PEARL GLOBAL

Exceeding Expectations...Always

Diversifying Horizons. Strengthening Foundations.

Pearl Global Industries Limited

Annual Report **2024-25**

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Investor Information

Market Cap	: ₹ 6,055.4 Crore (as of March 31, 2025)
CIN	: L74899DL1989PLC036849
BSE Code	: 532808
NSE Symbol	: PGIL
Bloomberg Code	: PGIL:IN
Dividend Declared	: Interim
AGM Date	: July 24, 2025
AGM Mode	: Video Conferencing (VC)/Other Audio-Visual Means (OAVM)

For more investor-related information, please visit **https://www.pearlglobal.com/investor-relations/annual-reports/**

Or simply scan

Disclaimer

This document contains statements about expected future events and financials of Pearl Global Industries Limited ('Pearl Global'), which are forward looking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is a significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as several factors could cause assumptions, actual future results, and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.

Diversifying Horizons. Strengthening Foundations.

In a world defined by constant flux, where consumer behaviours evolve swiftly, technologies disrupt the familiar, and global linkages deepen, we see immense possibility. This is not a time to react cautiously, but to move deliberately with strength and vision. Over the past year, our journey has been underpinned by consistent multi-geographical growth both from customer and manufacturing point of view.

We made bold strides in broadening our global footprint. With agility and foresight, we scaled operations in Bangladesh, established a strategic manufacturing base in Guatemala to cater more efficiently to the US market, strengthened our presence in Indonesia and India, and formed strategic partnerships in Vietnam.

Our customer relationships also grew deeper and more diverse. We expanded our presence across the United States, Europe, Japan, Australia, and Canada, ensuring a more evenly distributed revenue mix across geographies. At the same time, we evolved our product offerings to meet changing market demands, fortifying our relevance across categories and helping us de-risk concentration while unlocking new vectors of growth.

While expanding outward, we remained focussed on building inward strength: Operationally, delivering robust performance in both topline and profitability across key markets. Financially, we fortified our balance sheet, improved operational efficiencies, and earned a credit rating upgrade, a reflection of our disciplined execution and the resilience of our operating model.

Our foundation grew stronger on the people front as well. We invested in leadership and governance, welcoming seasoned professionals to our Board whose global experience and sharp insights will play a pivotal role in steering our next chapter.

It is this equilibrium between expansion and resilience that gives us the conviction to look ahead with optimism. With a focussed strategy and a capable team, we are poised to accelerate our growth trajectory through 2027-28 and beyond, pursuing innovation, agility, and value creation at every step.

Unlocking Milestones. Creating Impact.

At Pearl Global, every milestone reflects our commitment to transformative change and sustainable progress. From empowering communities and strengthening operations to delivering measurable results across the apparel industry, these highlights capture the depth, reach, and lasting impact of our work around the world.

FINANCIAL HIGHLIGHTS (CONSOLIDATED)

