194.09 90.08
9	Deposit given 4S Holdings Amita Soni Babita Kusumgar Sushmi Doshi	- - - -	0.10 0.10 0.10 0.10
10	Deposit received 4S Holdings	-	17.50
11	Reimbursement received of IPO Expenses Siddharth Kusumgar	81.48	-

(e)	Sr no	Balances outstanding with related parties	As at 31 March 2026	As at 31 March 2025
	1	Deposit given		
		4S Holdings	6.10	6.00
		Amita Soni	0.10	0.10
		Babita Kusumgar	0.10	0.10
		Sushmi Doshi	0.10	0.10
		Total	6.40	6.30
	2	Receivable as at balance sheet		
		Siddharth Kusumgar	17.70	-
		Total	17.70	-

(f)	Sr no	Balances outstanding with related parties	As at 31 March 2026	As at 31 March 2025
	3	Other Investment		
		Toray Kusumgar Advanced Textile Private Limited	154.19	149.66
		Total	154.19	149.66
	4	Payable as at balance sheet date		
		Mr. Yogesh Kusumgar (Director Until 4th March 2025)	0.45	-
		4S Holding	4.43	-
		Paraborne Systems LLP	19.18	19.19
		Total	24.06	19.19

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

44 REVENUE AS PER IND AS 115

(a) Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

Particulars	For the year ended 31 March 2026			
	Revenue From Fabrics & solutions	Revenue from ancillary products & others	Revenue from Service	Total
Revenue from operation				
Sale of products				
Manufactured goods	5,709.72	515.29	-	6,225.01
Sale of services	-	-	523.13	523.13
Gross revenue from contracts with customers	5,709.72	515.29	523.13	6,748.14
Less: Consideration payable to customers				
Net revenue from contracts with customers	5,709.72	515.29	523.13	6,748.14
Geographical markets				
India	3,126.09	400.48	523.13	4,049.70
Outside India	2,583.63	114.81	-	2,698.44
Net revenue from contracts with customers	5,709.72	515.29	523.13	6,748.14
Timing of revenue recognition				
Goods transferred at a point in time	5,709.72	515.29	-	6,225.01
Services transferred over a period of time	-	-	523.13	523.13
Net revenue from contracts with customers	5,709.72	515.29	523.13	6,748.14

Particulars	For the year ended 31 March 2025			
	Revenue From Fabrics & solutions	Revenue from ancillary products & others	Revenue from Service	Total
Revenue from operation				
Sale of products				
Manufactured goods	7,377.18	308.80	-	7,685.97
Sale of services	-	-	14.97	14.97
Gross revenue from contracts with customers	7,377.18	308.80	14.97	7,700.94
Less: Consideration payable to customers	-	-	-	-
Net revenue from contracts with customers	7,377.18	308.80	14.97	7,700.94
Geographical markets				
India	5,622.29	275.62	14.97	5,912.88
Outside India	1,754.89	33.18	-	1,788.07
Net revenue from contracts with customers	7,377.18	308.80	14.97	7,700.94
Timing of revenue recognition				
Goods or services transferred at a point in time	7,377.18	308.80	-	7,685.97
Goods or Services transferred over a period of time	-	-	14.97	14.97
Net revenue from contracts with customers	7,377.18	308.80	14.97	7,700.94

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

(b) Performance Obligation

Sale of Products:

The performance obligation in case of sale of product is satisfied at a point in time i.e., when the goods is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Rendering of Services:

Revenue from services is recognised over time by measuring progress towards satisfaction of performance obligations for the services rendered.

The Company does not have any remaining performance obligation, as contracts entered for sale of goods are for a shorter duration. There are no contracts for sale of services wherein performance obligation is unsatisfied, to which transaction price has been allocated.

(c) Contract Balances

The timing of revenue recognition, billings and cash collections results in receivables, unbilled revenue (Contract Asset), and deferred revenue(Contract liability) in Group's Balance Sheet.

The following table provides information about receivables, unbilled revenue and deferred revenue from contracts with customers:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	2,332.79	561.10
Advance from customers (Contract liability)	87.59	27.44

Trade receivables are non-interest bearing and are generally on terms of 30 to 45 days.

