ANNUAL REPORT 2025-26

COSMO FERRITES LIMITED

COSMO FERRITES LIMITED

BOARD OF DIRECTORS	Mr. Ambrish Jaipuria	Managing Director
	Mr. Pankaj Poddar	Non-Executive Director
	Mr. Rajesh Kumar Gupta	Independent Director
	Mr. Ram Agarwal	Independent Director
	Dr. Himalyani Gupta	Independent Director
	Mr. Anshuman Sood	Independent Director

REGISTERED OFFICE

P.O. Jabli, Distt. Solan
H.P. - 173 209
Ph. : 01792-294347
E-mail: plant@cosmoferrites.com

AUDITORS

Suresh Kumar Mittal & Co.

BANKERS

State Bank of India

CORPORATE OFFICE

517, 5th Floor, DLF Tower - A
Jasola District Centre, New Delhi - 110 025 (India)
Ph. : +91 - 11- 49398800
E- mail : sales@cosmoferrites.com

SALES OFFICE

517, 5th Floor, DLF Tower - A
Jasola District Centre, New Delhi - 110 025 (India)
Ph. : +91 - 11- 49398800
E- mail : sales@cosmoferrites.com

MFG. PLANT

P.O. Jabli, Distt. Solan
H.P. - 173 209
Ph. : 01792-294347
E-mail : sales@cosmoferrites.com

Contents:-

Company Overview

ESTABLISHMENT

Established in 1986, Cosmo Ferrites Limited is one of the largest manufacturer of Mn-Zn based Soft Ferrite cores used in Power Electronics Industry

PROMOTER

Promoted by Mr. Ashok Jaipuria, 1st Generation Entrepreneur, who introduced the country to Soft Ferrite Cores.

PRODUCT RANGE

- Ferrite Components (EE, EC, ETD, EER, EI, EFC, UU, TOROIDS, EP, RM, PQ, Pot, Planar, PTS, I Bar, EFF, EVD and EED)
- Pre-Calcined Ferrite Powder

CAPACITY

- Ferrites Powder 3,900 Tons
- Ferrites Component 3,600 Tons

DEMOGRAPHIC DISTRIBUTION

- Export 27%
- Domestic (India) 73%

EXPORT MARKET

Europe, USA, Latin America, UK, New Zealand, Israel, Turkey, Thailand, Malaysia, China, Sri Lanka etc.

CERTIFICATIONS

ISO 9001:2015 | ISO 14001:2015 ISO/TS:16949 | ROHS Certified

REACH Compliant | UL Approved Insulation Coating

MANUFACTURING FACILITY

Located in the Foothills of Himalayas at Jabli, Solan Dist., Himachal Pradesh, India

Company Overview – Key Milestones

1986-1987	Incorporated	Established in 1986 Cosmo Ferrites Ltd. commenced its production with an annual capacity of 500 MT
1988-1994	R&D	In-house R&D setup with the help of DSIR (GoI) 5 new materials and few shapes introduced
1995-2000	Growth	Powder and component capacity enhanced to 1500 MT & 600 MT respectively
2001-2005	Productivity	Component capacity expanded with installation of state-of-art kiln of 650 MT to meet growing demand of the market
2006-2010	Expand	Further expanded its component capacity by 250 MT to meet increasing global market demand
2010-2014	Addition	Two 50T Dorst Presses, one Hydraulic cum Dorst of 100T and a new kiln 750 MT to enhance capacity
2015-2016	New Vertical	New vertical Alisha Coils & Transformers introduced to bridge the gap and offer customized solutions
2016-2021	Global Leader	Increased capacity by another 750 MT and accelerated the export business to more than 50 countries
2022-2023	Augmentation	Increased capacity by 1200 MT with installation of new kiln & Commissioned TOP HAT kiln for value added speciality cores with 300MT capacity

Market Segments We Cater:

Automotive
Antenna, Sensors

Solar
Inverter, Current Sensor

Industrial Electronics
Medical, Power Supplies

Electric Vehicle
Battery Charger, OBD, Wireless Charging

EMI Filters
Line Filter, Choke

Lighting
Inductor, Transformer

Market Segment: Automotive Applications

Lighting
- LED Lighting
- LED Headlights

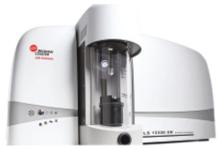
Common for EVS and HEVS
- DC/DC Battery
- Boost Charger
- Inverter

Plug-in & Electric
- Battery Charger
- Wireless Charger

Access Control
- Passive Entry
- Passive Start

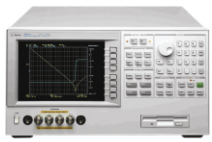
Business Overview – R&D Resource Centre

XRF for determination of material composition and purity level accurately.

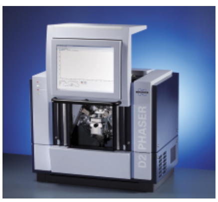


Particle size analyser for determination of particle size distribution in powder material*

Computerised BET surface analyser for determining specific surface area of powder materials



Precision Impedance analyzer capable to measure up-to 5 MHz *



XRD for determination of crystalline phases present in ferrite system *

Atmosphere controlled kiln for sintering ferrite materials at lab scale with customized electromagnetic properties

High resolution digital microscope (1000 x) for determining granulate shape, size, defects and micro crack*

Powerloss combined with **B-H loop tracer** capable to measure upto 2 MHz *

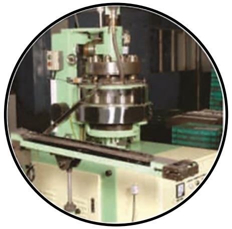
Business Overview – Manufacturing Infrastructure

Powder Making Plant

In-house Powder Manufacturing Facility

Installed capacity

Powder Production – 3600 Tons



Press

Rotary Press

Hydraulic Press

Mechanical Press (Dorst Make)

Kiln

Pusher kiln-05

Batch kiln-01

Total installed capacity- 3900 T / annum

Grinder

Linear Abrasive

Famtec Aplanab

4 Station Automatic Grinding Line

Diskus Werke

Product Categories - Ferrites

EE Cores
- Sizes Available from 10 mm to 128 mm
- Application – Power Transformer and Inductors

Pot Cores
- Sizes Available from 14 mm to 36 mm
- Application – Power Transformers, Power Inductors, Converters, Inverters, SMPS and Filter Inductors

Toroid (With and Without Coating)
- Sizes Available from 06 mm to 202 mm
- Application - Wide Band and Pulse Transformers and Common Mode Chokes

RM Cores
- Sizes Available from 05 mm to 14 mm
- Application – Power and Wide Band Transformer; High Q Inductors and Tuned Transformers

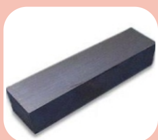
UU Cores
- Sizes Available from 10 mm to 141 mm
- Application – Power Transformer and Inductors

EER/ETD Cores
- Sizes Available from 29 mm to 59 mm
- Application – Power Transformer and Inductors

PQ Cores
- Sizes Available from 20 mm to 71 mm
- Application
- Power Transformer and Inductors

Planar Cores
- Sizes Available from 18 mm to 153 mm
- Application – Differential Inductors and DC/DC, AC/DC converters

EC Cores
- Sizes Available from 35 mm to 90 mm
- Application – Power Transformer and Inductors



I Bars, Plates
- Sizes Available from 20 mm to 186 mm
- Application – Antennas, High Frequency Welding, EV Charging

PM Cores
- Sizes Available from 50 mm to 87 mm
- Application – Power Conversion Transformer

EFF Cores
- Sizes Available from 15 mm to 30 mm
- Application – Excellent space utilization for transformers and inductors

Business Overview - Our Customers

DIRECTORS' REPORT

THE MEMBERS

COSMO FERRITES LIMITED

The Directors take pleasure in presenting the Annual Report on the business and operations of the Company along with the Audited Balance Sheet and Profit & Loss A/c for the year ended **March 31, 2026.**

1. SUMMARY FINANCIAL RESULTS

The Financial Results of the company for the financial year ended 31st March, 2026 were as follows:

(Rs. in Lacs)

Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
Net Sales	9859	8566
Other Income	277	176
Profit before Interest, Depreciation and Tax	902	394
Finance Cost (including interest)	608	548
Depreciation	472	467
Exceptional Items	25	-
Profit before Tax	**-203**	**-621**
Provision for Taxation		
- Current Tax	00	00
- Earlier year Taxes	-	-
- Deferred Tax	(45)	(55)
Profit After Tax	**(159)**	**(566)**
Extraordinary Item	-	-
Profit after Tax Including Extraordinary Item	**(159)**	**(566)**

2. REVIEW OF OPERATIONS

- For the year ending March 31, 2026 sales increased to Rs 9,859 Lacs as compared to Rs 8,566 Lacs for the previous year.
- Net profit before tax for the year is Rs. (203) Lacs as compared to Net Profit before tax of Rs. (621) Lacs in the previous year.

3. DIVIDEND

In view of the loss that occurred during this year, the Directors are unable to recommend any dividend on the equity shares for the year ended March 31, 2026.

4. RESERVE

The company has not transferred any amount to reserve during this year.

5. SHARE CAPITAL

- **EQUITY SHARE CAPITAL**

  During the year under review, there was no change in the Company's Issued, Subscribed and Paid-up equity shares capital. On March 31, 2026, it stood at Rs. 12.03 Cr divided into 1,20,30,000 equity shares of Rs. 10/- each.

- **PREFERENCE SHARE CAPITAL**

  During the year under review, the Company redeemed 2,00,000 (Two Lakh) 10% Non-Convertible Cumulative Redeemable Preference Shares of 100 (Rupees One Hundred Only) each, aggregating to 2,00,00,000 (Rupees Two Crore Only), at par. Consequently, the outstanding balance of such preference shares stood at Nil as on March 31, 2026.

6. RESEARCH & DEVELOPMENT

Continuous efforts on Research & Development activities are being made to expand the domestic and export markets.

7. CORPORATE GOVERNANCE

The company is committed to maintaining the best standards of Corporate Governance and has always tried to build the maximum trust with shareholders, employees, customers, suppliers, and other stakeholders.

A separate section on Corporate Governance forming part of the Directors' Report and the certificate from the Practicing Company Secretary confirming compliance of the Corporate Governance norms as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is included in the Annual Report in **Annexure - A.**

8. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to regulation 34 of the Listing Regulations, Management's Discussion and Analysis Report for the year is presented in a separate section forming part of the Annual Report.

9. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of fraud, error reporting mechanisms, accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. The Internal Financial control is supplemented by an extensive program of internal audit conducted by in house trained personnel and external firm of Chartered Accountants appointed on recommendation of the Audit Committee and the Board. The audit observations and corrective action, if any, taken thereon are periodically reviewed by the Audit committee to ensure effectiveness of the Internal Financial Control System. The internal financial control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data, and for maintaining accountability of persons.

10. INTERNAL CONTROLS SYSTEMS

The Internal Control systems are routinely tested and certified by Statutory as well as Internal Auditors and cover all key areas of business. Independence of the internal audit and compliance is ensured by direct reporting to the Audit Committee of the Board.

A MD and CFO Certificate, forming part of the Corporate Governance Report, further confirms the existence and effectiveness of internal controls and reiterates their responsibilities to report deficiencies to the Audit Committee and rectify the same.

11. DIVERSITY OF BOARD

The Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives and its sustainable development. A diverse Board, among others, will enhance the quality of decisions by utilizing different skills, qualifications, and professional experience for achieving sustainable and balanced development.

12. DIRECTORS

(a) Chairman

Mr. Ambrish Jaipuria is the Chairman & Managing Director of the Board.

(b) Appointment and Re-appointment

Mr. Ram Agarwal was appointed as an Additional Director by the Board of Directors in their meeting held on March 06, 2025 and approved as a director of the Company by the shareholders through Postal Ballot dated April 17, 2025.

In terms of Articles of Association of the Company and provisions of the Companies Act, 2013, Mr. Pankaj Poddar (DIN: 02815660) Non-Executive and Non Independent Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible, offered himself for re-appointment. The Board recommends his re-appointment to the members in the ensuing AGM.

The tenure of Dr. Himalyani Gupta, Non Executive Independent Director is expiring on May 11, 2027. The Board of Directors in its meeting held on May 25, 2026, on the recommendation of the Nomination & Remuneration Committee and subject to the approval of members of the Company reappointed her for second consecutive term of five years w.e.f. May 12, 2027.

The details of the proposed appointment/ reappointment of Directors are mentioned in the Explanatory Statement under Section 102 of the Companies Act, 2013 of the Notice of 40th Annual General Meeting (AGM) of your Company.

(c) Status of Directors

Mr. Ambrish Jaipuria is the Managing Director of the Company. Mr. Pankaj Poddar is Non-Executive and Non-Independent Director. Mr. Rajesh Kumar Gupta, Mr. Ram Agarwal, Mr. Anshuman Sood and Dr. Himalyani Gupta are the Independent Directors of the Company.

(d) Declaration from Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

(e) Cessation of Directors

None of the Directors ceased to hold office at any time during the year.

During the year under review, except as stated above, there was no change in the Directors of the company.

13. STATEMENT OF BOARD OF DIRECTORS

The Board of Directors of the Company are of the opinion that all the Independent Directors of the Company appointed during the year possess the integrity, relevant expertise and experience required to best serve the interests of the Company. The Independent Directors have confirmed compliance with the relevant provisions of Rule 6 of the Companies (Appointments and Qualifications of Directors) Rules, 2014.

14. KEY MANAGERIAL PERSONNEL'S

Mr. Ambrish Jaipuria, Managing Director, Mr. Sanjay Gupta, Chief Financial Officer, and Ms. Priyanka, Company Secretary, are the Key Managerial Personnel of the Company in accordance with the provisions of Section 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the FY ended March 31, 2026.

The Changes in KMP during the year are as under:

Name	Designation	Date of Appointment / Cessation
Ms. Niharika Gupta*	Company Secretary	Cessation w.e.f April 18, 2025
Ms. Priyanka	Company Secretary	Appointment w.e.f June 19, 2025

15. FAMILIARISATION PROGRAMME FOR DIRECTORS

The Company follows a well-structured induction programme for orientation and training of Directors at the time of their joining so as to provide them with an opportunity to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates.

At the time of appointing a director, a formal letter of appointment is given to them, which inter- alia explains the role, function, duties, and responsibilities expected from them as a Director of the Company. The Director also explained in detail the Compliance required from him under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and other relevant regulations and affirmation taken with respect to the same.

Management has a one-on-one discussion with the newly appointed Director to familiarize him with the Company's operations. Further the Company has put in place a system to familiarize the Independent Directors with the Company, its products, business, and the on-going events relating to the Company.

The details of the familiarisation programme may be accessed on the Company's website (www.cosmoferrites.com).

16. EVALUATION OF BOARD'S PERFORMANCE

In compliance with the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the performance evaluation of the Board was carried out during the year under review. More details on the same are given in the Corporate Governance Report.

17. MEETINGS

During the year Four (4) Board Meetings and Four (4) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under Companies Act, 2013.

Details of the composition of the Board and its Committees and of the Meetings held, the attendance of the Directors at such meetings and other relevant details are provided in the Corporate Governance Report.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

19. DEPOSITS

The Company has not accepted deposits from the public within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

20. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

The details of energy conservation, technology absorption and foreign exchange earnings and outgo as required under Section 134(3) of the Companies Act, 2013, read with Rule 8 of Companies (Accounts of Companies) Rules, 2014 is annexed herewith as **Annexure - C** to this report.

21. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has adopted a Whistle Blower Policy establishing a vigil mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy without fear of a reprisal. The policy may be accessed on the Company's website.

22. REMUNERATION POLICY

Pursuant to the applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors.

Members can download the complete remuneration policy on the Company's website (www.cosmoferrites.com).

Disclosure of details of payment of remuneration to Managerial Personnel *under Schedule V* Part II, Section II (A) forms part of the Corporate Governance Report.