₹ 4,506 Crores
Total Revenue

₹ 404 Crores
EBITDA

9.1%
EBITDA Margin

₹ 231 Crores
PAT

5.1%
PAT Margin

₹ 566 Crores
Cash & Bank Balance

₹ 1,146 Crores
Net Worth

30.5%
ROCE

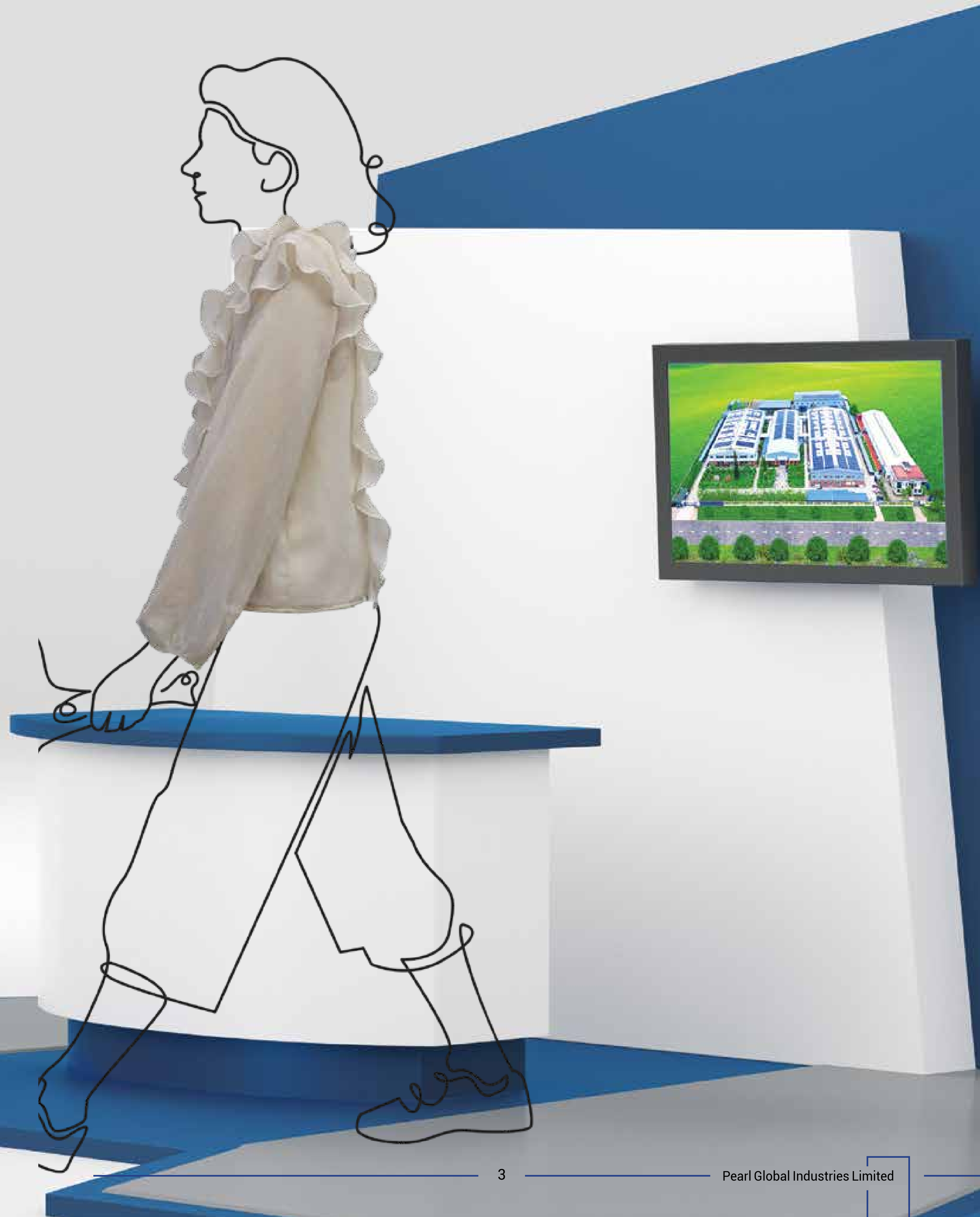
OPERATIONAL CAPABILITIES

10
Countries (Global Presence)

25
Manufacturing Units (Including Partnership Facilities)

93.2 Mn
Annual Capacity in Pieces

75
Designers (Globally)



Weaving Trust. Accelerating Growth.

At Pearl Global Industries Limited (referred to as 'Pearl Global', 'The Company' or 'We'), we believe that fashion is a powerful catalyst for positive change: enriching lives, respecting the planet, and shaping a more equitable future. Since our founding in 1987 by Dr. Deepak Kumar Seth, we have evolved into a trusted global apparel manufacturer based in India. Our unwavering commitment to quality, sustainability, and innovation has earned us the confidence of leading fashion brands around the world.

With operations spanning multiple countries and supported by a skilled and dedicated workforce, we take a holistic, end-to-end approach to every stage of the value chain. By carefully planning, executing, and monitoring each step, we ensure operational excellence through a strong performance management system that helps us stay ahead of challenges. Our supply chain solutions are agile, responsive, and designed to meet the rapidly changing demands of global markets. The apparel we create celebrates diversity across age, gender, culture, and lifestyle while embedding sustainable practices and accountability throughout the entire journey.

By embracing advanced technology and building lasting partnerships, we go beyond simply meeting expectations; we co-create solutions that deliver shared value. We are actively shaping a more responsible and future-focussed fashion industry. At Pearl Global, innovation, accountability, and a deep commitment to a circular economy guide the way we create and experience fashion.

Our Ethos

OUR VISION

To be the global leader providing end-to-end supply chain solutions to the fashion industry.

OUR MISSION

To continuously exceed customer and shareholder expectations by strategically driving sustainability, technological advancement, and innovative solutions, delivered with the best talent in the industry.

OUR GOAL

To innovate the way fashion is created across the globe.

OUR PILLARS OF EXCELLENCE

Multinational Presence

Across 10 countries such as India, Indonesia, Bangladesh, Vietnam, Guatemala, the US, Spain, Hong Kong, the UK, and the UAE.

Fashion for All

From activewear to children's clothing, Pearl Global's diverse portfolio reflects its adaptability to market needs.

Designing the Future

With a network of over 75 designers worldwide, Pearl Global seamlessly blends local insights with global trends to create innovative fashion.

Robust Manufacturing Facilities

The Company has 25 manufacturing units with a total capacity of 93.2 Million pieces per year.

Strengthening Core Capabilities

At Pearl Global, our global footprint, excellent manufacturing processes, and skilled workforce empower us to deliver quality fashion solutions swiftly and reliably, meeting the dynamic needs of the global market.

Partnering with Leading Fashion Brands

Global brands such as Big W, Zara, Aritzia, Tommy Hilfiger, Calvin Klein, Polo Ralph Lauren, Kohl's, PVH, Inditex, GAP, Old Navy, Macy's, Muji, Talbots, Walmart (Canada and Mexico), Target (Australia), Knitwell Group (India and Bangladesh), and Chico's, and others trust Pearl Global for customised, high-quality solutions.

Our Esteemed Global Partners

We proudly partner with leading global brands, delivering tailored, high-quality solutions that reflect their trust and our commitment to excellence.

Recognised for Excellence

Our operations and processes are certified by GOTS, OEKO-TEX, and Global Recycled Standards.

Commitment to Innovation

At Pearl Global, we utilise tools like 3D CAD, CLO, and Optitex for next-gen fashion design and manufacturing.

Sustainable Care

We are pioneering sustainable fashion through water-saving denim technology, while advancing green energy adoption to significantly reduce carbon footprints.

Timely Deliveries

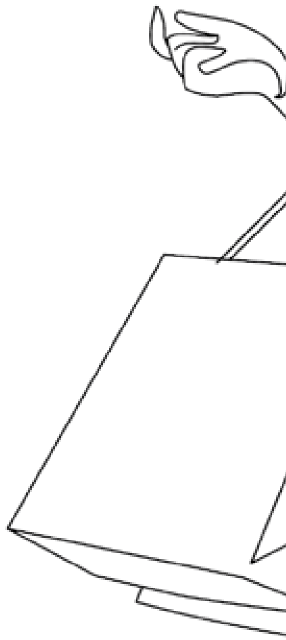
From concept to final delivery, every stage is meticulously managed through our robust and agile process management framework, ensuring consistency, reliability, and customer satisfaction.

Our Proficient Workforce

We take pride in our highly skilled and dedicated team, equipped to manage large-scale production with efficiency and precision.

Expanding Frontiers.
Fortifying Roots.

Our journey is about exploring new opportunities while staying true to our roots. Every step forward is fuelled by passion, creativity, and strong partnerships. We are expanding into new areas while staying connected to the vision that shaped us.