Set out below is the amount of revenue recognised from:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract liabilities		
Opening balance	27.44	29.18
Addition during the year	87.59	27.44
Revenue recognised during the year	(27.44)	(29.18)
Closing balance	87.59	27.44

45 SEGMENT REPORTING

In accordance with Indian Accounting Standard (Ind AS) 108 on Operating Segments, the Group's business activities, as reviewed by the management, fall within a single operating segment, namely manufacturing of technical textiles fabrics. Consequently, no additional segmental disclosures are required in these financial statements beyond those already provided.

Operations of the Group are managed from India and United Arab Emirates. Accordingly, the following have been identified as operating and reportable segments: (a) "Within India", and (b) "Outside India". In presenting geographic information, segment revenue has been based on the location of the customer and segment assets are based on geographical location of assets.

(i) Break up of revenue based on geographical segment

Particulars	As at 31 March 2026	As at 31 March 2025
Within India	4,049.70	5,912.88
USA	628.03	678.94
Germany	757.24	403.52
South africa	70.43	62.55
Srilanka	349.63	102.79
Bangladesh	92.91	-
France	193.37	208.24
Singapore	93.84	-
Turkey	101.33	-
Others	411.66	332.02
Closing balance	6,748.14	7,700.94

(ii) The carrying amount of non current operating assets by location of assets

Particulars	As at 31 March 2026	As at 31 March 2025
Within India	3,366.25	3,001.55
Outside India	-	-
Closing balance	3,366.25	3,001.55

(iii) Revenue from customers of the Group which is individually more than 10 percent of the Group's total revenue:

Particulars	As at 31 March 2026	As at 31 March 2025
Customer one	0.00%	27.97%
Customer two	0.00%	24.97%

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

46 FAIR VALUES OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

(a) Classification of financial assets and financial liabilities

The following table shows the carrying amounts of financial Assets and financial Liabilities which are classified as below -

Particulars	Amortised Cost	FVTOCI	FVTPL	Total
As at 31 March 2026				
Financial Assets				
<u>Current</u>				
Trade receivables	2,332.79	-	-	2,332.79
Cash and cash equivalents	268.29	-	-	268.29
Other bank balances	212.32	-	-	212.32
Loans	-	-	-	-
Other financial assets	183.01	-	5.72	188.73
	2,996.41	-	5.72	3,002.13
<u>Non-current</u>				
Investment	-	154.20	-	154.20
Other financial assets	197.30	-	-	197.30
	197.30	154.20	-	351.50
Financial Liabilities				
<u>Current</u>				
Borrowings	1,384.63	-	-	1,384.63
Lease liability	74.26	-	-	74.26
Trade payables	667.62	-	-	667.62
Other financial liabilities	117.31	-	-	117.31
	2,243.82	-	-	2,243.82
<u>Non-current</u>				
Borrowings	851.19	-	-	851.19
Lease liability	574.50	-	-	574.50
	1,425.69	-	-	1,425.69
As at 31 March 2025				
Financial Assets				
<u>Current</u>				
Trade receivables	561.10	-	-	561.10
Cash and cash equivalents	304.94	-	-	304.94
Other bank balances	106.93	-	-	106.93
Loans	155.69	-	-	155.69
Other financial assets	238.38	-	-	238.38
	1,367.04	-	-	1,367.04
<u>Non-current</u>				
Investment	-	149.67	-	149.67
Other financial assets	59.61	-	-	59.61
	59.61	149.67	-	209.28
Financial Liabilities				
<u>Current</u>				
Borrowings	1,707.37	-	-	1,707.37
Lease liability	77.56	-	-	77.56
Trade payables	472.07	-	-	472.07
Other financial liabilities	103.98	-	-	103.98
	2,360.98	-	-	2,360.98
<u>Non-current</u>				
Borrowings	757.64	-	-	757.64
Lease liability	479.30	-	-	479.30
	1,236.94	-	-	1,236.94

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

(b) Fair value hierarchy

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The Group has classified its financial instruments into the three levels prescribed under the Ind AS as below-

Particulars	Level 1	Level 2	Level 3	Total
As at				
31 March 2026				
FVTOCI-Investments in unquoted equity instruments	-	-	154.19	154.19
Derivative financial instruments - Profit on outstanding foreign exchange forward contracts	-	5.72	-	5.72
As at				
31 March 2025				
FVTOCI-Investments in unquoted equity instruments	-	-	149.66	149.66

Fair value of Financial Assets and Liabilities measured at amortized cost:

The fair value of trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), borrowings (current), trade payables and other financial liabilities (current) are approximate to the carrying amounts because of the short-term nature of these financial instruments.