23. PERFORMANCE EVALUATION OF THE BOARD, COMMITTEES, AND INDIVIDUAL DIRECTORS

In terms of provisions of the Companies Act, 2013 read with the Rules issued there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has adopted a formal mechanism for evaluating the performance of its Board, Committees, and individual Directors, including the chairman of the Board. Further, a structured performance evaluation exercise was carried out based on criteria such as:

- Board/Committees Composition;
- Structure and Responsibilities thereof;
- Ethics and Compliance;
- Effectiveness of Board Processes;
- Participation and contribution by Members;
- Information and Functioning;
- Specific Competency and Professional Experience /Expertise;
- Business Commitment & Organizational Leadership;
- Board/Committee culture and dynamics; and
- Degree of fulfilment of key responsibilities, etc.

The performance of Board, Committees thereof, Chairman, Executive and Non-Executive Directors and individual Directors is evaluated by the Board/ Separate meeting of Independent Directors. The results of such an evaluation are presented to the Board of Directors.

24. RELATED PARTY TRANSACTIONS

With reference to Section 134(3)(h) of the Companies Act, 2013, all contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis. The details of the related party transactions as required under Accounting Standard-18 are set out in Note 38 of the financial statements forming part of this Annual Report.

During the year, there were no transactions with related parties which qualify as material transactions under SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. The Disclosure required in Form AOC-2 pursuant to Section 134 (3) (h) of the Companies Act, 2013 is Not Applicable.

The Company has developed a Policy for Consideration and Approval of Related Party Transactions which can be accessed on the Company's website (www.cosmoferrites.com).

25. ANNUAL RETURN

Pursuant to the provisions of section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company at the link: https://www.cosmoferrites.com/investor-relations/annual-report-notice.

26. CORPORATE SOCIAL RESPONISBILTY

Pursuant to the provisions of section 135 of the Companies Act, 2013 Corporate Social Responsibility (CSR) is not applicable to the Company during the financial year 2025-2026. So, there are no disclosures required under section134 (3)(o) of the Companies Act, 2013.

27. RISK MANAGEMENT

Every organization is exposed to a number of risks that it needs to effectively identify, manage and mitigate. The company has a process in place to identify key risks across the organisation and relevant action plans to mitigate these risks. The Audit Committee has been entrusted with the responsibility of assisting the Board members with the risk assessment and its minimization procedures.

There are no risks which in the opinion of the Board threaten the existence of your Company. However, some of the risks which may pose challenges are set out in the Management Discussion and Analysis which forms part of this Report.

28. AUDITORS

Statutory Audit:

M/s. Suresh Kumar Mittal & Co., Chartered Accountants, were re-appointed as Statutory Auditors of the Company in 36th AGM (held on June 30, 2022) to hold office for a period of 5 years until the conclusion of 41st AGM.

There are no observations (including any qualification, reservation, adverse remark, or disclaimer) of the Auditors in their Audit Report that may call for any explanation from the Directors. Further, the notes to accounts referred to in the Auditor's Report are self-explanatory. During the year, the Auditor did not report any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134(3) (ca) of the Act.

Secretarial Audit:

M/s DMK Associates, Company Secretaries, were re-appointed as the Secretarial Auditor of the Company in 39th AGM (held on August 29, 2025) to hold office for a period of five (5) years from financial year 2025-2026 to financial year 2029-2030.

Additionally, for the financial year 2025-2026, the Secretarial Audit Report is annexed as **Annexure - B** to this report. The Secretarial Auditor has not made any qualifications, reservations, or adverse remarks in the report. Furthermore, during the year, the Auditor did not report any matters under Section 143(12) of the Companies Act, 2013. Therefore, no disclosures are required under Section 134(3) of the Companies Act, 2013.

Cost Auditor:

M/s Ravi Sahni & Co., Cost Accountants, Cost Accountants were appointed as Cost Auditors of the Company for the Financial Year 2026. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, since the remuneration payable to the Cost Auditors is required to be ratified by the shareholders, the Board recommends the same for approval by shareholders at the ensuing AGM.

In terms of the Section 148 of the Companies Act, 2013 (the Act') read with Rule 8 of the Companies (Accounts) Rules, 2014, it is stated that the cost accounts and records are made and maintained by the Company as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

During the year, the Auditor had not reported any matter under section 143 (12) of the Act, therefore no detail is required to be disclosed under section 134(3) of the Act.

29. AUDITORS' REMARKS

The Auditors' remarks on the annual accounts are self-explanatory and do not require further comments from the Company.

30. CHANGE IN NATURE OF BUSINESS, IF ANY

No change in the nature of the business of the Company during the year under review.

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

There are no material changes and commitments which have occurred after the close of the financial year of the Company to which the balance sheet relates and the date of the report that may affect the financial position of the Company.

32. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

33. LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid the Annual Listing Fees for the year FY 2026-27 to the Bombay Stock Exchange where the Company's equity shares are listed.

34. PROMOTION OF WOMEN'S WELL BEING AT WORKPLACE

Cosmo Ferrites has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition, and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under for prevention and redressal of complaints of sexual harassment at workplace. The Company has complied with provisions relating to the constitution of the Internal Complaints Committee under the said act. There have been no complaints of sexual harassment received during the year.

35. MATERNITY BENEFIT ACT 1961

The Company is fully committed to upholding the rights and welfare of its employees, particularly with regard to maternity benefits. We affirm that the company complies with all applicable provisions of the Maternity Benefit Act, 1961, as amended from time to time.

36. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is also enclosed as **Annexure D** to this Report.

The information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 pertaining to the top ten employees in terms of remuneration drawn and their other particulars also form part of this report. However, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

37. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of section 134 (5) of the Companies Act, 2013, the Board of Directors, to the best of knowledge and belief and according to the information and explanations obtained by them, hereby confirm that:

(i) In the preparation of the annual accounts, applicable accounting standards have been followed along with proper explanation relating to material departures.

(ii) The accounting policies selected were applied consistently. Reasonable and prudent judgments and estimates are made to give a true and fair view of the state of affairs of the Company as of March 31, 2026, and of the profits of the Company for the year ended on that date.

(iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(iv) The annual accounts of the Company have been prepared on a going concern basis.

(v) Proper Internal Financial Controls were in place and the Financial Controls were adequate and were operating effectively.

(vi) Systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

38. SECRETARIAL STANDARDS

During the year 2025-26, the Company has complied with applicable Secretarial Standards issued by the Institute of the Company Secretaries of India.

39. PROCEEDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

The Company has not filed any application and no proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016, during the year under review.

40. DIFFERENCE IN VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS/ FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

The Company has not made any one-time settlement with the banks or financial institutions, therefore, the same is not applicable.

41. ACKNOWLEDGEMENT

Your directors would also like to extend their gratitude for the co-operation received from financial institutions, the Government of India, and regulatory authorities. The board places on record its appreciation for the continued support received from customers, vendors, retailers, and business partners, which is indispensable in the smooth functioning of the Company. Your directors also take this opportunity to thank all investors and shareholders, and the stock exchanges, for their continued support. Your directors place on records their deep appreciation to employees at all levels for their hard work, dedication, and commitment. Their contribution to the success of this organization is immensely valuable.

For and on behalf of the Board of Directors

New Delhi | **Ambrish Jaipuria**
May 25, 2026 | **Managing Director**

ANNEXURE- A

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Cosmo Ferrites Limited

1. We have examined the compliance of the conditions of corporate governance by Cosmo Ferrites Limited ("the Company") for the year ended 31st March, 2026 as stipulated in Regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations").

Management's Responsibility

2. The compliance of conditions of corporate governance is the responsibility of the management of the Company. This responsibility includes the designing, implementing and operating effectiveness of internal control to ensure compliance with the conditions of Corporate Governance as stipulated in the Listing Regulations.

Our Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

Opinion

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31 March, 2026.

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

For DMK ASSOCIATES
Company Secretaries

(SHIVANI AGARWAL)
ACS, LL.B., B. Com
PARTNER
ACS No. 36232
CP No. 18282
Peer Review No. 6896/2025

Place: New Delhi
Date: 25.05.2026
UDIN: A036232H000464055

ANNEXURE -B

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
M/s Cosmo Ferrites Limited
CIN: L27106HP1985PLC006378
P.O. Jabli, Distt. Solan
Himachal Pradesh 173209
India

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31 March 2026 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure 1** attached to this report:-

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(No fresh FDI and ECB were taken and no ODI was made by the Company during the Audit Period)**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;

b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date;

c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date;

d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period)**

e) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021 as amended till date; **(Not applicable to the Company during the Audit Period)**

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended till date; **(Not applicable to the Company during the Audit Period)**

g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the Audit Period)**

h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; as amended till date; **(Not applicable to the Company during the Audit Period)** and

i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended till date; **(Not applicable to the Company during the Audit Period)**

(vi) **OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY AS IDENTIFIED BY THE MANAGEMENT**

i. The Factories Act, 1948 and rules made thereunder

ii. The Payment of Wages Act, 1936 and rules made thereunder,

iii. Minimum Wages Act, 1948 and the rules made thereunder,

iv. Employees' State Insurance Act, 1948 and rules made thereunder,

v. The Employees Provident Fund and Miscellaneous Provisions Act, 1952 the rules made thereunder,

vi. Payment of Bonus Act, 1965 and rules made thereunder,

vii. The Payment of Gratuity Act, 1972 and rules made thereunder,

viii. The Contract Labour (Regulation and Abolition) Act, 1970 and rules made thereunder,

ix. The Apprentice Act, 1961 and rules made thereunder,

x. The Industrial Dispute Act, 1947 and rules made thereunder,

xi. The Equal Remuneration Act, 1976 and rules made thereunder,

xii. Trade Union Act, 1926 and rules made thereunder,

xiii. The Employees Compensation Act, 1923 and rules made thereunder,

xiv. Maternity Benefit Act, 1961 and rules made thereunder,

xv. The Air (Prevention and Control of Pollution) Act, 1981 and rules made thereunder,

xvi. The Water (Prevention and Control of Pollution) Act, 1974 and rules made thereunder,

xvii. Hazardous and others Waste (Management and Transboundary Movement) Rules, 2016

xviii. Legal Metrology Act, 2009and rules made thereunder,

xix. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder,

xx. Personal Injuries (Compensation Insurance) Act,1963 and rules made thereunder,

xxi. Petroleum Act, 1934 rules framed thereunder,

xxii. Industrial Employment (Standing Orders) 1946,

xxiii. Environment Protection Act, 1986 and rules made thereunder;

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

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

(ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

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

Based on the information received and records maintained, we further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-executive, Women and Independent Directors. The changes in the Composition of Board of Directors that took place during the period under review were carried out in compliance with provision of the Act.

2. Adequate notice of at least seven days was given to all Directors to schedule the Board Meetings along with agenda and detailed notes on agenda except at shorter notice wherever required 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.

3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the Board and Committee meetings.

Based on the compliance mechanism established by the Company and on the basis of the Compliance Certificate placed and taken on record by the Board of Directors at their meeting (s), we further report that:

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the Company has not incurred any specific event / action that can have major bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

For DMK ASSOCIATES
COMPANY SECRETARIES

(SHIVANI AGARWAL)
ACS, LL.B., B. Com
PARTNER
ACS No. 36232
CP No. 18282
Peer Review No. 6896/2025

Date: 25.05.2026
Place: New Delhi
UDIN: A036232H000464275

ANNEXURE 1

To
The Members,
M/s Cosmo Ferrites Limited
CIN L27106HP1985PLC006378
P.O. Jabli, Distt. Solan
Himachal Pradesh 173209
India

Sub: Our Secretarial Audit for the Financial Year ended 31 March 2026 of even date is to be read along with this letter

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.

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

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

For DMK ASSOCIATES
COMPANY SECRETARIES

(SHIVANI AGARWAL)
ACS, LL.B., B. Com
PARTNER
ACS No. 36232 CP No. 18282
Peer Review No. 6896/2025

Date: 25.05.2026
Place: New Delhi
UDIN: A036232H000464275

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i)of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members of
Cosmo Ferrites Limited
P.O. Jabli Distt Solan, Jabli
Himachal Pradesh 173209 India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Cosmo Ferrites Limited** having **CIN: L27106HP1985PLC006378** and having registered office at P.O. Jabli Distt Solan, Jabli Himachal Pradesh 173209 India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S.No.	Name of Director	DIN	Date of appointment
1	Ambrish Jaipuria	00214687	29/01/2004
2	Rajesh Kumar Gupta	08615199	19/11/2019
3	Himalyani Gupta	00607140	12/05/2022
4	Pankaj Poddar	02815660	12/05/2022
5	Anshuman Sood	10264959	14/08/2023
6	Ram Agarwal	00755267	06/03/2025

Ensuring the eligibility of for the appointment /continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For DMK Associates
Company Secretaries

(SHIVANI AGARWAL)
ACS, LL.B., B. Com
PARTNER
ACS No. 36232
CP No. 18282
Peer Review No. 6896/2025

Place: New Delhi
Date: 25/05/2026
UDIN : A036232H000463934

Annexure - C

THE INFORMATION ON CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO STIPULATED UNDER SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNT) RULES, 2014

A. CONSERVATION OF ENERGY

(i) Steps taken/Impact on Conservation of Energy:

Improvement in energy efficiency is a continuous process at Cosmo Ferrites and conservation of energy is given a very high priority in all our plants and offices.

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

a. Contract demand revision from 2900 KVA to 2190 KVA, Net saving resulting in energy bills for FY 25-26 of Rs 26.91 Lakh.

b. Total units generated through the solar system in 2025-26 is 5,17,395 KW-hr (Rs. 31.56 Lakhs)

c. K4 waste heat recovery for core drying in grinding conveyors by switching off the heating load. Net saving achieved in 2025-26 is Rs. 0.35 lakhs

d. Cooling tower fan speed control as per temperature requirement by installing a VFD system. Net savings achieved in 2025-26 are 7500 KWH and Rs. 0.51 lakhs.

e. Energy savings in air compressors by adding a new efficient air compressor and switching off old compressors; net saving achieved in 2025-26 is 28000 KWH and Rs. 1.9 lakhs.

f. Motion sensors installed in the plant for 55 nos. of LED lights (average 20 watts each), savings achieved Rs 0.4L in 2025-26.

(iii) Capital investment on energy conservation equipment during the year, 2025-26: Air compressor,100HP,524CFM-Rs.26 lakhs

B. TECHNOLOGY ABSORPTION

Efforts made towards technology absorption:

i) The Company's technology is developed in-house, which has helped in improving efficiency and developing new products.

ii) The benefits derived include product improvement, process enhancement, cost reduction, product development, and import substitution.

- New products for efficient solar inverters
- New products for space vehicles
- New vertical created with NiZn products
- New product developed for automotive application
- The company installed an automatic coating machine for efficient production and quality epoxy-coated products.

iii) In case of imported technology (Imported during the last 3 years, reckoned from the beginning of the financial year).

Details of Technology Imported:

Year of Import

Whether the technology has been fully absorbed

If not fully absorbed, areas where this has not taken place, and reasons thereof.

N.A. (The Company has not imported any Technology)

iv) Expenditure incurred on Research and Development

		Rs. lacs (approx)
(a)	Capital	1.73
(b)	Recurring	59.03
(c)	Total	60.76
(d)	Total R & D expenditure as percentage of Net Sales	0.62 %

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company's foreign exchange earnings were Rs. 2817.85 Lacs (Previous Year Rs. 2559.00 Lacs). The total foreign exchange utilized during the year amounted to Rs. 2327.36 Lacs (Previous Year Rs. 1703.67 Lacs). Details of foreign Exchange earned and utilized during the year are given in Notes to Accounts.

Annexure D
(THIS REPORT FORMS PART OF DIRECTORS REPORT)

DISCLOSURE IN DIRECTORS' REPORT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL), RULES, 2014

1. **The ratio of the remuneration of each Director to the median remuneration of the employees of the company for the Financial Year.**

Name of the Director	Ratio
Mr. Ambrish Jaipuria	76.73
Note: For this purpose, Sitting Fees paid to the Directors have not been considered as remuneration.	