1987

Commenced commercial operations

1998

Established presence in Hong Kong

2002

Started operations in Indonesia

2004

- Built import and distribution in the US and the UK
- Commenced Norp 1 operations in Bangladesh

2007

Listed at NSE and BSE

2011

Expanded Bangladesh operations with Norp 2

2014

- Commenced operations in Bengaluru
- Demerger of the sourcing, marketing, and distribution business

2025

Incorporated subsidiary in Bangladesh

2024

- Expanded presence through new facilities in India and Bangladesh

2023

- Expanded capacity by building a new facility on owned land in Indonesia
- Expanded operations in Guatemala

2022

Acquired Alpha Clothing Limited in Bangladesh

2021

- Inaugurated own corporate office of PT Pinnacle Apparels in Indonesia
- Acquired land for the acquisition of PT Pinnacle Apparels operations in Indonesia

2020

Commenced operations of Prudent Fashions in Bangladesh

2017

Commenced operations in Vietnam

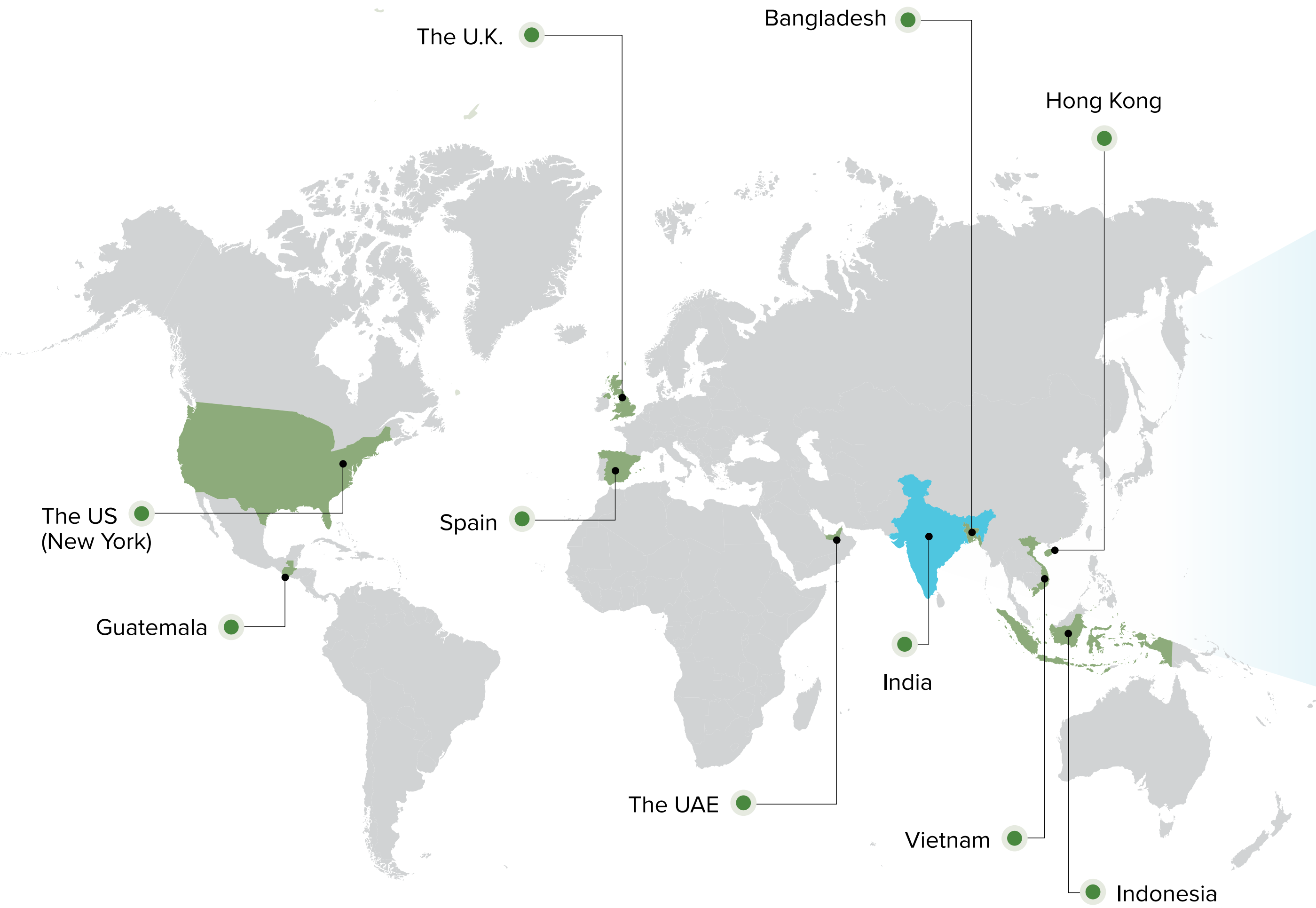
2016

Commenced operations of Pearl 1 in Chennai

Operating Worldwide.
Excelling Locally.

At Pearl Global, our strong footprint ensures that while we operate on an international scale, we remain firmly rooted in and responsive to the unique needs of the markets we serve. This synergy empowers us to deliver tailored solutions with unmatched efficiency and insight.