Fair value measurements using observable inputs (level 2)

The fair values of the derivative financial instruments has been determined using valuation techniques with market observable inputs as at reporting date.

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended 31 March 2025 and 31 March 2024:

Particulars	Unlisted equity securities	Total
As at 31 March 2024		
Acquisitions	121.79	121.79
Disposal	-	-
Gains(losses) recognised in other comprehensive income	27.87	27.87
Transfer from level 2	-	-
As at 31 March 2025	149.66	149.66
Acquisitions	-	-
Disposal	-	-
Gains(losses) recognised in other comprehensive income	4.52	4.52
Transfer from level 2	-	-
As at 31 March 2026	154.19	154.19

The significant unobservable inputs used in the fair value measurement categorized within Level 3 of the fair value hierarchy as at 31 March 2026 and 31 March 2025 as shown below:
Description of significant unobservable inputs to valuation:

As at 31 March 2026

Financial instrument	Valuation technique	Key Unobservable Inputs	Range in (%)	Sensitivity of the Input to Fair Value
FVTOCI assets in unquoted equity shares	Discounted cash flow method	Discount Rate	14.00%	Increase and decrease in discount rate by 1% would decrease and increase fair value by 31.41 million and 40.33 million respectively.
		Growth Rate	5.00%	Increase and decrease in terminal growth rate by 1% would increase and decrease fair value by 28.47 million and 22.78 million respectively.
		Beta factor Market premium	1.36 times 6.80%	

As at 31 March 2025

Financial instrument	Valuation technique	Key Unobservable Inputs	Range in (%)	Sensitivity of the Input to Fair Value
FVTOCI assets in unquoted equity shares	Discounted cash flow method	Discount Rate	17.60%	Increase and decrease in discount rate by 1% would decrease and increase fair value by 13.68 million and 16.15 million respectively.
		Growth Rate	5.00%	Increase and decrease in terminal growth rate by 1% would increase and decrease fair value by 3.80 million and 10.94 million respectively.
		Beta factor Market premium	1.5 times 6.84%	

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026

(All amount in INR millions, unless otherwise stated)

47 CAPITAL MANAGEMENT

For the purpose of the Group's capital management, capital includes issued equity capital, securities premium, all other equity reserves attributable to the shareholders of the Group. The primary objective of the Group's capital management is to maintain a strong capital base to ensure sustained growth in business and to maximize the shareholders value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans including interest accrued, and by reducing cash and cash equivalents, bank balances other than cash and cash equivalents.

Particulars	As at 31 March 2026	As at 31 March 2025
Net Debt	2,235.83	2,465.01
Less: Cash and cash equivalents	(268.29)	(304.94)
Less: Bank balances other than cash and cash equivalents	(212.32)	(106.93)
Net adjusted debt (A)	1,755.22	2,053.13
Equity	5,029.54	2,577.52
Total equity (B)	5,029.54	2,577.52
Total debt and equity (C) = (A)+(B)	6,784.76	4,630.66
Gearing ratio (A) / (C)	0.26	0.44

48 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's financial risk management is an integral part of how to plan and execute its business strategies. The Group's financial risk management policy is set by the managing board. These risks are categorised into market risk, credit risk and liquidity risk.

(a) Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument.

The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, and other market changes that affect market risk sensitive instruments. Financial instruments affected by market risk include borrowings and derivative financial instruments.

The Group exposed to below two market risks-

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's borrowings with floating interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on variable borrowings, with all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Effect on profit before tax	
	1% increase/ 1% decrease	
	As at 31 March 2026	As at 31 March 2025
Borrowings (Impact on profit and loss)	(1.81)/1.81	(0.89)/0.89

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's trade receivable and trade payable.