2. **The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the Financial Year.**

Name	Designation	% increase
Mr. Ambrish Jaipuria	Managing Director	18.71%
Mr. Sanjay Gupta	Chief Financial Officer	49.31%
Ms. Niharika Gupta	Company Secretary	NIL*
Ms. Priyanka	Company Secretary	NIL**

*Resigned on April 18, 2025

**Appointed on June 19, 2025

3. **Percentage increase in the median remuneration of all employees in the Financial Year 2025-26:** 9%

4. **Number of Permanent employees on the rolls of Company as on 31st March, 2026:** 230

5. **Average percentage increase made in salary of employees other than the Managerial Personnel in the last Financial Year and its comparison with the percentage increase in the Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the Managerial Remuneration:**

   Average increase in remuneration for Employees other than Managerial Personnel and for Managerial Personnel is 9.00% and 18.71% respectively.

6. **Affirmation that the remuneration is as per the Remuneration Policy of the Company**

   The Company follows a compensation mix of fixed pay, benefits and performance based variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process. It is confirmed that the remuneration paid to the Directors, Key Managerial Personnel's and Senior Management is as per the Remuneration Policy of the Company.

7. Information pursuant to Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 pertaining to the top ten employees in terms of remuneration drawn and their other particulars also form part of this report. However, the report and the accounts are being sent to the members excluding the aforesaid annexure. In terms of Section 136 of the Act, the said annexure is open for inspection at the Registered Office of the Company. Any shareholder interested in obtaining a copy of the same may write to the Company Secretary.

   General Note:

   - Managerial Personnel includes Managing Director.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Industry Structure & Developments:

The Company is engaged in the manufacturing of soft ferrite cores. These cores are widely used in applications such as inverter transformers, EV chargers, energy meters, mobile chargers, SMPS, pulse transformers, line filters, chokes, and noise suppressors.

The industry is currently experiencing steady growth and is expected to expand at an accelerated pace in the coming years, both in domestic and export markets. Rapid urbanization, coupled with the increasing adoption of electronic and power management devices, has significantly boosted demand for soft ferrite products, providing strong momentum to the industry in recent years.

Opportunities and Threats – Impact of Geopolitical Conflicts

Ongoing geopolitical tensions and conflicts across various regions have had a multifaceted impact on global supply chains, trade flows, and industrial demand, including the soft ferrite cores industry.

Opportunities

Geopolitical developments have led to a heightened focus on defense preparedness, resulting in increased demand for advanced electronic systems such as communication equipment, radar systems, and power electronics. As soft ferrite cores are integral to such applications, this has created incremental demand opportunities.

Further, increased investments in energy security, including renewable energy systems, grid infrastructure, and backup power solutions, are expected to drive demand for products such as transformers, inverters, and SMPS, thereby supporting the growth of the soft ferrite industry. The push towards localization of manufacturing in sectors such as electric vehicles and consumer electronics also augurs well for domestic demand.

Threats

On the other hand, geopolitical conflicts have introduced volatility in the supply of key raw materials and logistics networks, leading to potential disruptions and cost escalations. Fluctuations in energy prices and freight costs may adversely impact operating margins.

Moreover, uncertainties in global trade environments, including sanctions, currency volatility, and regional economic slowdowns, may affect export demand and pricing competitiveness.

The industry also faces the challenge of rapid technological advancements. Companies that are unable to continuously innovate and upgrade their manufacturing processes and product capabilities may face risks of obsolescence and loss of market share.

Overall Impact

While geopolitical tensions may create short-term disruptions and cost pressures, they are also catalyzing structural shifts such as supply chain diversification, localization of manufacturing, and increased investments in defense and energy infrastructure.

In this context, the overall impact on the soft ferrite cores industry is expected to remain **balanced with a positive medium- to long-term outlook**, subject to companies' ability to adapt to evolving market dynamics and technological requirements.

Details of Significant Changes in the Key Financial Ratios & Return on Net Worth:

As per the amendment made under Schedule V to the Listing Regulations read with Regulation 34(3) of the Listing Regulations, details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios and any changes in Return on Net Worth of the Company therefore are given below:

S. NO.	RATIO	FY 2025-26	FY 2024-25	%CHANGE	EXPLANATION
1.	Debt Service Coverage Ratio (in times)	0.66	0.32	108.97%	Increase in turnover and profit margins in current year as compared to previous year
2.	Return on Equity Ratio (in %)	(5.72)	(19.87)	71.19%	Increase in turnover and profit margins in current year as compared to previous year
3.	Net Capital Turnover Ratio (in times)	(3.61)	(4.61)	-21.71%	-
4.	Net Profit Ratio (in %)	(1.61)	(6.60)	75.64%	Increase in turnover and profit margins in current year as compared to previous year
5.	Return on Capital Employed (in %)	3.86	(2.48)	255.91%	Increase in turnover and profit margins in current year as compared to previous year
6.	Trade payable Turnover ratio	6.21	6.86	-9.54%	-

There are no significant changes (i.e. 25% or more) in other key financial ratios viz. Current Ratio and Inventory turnover Ratio.

Discussion on financial performance

The revenue from operation is Rs 9859 Lacs against Rs 8566 Lacs in the previous year. The Earnings before interest, tax, depreciation and amortization (EBITDA) are Rs 902 Lacs against Rs 394 Lacs in the last year. The company delivered an improved performance, characterized by growth in both revenue and operating EBITDA, driven by higher sales volumes, improved average realizations, and market expansions.

New developments

Product Development and Innovation

During the year, the Company continued to strengthen its technology leadership through the successful development and commercialization of advanced powder solutions targeted at high-growth sectors such as electric vehicles (EVs), automotive, telecommunications, and solar energy. These powders are characterized by lower power loss, higher saturation flux density, enhanced permeability, and improved frequency response, enabling superior efficiency and performance in end-use applications. The commercialization of these products reflects the Company’s focus on innovation and its ability to address evolving customer requirements in advanced power electronics and energy management systems.

Market Expansion and Capacity Utilization

The Company’s growth during the year was supported by improved capacity utilization and a strategic expansion of its customer base across domestic and international markets. The increasing adoption of the Company’s products in the EV and solar segments contributed significantly to business momentum, supported by the global transition towards clean energy and sustainable mobility solutions. Continued penetration into export markets, coupled with diversified end-use applications, has strengthened the Company’s market position and enhanced its growth prospects. The Company remains focused on leveraging its technological capabilities, expanding customer relationships, and optimizing manufacturing capacities to capitalize on emerging opportunities across key growth sectors.

Segment Wise or Product Wise Performance

The Company deals in Soft Ferrites Core and Transformer.

Outlook

The outlook for the industry and the company looks bright and new markets in the global arena are being developed by the Company. The Company is also focusing on cost cutting and increased productivity to enhance its competitiveness.

Global Market Size, Forecast, and Trend Highlights over 2025-2037

The global ferrite core and transformer industry is witnessing strong growth, supported by accelerating electrification, renewable energy deployment, expansion of electric vehicle (EV) ecosystems, and increasing investments in power transmission and distribution infrastructure.

The transformer market is expected to maintain a healthy growth trajectory over the medium term, driven by grid modernization initiatives, renewable energy integration, expansion of transmission networks, and rising electricity consumption globally. Industry estimates indicate that the global power transformer market is projected to grow at a CAGR of approximately 6–7% over the next five to seven years, with Asia-Pacific remaining the fastest-growing region due to rapid industrialization, urbanization, and infrastructure investments.

Within the magnetic materials segment, ferrite cores continue to benefit from increasing adoption of high-frequency power electronics and energy-efficient systems. The transition toward wide-bandgap semiconductors, higher switching frequencies, compact power conversion systems, and advanced electromagnetic interference (EMI) management solutions is driving demand for ferrite materials with superior permeability, lower core losses, and enhanced frequency response. Growth in EVs, renewable energy systems, telecommunications infrastructure, and data centers is expected to remain a key demand catalyst for advanced ferrite products.

Key industry trends include the development of high-performance soft magnetic materials, localization of supply chains, increased focus on energy efficiency, and growing investments in grid infrastructure to support renewable energy integration. Additionally, rising demand for transformers from data centers, EV charging networks, and renewable power projects has created supply-demand imbalances in several markets, highlighting significant long-term growth opportunities for industry participants with strong technological capabilities and manufacturing scale.

Going forward, the industry is expected to benefit from the global energy transition, increasing adoption of sustainable mobility solutions, and continued investments in digital and power infrastructure, creating favorable growth prospects for ferrite core and transformer manufacturers.

Risks & Challenges

The management cautions readers that the risks outlined below are not exhaustive and are for information purposes only. Investors are requested to exercise their own judgment in assessing various risks associated with the company.

Raw Material Price Volatility

The industry is dependent on key raw materials such as iron oxide, manganese oxide, zinc oxide, nickel oxide and copper. Fluctuations in commodity prices, supply disruptions, or geopolitical developments may affect production costs and margins.

The Competition Risk

The market is characterized by competition from both global and regional manufacturers. Sustained pricing pressure, particularly in standardized product categories, may impact profitability and market share.

We are mitigating the above risk by increasing our exports presence, developing niche products, exploring new markets and new customers. The domestic market caters to the lower end segment of the ferrites market and poses no threat to the company. The company has a good image with local customers.

Customer Attrition Risk

All customers are sensitive to quality, delivery and price.

The above risk is mitigated by developing value added niche products, customer schedule adherence and improved quality standards. This enables us to build long term relationships with various customers by providing them with a good value proposition.

Quality and Reliability Requirements

Ferrite cores are critical components in power conversion and energy management systems. Maintaining stringent quality standards and product reliability is essential to sustain customer relationships and meet regulatory and industry specifications.

Security Risk Management

Operations could be disrupted due to natural, political and economic disturbances.

Running a business exposes the company to a number of risks.

The company has taken adequate insurance cover on its insurable interests. These include:

1. Fire Risk
2. Marine risk
3. Burglary risk
4. Group Personal Accident Policy
5. Other Miscellaneous Policies.

The company has also taken steps to strengthen the IT security system as well as physical security system at all our locations.

Foreign Exchange Risk

The Company is exposed to foreign exchange risk mainly due to imported raw materials and finished products. However, being importer and exporter both the foreign currency risk is partially Mitigated through a natural hedge

Internal Control Systems & their adequacy

The Statutory Auditors assess the adequacy of internal control every quarter and report to the Board of Directors accordingly. The Company has adequate internal control procedures commensurate with the size of the company and the nature of its business.

Human Resources /Industrial Relations front

Human resources are considered as vital strength of the company. There was unity of purpose among all levels of employees i.e. to continuously strive for the improvement in work practices & productivity.

Social

As a leader in ferrite industry, Cosmo Ferrites acts as a socially responsible corporate citizen. We are not just committed to providing a conducive environment to all our stakeholders, we also believe in advocating for positive change in our world.

Cautionary statement

Certain statements in the Management Discussion & Analysis describing the company's views about the industry's expectations/ predictions objectives etc. may be forward looking within the applicable laws and regulations. Actual results may differ materially from those expressed in the statements. A company's operations may be affected by the demand and supply situations, input prices and their availability, changes in Government regulations, tax laws and other factors such as industrial relations and economic developments etc. Investors should bear the above in mind.

CORPORATE GOVERNANCE REPORT

(Pursuant to Schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015)

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate governance implies the method or measures taken to govern the Company in such a manner to ensure more accountability of the Board of Directors towards the Shareholders and other stakeholders. It has been drawn up defining the role of Board of Directors, establishing directors' accountability to the Shareholders, investors and interest group setting out guidelines for more effective and new quality of performance, changing the face of relation between the board and executive officers.

The Company's philosophy on corporate governance is driven by a commitment to uphold the highest standards of integrity, transparency, accountability, and fairness in all its dealings with stakeholders. The Company believes that strong governance practices are critical for sustainable growth and value creation. It continuously strives to adopt best practices in governance, ensuring compliance with statutory requirements while fostering a culture of ethical business conduct, risk management, and responsible decision-making.

The Board of Directors of the Company have developed and adopted Corporate Governance guidelines in addition to the compliance imposed by the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. The Board ensures that the company has the necessary regulatory mechanism so that timely and accurate disclosure of information regarding the financial situation, performance, ownership, and governance of the company is disclosed.

The Company's compliance of Corporate Governance guidelines of the **SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015** is as follows:

A. COMPOSITION OF THE BOARD AND RECORD OF OTHER DIRECTORSHIPS HELD

Independent Directors	Non-Executive and Non-Independent Director & Executive Director
66%	34%

The Board of Directors of the company comprises of an optimum combination of Executive and Non-executive Directors headed by Executive Chairman. The present strength of the Board of Directors as on 31st March 2026 is Six (6), out of which one (1) is Executive Director, one (1) is Non-Independent Non-Executive Director and Four (4) are Independent Non-Executive Directors. Therefore, more than half of the Board comprises of Independent Directors. The Independent Directors do not have any pecuniary relationship or transactions with the company, promoters, and management, which may affect their judgment in any manner.

The composition of the board of directors of the company is in conformity with the provisions of regulation 17 of listing regulations. The structure of the board and record of other directorships and committee memberships and chairmanships as on 31st March 2026 is as under:

Name/ DIN	Category	Designation	No. of other Directorships held	No. of Chairmanships / Memberships of Other Board Level Committees		Shareholding (as on 31st March 2026)
				Membership	Chairmanship	
Mr. Ambrish Jaipuria (DIN-00214687)	Executive (Promoter)	Managing Director	NIL	NIL	NIL	1,32,625
Mr. Pankaj Poddar (DIN-02815660)	Non-executive, Non-Independent	Director	NIL	2	NIL	50131
Mr. Rajesh Kumar Gupta (DIN-08615199)	Non-executive, Independent	Director	NIL	2	2	NIL
Mr. Ram Agarwal (DIN-00755267)	Non-executive, Independent	Director	NIL	2	NIL	NIL
Dr. Himalyani Gupta (DIN-00607140)	Non-executive, Independent	Director	2	6	2	NIL
Mr. Anshuman Sood (DIN-10264959)	Non-executive, Independent	Director	NIL	1	NIL	NIL

NOTE:

(i) The Directorship held by Directors as mentioned above does not include Alternate Directorship, Directorship in foreign companies, companies registered under section 8 of the Companies Act, 2013 and private limited companies.

(ii) Membership(s) / Chairmanship(s) of any of the Audit Committee and Stakeholder Relationship Committee in all public limited companies (including Cosmo Ferrites Limited) have been considered.

(iii) None of the Directors is a member of more than 10 Board-level committees of public Companies in which they are Directors, nor is a chairman of more than 5 such committees.

(iv) None of the Independent Directors of the Company serve as an Independent Director in more than seven Listed Companies and where any Independent Director is serving as whole-time director in any Listed Company, such director is not serving as Independent Director in more than three listed companies.

Name of other listed entities where Directors of the company are Directors and the category of Directorship:

Name of the Director	DIN	Name of listed entities in which the concerned Director is a Director	Category of Directorship
Mr. Ambrish Jaipuria	00214687	-	-
Mr. Pankaj Poddar	02815660	-	-
Mr. Rajesh Kumar Gupta	08615199	-	-
Mr. Ram Agarwal	00755267	-	-
Dr. Himalyani Gupta	00607140	1. AGI Greenpac Limited	Independent Director
		2. Mangalam Cement Limited	Independent Director
Mr. Anshuman Sood	10264959	-	-

i. Skills/Expertise/Competence of the Board of Directors

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Companys business and that the said skills are available with all the Board Members:

i) Knowledge on Company's businesses (Soft Ferrites Components and pre-calcined ferrites powder) policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates

ii) Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company

iii) Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making.

iv) Financial and Management skills

v) Technical / Professional skills and specialized knowledge in relation to Companys business

B. BOARD MEETINGS:

1. SCHEDULING AND SELECTION OF AGENDA FOR BOARD MEETINGS

The months for holding the Board Meetings in the ensuing year are usually decided in advance and mostly the Board Meetings are held at 517, DLF Tower-A, Jasola District Centre, New Delhi- 110025. The Company Secretary drafts the agenda for each meeting, along with explanatory notes, and is distributed in advance to the Directors. The Board meets at least once in a quarter to review the quarterly results and other items on the agenda.