A TRUSTED GLOBAL NETWORK SPANNING 10 COUNTRIES



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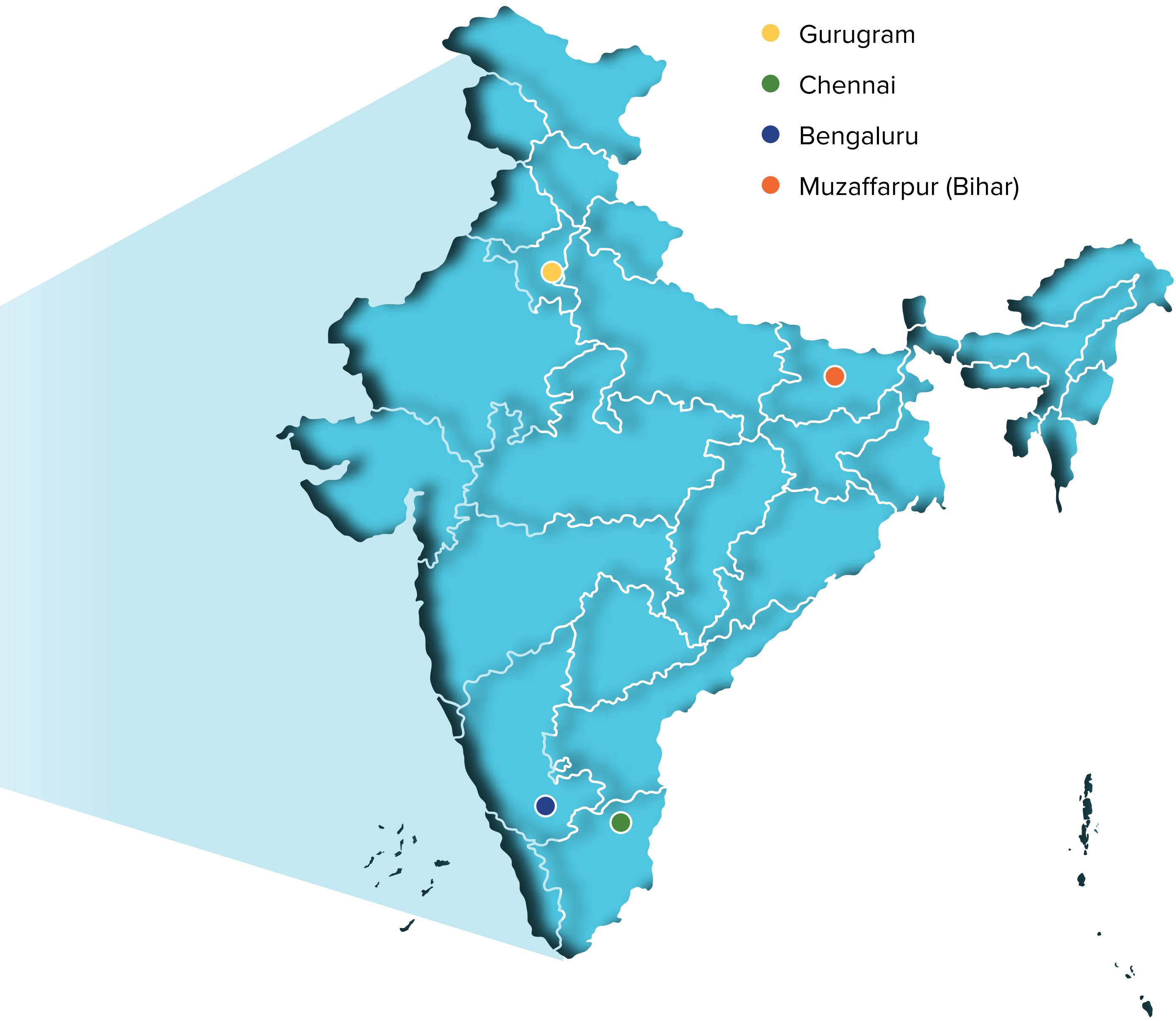
DOMESTIC PRESENCE



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Expanding Portfolios.
Delivering Excellence.

With more than three decades of experience in the manufacturing industry, we have grown Pearl Global into a trusted partner and creator of premium apparel for leading brands around the world. Driven by our commitment to excellence, we continuously refine and elevate every aspect of our work, offering a broad, inclusive portfolio of clothing for people of all ages, sizes, and genders. We take pride in combining passion with integrity, producing every garment through sustainable practices. From co-creating designs to sourcing high-quality fabrics from some of the finest locations worldwide, every step of our process reflects our dedication to quality and innovation.

OUR CLOTHING CATEGORIES

KNITS
DENIM
ACTIVEWEAR AND ATHLEISURE
CHILDREN'S WEAR

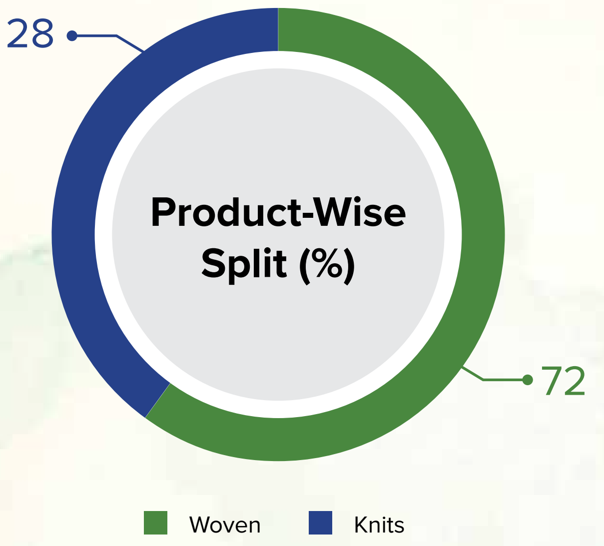
WOVENS
OUTERWEAR
SLEEPWEAR AND LOUNGE

GENDER-WISE SPLIT

Gender	Wovens	Knits
Women	Tops, Shirts, Long Shirts, Dresses, Sleepwear, Hoodies, Leggings	Dresses, Tops, Skirts, Sweaters, T-Shirts, Joggers
Men	Shirts, Polo T-shirts, Sleepwear, Pyjamas	T-Shirts, Hoodies
Boys	Shirts	T-shirts, Two-Piece Sets
Girls	Tops, Skirts, Dresses	T-Shirts, Skirts, Dresses, Rompers, Tank Tops
Toddlers		Rompers