The foreign currency trade receivables/trade payables balances (unhedged) are as follows:

Particulars	Amount in foreign currency (in Millions)	
	As at 31 March 2026	As at 31 March 2025
Trade receivables		
USD	13.23	3.22
EURO	0.42	0.28
Trade payables		
USD	3.30	1.44
GBP	0.00	-
CHF	0.00	-
EURO	0.04	0.04
Forward Contract		
USD	1.50	-

The foreign currency trade receivables/trade payables balances (unhedged) are as follows:

Particulars	Equivalent amount in INR (In Millions)	
	As at 31 March 2026	As at 31 March 2025
Receivables		
USD	1,627.72	281.49
EURO	44.10	25.95
Trade payables		
USD	306.11	123.36
CHF	0.21	-
GBP	0.01	-
EURO	4.54	4.02
Forward contract		
USD	142.97	-

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in the exchange rates, with all other variables held constant. The below impact on the Group's profit before tax is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities as at balance sheet date:

Particulars	Financial Impact (+/-)	
	31 March 2026	31 March 2025
USD (+/- 10% movement)	146.46	(15.81)
EURO (+/- 10% movement)	3.96	2.19
CHF (+/- 10% movement)	(0.02)	-
GBP(+/- 10% movement)	(0.00)	-

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026

(All amount in INR millions, unless otherwise stated)

(b) Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk arises principally from the Group's trade receivables, loans, security deposits, bank balances and other financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Group assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The gross carrying amounts of following financial assets represent the maximum credit risk exposure:

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables	2,332.79	561.10
Cash and cash equivalents	268.29	304.94
Other bank balances	212.32	106.93
Investments	154.20	149.67
Loans	-	155.69
Other financial assets	386.03	297.99
Total	3,353.63	1,576.31

Balances with banks and fixed deposits are considered to have negligible risk or nil risk, as they are maintained with high rated banks / financial institutions as approved by the Board of directors.

Investments

The Group limits its exposure to credit risk by generally investing with counterparties that have a good credit rating. The Group does not expect any losses from non-performance by these counter-parties.

The Group is exposed to credit risk on its loan receivables and other financial assets. However, there is no material concentration of credit risk, as exposures are well diversified and no single counterparty presents a significant risk.

The Group applies the Ind AS 109 simplified approach for measuring expected credit losses which uses a lifetime expected loss allowance (ECL) for trade receivables. The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Group uses a provision matrix to measure the ECLs of trade receivables. The provision matrix is initially based on the Group's historical observed default rates. Based on evaluation carried out and to the best estimate of management, historical loss sufficiently covers expected loss as well as future contingencies, hence no adjustment for forward looking factors is carried.

Reconciliation of loss allowance for trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Opening provision	68.67	30.62
Addition	-	38.05
Reversal	(6.23)	-
Amounts written off	-	-
Closing provision	62.45	68.67

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
(c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities.

The table below summarizes the undiscounted maturity profile of the Group's financial liabilities on an undiscounted basis:

Particulars	Less than 1 year	1-5 years	More than 5 years	Total
As at 31 March 2026				
Borrowings	1,384.63	851.19	-	2,235.83
Lease liabilities	121.29	488.17	216.52	825.98
Trade payables	634.33	33.29	-	667.63
Other financial liabilities	103.98	-	-	103.98
Total	2,244.23	1,372.66	216.52	3,833.41
As at 31 March 2025				
Borrowings	1,707.37	670.33	89.65	2,467.35
Lease liabilities	122.85	414.95	222.34	760.14
Trade payables	467.66	4.40	-	472.06
Other financial liabilities	103.98	-	-	103.98
Total	2,401.86	1,089.68	311.99	3,803.53

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

49 Employee stock option plan

Equity-settled share option plan

Kusumgar ESOP Plan 2024 ("ESOP 2024") was approved by the Board of Directors and the Shareholders of the Company on 22nd October, 2024. The ESOP 2024 covers grant of Options to the specified employees of the Company covered under ESOP 2024. As per the scheme, the number of shares that will vest is conditional upon the employee rendering the requisite service. The shares will be issued in tranches over the vesting period, in accordance with the terms of the plan. This valuation report has been prepared using the Black-Scholes model, which takes into account key components such as historical volatility, exercise price, and the risk-free rate of return.