2. BOARD MEETING HELD DURING THE F.Y. 2025-26 AND ATTENDANCE OF DIRECTORS

The Board met (4) times during the financial year from 1st April, 2025 to 31st March, 2026 on May 23, 2025, July 30, 2025, November 10, 2025, and February 10, 2026. The maximum time gap between any two meetings was not more than four months. The following table gives the attendance record of the Board Meetings.

DIRECTOR	No. of meetings held during the tenure of Directors	No. of meetings Attended
MR. AMBRISH JAIPURIA	4	4
MR. RAJESH KUMAR GUPTA	4	4
MR. PANKAJ PODDAR	4	4
DR. HIMALYANI GUPTA	4	4
MR. ANSHUMAN SOOD	4	4
MR. RAM AGARWAL	4	4

3. ATTENDANCE AT AGM

The following Directors attended the Annual General Meeting (AGM) held on 29th August 2025,

In person:

- Mr. Rajesh Kumar Gupta (Chairman of Audit Committee and Chairman of Nomination and Remuneration Committee)

Through Video Conferencing:

- Dr. Himalyani Gupta (Chairperson of Stakeholder Relationship Committee)

4. AVAILABILITY OF INFORMATION TO THE BOARD

The Board has unfettered and complete access to any information within the Company and to any employee of the Company. Necessary information as mentioned in Schedule II of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 has been regularly placed before the Board for its consideration.

C. FAMILIARISATION PROGRAMME FOR DIRECTORS

The Company follows a well-structured induction programme for orientation and training of Directors at the time of their joining to provide them with an opportunity to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates.

At the time of appointing any Director, a formal letter of appointment is given to him, which inter alia explains the role, function, duties and responsibilities expected from him as a Director of the Company. The Director also explained in detail the Compliance required from him under the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and other relevant regulations and affirmation taken with respect to the same. The Chairman also has one to one discussion with the newly appointed Director to familiarize him with the Companys operations. Further the Company has put in place a system to familiarize the Independent Directors with the Company, its products, business and the on-going events relating to the Company.

The web link for the Familiarization Programme for Independent Directors is:-

https://www.cosmoferrites.com/uploads/FPMarch312026.pdf

D. BOARD LEVEL COMMITTEES

In accordance with the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on Corporate Governance, the following committees were in operation:

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

1. AUDIT COMMITTEE

- **Terms of reference**

The Audit Committee acts as a link between the Statutory and the Internal Auditors and Board of Directors. The purpose of the Committee is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting process, reviewing the Companys established systems and processes for internal financial controls, governance and reviewing the Companys Statutory and Internal Audit Activities. Majority of the members are Non-executive Directors, and each member has rich experience in financial sector. The Committee is governed by a charter which is in line with the regulatory requirements mandated by the Section 177 of the Companies Act, 2013 and Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **COMPOSITION OF THE AUDIT COMMITTEE**

The Audit Committee consists of the following four members and every member of the Committee possesses a strong financial management and accounting background as on 31st March, 2026:

Chairman : Mr. Rajesh Kumar Gupta

Members : Mr. Pankaj Poddar

Mr. Ram Agarwal

Dr. Himalyani Gupta

- **MEETINGS AND ATTENDANCE DURING THE YEAR**

The Audit Committee met four times during the financial year from 1st April, 2025 to 31st March, 2026 on May 23, 2025, July 30, 2025, November 10, 2025, and February 10, 2026. The attendance of Audit Committee members is as follows:-

Name of the Audit Committee Members	Number of Audit Committee Meetings	
	Held during the tenure of Directors	Attended
Mr. Rajesh Kumar Gupta	4	4
Mr. Pankaj Poddar	4	4
Dr. Himalyani Gupta	4	4
Mr. Ram Agarwal	4	4

2. STAKEHOLDER RELATIONSHIP COMMITTEE (SRC)

- **Terms of reference**

Terms of reference of the Stakeholder Relationship Committee are as per the guidelines set out in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 that inter-alia include looking into the investors complaints on transfer of shares, non-receipt of declared dividends etc. and Redressal thereof.

To expedite the process of share transfers the Board has delegated the power of share transfer to Alankit Assignments Limited viz. Registrar and Share Transfer Agent of the Company who will attend to the share transfer formalities at least once in a fortnight.

- **COMPOSITION OF SRC**

The Stakeholders Relationship Committee is headed by an Independent Director and presently consisted of the following members as on March 31, 2026.

Chairperson : Dr. Himalyani Gupta

Members : Mr. Pankaj Poddar

Mr. Anshuman Sood

- **MEETING AND ATTENDANCE DURING THE YEAR**

The Committee met four times during the financial year from 1st April, 2025 to 31st March, 2026 on May 23, 2025, July 30, 2025, November 10, 2025, and February 10, 2026. The following table gives the attendance record of the Stakeholder Relationship Committee.

Name of the Director	Number of SRC Meetings	
	Held during the tenure of Directors	Attended
Dr. Himalyani Gupta	4	4
Mr. Pankaj Poddar	4	4
Mr. Anshuman Sood	4	4

- **SHAREHOLDERS COMPLAINTS RECEIVED / RESOLVED DURING THE FY 2025-26**

During the year from April 01, 2025 to March 31, 2026 the Company received 2 complaints from various Investors / Shareholders relating to non-receipt of Dividend / Bonus Shares / Transfer of Shares / Dematerialization of Shares / Annual Report etc.

At the end of March 31, 2026, no complaints were pending for redressal.

- **PENDING SHARE TRANSFER**

There are no pending share transfers as on 31.03.2026.

3. NOMINATION AND REMUNERATION COMMITTEE

- **TERMS OF REFERENCE**

This Committee shall identify the persons, who are qualified to become Directors of the Company / who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal, and shall carry out evaluation of every directors performance. The committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel, and other employees. The terms of the reference of Nomination and Remuneration Committee covers the areas mentioned under Part D of Schedule II of SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 as well as section 178 of the Companies Act, 2013.

- **COMPOSITION**

In compliance with Section 178(1) of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Nomination and Remuneration Committee and is headed by an Independent Director and consists of the following members:

Chairman : Mr. Rajesh Kumar Gupta

Members : Mr. Ambrish Jaipuria

Mr. Ram Agarwal

Dr. Himalyani Gupta

- **MEETING AND ATTENDANCE DURING THE YEAR**

The Committee met 4 times during the financial year from 1st April, 2025 to 31st March, 2026 on May 23, 2025, July 30, 2025, November 10, 2025, and February 10, 2026. The following table gives the attendance record of the Nomination and Remuneration Committee.

Name of the Director	Number of NRC Meetings	
	Held during the tenure of Directors	Attended
Mr. Ambrish Jaipuria	4	4
Mr. Rajesh Kumar Gupta	4	4
Dr. Himalyani Gupta	4	4
Mr. Ram Agarwal	4	4

- **REMUNERATION POLICY**

Remuneration to Non-Executive Directors

The Non-Executive Directors are paid remuneration by way of Sitting Fees. The Non-Executive Directors are paid sitting fees for each meeting of the Board or Committee of Directors attended by them. The total amount of sitting fees paid during the Financial Year 2025-26 was Rs. 8.40 lacs. The Non- Executive Independent Directors do not have any material pecuniary relationship or transactions with the Company. A payment criterion of Non-Executive Directors is available on the website of the Company. The web link for the same is https://www.cosmoferrites.com/uploads/paymenttononexecutivedirectors.pdf

Remuneration to Executive Directors

The appointment and remuneration of Whole-time Director is governed by the recommendation of the Nomination and Remuneration Committee; resolutions passed by the Board of Directors and shareholders of the Company. The remuneration package of Whole-time Director comprises of salary, perquisites, allowances, and contributions to Provident and other Retirement Benefit Funds as approved by the shareholders at the General Meetings.

The remuneration policy is directed towards rewarding performance, based on review of achievements. It is aimed at attracting and retaining high caliber talent.

Remuneration Paid to Directors

Following tables gives the details of remuneration paid to directors, during the year from April 01, 2025 to March 31, 2026.

Remuneration to Non- Executive Directors

S. No.	Name of Directors	Sitting Fees (Rs. In Lakhs)
1	Mr. Rajesh Kumar Gupta	1.70
2	Dr. Himalyani Gupta	2.10
3	Mr. Pankaj Poddar	1.60
4	Mr. Anshuman Sood	1.30
5	Mr. Ram Agarwal	1.70

Remuneration to Executive Director

Mr. Ambrish Jaipuria, Managing Director was paid following remuneration during the year 2025-26:

Particulars of Remuneration	Amount (In Rs. Lacs)
Salary Profit Linked Incentive Contribution to provident & Superannuation Funds	1,12,58,614 43,00,000 16,00,001
Total:	**1,71,58,615**
Service contracts, notice period, severance fees	6-month notice period on either side with no severance fees defined
Stock Option details	Nil

E. **INDEPENDENT DIRECTORS:**

It is hereby confirmed that all the Independent Directors fulfill the conditions specified in SEBI (LODR) Regulations, 2015 and Companies Act, 2013 and all are independent of Management. The Company has complied with the definition of Independence as per SEBI (LODR) Regulations, 2015 and according to the Provisions of section 149(6) Companies Act, 2013. The Company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013.

a) **Training of Independent Directors:**

Whenever new Non-Executive and Independent Directors are inducted in the Board they are introduced to our Companys culture and they are also introduced to our organization structure, our business, constitution, board procedures, etc.

The appointment letters of Independent Directors have been placed on the Company’s website at www.cosmoferritess.com under https://www.cosmoferrites.com/annual-report.aspx.

b) **Performance Evaluation of non-executive and Independent Directors**

The criteria for performance evaluation cover the areas relevant to the functioning as Independent Directors such as Knowledge, experience, commitment etc. The performance evaluation of Independent Directors was done by the entire Board of Directors and in the evaluation the Directors who are subject to evaluation had not participated.

All the Non-Executive and Independent Directors are having wide experience in the field of business, industry, and administration. Their presence on the Board is advantageous and fruitful in taking business decisions.

c) **Separate Meeting of the Independent Directors**

The Independent Directors held a Meeting, without the attendance of Non-Independent Directors and members of Management, on 10th February, 2026.

F. ANNUAL GENERAL MEETING

The date, time, venue of the next Annual General Meeting date will be as per the Notice calling the Annual General Meeting.

G. DATES AND VENUE OF PREVIOUS THREE ANNUAL GENERAL MEETINGS.

Financial Year	Place	Date	Special Resolution Passed
2022-23	Through Video Conferencing at Jabli, Dist. Solan (H.P) 173209	09.08.2023	Special Resolutions were Passed
2023-24	Through Video Conferencing at Jabli, Dist. Solan (H.P) 173209	09.08.2024	Special Resolutions were Passed
2024-25	Through Video Conferencing at Jabli, Dist. Solan (H.P) 173209	29.08.2025	Special Resolutions were Passed

H. AFFIRMATIONS AND DISCLOSURES:

Compliance with Mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with all the applicable mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. **Related Party Transactions:** All transactions entered with Related Parties as defined under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arms length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013.

   All such transactions were reviewed and approved by the Audit Committee. Prior omnibus approvals are granted by the Audit Committee for related party transactions which are of repetitive nature, entered in the ordinary course of business and are on arms length basis in accordance with the provisions of Companies Act, 2013 read with the Rules issued there under and the Listing Regulations.

   There were no materially significant transactions with related parties during the financial year which conflicted with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS 18) has been made in the notes to the Financial Statements. A statement in summary form of transactions with related parties in the ordinary course of business and arms length basis is periodically placed before the Audit Committee for approval.

   The Board has approved a policy for related party transactions which has been uploaded on the Companys website web link of which is provided as below:

   https://www.cosmoferrites.com/uploads/PolicyRelatedPartyTrans.pdf

2. The Company has complied with the requirements of stock exchanges or SEBI on matters related to Capital Markets, as applicable. No penalty was levied by these authorities in last three years.

3. **Code of Conduct:** The Company has adopted a Code of Conduct for the members of the Board of Directors and the senior management of the Company. The Code of Conduct is displayed on the website of the Company. All the directors and the senior management personnel have affirmed compliance with the code for the financial year ended 31st March 2026. A declaration to this effect, signed by the Managing Director, is annexed to this report.

4. **Vigil Mechanism/ Whistleblower Policy:** In accordance with requirement of Companies Act as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. No personnel of the company have been denied access to the Audit Committee. A link to such policy is also provided on the website of the company.

5. During the Financial Year ended 31st March, 2026 the Company did not engage in commodity hedging activities.

6. During the Financial Year ended 31st March, 2026, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

7. During the Financial Year ended 31st March, 2026, the Company has not issued any debt instruments or fixed deposit programme involving mobilization of funds, whether in India or abroad.

8. A certificate from a company secretary in practice confirming that none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as Directors of

companies by the Board/Ministry of Corporate Affairs or any such statutory authority, is annexed to this report.

9. There have been no instances of non-acceptance of any recommendations of the Committee by the Board during the Financial Year under review.

10. Total fees of Rs. 8.23 Lakh for financial year 2025-26, for all services, was paid by the Company, to the statutory auditor and all entities in the network firm/ network entity of which the statutory auditor is a part.

11. The necessary certificate under Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed to this report.

12. The Company Secretary has a key role to play in ensuring the Board procedures and statutory compliances are properly followed. A certificate from the Company Secretary indicating the compliance of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been annexed to this report.

13. During the year from April 1, 2025 to March 31, 2026, the Company has not received any complaint under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. At the end of March 31, 2026, no complaint was pending for redressal.

14. **Management Discussion and Analysis Report -** The Management Discussion and Analysis has been discussed in detail separately in this Annual Report.

15. Other disclosures as required SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been given at relevant places in the Annual Report.

16. The Company has fully complied with the applicable requirements specified in Reg. 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46.

17. There has been no instance of non-compliance of any requirement of Corporate Governance Report.

INFORMATION TO SHAREHOLDERS

1. REGISTERED AND CORPORATE OFFICE

<u>**Registered Office**</u>
P.O. Jabli, District Solan,
Himachal Pradesh- 173 209
Phone: 01792-277231-32/35/36
Fax: 01792-277234

<u>**Head Office**</u>
517, 5th floor, DLF Tower-A,
Jasola District Centre,
New Delhi-110025
Phone: + 91 11 49398800
Fax: + 91 11 49398801

2. FINANCIAL CALENDAR

The following is the tentative schedule for approval of financial results:

Financial reporting for the quarter ending June 30, 2026	August 2026
Financial reporting for the quarter ending September 30, 2026	November 2026
Financial reporting for the quarter ending December 31, 2026	February 2026
Financial reporting for the quarter ending March 31, 2027	May 2027

3. WEBSITE

The address of the companys website is <u>**www.cosmoferrites.com**</u>

4. DIVIDEND PAYMENT DATE

The Board has not recommended any Final Dividend for the Financial Year 2025-26.

5. LISTING ON STOCK EXCHANGES

<u>Companys shares are currently listed on the Bombay Stock Exchanges Ltd. (Stock Code 523100).</u>

6. <u>INTERNATIONAL SECURITIES IDENTIFICATION NUMBER (ISIN)</u>

ISIN is a unique identification number of traded scrips. This number must be quoted in each transaction relating to the dematerialized equity shares of the company. The ISIN number of the shares of Cosmo Ferrites Ltd. is **INE124B01018**.

7. ANNUAL LISTING FEE

Annual Listing Fee for the year 2025-26 has been paid to Bombay Stock Exchange. There are no arrears of listing fees with the Bombay Stock Exchange Limited till date.

8. DEMAT

Your Companys equity shares can be traded on the Stock Exchanges only in dematerialized form with effect from 20th June, 2000. To trade in dematerialized form, investors are required to open a Demat account with Depository participant of their choice. Equity shares of your Company are available for trading in the depository systems, of both the Depositories viz. The National Securities Depositories Limited (NSDL) and the Central Depositories Service (India) Limited (CDSL).