DESIGN AND MARKETING OFFICES

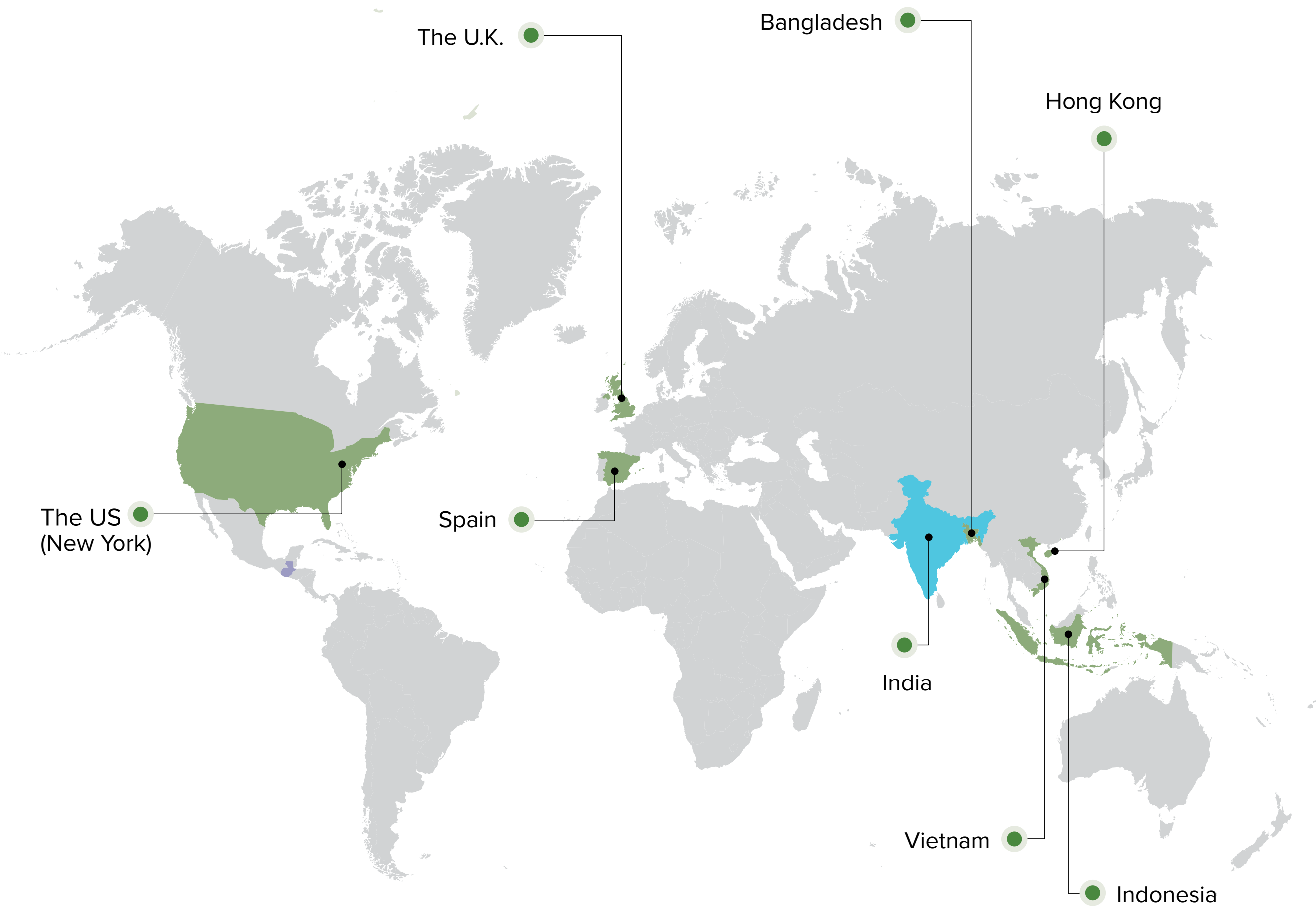
- Hong Kong
- Spain
- The UK
- The U.S.


28
Product-Wise Split (%)
72
Woven
Knits

Enduring Aesthetics.
Empowering Futures.

Our design process is what truly sets us apart. Backed by a global network of skilled apparel designers, we operate seamlessly across multiple countries to tap into local cultural insights and global fashion trends, delivering collections that are both market-relevant and globally resonant. Our teams are strategically positioned to understand and respond to regional tastes while aligning with international style standards. By combining this design expertise with integrated market intelligence from key fashion hubs, we are able to proactively anticipate trends and co-create collections that are culturally attuned, commercially viable, and globally scalable.

OUR DESIGN UNITS



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OUR STRENGTHS

Multi-Gender, Category-Specific Design	Customised design solutions across diverse product segments.
Graphic Artwork Creation	Trend-forward, market-specific visuals for global brand appeal.
Digital Fitting Rooms	Lower sample costs and faster development cycles.
Digital Fabric Library	Efficient material selection and collaborative product development.
Advanced Digital Studio	Realistic simulations and virtual denim wash tools reduce environmental footprint.
Global + In-House Design Libraries	Smooth regional integration and faster go-to-market alignment.

Denim Co-Creation: From Vision to Reality

Pearl Global has established a distinct edge in denim co-creation, offering an end-to-end design ecosystem that spans fabric selection, wash innovation, fit development, and advanced techniques. Our proven capabilities in seasonal wash solutions, laser design, and CAD-based options have enabled us to consistently deliver high-performance, market-ready denim garments. This integrated approach has positioned us as a trusted partner for brands seeking creativity, consistency, and speed-to-market in the denim segment.

'Threads of the World'

During the year, we proudly unveiled a unique showcase of our design excellence for the first time in a consolidated format at our new flagship New York office. Created by a dedicated core design team, this exclusive collection showcased our creative expertise with sustainability at its core. This milestone event marked a significant step in bringing our innovative and responsible design philosophy closer to our valued global clientele.

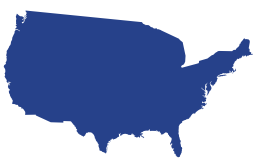
INFRASTRUCTURE

Spain

In the city of La Coruña, our dedicated team at the design showroom closely tracks evolving trends in the influential Spanish fashion market, offering customers a highly personalised, insight-led, and immersive experience. Visitors are invited to explore our latest denim, woven, and outerwear collections crafted in Bangladesh, India, and Vietnam. The centre also serves as a creative hub where clients can collaborate with our team to develop customised samples tailored to their unique needs.

USA

Our New York office now features a newly established design studio and a modern workspace. It provides an inspiring environment for our team to collaborate, innovate, and engage more closely with clients.



Guatemala

As part of our expansion strategy in September 2024, a new warehouse spanning 4,500 sq. metres along with an integrated water house and office space covering 2,400 sq. metres has been planned. This infrastructure development is designed to streamline workflows and optimise capacity utilisation, enhancing operational efficiency by leveraging the existing cutting section to its full potential.

Manufacturing with Precision. Expanding Possibilities.

At Pearl Global, manufacturing is a pursuit of precision, efficiency, and sustainability. As a trusted apparel manufacturer and vendor across global markets, including the US, we are committed to delivering high-quality, scalable production that meets the fast-evolving needs of the fashion industry. Our manufacturing excellence is a result of strategic planning, continuous motivation, and the seamless integration of cutting-edge technology with skilled craftsmanship.