(a) Reconciliation of total outstanding share options

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of stock options	Weighted average exercise price (INR)	No. of stock options	Weighted average exercise price (INR)
Options Outstanding at the beginning of year	20,71,222	1.00	-	-
Options Granted during the year (Refer Note iv)	1,01,490	1.00	20,71,222	1.00
Options Exercised during the year	-	-	-	-
Options Forfeited / Expired during the year	-	-	-	-
Options Outstanding at the end of year	21,72,712	1.00	20,71,222	1.00
Exercisable at the end of the period	-	-	-	-

(b) Tranche wise terms of options

i) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted	Exercise price (INR)	Fair Value of option as on the date of grant
Tranche 1	October 2024 - October 2025	12 Months	22-Oct-25	58,806	1.00	281.53
Tranche 2	October 2024 - April 2026	18 Months	01-Apr-26	22,420	1.00	281.54
Tranche 3	October 2024 - April 2027	30 Months	01-Apr-27	40,612	1.00	281.55
Tranche 4	October 2024 - April 2028	42 Months	01-Apr-28	40,612	1.00	281.56
Tranche 5	October 2024 - April 2029	54 Months	01-Apr-29	40,612	1.00	281.57
Tranche 6	October 2024 - April 2030	66 Months	01-Apr-30	40,612	1.00	281.58
Tranche 7	October 2024 - April 2031	78 Months	01-Apr-31	40,612	1.00	281.59
Tranche 8	October 2024 - April 2032	90 Months	01-Apr-32	40,612	1.00	281.60
Tranche 9	October 2024 - April 2033	102 Months	01-Apr-33	40,612	1.00	281.61
Tranche 10	October 2024 - April 2034	114 Months	01-Apr-34	40,612	1.00	281.61
Total				4,06,122		

ii) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	February 2025 - October 2025	8 Months	22-Oct-25	1,76,418	1.00	281.53
Tranche 2	February 2025 - April 2026	14 Months	01-Apr-26	67,260	1.00	281.54
Tranche 3	February 2025 - April 2027	26 Months	01-Apr-27	1,21,836	1.00	281.55
Tranche 4	February 2025 - April 2028	38 Months	01-Apr-28	1,21,836	1.00	281.56
Tranche 5	February 2025 - April 2029	50 Months	01-Apr-29	1,21,836	1.00	281.57
Tranche 6	February 2025 - April 2030	62 Months	01-Apr-30	1,21,836	1.00	281.58
Tranche 7	February 2025 - April 2031	74 Months	01-Apr-31	1,21,836	1.00	281.59
Tranche 8	February 2025 - April 2032	86 Months	01-Apr-32	1,21,836	1.00	281.60
Tranche 9	February 2025 - April 2033	98 Months	01-Apr-33	1,21,836	1.00	281.61
Tranche 10	February 2025 - April 2034	110 Months	01-Apr-34	1,21,836	1.00	281.61
Total				12,18,366		

iii) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	March 2025 - October 2025	7 Months	22-Oct-25	64,687	1.00	281.53
Tranche 2	March 2025 - April 2026	13 Months	01-Apr-26	24,662	1.00	281.54
Tranche 3	March 2025 - April 2027	25 Months	01-Apr-27	44,673	1.00	281.55
Tranche 4	March 2025 - April 2028	37 Months	01-Apr-28	44,673	1.00	281.56
Tranche 5	March 2025 - April 2029	49 Months	01-Apr-29	44,673	1.00	281.57
Tranche 6	March 2025 - April 2030	61 Months	01-Apr-30	44,673	1.00	281.58
Tranche 7	March 2025 - April 2031	73 Months	01-Apr-31	44,673	1.00	281.59
Tranche 8	March 2025 - April 2032	85 Months	01-Apr-32	44,673	1.00	281.60
Tranche 9	March 2025 - April 2033	97 Months	01-Apr-33	44,673	1.00	281.61
Tranche 10	March 2025 - April 2034	109 Months	01-Apr-34	44,673	1.00	281.61
Total				4,46,734		

* These are the additional options granted due to bonus share issue by the company.

iv) Scheme	Grant date	Vesting period from grant date	Exercise date	Number of options granted*	Exercise price (INR)	Fair Value of option as on the date of grant (INR)
Tranche 1	September 2025 - September 2026	12 Months	04-Sep-26	10,149	1.00	286.88
Tranche 2	September 2026 - April 2027	19 Months	01-Apr-27	10,149	1.00	286.92
Tranche 3	April 2027 - April 2028	31 Months	01-Apr-28	10,149	1.00	286.97
Tranche 4	April 2028 - April 2029	43 Months	01-Apr-29	10,149	1.00	287.02
Tranche 5	April 2029 - April 2030	55 Months	01-Apr-30	10,149	1.00	287.07
Tranche 6	April 2030 - April 2031	67 Months	01-Apr-31	10,149	1.00	287.12
Tranche 7	April 2031 - April 2032	79 Months	01-Apr-32	10,149	1.00	287.17
Tranche 8	April 2032 - April 2033	91 Months	01-Apr-33	10,149	1.00	287.21
Tranche 9	April 2033 - April 2034	103 Months	01-Apr-34	10,149	1.00	287.25
Tranche 10	April 2034 - April 2035	115 Months	01-Apr-35	10,149	1.00	287.29
Total				1,01,490		