97.84% (i.e., 11770549 Equity Shares) of equity share capital (1,20,30,000 equity shares) has been dematerialized as on 31st March, 2026.

9. SHARE TRANSFER SYSTEM

To expedite the process of share transfers the Board has delegated the power of share transfer to Alankit Assignments Limited Viz. Registrar and Share Transfer Agents who will attend the share transfer formalities at least once in a fortnight. Share transfer in physical form and other communication regarding share certificate, change of address, etc may be addressed at:

M/s Alankit Assignments Limited,
Alankit House 3E/7 Jhandewalan Extension
New Delhi- 110055
Ph: +91 11 42541234 Fax: +9111 42541967
Contact Person: Mr. Vijay Pratap Singh

10. ADDRESS FOR CORRESPONDENCE:

i. Investors Correspondence may be addressed to the Following:
Company Secretary & Compliance Officer
Cosmo Ferrites Limited,
517, DLF Tower-A,
Jasola District Centre
New Delhi-110025
e-mail: investorservices@cosmoferrites.com
Fax: 91-1792-277234

ii. Queries Relating to Financial Statement of the company may be addressed to the following:
Mr. Sanjay Gupta
Chief Financial Officer
Cosmo Ferrites Limited,
517, DLF Tower-A,
Jasola District Centre
New Delhi-110025
e-mail: Sanjay.gupta@cosmoferrites.com
Fax: 91-7056765895

11. INVESTOR COMMUNICATION

The Company publishes quarterly audited results in Financial Express and Himachal Dastak (Hindi). The information relating to the company results is also available on other major financial and capital market related websites.

The Company ensures that its Financial Results are sent to the concerned Stock Exchanges immediately after the same has been considered and taken on record by the Board of Directors. The Company also ensures that these Results are promptly and prominently displayed on the Companys website www.cosmoferrites.com.

12. DISCLOSURE ON LEGAL PROCEEDINGS

There is no pending case relating to any disputes with shareholders, in which the company has been a party.

13. OUTSTANDING STOCK OPTION

There are no outstanding warrants or convertible instruments or stock options to employees as on March 31, 2026.

14. ANALYSIS OF SHAREHOLDERS COMPLAINTS RECEIVED DURING 2025-26.

The Company generally clears the investors complaints within a period of 7 days from the date of receipt. All the complaints received during the year have been replied.

There were 2 complaints received and disposed during the year 2025-26.

15. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2026

The following tables give the data on shareholding according to types of shareholders and class of shareholders.

Distribution of the shareholdings according to type of shareholder:

Particulars	March 31, 2025		March 31, 2026	
	Number of Shares	% Holding	Number of Shares	% Holding
Promoters	7657500	63.65	7657500	63.65
Person acting in concert	Nil	Nil	44000	0.37
Institutional Investors	25890	0.22	25890	0.22
Others	4346610	36.13	4302610	35.76
Total	12030000	100.00	12030000	100.00

Distribution of shareholding according to the number of shares held on March 31, 2025 & March 31, 2026:

Particulars		As on 31st March, 2025				As on 31st March, 2026			
S. No.	No. of equity shares held	No. of shareholders	% of Total holders	No. of Shares	% of share capital	No. of shareholders	% of Total holders	No. of Shares	% of share capital
1	Up to 5000	7724	98.60	1829901	15.21	7750	98.71	1929159	16.04
2	5001 to 20000	88	1.12	891491	7.41	78	0.99	814488	6.77
3	20001 to 30000	0	0.00	0	0.00	3	0.04	76261	0.63
4	30001 to 40000	5	0.06	172185	1.43	6	0.08	212446	1.77
5	40001 to 50000	2	0.03	89580	0.74	0	0.00	0	0.00
6	50001 to 100000	8	0.10	570114	4.74	6	0.08	415453	3.45
7	100001 and above	7	0.09	8476729	70.46	8	0.10	8582193	71.34
	Total	7834	100.00	12030000	100.00	7851	100.00	12030000	100.00

CERTIFICATE IN PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR ENDED 31ST MARCH, 2026.

We, the undersigned hereby certify that:

(a) We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

2. These statements together present a true and fair view of the company s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered by the company during the year which are fraudulent, illegal, or violative of the companys code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify such deficiencies.

(d) We have indicated to the auditors and the Audit committee.

1. Significant changes in internal control over financial reporting during the year.

2. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

3. Instance of significant fraud, if any, of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the companys internal control system over financial reporting.

AMBRISH JAIPURIA
MANAGING DIRECTOR

SANJAY GUPTA
CHIEF FINANCIAL OFFICER

Date: May 25, 2026
Place: New Delhi

CERTIFICATE FROM THE COMPLIANCE OFFICER/COMPANY SECRETARY

I, Priyanka, Company Secretary confirm that the Company has:

(i) Maintained all the statutory registers required under the Companies Act, 2013 (the Act) and the Rules made there under.

(ii) Filed all the forms and returns and furnished all the necessary particulars to the Registrar of Companies and/or Authorities as required by the Act.

(iii) Issued all notices required to be given for convening of Board Meeting and General meeting, within the time limit prescribed by law.

(iv) Conducted the Board Meetings and Annual General Meeting as per the Act.

(v) Complied with all the requirements relating to the minutes of the proceedings of the meetings of the Directors and the Shareholders.

(vi) Made due disclosure required under the Act including those required in pursuance of the disclosures made by the Directors.

(vii) Obtained all necessary approvals of Directors, Shareholders, Central Government, and other Authorities as per the requirements.

(viii) Paid dividend amounts to the Shareholders and unpaid dividend amounts, if applicable, have been transferred to the General Revenue Account of the Central Government or Investor Education and Protections Fund within the time limit prescribed.

(ix) Complied with the requirements of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 entered into with the Stock Exchange in India.

(x) The Company has also complied with other statutory requirements under the Companies Act, 2013 and other related statutes in force.

The certificate is given by the undersigned according to the best of her knowledge and belief, knowing fully well that on the faith and strength of what is stated above; full reliance will be placed on it by the Shareholders of the Company.

Date: May 25, 2026
Place: New Delhi

Priyanka
Company Secretary

ANNUAL DECLARATION OF COMPLIANCE OF CODE OF CONDUCT BY MD

To,
The Board of Directors
Cosmo Ferrites Limited
517, 5th floor,
DLF tower, Jasola,
New Delhi 110 025

1. The Code of Conduct has been laid down for all the Board members and senior management and other employees of the Company.
2. The Code of Conduct is posted on website of the Company.
3. The Board members and senior management personnel have affirmed compliance with the code of conduct for the year 2025-26.

Date: May 25, 2026
Place: New Delhi

Ambrish Jaipuria
Managing Director

INDEPENDENT AUDITOR'S REPORT

To the Members of Cosmo Ferrites Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Cosmo Ferrites Limited ("the Company"), which comprise the balance sheet as at 31st March 2026, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

We have determined that there are no key audit matters to be communicated in our report.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 26 to the financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (ii) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

   (iii) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

   v. In our opinion and based on the information and explanation provided to us, no dividend has been declared or paid during the year by the company.

   vi. Based on our examination and information and explanations provided to us, the edit feature of accounting transactions recorded in accounting software used by the company had remained deactivated throughout the year. Consequently, there is no recording of Audit trails (edit logs) in the accounting software used by the Company.

For Suresh Kumar Mittal & Co.
Chartered Accountants
Firm's Registration No. 500063N

Ankur Bagla
Partner
Membership No. 521915

Place: New Delhi
Date: 25.05.2026
UDIN: 26521915MRFXZJ9860

Annexure "A" referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditor's Report of even date on the Ind AS Financial Statements

(i) (a) (A) The company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipments.

(B) The company does not have any intangible assets and hence provisions of clause (i) (a) (B) are not applicable to the company.

(b) All the property, plant and equipments have been physically verified by the management according to a regular program, which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies with respect to book records were noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.

(c) The title deeds of immovable properties disclosed in the financial statements are held in the name of the company.

(d) During the year, the company has not revalued its property, plant and equipments or intangible assets or both and hence provisions of clause (i) (d) are not applicable to the company.

(e) According to the information and explanation given to us and the records maintaining by the company no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.

(ii) (a) Physical verification of inventory has been conducted by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable. Discrepancies of 10% or more in the aggregate for each class of inventory with respect to book records were not noticed on such verification. Discrepancies noticed have been properly dealt with in the books of account.

(b) In our opinion and according to the information and explanation given to us and records maintained by the company, the quarterly returns or statements filed by the company with banks or financial institutions are in agreement with the books of account of the company.

(iii) According to the information and explanation provided to us, the company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans secured or unsecured to companies, firms, limited liability partnerships or other parties and hence provisions of clause (iii) of the order are not applicable to the company.

(iv) In our opinion and according to the information and explanations given to us no loans, investments, guarantees and security covered under section 185 and 186 of the Companies Act, 2013 has been given by the company.

(v) According to the information and explanation given to us, the company has not accepted any deposit or amounts which are deemed to be deposits from the public. Therefore, the provisions of clause (v) of the order are not applicable to the company.

(vi) We have broadly reviewed the books of account maintained by the company pursuant to the order made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013 and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained. However, we have not made a detailed examination of such accounts and records.

(vii) (a) The company is generally regular in depositing with the appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees state insurance, income tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and any other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect thereof were outstanding as at 31st March, 2026 for a period of more than six months from the date they became payable.

(b) According to the records of the company, dues referred to in sub clause (a) which have not been deposited on account of any dispute are as under:-

S. No.	Name of the statue	Nature of the dues	Period of which the amount related	Amount (Rs. In lacs)	Forum where dispute is pending
1	Central Excise Act, 1944	Differential duty (Excise Duty)	FY 2013-14 to FY 2014-15	15.88	CESTAT
2	Goods and Service Tax Act	Goods and Service Tax	FY 2019-20 to 2022-23	47.79	Appellate Authority
3	Goods and Service Tax Act	Goods and Service Tax	FY 2019-20 to 2022-23	7.58	The Assistant Commissioner, CGST

(viii) According to the information and explanations provided to us, there were no transactions which were not recorded in the books of account and have been surrendered or disclosed as income, during the year, in the tax assessments under the Income Tax Act, 1961.

(ix) (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the records of the company and information or explanation given to us, the company is not a declared wilful defaulter by any bank or financial institution or other lender.

(c) According to the records of the company and information and explanation given to us, term loans received during the year were applied for the purpose for which the loans were obtained.

(d) According to the records of the company and information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes.

(e) According to the records of the company and information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture.

(f) According to the records of the company and information and explanation given to us the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

(x) (a) In our opinion, moneys raised by way of initial public offer or further public offer (including debt instruments) have been applied for the purposes for which they were obtained.

(b) According to the records of the company and information and explanation given to us, during the year the company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures.

(xi) (a) According to the information and explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year.

(c) According to the records of the company and information and explanation given to us, no whistle blower complaints have been received by the company during the year.

(xii) According to the records of the company and information and explanation given to us, the company is not a Nidhi Company hence provisions of clause (xii) of the order are not applicable to the company.

(xiii) In our opinion all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) According to the information and explanations given to us, in our opinion the company has an internal audit system commensurate with the size and nature of its business.

(xiv) (b) We have considered the reports of internal auditors for the period under audit provided to us by the company.

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

(xvi) (a) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

(b) During the year, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The company is not a Core Investment Company (CIC) and/or an exempted or unregistered CIC as defined in the regulations made by the Reserve Bank of India.

(d) According to the records of the company and information and explanations given to us, the group has no CIC.

(xvii) The company has incurred cash losses of Rs 154.44 lakhs in the financial year under audit and has not incurred cash losses in the immediately preceding financial year.

(xviii) During the year there has been no resignation of the statutory auditors of the company and hence provisions of clause (xviii) of the order are not applicable to the company.

(xix) On the basis of the financial ratio, ageing and expected date of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans we are of the opinion that no material uncertainty exists as on the date of audit report that the company is 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.

(xx) (a) According to the records of the company and information and explanations given to us, in our opinion, there are no unspent amounts towards Corporate Social Responsibility (CSR) on projects other than ongoing projects requiring transfer to a fund specified in schedule vii to the Companies Act in compliance with second proviso to sub-section (5) of section 135 of the said Act.

(b) According to the records of the company and information and explanations given to us, in our opinion, there are no amount remaining unspent under sub section (5) of section 135 of the Companies Act, pursuant to any ongoing project.

(xxi) The company is not required to prepare Consolidated Financial Statements and accordingly, clause (xxi) of the order is not applicable to the company.

For Suresh Kumar Mittal & Co.
Chartered Accountants
Firm's Registration No. 500063N

Ankur Bagla
Partner
Membership No. 521915

Place: New Delhi
Date: 25.05.2026
UDIN: 26521915MRFXZJ9860

Annexure "B" referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditor's Report of even date on the Ind AS Financial Statements

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

We have audited the internal financial controls over financial reporting of Cosmo Ferrites Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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

a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

b) 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

c) 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 Over Financial Reporting

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

Opinion

In our opinion, 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 system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2026, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI".

For Suresh Kumar Mittal & Co.
Chartered Accountants
Firm's Registration No. 500063N

Ankur Bagla
Partner
Membership No. 521915

Place: New Delhi
Date: 25.05.2026
UDIN: 26521915MRFXZJ9860

BALANCE SHEET
As at March 31, 2026

Particulars	Note No.	As at 31.03.2026 Rs in lakh	As at 31.03.2025 Rs in lakh
ASSETS			
NON CURRENT ASSETS			
1 Property, Plant and Equipments	3	6,522.09	6,279.12
2 Capital-work-in-progress	4	57.78	13.20
3 Right of Use Assets	5	60.37	-
4 Financial Assets			
Investments	6	31.76	29.45
Other Financial Assets	7	84.43	82.43
CURRENT ASSETS			
1 Inventories	8	1,341.93	1,656.75
2 Financial Assets			
Trade Receivables	9	2,120.76	1,605.45
Cash and cash equivalents	10	22.07	46.97
Bank balance other than cash and cash equivalents	11	608.58	965.01
Other Financial Assets	12	177.13	396.44
3 Current Tax Assets (net)	13	9.45	14.37
4 Other Current Assets	14	561.53	684.21
		11,597.88	**11,773.39**
EQUITY AND LIABILITIES			
Equity			
1 Equity Share Capital	15	1,203.00	1,203.00
2 Other Equity		1,110.37	1,262.63
NON-CURRENT LIABILITIES			
1 Financial Liabilities			
Borrowings	16	1,365.96	1,739.78
Lease liabilities	17	42.93	-
2 Provisions 18		184.60	181.10
3 Deferred Tax Liabilities (net)	19	114.57	157.48
4 Other Non Current Liabilities	20	0.90	0.40
CURRENT LIABILITIES			
1 Financial liabilities			
Borrowings	21	5,504.43	5,405.41
Lease liabilities	22	20.42	-
Trade Payables	23		
(a) Total outstanding dues of micro and small enterprises		22.84	20.00
(b) Total outstanding dues of other than micro and small enterprises		1,138.71	1,043.20
2 Provisions	24	95.56	55.07
3 Other current liabilities	25	793.59	705.33
		11,597.88	**11,773.39**

See Accompanying Notes to the Financial Statements
As per our report of even date annexed