MANUFACTURING FACILITIES

Location	No. of Units		Capacity Utilisation % (Blended) 2024-25	Annual Capacity in Million Pieces	Specialisation
	In-House	Partnership			
India	8	-	78.3	24.5	Woven and knit tops, dresses, shirts, women's fashion wear, kids' wear, sleepwear, and woven and knit bottoms
Bangladesh	4	5	87.7	54.8	Woven, knits, denim, sleepwear and loungewear, active wear & athleisure, tops and bottoms for men, women and kids
Vietnam	1	4	62.7	6.5	Outerwear and jackets, including down jackets, woollen jackets and coats, seamsealed jackets, puffers, parkas, blazers, anoraks, swimming trunks, and synthetic bottoms
Indonesia	2	-	38.8	4.1	Women's professional wear, performance wear, woven tops and dresses, sleepwear, and loungewear
Guatemala	1	-	38.0	3.3	Polos, heavy-weight knits, lightweight knits, bottoms, and denim

Note: The number of units and annual capacity includes both own manufacturing and partnerships.

25
Manufacturing Sites across 5 Countries

74 **Million+ pieces**
Shipped as of 2024-25

93.2 **Million pieces**
Installed Capacity as of 2024-25

OUR STRENGTHS

Purpose-Built Units	Scalable production with uncompromised quality.
Agile Operations	Quick response to global brands and market demands.
Value Chain Control	Faster time-to-market and optimised efficiency.

TECHNOLOGICAL ADVANCEMENTS

Sustainable Tech Adoption	Eco-conscious processes driving textile innovation.
Advanced Machinery	Ozone wash, laser finishing, dip dyeing, and auto drying minimise environmental impact.
Smart Software Integration	Tools like Magic Box and E-software streamline design to production workflows.
Operational Efficiency	Faster turnaround with assured quality and customisation.
Digital Design Tools	Use of 3D CAD, Optitex, CLO, and Browzwear for creative, real-time design execution.

Empowered Team

Behind the success and efficiency of our manufacturing facilities is a highly skilled and agile workforce. Our team comprises industrial engineers, quality experts, and experienced technicians who operate within a culture of continuous improvement and collaboration. Regular training programmes ensure our employees remain proficient in the latest technologies, sustainability practices, and production trends. Whether handling sophisticated machines or managing digital workflows, our teams are empowered to continuously innovate, respond with agility, and deliver excellence with every garment.

Strengthening Global Foundations. Unlocking Potential.

In a world defined by change and opportunity, the strength of our foundations shapes the scale and ambition of our aspirations. At Pearl Global, we believe that enduring success is built on a commitment to resilience, responsibility, and innovation. Our journey began with a vision to shape industries with apparel and fashion and empower communities through sustainable, forward-thinking solutions. Guided by a relentless pursuit of excellence, we have grown into a trusted partner across continents, connecting talent, technology, and purpose.

OUR GLOBAL SYNERGIES

India

Pearl Global's India operations form the backbone of our offering comprehensive capabilities spanning product design, manufacturing, and delivery. With manufacturing units located across key hubs such as Gurugram, Chennai and Bengaluru. India remains a central pillar in our global growth journey. Ongoing investments in automation, digitalisation, and performance management systems continue to strengthen our foundation of operational excellence. India also serves as a strategic design and innovation engine, with strong international linkages to our design centres in New York and Spain, reinforcing our commitment to scalable, design-led growth.

Manufacturing Strengths

- 8 owned production units across North and South India (as of 2024-25).
- Modern facilities in metro cities with expanded capacity; new sites emerging in Tier 2 locations like Bihar, and Madhya Pradesh (we have identified land and will begin operations after the Bihar facility reaches full production) through partnership facilities.
- Manufacturing capacity stands at 24.5 Million pieces as of 2024-25.
- Capable of supporting over ₹ 1,600 Crores in annual revenue from current infrastructure.
- Planned 2025-26 capex of ₹ 20 Crores to add 2.5–3.5 Million pieces capacity.
- Broad product capabilities: Woven and knit tops, dresses, shirts, women's fashion wear, kid's wear, sleepwear and woven and knit bottoms.
- Cost-efficient production model in Tier 2 and 3 regions supported by skilled workforce migration and targeted training.
- Robust infrastructure and ecosystem development to meet global quality standards.

Technological Edge

Workspace Upgrades	Enhanced infrastructure across units to improve productivity and flow
Advanced Machinery	Auto Cutter, Auto Spreader, and Auto Stickering implemented in Chennai
Process Innovation	Use of digitalised racking, custom folders/templates for operational gains
Performance Management	KPI-based tracking systems to drive accountability and efficiency

ESG Initiatives

- Computed CO_2 sequestration through 722 trees across 9 sites estimated as 135 (tCO_2e).
- O&M 0.5-acre Green Belt in Gurugram in collaboration with GMDA.
- Installed 200-kW solar PV system in Chennai, fulfilling ~30% of energy needs.
- PNG **boilers in operations** and solar lighting; undertook village-level electrification in **Begumpur Khatola,** Gurugram.
- Planned over ₹ 5 Crores investment in 2025-26 to scale solar installations across India.
- Received Higg Index certification for seven Indian units for sustainable practices.
- Supported 1,000+ underprivileged girls in North India through our ***Badhte Kadam*** initiative.
- Empowered 110 marginalised women with livelihood training as part of ***Ek Nayi Pehchaan*** initiative.
- Undertook CSR activities, including health camps, scholarships, and initiatives to improve access to clean water.
- Enabled workforce development through POSH training, executive modules, SST, Kaizen, and the RISE Future Leader programme.
- Fostered a vibrant work culture via employee engagement, recognition, and celebration events.
- Focussed on raising productivity in Tier 2 and 3 units, especially in Bangladesh to match regional benchmarks.

KEY HIGHLIGHTS

722
Trees Planted

135 tonnes
CO_2 Sequestered Annually

17%
Renewable Energy from Solar/Biomass

200 kW
Solar PV System

4,500 sq. m.
Warehouse Planned

Bangladesh

Bangladesh has emerged as a pivotal pillar in Pearl Global's global operations, emphasising the seamless integration of manufacturing scale, operational efficiency, technological advancement, and sustainability leadership. With four state-of-the-art owned and five partnership manufacturing facilities in Dhaka manufacturing 54.8 Million garments annually, the region serves not only as a major production hub but also as a model of alignment with the Company's core priorities.