(c) The fair value of options is measured using Black-Scholes valuation model. The key inputs used in the measurement of the grant date fair valuation of equity settled plans are given in the table below:

i) Particulars	Weighted average fair value of the options at the grant dates (INR)	Risk free interest rates	Expected life (in years)	Expected volatility (%)	Weighted average share price (INR)
Tranche 1	207.91	6.50%	1.00	50%	1.00
Tranche 2	79.27	6.51%	1.44	50%	1.00
Tranche 3	143.59	6.54%	2.44	50%	1.00
Tranche 4	143.60	6.57%	3.44	50%	1.00
Tranche 5	143.60	6.59%	4.44	50%	1.00
Tranche 6	143.61	6.61%	5.44	50%	1.00
Tranche 7	143.61	6.63%	6.44	50%	1.00
Tranche 8	143.61	6.65%	7.44	50%	1.00
Tranche 9	143.62	6.67%	8.44	50%	1.00
Tranche 10	143.62	6.68%	9.44	50%	1.00
Total	1,436.04				

(ii)	Particulars	Weighted average fair value of the options at the grant dates (INR)	Risk free interest rates	Expected life (in years)	Expected volatility (%)	Weighted average share price (INR)
	Tranche 1	28.62	5.62%	1.00	43%	1.00
	Tranche 2	28.62	5.57%	1.60	44%	1.00
	Tranche 3	28.62	5.72%	2.60	44%	1.00
	Tranche 4	28.62	5.85%	3.60	44%	1.00
	Tranche 5	28.63	5.98%	4.60	45%	1.00
	Tranche 6	28.63	6.09%	5.60	44%	1.00
	Tranche 7	28.63	6.19%	6.60	44%	1.00
	Tranche 8	28.63	6.30%	7.60	44%	1.00
	Tranche 9	28.63	6.37%	8.60	45%	1.00
	Tranche 10	28.64	6.48%	9.60	45%	1.00
	Total	286.27				

Expected life of option is the period for which the Company expects the options to be alive. The minimum life of a stock option is the minimum period before which the options cannot be exercised, and the maximum life is the period after which the option cannot be exercised.

Historical Volatility is a measure of the amount by which a price has fluctuated or is expected to fluctuate during the period the measure volatility is used in the Black Scholes option pricing model is the annualized standard deviation of the continuously compounded rate of the return of the stock over a period of time.

(d) **Expense recognised in profit or loss from share based payment transaction**

Particulars	As at 31 March 2026	For the year ended 31 March 2025
Employee share based payment expense recognised in statement of profit and loss	204.33	34.57

(e) **Amounts presented in balance sheet as a part of the scheme as follows (Share based payment reserve):**

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	34.57	-
Add: Employee stock option expense recognised	204.33	34.57
Less: Options exercised during the year	-	-
Balance at the end of the year	238.90	34.57

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

50 SUMMARY OF NET ASSETS AND PROFIT AND LOSS

50.1 Information about subsidiary

The consolidated financial information of the Group include subsidiaries listed in the table below:

Name of the entity	Country of incorporation	% equity interest	Principal activities
		As at 31 March 2026	
Engineered Coated Fabric Pvt. Ltd.	India	100%	Manufacturing, processing, designing, importing, exporting, whole sale trading and distribution of all kinds of fabrics and textile materials, to undertake fabrication and sales and marketing of all types of fabrics and textile materials
Kusumgar composites private limited	India	100%	The Company is engaged in the manufacturing, processing, fabrication, molding, assembly, import, export, trading, and distribution of composite materials including FRP, carbon fiber, glass fiber, polymer composites, laminates, panels, sheets, molded products, and structural components. These products cater to industries such as aerospace, automotive, marine, construction, and other allied sectors.
Kusumgar Middle East FZ LLC	UAE	100%	Trading in textile business.