For Suresh Kumar Mittal & CO.,
Chartered Accountants
Reg. No. 500063N

Ambrish Jaipuria
Managing Director
DIN No. 00214687

Rajesh Kumar Gupta
Director
DIN No. 08615199

Ankur Bagla
Partner
Membership No. 521915

Sanjay Gupta
Chief Financial Officer
Memb No. 095586

Priyanka
Company Secretary
Memb No. 71558

Place: New Delhi
Date : 25.05.2026

STATEMENT OF PROFIT & LOSS
For the period 01 April 2025 to 31 March 2026

	Particulars	Note No.	For the period 01.04.2025 to 31.03.2026 Rs in lakh	For the period 01.04.2024 to 31.03.2025 Rs in lakh
I	**REVENUE**			
	Revenue from Operations	28	9,858.67	8,565.88
	Other Income	29	277.17	176.15
	TOTAL REVENUE		**10,135.83**	**8,742.03**
II	**EXPENSES**			
	Cost of Material Consumed	30	3,397.69	3,085.58
	Purchase of Stock-in-trade		7.84	135.41
	Changes in Inventory of Finished Goods and Work in Progress	31	285.97	(55.23)
	Employee Benefits Expense	32	2,327.94	2,162.63
	Finance Costs	33	607.57	548.47
	Depreciation & Amortization Expenses	34	472.06	466.88
	Other Expenses	35	3,215.37	3,019.62
	TOTAL EXPENSES		**10,314.43**	**9,363.35**
III	**PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX**		**(178.60)**	**(621.32)**
	Exceptional Items (Refer note 41)		24.92	-
IV	**PROFIT/(LOSS) BEFORE TAX**		**(203.52)**	**(621.32)**
V	**TAX EXPENSE**			
	Current Tax		-	-
	Earlier Year Taxes		-	-
	Deferred Tax	19	(45.01)	(55.92)
VI	**PROFIT AFTER TAX**		**(158.51)**	**(565.41)**
VII	**OTHER COMPREHENSIVE INCOME**			
	Items that will not be reclassified to profit & loss		8.35	2.49
	Income tax relating to above		(2.10)	(0.63)
	Items that will be reclassified to profit & loss		-	-
	Income tax relating to above		-	-
			6.25	**1.86**
VIII	**TOTAL COMPREHENSIVE INCOME**		**(152.26)**	**(563.54)**
IX	**EARNING PER SHARE**			
	Basic	36	(1.32)	(4.70)
	Dilutive	36	(1.32)	(4.70)

See Accompanying Notes to the Financial Statements
As per our report of even date annexed

For Suresh Kumar Mittal & CO., Chartered Accountants Reg. No. 500063N	Ambrish Jaipuria Managing Director DIN No. 00214687	Rajesh Kumar Gupta Director DIN No. 08615199
Ankur Bagla Partner Membership No. 521915	Sanjay Gupta Chief Financial Officer Memb No. 095586	Priyanka Company Secretary Memb No. 71558

Place: New Delhi
Date : 25.05.2026

CASH FLOW STATEMENT
For the period ended, March 31, 2026

Particulars	For the period from 01.04.2025 to 31.03.2026 Rs in lakh	For the period from 01.04.2024 to 31.03.2025 Rs in lakh
Net Profit/(Loss) before Tax	**(203.52)**	**(621.32)**
Adjustments for:-		
Depreciation and amortisation	456.96	466.88
Interest paid	562.52	513.28
Profit / Loss on sale of fixed assets	(8.52)	0.50
Acturial Gain/Loss classified as Other Comprehensive Income	8.35	2.49
Operating profit /(loss) before working capital changes	**815.80**	**361.83**
Adjustment for (increase)/decrease in operating assets		
Inventories	314.82	(242.34)
Trade and other receivables	(175.31)	95.58
Trade payable and other liabilities	234.07	229.05
Cash generated from operations	**1,189.39**	**444.12**
Net income tax(paid)/refunds	4.92	(4.22)
Net Cash flow from /(used in) operating activities(A)	**1,194.31**	**439.89**
<u>Cash Flow from Investing Activities</u>		
Purchase of fixed assets	(771.34)	(273.11)
Purchase of investments (including fair valuation gain)	(2.31)	(2.01)
Bank balance other than cash and cash equivalents	356.43	(433.55)
Incentive under SPECS Scheme*	-	456.89
Sale of fixed assets / subsidy	35.35	1.67
Net Cash flow from/(used in) Investing Activities(B)	**(381.87)**	**(250.11)**
<u>Cash Flow from Financing Activities</u>		
ncrease/(Decrease) long term borrowings	(312.43)	(197.01)
Increase/(Decrease) in short term borrowings	37.64	438.67
Interest paid	(562.52)	(513.28)
Net Cash Flow from /(used in) Financing Activities (C)	**(837.32)**	**(271.62)**
Net Increase /(decrease) in Cash and Cash Equivalents (A+B+C)	(24.88)	(81.84)
Cash and cash equivalents at the beginning of the year	46.96	128.80
Cash and cash equivalents at the end of the year	22.07	46.96

* Represents grant received from government under SPECS scheme which has been considered under Property, plant and equipments

Notes: Figures in bracket represent cash outflow.

As per our report of even date annexed

For Suresh Kumar Mittal & CO., Chartered Accountants Reg. No. 500063N	Ambrish Jaipuria Managing Director DIN No. 00214687	Rajesh Kumar Gupta Director DIN No. 08615199
Ankur Bagla Partner Membership No. 521915	Sanjay Gupta Chief Financial Officer Memb No. 095586	Priyanka Company Secretary Memb No. 71558

Place: New Delhi
Date : 25.05.2026

STATEMENT OF CHANGES IN EQUITY
For the period 01.04.2025 to 31.03.2026

A EQUITY SHARE CAPITAL

Particulars	Number of Shares	Amount (Rs. Lakh)
Balance as of 01.04.2024	1,20,30,000	1,203.00
Addition during the period	-	-
Balance as of 31.03.2025	**1,20,30,000**	**1,203.00**
Balance as of 01.04.2025	1,20,30,000	1,203.00
Addition during the period	-	-
Balance as of 31.03.2026	**1,20,30,000**	**1,203.00**

B OTHER EQUITY Amount (Rs. lakh)

Particulars	Reserves and surplus			Items of other comprehensive income	
	Preference Share Capital Redemption Reserve	Retained Earnings	Capital Reserve	Other items of OCI	Total Other Equity
Balance as of 01.04.2024	625.41	1,135.02	51.88	13.86	1,826.17
Profit/Loss for the period	-	(565.41)	-	-	(565.41)
Other comprehensive income	-	-	-	1.86	1.86
Balance as of 31.03.2025	**625.41**	**569.61**	**51.88**	**15.72**	**1,262.63**
Balance as of 01.04.2025	625.41	569.61	51.88	15.72	1,262.63
Profit/Loss for the period	-	(158.51)	-	-	(158.51)
Transfer to Capital Redemption Reserve	200.00	(200.00)	-		
Other comprehensive income	-	-	-	6.25	6.25
Balance as of 31.03.2026	**825.41**	**211.11**	**51.88**	**21.97**	**1,110.37**

The Preference Share Capital Redemption Reserve was created for the purpose of redemption of preference shares

The accumulated profit/loss has been carried forward as Retained Earnings.

The receipt of capital nature was directly taken in Capital Reserve.

The accumulated profit/loss of items of other comprehensive income has been carried forward as Other items of OCI

As per our report of even date annexed

For Suresh Kumar Mittal & CO.,
Chartered Accountants
Reg. No. 500063N

Ankur Bagla
Partner
Membership No. 521915

Ambrish Jaipuria
Managing Director
DIN No. 00214687

Sanjay Gupta
Chief Financial Officer
Memb No. 095586

Rajesh Kumar Gupta
Director
DIN No. 08615199

Priyanka
Company Secretary
Memb No. 71558

Place: New Delhi
Date : 25.05.2026

Notes to financial statements

1 i) Company Overview

Cosmo Ferrites Limited ("the Company") is a public limited company incorporated in India and has its registered office in Himachal Pradesh, India. The Company is listed on Bombay Stock Exchange.

ii) Basis of Preparation of financial statements

The financial statements of the company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

These financial statements are separate financial statements of the company.

The financial results have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value or revalued amount:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments); and
- Dened benet plans – plan assets measured at fair value.

These financial statements are presented in Indian Rupees (), which is also the functional currency of the Company.

2 Material accounting policies

2.1 Property, Plant & Equipment

Property, plant and equipment are stated in the balance sheet at cost less accumulated depreciation. The cost comprises purchase price, borrowing cost and any other cost directly attributable to bringing the assets to its working condition for its intended use. Trade discount, rebates and recoverable taxes, if any are deducted in arriving at the purchase price.

Subsequent costs are included in the assets 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 entity and the cost can be measured reliably.

Depreciation is calculated on fixed assets on straight line method in accordance with Schedule II of The Companies Act, 2013 except for machines in press section. For press section the life of the assets has, on technical evaluation, been considered as 8 years instead of 25 years. Life of tools considered as 3 years.

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised while they are classified as held for sale.

2.2 Inventories

Inventories are valued at cost or net realizable value, whichever is lower.

Cost of raw materials and stores and spares are determined on weighted average bases. In case of Work-in-progress and Finished Goods, the cost includes cost of raw materials, cost of conversion, and other costs including overheads incurred to bring them to their respective present location and condition.

2.3 Revenue recognition

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership are transferred to the buyer, there is no continuing effective control of the goods transferred, and the amount of revenue can be measured reliably.

Interest income is recognized on a time proportion basis.

Dividend income is recognized when the right to receive the payment is established.

2.4 Employee benefits

i) Short Term Employee Benefits

Short term employee benefits is recognized as an expense during the period when the employee render the service.

ii) **Post-Employment Benefits**

a) **Defined Contribution Plan**

The Company makes specified monthly contributions towards Provident fund, Superannuation Fund. The Company's contribution is recognized as an expense during the period in which the employee renders the related service.

b) **Defined Benefits Plan**

The Company operates a defined benefit gratuity plan. The cost of providing the benefits under this plan is determined using the productive unit cost method and spread over the period during which the benefit is expected to be derived from employees services.

The gratuity liability amount is contributed to the approved gratuity fund formed exclusively for gratuity payment to the employees and is administered by Life Insurance Corporation of India.

Re-measurement of the defined benefit plan in are charged to the Other Comprehensive Income in the period in which they occur. Re-measurements are not reclassified to the Profit and Loss Statement in subsequent periods.

c) **Other Employee Benefits**

Lability in respect of leave encashment is recognized in the same manner as the defined benefit gratuity plan.

2.5 Research & Development

Revenue expenditure on research and development is charged to Profit and Loss Statement in the year in which it is incurred. Capital expenditure on research and development is included in the respective heads under fixed assets and depreciation thereon is charged to Profit and Loss Statement.

2.6 Borrowing costs

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of the assets. All other borrowing costs are recognized in the period in which they are incurred. A qualifying asset is one that necessarily take a substantial period of time to get ready for their intended use.

Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

2.7 Foreign currency transactions

Foreign Currency transaction are initially recorded at the rate of exchange ruling at the date of transaction.

Foreign currency monetary item (assets and liabilities) are translated using the exchange rate prevailing at the reporting date. Exchange gains or losses arising on settlement or translation of monetary items are recognized in the Profit and Loss Statement.

Exchange gains or losses on foreign currency borrowings taken prior to 1st April, 2017 which are related to the acquisition and construction of qualifying assets are adjusted to the cost of the assets.

Non-monetary items, which are measured in terms of historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction.

2.8 Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognized in Profit and Loss Statement, except to the extent that it relates to items recognized in Other Comprehensive Income in which case, the tax is also recognized in Other Comprehensive Income.

Current Tax

Current tax liability is measured at the amount expected to be paid to the taxation authorities, based on tax rates and laws that are enacted or subsequently enacted at the Balance Sheet date.

Deferred Tax

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, the carry forward of tax credits (Minimum Alternate Tax credit entitlement) and the carry forward of business losses and unabsorbed tax depreciation.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

2.9 Earnings per Share

Basic earnings per share is calculated by dividing the net profit for the year attributable to equity shareholders (after deducting the redeemable preference share dividend) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profits attributable to equity shareholders (after deducting dividend on redeemable preference shares) by the weighted average number of equity shares outstanding during the year (adjusted for the effects of dilutive options).

2.10 Impairment of Non-Financial Assets

The company assesses at each reporting date weather there is an indication that an asset may be impaired.If an indication exists the Company estimates the assets recoverable amount and writes down the assets value to its recoverable amount.

2.11 Government grants, subsidies and incentives

Government grants, subsidies and incentives are recognised where there is reasonable assurance that it will be received and all attached conditions will be complied with.

2.12 Leases

Pursuant to adoption of Ind AS 116, the company recognised right-of-use assets and lease liabilities, except for short-term leases and leases of low-value assets. The company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate at the date of initial application and right of use asset at an amount equal to the lease liability adjusted for any prepayments/accruals recognised in the balance sheet.

- **Right-of-use assets**

  The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets, which comprises the initial amount of the lease liability, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are amortised on a straight line basis over the lower of its estimated useful life and the lease term. Right-of-Use assets are subject to impairment.

- **Lease liabilities**

  At the commencement date of the lease, the company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the company and payments of penalties for terminating a lease, if the lease term reflects the company exercising the option to terminate.

  In calculating the present value of lease payments, the company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

- **Short-term leases and leases of low-value assets**

  The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies recognition exemption to leases for which the underlying asset is of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

3 PROPERTY, PLANT and EQUIPMENTS

Rs in lakhs

Particulars	Land	Buildings	Plant & Machinery	Furniture & Fixtures	Vehicles	Lease Improve-ments	Total
Gross Carrying Value as on 01.04.2024	1,915.00	315.43	6,111.76	131.01	257.47	64.12	**8,794.79**
Addition	-	-	173.19	0.27	86.44	-	**259.91**
Disposals/adjustments *	-	-	460.99	-	10.00	-	**470.99**
Gross Carrying Value as on 31.03.2025	**1,915.00**	**315.43**	**5,823.97**	**131.28**	**333.92**	**64.12**	**8,583.71**
Accumulated Depreciation as on 01.04.2024	-	137.62	1,474.42	63.17	166.47	7.94	**1,849.62**
Depreciation for the period	-	7.31	413.57	7.80	30.89	7.32	**466.88**
Deductions/Adjustments			2.43		9.50		**11.93**
Accumulated Depreciation as on 31.03.2025	**-**	**144.92**	**1,885.56**	**70.97**	**187.86**	**15.27**	**2,304.57**
Carrying Value as on 31.03.2025	**1,915.00**	**170.51**	**3,938.41**	**60.31**	**146.06**	**48.85**	**6,279.12**
Gross Carrying Value as on 01.04.2025	1,915.00	315.43	5,823.97	131.28	333.92	64.12	**8,583.71**
Addition	-	-	426.15	15.25	285.37	-	**726.76**
Disposals/adjustments *	-	-	4.83	-	197.94	-	**202.77**
Gross Carrying Value as on 31.03.2026	**1,915.00**	**315.43**	**6,245.28**	**146.53**	**421.34**	**64.12**	**9,107.70**
Accumulated Depreciation as on 01.04.2025	-	144.92	1,885.56	70.97	187.86	15.27	**2,304.57**
Depreciation for the period	-	7.31	388.19	8.57	45.57	7.32	**456.96**
Deductions/Adjustments	-	-	4.59	-	171.35	-	**175.94**
Accumulated Depreciation as on 31.03.2026	**-**	**152.23**	**2,269.16**	**79.54**	**62.08**	**22.59**	**2,585.60**
Carrying Value as on 31.03.2026	**1,915.00**	**163.20**	**3,976.12**	**67.00**	**359.26**	**41.53**	**6,522.09**

*Disposals/adjustments includes Rs Nil (Previous Year Rs 456.89 lakhs regarding grant received from government under SPECS scheme

4 CAPITAL-WORK-IN-PROGRESS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Capital-work-in-progress	57.78	13.20
Total	**57.78**	**13.20**

CWIP Ageing Schedule as at March 31, 2026 — Amount (Rs. Lakh)

Particualrs	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	57.78	-	-	-	57.78
Total	**57.78**	**-**	**-**	**-**	**57.78**

CWIP Ageing Schedule as at March 31, 2025 — Amount (Rs. Lakh)

Particualrs	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	13.20	-	-	-	13.20
Total	**13.20**	**-**	**-**	**-**	**13.20**

5 RIGHT OF USE ASSETS

Amount (Rs. Lakh)