Manufacturing Strengths

- Bangladesh offers one of the lowest manufacturing cost bases globally, with high efficiency and operational maturity.
- The country's well-established textile ecosystem enables rapid scalability through both in-house capacity and partner factories, with no immediate capex required.
- Strong middle and lower management pipeline ensure consistent output, minimal absenteeism, and low attrition, ideal for high-volume operations.
- Pearl Global's facilities in Dhaka operate at ~88% capacity utilisation (2024-25), supported by process streamlining and stable production planning.
- Duty-free access to EU and the UK markets until 2029 under LDC status adds to its strategic advantage.
- Category strength in woven and knitted tops and bottoms across genders and age groups, including specialised denim products.
- Improved logistics and infrastructure ensure timely deliveries and smooth operations.

Technological Edge

Advanced Machinery	Automated Placket Machines and Laser Cutting Systems enhance precision and speed
Sustainable Dyeing	Natural pigments, ozone treatments, and tie-dye techniques for eco-conscious fashion
Eco-efficient Laundry	Systems that reduce water, energy use, and environmental impact
Scalable Production	Flexible outsourcing model with tech-based tracking for consistency and quality

ESG Initiatives

The Effluent Treatment Plant (ETP) has undergone major upgradation.

- Phase 1 (December 2024): Installation of 35 m^3/h Ultra Filtration (UF) and 20 m^3/h Reverse Osmosis (RO) systems.
- Phase 2: Planned addition of 70 m^3/h UF and 40 m^3/h RO systems.

Once completed, the upgraded ETP will handle 50% of future wastewater generation, with a total biological treatment capacity expanding from 40 m^3/h to 120 m^3/h.

Wastewater Recycling

- Phase 1: Recycle 20 m^3/h using RO.
- Phase 2: Expand RO capacity to 40 m^3/h.

Solar Energy Initiatives

- Installed solar panels targeting a total of 297 KWp output.
- Achieved 257 KWp installation across the administration, storied store, and dry process buildings.

The unit's consistent top-tier performance on the Walmart Global Sustainable Scorecard across children's, men's, and baby's clothing further validates its leadership in responsible, ethical, and eco-friendly manufacturing.

- CSR activities include relief distribution, safe drinking water access, free healthcare, scholarships, and immunisation drives.
- Local hiring done through job fairs and community events such as Children's Day celebrations build trust and goodwill.
- Internal programmes like R.I.S.E and **Leadership Quest** enable staff development.
- Recognition such as Best Worker Awards, apart from sports tournaments and training sessions boost morale and retention.

KEY HIGHLIGHTS

99.65%
Final Inspection Pass Rate

1.87%
Cut-to-Ship Loss

1.0
Acceptable Quality Limit

2.21%
Object Query Language

0%
Customer Complaints

100%
Technical Audit

Woven 52%, Knits 48%
Product Mix

Vietnam

Vietnam exemplifies Pearl Global's vision for integrated, premium manufacturing where design leadership, operational excellence, and sustainability converge. Our Vietnam operations serve as a strategic hub for high-end outerwear production, delivering premium quality aligned with the exacting standards of global luxury brands. By combining technical precision with refined craftsmanship, the unit enhances our value chain and reinforces our positioning in the elevated apparel segment.

Manufacturing Strengths

- 1 owned unit and 4 long-term partner facilities, offering an annual capacity of 6.5 million pieces.
- Premium outerwear down jackets, wool coats, puffers, parkas, blazers, and swim trunks.
- Superior efficiency and productivity supported by strong middle management.
- Current blended capacity utilisation: ~63%, with strategies in place to scale.
- Strategic capacity built through trusted partnerships with minimal capital outlay.
- Competitive advantage from trade agreements such as CPTPP offering duty-free access to key global markets.
- Manufacturing for renowned global labels, including Tommy Hilfiger, Calvin Klein, and Polo Ralph Lauren.
- Ongoing capital investments in both owned and partner capacities to support future growth.

Technological Edge

Auto Cutters, Spreaders, Laser Tech	Enhances precision and throughput in fabric cutting and preparation
Automated Centralised Sections	Boosts productivity and ensures consistent quality control
Custom Cassette Feeding System	Improves accuracy in template-based sewing processes
Binding Cutter	Ensures premium edge finishing across all garments
In-House Special Templates	Standardises quality and optimises production processes
Digital Fabric Racking	Enables efficient fabric tracking and material flow
Lean Manufacturing Systems	Promotes operational agility, quality, and continuous improvement
Continuous Tech Upgrades	Maintains alignment with the evolving demands of premium apparel

ESG Initiatives

- First garment factory in Vietnam to achieve LEED Gold O&M certification.
- High scorer in Higg FEM 2023, reflecting best-in-class environmental management.
- Holder of global certifications: GOTS, GRS, OEKO-TEX®, and RDS.
- Targeting full greenhouse gas neutrality by 2040 as part of our Clear Net Zero roadmap.
- Reduction of 40% in water consumption through process optimisation and smart infrastructure.
- Transitioned to solar and electric energy systems, eliminating coal use and reducing emissions by over 178,000 kg CO_2e.
- Generated 381,755 kWh of clean energy from installed solar systems.
- Launched employee initiatives such as the Green Space Challenge, fostering workplace sustainability culture.
- Leading supplier engagement and traceability programmes across the regional value chain.

KEY HIGHLIGHTS

316%
Increase in Solar use

93%
Petrol Reduction

17,000+ kg
Carton Recycled

188,000+ kg
Textiles Recycled

2,400+ kg
Plastic Recycled

Indonesia

Indonesia, particularly Semarang, plays a critical role in Pearl Global's international expansion strategy. Anchored in our commitment to operational excellence, the region supports scalable, high-quality production while benefitting from its strategic Asia-Pacific location. The ramp-up of sewing lines in Semarang reflects rising demand and strong customer traction, underscoring Indonesia's growing importance within our global supply chain as a scalable, high-potential production base.

Manufacturing Strengths

- Two fully owned manufacturing units with an annual capacity of 4.1 Million pieces.
- Well-trained workforce with high operational stability and low attrition and absenteeism.
- Facility infrastructure and overheads built to double capacity without significant additional investment.
- Ongoing expansion of sewing lines backed by strong customer interest and new product verticals.
- Specialising in premium segments: women's workwear, performance wear, activewear, woven tops, dresses, sleepwear and loungewear.
- Compliant with stringent quality benchmarks of leading global brands like Tommy Hilfiger, Calvin Klein, and Polo Ralph Lauren.