50.2 Additional information required by Schedule III in respect of subsidiary

31 March 2026

Name of the entity in the group	Net assets i.e. total assets minus liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of other consolidated comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
Kusumgar Limited (Formerly known as Kusumgar Private Limited)	117.87%	5,928.16	89.74%	881.26	48.61%	10.08	88.89%	891.34
Subsidiary								
Engineered Coated Fabric Private limited	3.07%	154.18	4.31%	42.28	3.78%	0.78	4.29%	43.06
Kusumagr composites private limited	0.00%	0.08	0.00%	(0.02)	0.00%	-		(0.02)
Kusumgar Middle East FZ LLC	1.41%	70.73	6.88%	67.60	15.98%	3.31	7.07%	70.91
Consolidation adjustments	-22.34%	(1,123.63)	-0.93%	(9.12)	31.68%	6.57	-0.25%	(2.55)
Total	100.00%	5,029.54	100.00%	982.00	100.00%	20.74	100.00%	1,002.74

31 March 2025

Name of the entity in the group	Net assets i.e. total assets minus liabilities		Share in profit or (loss)		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or (loss)	Amount	As % of other consolidated comprehensive income	Amount	As % of total comprehensive income	Amount
Parent								
Kusumgar Limited (Formerly known as Kusumgar Private Limited)	139.19%	3,587.57	97.25%	1,089.12	101.72%	19.82	97.33%	1,108.94
Subsidiary								
Engineered Coated Fabric Pvt. Ltd.	4.31%	111.13	2.84%	31.86	-0.68%	(0.13)	2.78%	31.73
Kusumgar Middle East FZ LLC	-0.01%	(0.18)	-0.10%	(1.08)	-0.31%	(0.06)	-0.10%	(1.14)
Consolidation adjustments	-43.49%	(1,121.00)	0.00%	(0.02)	-0.73%	(0.14)	-0.01%	(0.16)
Total	100.00%	2,577.52	100.00%	1,119.89	100.00%	19.49	100.00%	1,139.36

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)
51 BUSINESS COMBINATION UNDER COMMON CONTROL

Pursuant to the business transfer agreement dated 5 December, 2024, the Kusumgar Limited ("the Company") has acquired Engineering Coated Fabrics Private Limited ("ECFPL") on going concern basis.

The Company is engaged in the business of manufacturing and marketing of various critical technical textiles. The Company is owned by Kusumgar Family wherein Mr. Siddharth Y Kusumgar and Mrs. Sapna S Kusumgar jointly owns 90.11% of the entity. The Company decides to acquire 100% stake in Engineering Coated Fabrics Private Limited ('ECFPL') which is presently owned by Mr. Siddharth Y Kusumgar and Mrs. Sapna S Kusumgar equally to attain economies of scale.

Considering the above ECFPL pre and post the acquisition would ultimately be controlled by the same group of people i.e. Siddharth Y Kusumgar and Sapna S Kusumgar and thus common control accounting as per IND AS 103 is applicable.

As a result, the transaction has been accounted in accordance with "Pooling of Interest Method" laid down by Appendix C (Business Combinations of Entities under Common Control) of Indian Accounting Standard 103 (Ind AS 103), notified under the Companies Act, 2013.

The Company has acquired ECFL for a total cash consideration of 1118.53 Millions, determined at arms' length basis fair value of the business acquired. As per the "Pooling of Interest Method" referred above, the assets and liabilities of the acquired business have been recorded in the books of the Company at their carrying amounts and no adjustments have been made to reflect fair values (of tangible/intangible assets acquired by the Company). Also, as required by the Appendix C to Ind AS 103, there is no recognition of any new asset (tangible/intangible) or liability arising from this business combination irrespective of their market/fair values on the acquisition date. The retained earnings of the ECFL have been merged with the retained earnings of the Company. The difference between the purchase consideration paid for the acquisition and the net assets acquired as of the acquisition date as well as each reporting date before the acquisition date was transferred to Common control adjustment deficit account and presented separately within other equity.

As required under Ind AS 103, the current accounting period and comparative accounting period presented in the financial statements of the Company and accompanying Notes have been prepared by including the accounting effects of the acquisition of the business, as stated above, as if the purchase had occurred from the beginning of the comparative period in the financial statements, i.e. April 1, 2023.