Particulars	Right of Use Assets (Building)	Total
Gross Carrying Value as on 01.04.2024	-	-
Addition during the year	-	-
Deductions/Adjustments	-	-
Gross Carrying Value as on 31.03.2025	**-**	**-**
Accumulated Amortisation as on 01.04.2024	-	-
Amortisation for the period	-	-
Deductions/Adjustments	-	-
Accumulated Amortisation as on 31.03.2025	**-**	**-**
Carrying Value as on 31.03.2025	**-**	**-**
Gross Carrying Value as on 01.04.2025	-	-
Addition during the year	75.47	75.47
Deductions/Adjustments	-	-
Gross Carrying Value as on 31.03.2026	**75.47**	**75.47**
Accumulated Amortisation as on 01.04.2025	-	-
Amortisation for the period	15.09	15.09
Deductions/Adjustments	-	-
Accumulated Amortisation as on 31.03.2026	**15.09**	**15.09**
Carrying Value as on 31.03.2026	**60.37**	**60.37**

6 INVESTMENTS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Investments carried at fair value through profit and loss	-	-
a) Investments in mutual funds (unquoted)		
ABSL Liquid Fund-Growth (7114.635 units (Prev Year 7114.635 units))	31.26	29.45
b) Investments in equity shares (unquoted)		
SVC Co-operative Bank Ltd (face value Rs 10 each) (5000 shares (Prev Year Nil Shares))	0.50	-
Total	**31.76**	**29.45**

7 OTHER FINANCIAL ASSETS (NON CURRENT)

(Unsecured-considered good)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Fixed deposits with banks with maturity period of more than 1 year from balance sheet date		
- Held as margin/security	3.30	3.10
- Others	-	-
Security Deposits to Related Parties	8.63	8.63
Security Deposits to Others	63.87	62.08
Loans & Advances to Related Parties	8.63	8.63
Total	**84.43**	**82.43**

8 INVENTORIES

(As taken, valued and certified by the management)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Raw Materials	436.76	518.31
Work in progress	456.22	685.19
Finished Goods*	75.86	132.87
Stores & Spares	373.08	320.38
Total	**1,341.93**	**1,656.75**

* includes goods in transit Rs 64.53 lakh (Previous period 86.82 lakh)

9 TRADE RECEIVABLES

Amount (Rs. Lakh)

Particulars	As at 31.03.2026		As at 31.03.2025	
Considered good - secured	-		-	
Considered good - unsecured	2,157.51		1,642.20	
Less: allowance for doubtful trade receivables	(36.75)	2,120.76	(36.75)	1,605.45
Having significant increase in credit risk	57.58		78.02	
Less: allowance for doubtful debts	(57.58)	-	(78.02)	-
Credit Impaired	-		-	
Total		**2,120.76**		**1,605.45**

Trade Receivables Ageing Schedule as at 31st March 2026

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables– considered good	1,675.55	481.97	-	-	-	-	**2,157.52**
(ii) Undisputed Trade Receivables– which have significant increase in credit risk	-	-	0.07	7.41	6.02	1.59	**15.09**
(iii) Undisputed Trade Receivables– credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables– which have significant increase in credit risk	-	-	-	-	10.06	32.43	**42.49**
(vi) Disputed Trade Receivables– credit impaired	-	-	-	-	-	-	**-**
	1,675.55	**481.97**	**0.07**	**7.41**	**16.08**	**34.02**	**2,215.10**
Less: Allowance for doubtful trade receivables							(94.33)
Total Trade Receivables	**1,675.55**	**481.97**	**0.07**	**7.41**	**16.08**	**34.02**	**2,120.77**

Trade Receivables Ageing Schedule as at 31st March 2025

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months- 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	1,198.48	443.72	-	-	-	-	**1,642.20**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	6.49	29.08	3.96	-	**39.53**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	18.92	19.57	**38.49**
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
	1,198.48	**443.72**	**6.49**	**29.08**	**22.88**	**19.57**	**1,720.22**
Less: Allowance for doubtful trade receivables							(114.77)
Total Trade Receivables	**1,198.48**	**443.72**	**6.49**	**29.08**	**22.88**	**19.57**	**1,605.45**

10 CASH & CASH EQUIVALENTS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Balances with banks in current accounts	21.73	46.67
Fixed deposits with banks with original maturity period upto 3 months	-	-
Cash in hand	0.33	0.30
Total	**22.07**	**46.97**

11 BANK BALANCE OTHER THAN CASH & CASH EQUIVALENTS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Fixed deposits with banks with original maturity of more than 3 months having remaining maturity of less than 12 months from balance sheet date		
- Held as margin/security	200.37	165.01
- Others	408.21	800.00
Total	**608.58**	**965.01**

12 OTHER FINANCIAL ASSETS (CURRENT)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Export Benefits and Entitlements	77.37	78.56
Incentives / Subsidy Receivable	89.59	286.97
Interest accrued on Loans & Deposits	10.17	30.91
Total	**177.13**	**396.44**

13 CURRENT TAX ASSETS

(Unsecured-considered good)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Advance Income Tax (including Tax Deducted at Source)	9.45	14.37
Total	**9.45**	**14.37**

14 OTHER CURRENT ASSETS

(Unsecured-considered good)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026		As at 31.03.2025	
GST recoverable	152.52		127.55	
Less: Provision for doubtful recoverable	(94.80)	57.72	(94.80)	32.75
Advances recoverable in cash or in kind	453.18		613.27	
Less: Provision for doubtful recoverable	(19.09)	434.10	(19.09)	594.18
Others		69.72		57.28
Total		**561.53**		**684.21**

15 EQUITY SHARE CAPITAL

(a) Authorised Share Capital

Particulars	No. of Shares		Amount (Rs. Lakh)	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Equity Shares of 10 each fully paid up				
At the beginning of the period	2,00,00,000	2,00,00,000	2,000.00	2,000.00
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	2,00,00,000	2,00,00,000	2,000	2,000
Preference Shares of 100 each				
At the beginning of the period	3,00,000	3,00,000	300.00	300.00
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	3,00,000	3,00,000	300.00	300.00
Total			**2,300.00**	**2,300.00**

(b) Issued, Subscribed and Paid up

Particulars	No. of Shares		Amount (Rs. Lakh)	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Equity Shares of 10 each fully paid up				
At the beginning of the period	1,20,30,000	1,20,30,000	1,203.00	1,203.00
Add: Additions during the period	-	-	-	-
Less: Reduction during the period	-	-	-	-
At the end of the period	1,20,30,000	1,20,30,000	1,203.00	1,203.00
Total			**1,203.00**	**1,203.00**

Details of shares in the company held by each shareholder holding more than 5% of shares is as under:

Name of the Shareholder	No. of Shares		Percentage	
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025
Andheri Properties and Developer Pvt Ltd	37,56,875	37,56,375	31.23	31.23
Super Sadiq Enterprises Pvt. Ltd.	36,85,000	36,85,000	30.63	30.63

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

Name of Promoter	No. of Shares		Percentage		Change during the year
	As at 31.03.2026	As at 31.03.2025	As at 31.03.2026	As at 31.03.2025	
Andheri Properties and Developer Pvt Ltd	37,56,875	37,56,875	31.23	31.23	-
Super Sadiq Enterprises Pvt. Ltd.	36,85,000	36,85,000	30.63	30.63	-
Aanchal Jaipuria Bhandari	75,500	75,500	0.63	0.63	-
Abha Jaipuria	7,500	7,500	0.06	0.06	-
Ambrish Jaipuria	1,32,625	1,32,625	1.10	1.10	-

16 LONG TERM BORROWINGS (Secured)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
From Banks		
Term Loan *	-	41.85
Hire Purchase Finance **	222.96	58.68
From Non Banking Finance Companies *, #	150.00	450.00
From Co-operative Banks *, # #	993.01	989.25
Preference Shares	-	200.00
Total	**1,365.96**	**1,739.78**

* Rupee Term Loans are secured by first equitable mortgage of immovable assets both present and future and hypothecation of moveable assets (save and except book debts) charged to rank pari-passu inter se and subject to prior charges created for working capital loans and assets exclusively charged.

** Assets purchased under Hire Purchase Finance Schemes are hypothecated to the financers.

Rupee Term Loan from non banking finance companies are further secured by second pari passu charge on the entire current assets of the company and corporate guarantees from the promoter group companies.

Rupee Term Loan from co-operative banks are further secured by charge on pari passu basis with SBI and Bajaj Finance Ltd on the immovable properties, plant & machineries and other movable fixed assets and corporate guarantees from the promoter group companies.

The above loans are repayable as follows:

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Payable after 1 year	615.14	696.57
Payable after 2 years	288.27	505.29
Payable after 3 years	191.18	175.26
Payable after 4 years	147.87	71.43
Payable after 5 years	80.64	77.36
Payable after 6 years	52.38	23.80
Unamortised upfront fees	(9.51)	(9.94)
Total	**1,365.96**	**1,539.77**

17 LEASE LIABILITIES - NON CURRENT

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Lease Liabilities	42.93	-
Total	**42.93**	**-**

18 LONG TERM PROVISIONS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Provisions for Employee Benefits	184.60	181.10
Total	**184.60**	**181.10**

19 DEFERRED TAX LIABILITY (NET)

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Deferred Tax liability		
Property, Plant and Equipments	588.26	563.25
Total	**588.26**	**563.25**
Deferred Tax Assets		
43B items	94.96	83.89
Carry Forward Losses	355.80	293.57
Others	22.93	28.31
Total	**473.69**	**405.77**
Net Deferred Tax Liability / (Asset)	**114.57**	**157.48**

20 OTHER NON CURRENT LIABILITIES

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Security Deposits	0.90	0.40
Total	**0.90**	**0.40**

21 SHORT TERM BORROWINGS

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Secured		
Loans repayable on Demand		
From Banks *	2,502.12	2,464.49
Current Maturities of Long Term Debts	802.31	740.92
Sub Total	**3,304.43**	**3,205.41**
Unsecured		
Inter Corporate loan from related party	2,200.00	2,200.00
Interest accrued and due on borrowings	-	-
Sub Total	**2,200.00**	**2,200.00**
Total	**5,504.43**	**5,405.41**

* Secured by hypothecation of inventories and book debts and further secured by way of second charge on property, plant and equipments both present and future.

22 LEASE LIABILITIES - CURRENT

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Lease Liabilities	20.42	-
Total	**20.42**	**-**

23 TRADE PAYABLES

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Total outstanding dues of Micro and Small Enterprises	22.84	20.00
Total outstanding dues of other than Micro and Small Enterprises	1,138.71	1,043.20
Total	**1,161.55**	**1,063.20**

Amount payable in respect of capital goods 61.05 lakh (Previous period 48.63 lakh)

Trade Payables Ageing Schedule as at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	17.80	5.04	-	-	-	22.84
Others	393.51	698.87	28.98	14.93	2.54	1,138.82
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues-Others	-	-	-	-	-	-
Total	**411.31**	**703.91**	**28.98**	**14.93**	**2.54**	**1,161.67**

Trade Payables Ageing Schedule as at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	9.81	10.19	-	-	-	20.00
Others	282.50	739.56	18.62	1.84	0.68	1,043.19
Disputed dues-MSME	-	-	-	-	-	-
Disputed dues-Others	-	-	-	-	-	-
Total	**292.31**	**749.75**	**18.62**	**1.84**	**0.68**	**1,063.20**

The information regarding Micro, Small and Medium Enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, to the extent such parties have been identified on the basis of information available with the Company, is given below:

Amount (Rs. Lakh)

Particulars	**As at 31.03.2026**	**As at 31.03.2025**
Principal amount due outstanding as at end of year	22.84	20.00
Interest due on above and unpaid as at end of year	2.61	1.71
Interest paid to the supplier	0.45	-
Payments made to the supplier beyond the appointed day during the period	35.54	-
Interest due and payable for the period of delay	0.39	-
Interest accrued and remaining unpaid as at end of period	3.00	1.71

24 SHORT TERM PROVISIONS

Amount (Rs. Lakh)

Particulars	**As at 31.03.2025**	**As at 31.03.2024**
Provisions for Employee Benefits	95.56	55.07
Total	**95.56**	**55.07**

25 OTHER CURRENT LIABILITIES

Amount (Rs. Lakh)

Particulars	As at 31.03.2026	As at 31.03.2025
Advance from Customers	96.31	37.00
Provisions against expenses	624.40	540.49
Other Payables	72.88	127.84
Total	**793.59**	**705.33**

26 CONTINGENT LIABILITIES AND COMMITMENTS

(to the extent not provided for)

Amount (Rs. Lakh)

Particulars	As at 31.03.2025	As at 31.03.2024
Contingent Liabilities		
a) Claims against the company not acknowledged as debts	23.04	15.00
b) Taxation matters disputed in appeals/rectification:		
- Differential Duty (Excise) against which payments made 1.65 lakh (previous period 1.65 lakh)	17.54	17.54
- Goods and Service Tax against which payments made 2.34 lakh (previous year 1.49 lakh)	57.71	49.28
c) Bank Guarantee	84.11	51.86
d) Bill discounted with Banks	9.56	40.58
e) Interest on unsecured loans waived off by the lenders with the right to re-compensate if the financial position of the company allows such payment subsequently	401.17	313.41
Commitments		
a) Estimated amount of contracts remaining to be executed on capital account (net of advances)	92.21	157.78
b) Letter of credits opened for which the material has not yet been shipped	81.72	135.51

27 In the opinion of the board the assets other than fixed assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

28 REVENUE FROM OPERATIONS

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Gross Sales of Products		
Soft Ferrites Components	7,503.41	6,117.34
Coils & Transformers	2,233.86	2,203.53
Sales of Traded Goods	14.25	140.82
Other Operating Revenue		
Export Incentives	71.52	60.51
Sales Tax Incentives	35.64	43.69
Production Linked Incentive	-	-
Total	**9,858.67**	**8,565.88**

29 OTHER INCOME

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Interest	41.28	53.68
Claims	4.85	3.77
Miscellaneous Receipts & Income	95.43	80.86
Excess Provisions/Sundry balances written back	48.25	(1.11)
Incentives and Subsidy	-	-
Gain on investments carried at fair value through profit and loss	1.81	2.01
Reversal of Provision for Doubtful Debts/Advances (net off bad debts w/off Rs Nil (previous year Rs Nil)	20.44	5.14
Exchange Rate Difference (Net)	65.10	31.81
Total	**277.17**	**176.15**

30 COST OF MATERIALS CONSUMED

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
At the beginning of the period	518.31	317.34
Add: Purchases during the period	3,316.13	3,286.55
Less: Consumption during the period	3,397.69	3,085.58
At the end of the period	**436.76**	**518.31**

31 CHANGES IN INVENTORIES

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2024 to 31.03.2025	For the period from 01.04.2023 to 31.03.2024
Closing Stock		
Finished Goods	75.86	132.87
Work in Progress	456.22	685.19
Traded Goods	-	-
	532.09	818.06
Opening Stock		
Finished Goods	132.87	94.00
Work in Progress	685.19	668.82
Traded Goods	-	-
	818.06	762.82
(Increase)/Decrease in stocks	**285.97**	**(55.23)**

32 EMPLOYEE BENEFITS EXPENSE

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Salaries & Wages	2087.19	1917.74
Gratuity	13.38	18.94
Contribution to Provident & Other Funds	177.62	174.49
Staff Welfare Expenses	49.74	51.45
Total	**2,327.94**	**2,162.63**

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
During the year, the following contribution have been made under defined contribution plans:-		
Employer's Contribution to Provident Fund	132.08	127.02
Employer's Contribution to Superannuation Fund	12.03	13.80
Employer's Contribution to Employees State Insurance	28.24	28.07

Defined Benefit Plans	Gratuity	Leave Benefit	Gratuity	Leave Benefit
Assumptions				
Attrition Rate	5%	5%	5%	5%
Salary Rise	5%	5%	5%	5%
Table showing changes in present value of obligations				
Present value of obligation as at beginning of year	279.47	52.17	323.38	63.43
Interest cost	17.93	3.44	20.37	3.89
Past Service Cost	16.83	4.40	-	-
Current Service Cost	15.28	8.56	14.69	9.97
Benefits Paid	(29.24)	(2.85)	(82.41)	(19.08)
Actuarial (gain)/loss on obligation	2.58	(9.56)	3.44	(6.04)
Present value of obligations as at end of year	302.85	56.16	279.47	52.17
Table showing changes in the present value of plan assets				
Fair value of plan assets at the beginning of year	95.46		116.07	
Expected return on plan assets	5.66		7.37	
Contributions	15.29		35.12	
Benefits paid	(38.94)		(62.99)	
Actuarial gain / (Loss) on plan assets	1.38		(0.11)	
Fair value of plan assets at the end of year	78.85		95.46	

Defined Benefit Plans	Gratuity	Leave Benefit	Gratuity	Leave Benefit
Table showing fair value of plan assets				
Fair value of plan assets at the beginning of year	95.46		116.07	
Actual return on plan assets	7.04		7.26	
Contributions	15.29		35.12	
Benefits paid	(38.94)		(62.99)	
Fair value of plan assets at the end of year	78.85		95.46	
Present value of obligation at the end of year	302.85	56.16	279.47	52.17
Funded status	(224.00)	(56.16)	(184.01)	(52.17)
Actuarial Gain / Loss recognized				
Actuarial gain / Loss for the year – obligation	(2.58)	(9.56)	(3.44)	(6.04)
Actuarial (gain)/Loss for the year – plan assets	1.37		(0.11)	
Total (gain) / Loss for the year	(1.21)	(9.56)	(3.55)	(6.04)
Actuarial (gain / Loss recognized in the year	(1.21)	(9.56)	(3.55)	(6.04)
The amounts to be recognized in the balance sheet and statements of Profit & loss				
Present value of obligations as at the end of year	302.85	56.16	279.47	52.17
Fair value of plan assets as at the end of the year	78.85		95.46	
Funded status	(224.00)	(56.16)	(184.01)	(52.17)
Net Asset / (Liability) recognized in balance sheet	224.00	56.16	184.01	52.17
Expenses recognized in statement of Profit & Loss				
Current services cost	15.28	8.56	14.69	9.97
Interest cost	17.93	3.44	20.37	3.89
Expected return on plan assets	5.66		7.37	
Net Actuarial (gain)/Loss recognized in the year	(1.21)	(9.56)	(3.55)	(6.04)
Expenses recognized in statement of P&L	28.76	2.44	31.24	7.82

The Estimates of rate of future salary increase takes into account inflation, seniority, promotion and other relevant factors on long term basis. The discount rate is generally based upon the market yields available on Government bonds at the accounting date with a term that matches that of liability. The above information is certified by the actuary.