Computation of Common control adjustment deficit account in relation to the common control acquisition of ECFPL

Particulars	Amount in Millions		
	As at 31 March 2025	As at 31 March 2024	As at 01 April 2023
ASSETS			
Property, plant and equipment	29.12	39.34	45.92
Right to use Asset	8.74	13.33	-
Investments	0.00	0.00	0.00
Deferred tax asset (net)	0.56	-	-
Inventories	53.83	73.55	67.38
Trade Receivables	-	22.71	184.22
Cash and cash equivalents	40.65	9.72	1.38
Non Current tax assets (net)	1.58	-	2.37
Other bank balances	0.91	0.86	0.80
Other current assets	0.09	0.67	1.10
Other financial assets	3.08	2.95	3.82
TOTAL ASSETS (A)	138.56	163.13	306.99
LIABILITIES			
Borrowings	-	-	7.84
Deffered Tax	-	0.97	1.53
EMPLOYEE BENEFIT OBLIGATIONS	4.28	3.28	2.45
Trade Payables	-	53.06	236.29
Income tax liability	-	1.68	-
Lease Liability	9.11	12.99	-
Other current liabilities	7.17	1.44	1.11
Other financial liabilities	6.84	10.30	12.16
TOTAL LIABILITIES (B)	27.40	83.72	261.38
OTHER EQUITY			
General Reserve	0.21	0.21	0.21
Retained Earning	100.04	68.29	34.49
TOTAL OTHER EQUITY (C)	100.25	68.50	34.70
PURCHASE CONSIDERATION (D)	1,118.53	1,118.53	1,118.53
COMMON CONTROL ADJUSTMENT DEFICIT ACCOUNT (A-B-C-D)	(1,107.62)	(1,107.62)	(1,107.62)

Kusumgar Limited (formerly known as Kusumgar Private Limited)

Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026

(All amount in INR millions, unless otherwise stated)

52 AUDIT TRAIL COMPLIANCE

The Company has used accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility except that the audit trail feature was enabled at the database level from July 27, 2025 in respect of an accounting software to log any direct data change. Further, where enabled, audit trail feature has operated for all relevant transactions recorded in the accounting software.

53 ADDITIONAL REGULATORY INFORMATION:

(i) Title deeds of Immovable Properties not held in name of the Company

The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

(ii) Fair valuation of investment property

The Company does not have any investment property.

(iii) Revaluation of property, plant and equipment (including right-of-use assets) and intangible assets

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

(iv) Details of benami property held

The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(v) Wilful Defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(vi) Relationship with struck off companies

The Company does not have any transactions or balance outstanding with companies struck off under section 248 of the Companies Act, 2013.

(vii) Registration of charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction there which are yet to be registered with the Registrar of Companies beyond the statutory period.

(viii) Compliance with number of layers of companies

The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(ix) Compliance with approved Scheme(s) of Arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(x) Utilisation of Borrowed funds and share premium:

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(xi) Undisclosed income

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

Kusumgar Limited (formerly known as Kusumgar Private Limited)
Notes forming part of the Consolidated financial statements for the year ended 31 March, 2026
(All amount in INR millions, unless otherwise stated)

(xii) Utilisation of Borrowings availed from banks and financial institutions

The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken.

(xiii) Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

54 The Board of Directors has recommended a dividend at the rate of 0.01% per annum on Compulsorily Convertible Preference Shares (CCPS), on a pro-rata basis for the financial year ended 31st March 2026 , subject to approval of the shareholders ensuing Annual Genral Meeting (AGM).

55 Previous year figures have been regrouped/ reclassified to confirm presentation as per Ind AS and as required by schedule III of the Act.

As per our report of even date
For M S K A & Associates LLP (formerly known as M S K A & Associates)
Chartered Accountants
 ICAI Firm Registration No: 105047W/ W101187

For and on behalf of the Board of Directors of
Kusumgar Limited
 CIN: U65990MH1990PLC056871

'Sd-"
Amrish Vaidya
 Partner
 Membership No. 101739

Place: Mumbai
 Date: May 18, 2026

'Sd-"
Siddharth Kusumgar
 Chairman & Managing Director
 DIN: 01676799

Place: Mumbai
 Date: May 18, 2026

'Sd-"
Ankur Kothari
 Executive Director & CEO
 DIN: 07694977

Place: Mumbai
 Date: May 18, 2026

'Sd-"
Kinnar Mehta
 Chief Financial Officer

Place: Mumbai
 Date: May 18, 2026

'Sd-"
Devanand Mojidra
 Company Secretary

Place: Mumbai
 Date: May 18, 2026