33 FINANCE COSTS

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Interest Expense	562.52	513.28
Bank and Finance Charges	36.74	35.19
Interest on Lease Liability	8.30	-
Total	**607.57**	**548.47**

34 DEPRECIATION & AMORTISATION EXPENSE

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Depreciation	456.96	466.88
Amortisation of Right of Use Assets	15.09	-
Total	**472.06**	**466.88**

35 OTHER EXPENSES

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Consumption of Stores, Spare and Packing Materials	1,320.20	1,205.53
Power & Fuel	1,021.72	906.27
Rent	39.69	47.26
Repairs to Buildings	4.52	3.56
Repairs to Machinery	206.57	187.27
Insurance	53.36	39.97
Rates & Taxes	4.65	37.33
Travelling & Conveyance	176.19	181.91
Professional & Consultancy Charges	120.87	137.27
Other Selling Expenses	43.01	69.16
Charity & Donation	0.55	0.11
Corporate social responsibility	-	-
Claims/Advances/Balances Paid/Written Off	6.89	0.43
Loss/(Profit) on sale/decommission of fixed assets	(8.52)	0.50
Miscellaneous Expenses*	225.67	203.04
Total	**3,215.37**	**3,019.62**

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
As Statutory Audit Fees	4.40	4.40
As Audit Fees for Quarterly Results	3.60	3.60
For Certification Work	0.10	1.08
For Reimbursement of Expenses	0.13	0.09
Total	**8.23**	**9.17**

36 EARNING PER SHARE (EPS)

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
Basic Earnings Per Share		
Profit/(Loss) after tax as per profit & loss account (lakh) (A)	(158.51)	(565.41)
No. of equity shares (B)	1,20,30,000	1,20,30,000
Basic Earning Per Share () (A/B)	(1.32)	(4.70)
Diluted Earnings Per Share		
Profit/(Loss) after tax as per profit & loss account (lakh) (A)	(158.51)	(565.41)
No. of equity shares (B)	1,20,30,000	1,20,30,000
Diluted Earning Per Share () (A/B)	(1.32)	(4.70)

37 RATIOS

S. No.	Particulars	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
1	**Current Ratio (in times)**	Total Current Assets	Total Current Liabilities	0.64	0.74	-13.95%	-
2	**Debt Equity Ratio (in times)**	Total Debts	Total Equity	2.97	2.90	2.48%	-
3	**Debt Service Coverage Ratio (in times)**	Earning for Debt Service = Net Profit before taxes + Depreciation + Interest + Loss on Sale of Assets	Debt service = Interest + Principal repayments	0.66	0.32	108.97%	Increase in turnover and profit margins in current year as compared to previous year
4	**Return on Equity Ratio (in %)**	Profit after tax	Average total equity	(5.72)	(19.87)	71.19%	Increase in turnover and profit margins in current year as compared to previous year
5	**Inventory Turnover Ratio (in times)**	Cost of goods sold or sales	Average Inventory	2.46	2.06	19.43%	-
6	**Trade Receivable Turnover Ratio (in times)**	Revenue from operations	Average Trade Receivables	5.29	5.04	5.07%	-
7	**Trade Payable Turnover Ratio (in times)**	Cost of Goods and other expenses	Average Trade Payables	6.21	6.86	-9.54%	-
8	**Net Capital Turnover Ratio (in times)**	Revenue from operations	Average Working capital	(3.61)	(4.61)	-21.71%	-
9	**Net Profit Ratio (in %)**	Profit for the year	Revenue from operations	(1.61)	(6.60)	75.64%	Increase in turnover and profit margins in current year as compared to previous year

S. No.	Particulars	Numerator	Denominator	Current Year	Previous Year	% Variance	Reason for Variance
10	**Return on Capital Employed (in %)**	Profit before tax and finance costs	Capital employed = Net worth + Total Debt + Deferred tax liabilities	3.86	(2.48)	255.91%	Increase in turnover and profit margins in current year as compared to previous year
11	**Return on Investment (in %)**	Income generated from investments	Time weighted average investments	5.91	7.06	-16.26%	-

38. ADDITIONAL REGULATORY INFORMATION

i) Title Deeds of all Immovable properties are held in the name of the company

ii) The company does not have any investment property.

iii) During the year the company has not revalued its property,plant and Equipment (including right -of-Use Assets)

iv) During the year the company has not revalued its intangible assets

v) During the year the company has not granted any Loan or advance in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are:

a. repayable on demand : or

b. without specifying any terms or period of repayment,

vi) The company does not have Intangible assets under development

vii) No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

viii) The company has borrowings from banks or financial institiution on the basis of security of current assets and quarterly returns or statement of current assets filed by the company with banks or financial institutions are in agreement with books of accounts.

ix) The company is not declared wilful defaulter by any bank or financial Institution or other lender.

x) The company has not entered into any transaction with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

xi) No charges or satisfaction yet to be registered with ROC beyond the statutory period.

xii) The compnay has complied with the number of layers prescribed under clause (87) of section 2 of the act read with companies (Restriction on number of layers) rule 2017.

xii) During the year any Scheme of Arrangements has not been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

xiii) Utilisation of Borrowed funds and share premium:-

A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

(B) 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

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

xiv) Corporate Social Responsibility (CSR)

Amount (Rs. Lakh)

Particulars	**For the period from 01.04.2025 to 31.03.2026**	**For the period from 01.04.2024 to 31.03.2025**
Amount of Expenditure incurred	-	-
Shortfall/(Surplus) at the end of the year	-	-
Total of previous year shortfall / (surplus)	(9.92)	(9.92)
Reason for shortfall	NA	NA
Nature of CSR activities	NA	NA
Details of related party transaction:		
Contribution to Sitaram Jaipuria Foundation	-	-

xv) The company has not traded or invested in Crypto Currency or Virtual currency during the year.

39 Interest on promoter's unsecured loan for the period 01.10.2025 to 31.03.2026 amounting to Rs 87.76 lakhs (in the previous year for the period 01.07.2024 to 31.03.2025 amounting to Rs 143.68 lakhs) has been conditionally waived by the promoters with the right to recompense if the financial position of the company allows such payment subsequently.

40 Consequent to the amendmend of sec 112 of the income tax act, deferred tax liability in respect of re-statement of land at fair value in FY 2016-17 has been updated resulting in an increase of Rs. 96 lacs in the deferred tax expenses in the year ended Mar'25 and corresponding reduction of profit after tax for the year ended Mar'25.

41 Exceptional tem for the year ended 31st March 2026 represents one time increase in the past period employee benefit liability by Rs. 24.92 lakhs under the 'New Labour Codes' which came into effect from 21st November 2025. The The corresponding draft supporting rules under these-codes have been published. The Company continues to monitor further developments and impact, if any, will be evaluated and accounted for in accordance with applicable accounting standards.

42 Related Party Disclosure:

In accordance with the required Indian Accounting Standard (Ind As -24) on related part disclosure where control exist and where transactions have taken place and description of the relationship as identified and certified by management are as follows:

List of related parties and relationships:

A. Key management personnel

a) Mr. Ambrish Jaipuria, Executive Director

b) Mr. Rajesh Kumar Gupta, Independent Director

c) Mrs. Himalyani Gupta, Independent Director

d) Mr. Pankaj Poddar, Non Independent Director

e) Mr. Neeraj Kumar Sharma, Independent Director (ceased w.e.f. 07.01.2025)

f) Mr. Anshuman Sood, Independent Director

g) Mr. Ram Agarwal, Independent Director

h) Mr. Sanjay Gupta, Chief Financial Officer

i) Ms. Ekta Verma, Company Secretary (w.e.f. 19.01.2024 and upto 17.05.2024)

j) Ms. Niharika Gupta, Company Secretary (w.e.f. 18.05.2024 and upto 18.04.2025)

k) Ms. Priyanka Bisht, Company Secretary (w.e.f. 19.06.2025)

B. Enterprises over which key management personnel of the company and their relatives have significant influence

a) Super Sadiq Enterprises Pvt Ltd.

b) Andheri Properties and Developers Pvt. Ltd (Earlier Andheri Properties and Finance Ltd)

c) Cosmo Films Limited

d) Sitaram Jaipuria Foundation

e) AAGVENT LLP

f) Super Manganese LLP

(Rs. Lakh)

Particulars	Enterprises owned or significantly influenced by Key Management Personnel		Key Managerial Personnel		Total	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Transactions during the year						
Remuneration paid						
Mr. Ambrish Jaipuria	-	-	171.59	144.54	**171.59**	**144.54**
Mr. Sanjay Gupta	-	-	52.51	46.00	**52.51**	**46.00**
Ms. Niharika Gupta	-	-	0.44	7.00	**0.44**	**7.00**
Ms. Priyanka Bisht	-	-	7.22	**7.22**	**-**	
Sitting Fee Paid						
Mr. Janardhan Pralhadrao Gupta	-	-	-	-	**-**	**-**
Mr. Rajesh Kumar Gupta	-	-	1.70	2.20	**1.70**	**2.20**
Mrs. Himalyani Gupta	-	-	2.10	2.30	**2.10**	**2.30**
Mr. Pankaj Poddar	-	-	1.60	2.00	**1.60**	**2.00**
Mr. Neeraj Kumar Sharma	-	-	-	1.40	**-**	**1.40**
Mr.Anshuman Sood	-	-	1.30	2.00	**1.30**	**2.00**
Mr Ram Agarwal	-	-	1.70	-	**1.70**	**-**
Rent Paid						
Super Sadiq Enterprises Pvt Ltd.	38.88	38.88	-	-	**38.88**	**38.88**
Interest Paid						
Super Sadiq Enterprises Pvt Ltd.	10.46	5.42	-	-	**10.46**	**5.42**
Andheri Properties and Developers Pvt. Ltd	81.62	42.30	-	-	**81.62**	**42.30**
Goods and Services Received						
Cosmo Films Limited	24.00	24.00	-	-	**24.00**	**24.00**
Super Manganese LLP	-	216.00	**-**	**216.00**		
Advance for of Raw Material / (Advance Recovered)						
Super Manganese LLP	(200.50)	218.62	-	-	**(200.50)**	**218.62**

(Rs. Lakh)

Particulars	Enterprises owned or significantly influenced by Key Management Personnel		Key Managerial Personnel		Total	
	31st March 2026	31st March 2025	31st March 2026	31st March 2025	31st March 2026	31st March 2025
Preference Dividend						
Super Sadiq Enterprises Pvt Ltd.	4.27	12.80	-	-	**4.27**	**12.80**
Andheri Properties and Developers Pvt. Ltd	2.07	6.20	-	-	**2.07**	**6.20**
Mr. Ambrish Jaipuria	-	-	0.33	1.00	**0.33**	**1.00**
Balance outstanding at the end of the period						
Advance Rent Paid						
Super Sadiq Enterprises Pvt Ltd.	8.63	8.63	-	-	**8.63**	**8.63**
Security Deposit Paid						
Super Sadiq Enterprises Pvt Ltd.	8.63	8.63	-	-	**8.63**	**8.63**
Loan Received						
Super Sadiq Enterprises Pvt Ltd.	250.00	250.00	-	-	**250.00**	**250.00**
Andheri Properties and Developers Pvt. Ltd	1,950.00	1,950.00	-	-	**1,950.00**	**1,950.00**
Advance to Vendor						
Super Manganese LLP	226.05	426.55	-	-	**226.05**	**426.55**

43 It is the management's opinion that since the company is exclusively engaged in the activity of manufacture of components of electrical & electronic products which are governed by the same set of risks and returns the same are considered to constitute a single reportable segment in the context of Accounting Standard on "Segment Reporting" issued by the Institute of Chartered Accountants of India.

44 Figures for the previous period have been regrouped / rearranged wherever considered necessary.

45 VALUE OF IMPORTED / INDIGENOUS RAW MATERIALS, STORES & SPARES CONSUMED

Amount (Rs. Lakh)

Class of Goods	For the period from 01.04.2025 to 31.03.2026		For the period from 01.04.2024 to 31.03.2025	
	Percentage	Amount (Rs. lakh)	Percentage	Amount (Rs. lakh)
Raw Materials				
Imported	62.07	2,108.85	50.18	1,548.24
Indigenous	37.93	1,288.84	49.82	1,537.34
	100.00	**3,397.69**	**100.00**	**3,085.58**
Stores & Spares				
Imported	16.55	218.51	12.89	155.43
Indigenous	83.45	1,101.69	87.11	1,050.10
	100.00	**1,320.20**	**100.00**	**1,205.53**

46 OTHER INFORMATIONS

Amount (Rs. Lakh)

Particulars	For the period from 01.04.2025 to 31.03.2026	For the period from 01.04.2024 to 31.03.2025
CIF value of Imports		
Raw materials	1,952.36	1,808.97
Stores & spares	262.76	29.21
Expenditure in Foreign Currency		
Travelling	59.07	23.43
Commission, exibhition etc.	-	3.05
Earnings in Foreign Currency		
FOB value of exports (including deemed exports Rs.100.09 lakh, previous period Rs. 140.56 lakh)	2,817.85	2,559.90

As per our report of even date annexed

For Suresh Kumar Mittal & CO.,
Chartered Accountants
Reg. No. 500063N

Ambrish Jaipuria
Managing Director
DIN No. 00214687

Rajesh Kumar Gupta
Director
DIN No. 08615199

Ankur Bagla
Partner
Membership No. 521915

Sanjay Gupta
Chief Financial Officer
Memb No. 095586

Priyanka
Company Secretary
Memb No. 71558

Place: New Delhi
Date : 25.05.2026

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If undelivered please return to :

COSMO FERRITES LIMITED

517, 5th Floor, DLF Tower - A, Jasola District Centre,
New Delhi - 110025