Technological Edge

- Implementation of advanced production technologies for quality and efficiency
- Adoption of automated and semi-automated machinery across production stages
- Focus on process digitalisation to enhance workflow and reduce errors
- Investment in lean manufacturing techniques to improve productivity and reduce waste
- Use of in-house developed tools and templates for better production accuracy
- Continuous technology upgrades to meet premium global brand standards
- Integration of sustainable and energy-efficient technologies in manufacturing

ESG Initiatives

- Responsible sourcing and ethical labour practices.
- Compliance with international environmental and social standards.
- Energy conservation and resource efficiency through lean processes.
- Prioritising employee well-being through training, development, and safe working conditions.
- Active efforts to reduce environmental impact and carbon footprint.
- A balanced focus on economic growth and long-term environmental responsibility.

Guatemala

Guatemala plays a vital role in Pearl Global's global value chain significantly enhancing speed-to-market and supply chain resilience for North American brands. We have positioned ourselves to drive branded, licensed, and private-label growth by leveraging local agility, advanced technology, and strategic proximity to the US.

Manufacturing Strengths

- Strategically located at just over a week's transit from the US, enabling rapid fulfillment.
- Zero WTO tariffs on exports to the US, making it a cost-effective sourcing destination.
- Manufacturing facility with 3.3 Million pieces annual capacity.
- Agile expansion from 3 to 12 production lines in 2024-25.
- Significant capex deployed for infrastructure and machinery upgrades, ensuring scalability and quality.

From the Chairman's Desk.

Dear Stakeholders,

I am privileged to share that Pearl Global has delivered yet another strong year of performance and progress. As we reflect on our achievements and look ahead to future growth, I feel a deep sense of optimism about the path forward for our Company. Our continued success is driven by robust business performance, effective leadership, and a steadfast commitment to environmental, social, and governance (ESG) principles.

As part of our ESG journey, we are making significant investments in sustainability. We are currently installing 1,720.4 KWP or 1.72 MW of solar capacity across five of our units located in Gurugram, Chennai, and Bengaluru. With this initiative, approximately 35% of our energy requirements in India will soon be met through renewable sources. In Bangladesh, we are expanding and upgrading our laundry capacity with a focussed effort to reduce water consumption. These steps reinforce our commitment to environmental stewardship and resource efficiency. Our success is further anchored in strong governance. Our Board of Directors, comprising seasoned professionals and respected industry leaders, continues to provide the strategic oversight and guidance necessary to navigate an evolving business landscape. We remain committed to the highest standards of corporate governance, with transparency, accountability, and integrity at the core of all our operations. As we move forward, we remain focussed on building a resilient, responsible, and future-ready organisation that creates long-term value for all stakeholders.

The Macroeconomic Landscape

The global economic landscape is undergoing a profound transformation. The rules that have shaped the world economy for the past 80 years are being challenged, while new norms are yet to be clearly defined. Recent developments, particularly the wave of tariff announcements from the United States since late January, have introduced significant disruption. These actions triggered retaliatory measures globally, heightening trade tensions and sharply increasing the overall global tariff rate. Such unpredictability is weighing on the global outlook and may significantly slow growth if sustained. In this environment of complexity and rapid change, a wide range of economic scenarios must be considered.

Amid this volatility, India is at a defining juncture in its economic journey. With real GDP growth projected at 6.5% for 2024-25, at par with the decadal average and among the highest globally, the country is firmly establishing itself as a key driver of global growth. This sustained momentum is backed by strong macroeconomic fundamentals, a demographic dividend led by a young and skilled workforce, and a stable, well-calibrated policy environment.

The Union Budget for 2025-26 has laid a strong foundation for the next phase of transformation.

In the current economic environment, the fashion and apparel industry is well- positioned for growth. As one of the fastest-growing consumer sectors, it is driven by a young population, higher disposable incomes, rapid urbanisation, and increasing digital adoption. These factors are steadily expanding the market and creating new avenues for innovation and scale. Globally, brands are rethinking their supply chains and seeking greater agility, transparency, and resilience. This puts Pearl Global with multi-geographic presence in a favourable position as a reliable and scalable sourcing destination. The growing shift towards sustainable and ethically produced fashion aligns well with Pearl's strengths in craftsmanship, regulatory compliance, and product innovation.

We are living in a remarkable era; one defined by transformation, resilience, and reimagination. In such times, standing still is not an option. At Pearl Global, we have chosen movement. We have chosen momentum. We have chosen to lead.

The past year was more than just another chapter in our journey; it was a turning point. It challenged us to face uncertainty (especially in Bangladesh) with courage and

> In the current economic environment, the fashion and apparel industry is well-positioned for growth.

The past year was more than just another chapter in our journey; it was a turning point. It challenged us to face uncertainty with courage and respond to change with creativity.

Dr. Deepak Kumar Seth
Chairman

a proactive respond to change. It pushed us to question long-held practices, reinvent our strategies, and reenergise our people, our culture, and our ambitions. Above all, it was also a time to strengthen our foundations; the core values, systems, and capabilities that have sustained our success over the years. By deepening our operational resilience, investing in people-centric leadership, we reinforced the platform on which our future growth will be built.

We embraced digital acceleration, expanded our portfolio across products and geographies, and extended our global footprint with intent. At the same time, we nurtured a culture that empowers individuals to thrive, contribute with purpose, and lead with impact. Rather than being reactive measures, these were intentional, forward-thinking moves that now define who we are and how we shape the future.

At Pearl Global, we are well-positioned to capitalise on these trends. Our diversified customer base, significant export revenues, and expansive geographic presence enable us to respond with agility and confidence to global sourcing realignments. These strengths, combined with our commitment to quality, compliance, and sustainability, have made us a preferred partner of choice for leading global brands.

The past year has been a testament to our resilience and adaptability. Despite global economic uncertainties, we have delivered robust financial performance driven by our focus on execution, supply chain agility and relentless focus on operational excellence. Our revenue growth, profitability, and other financial metrics have been commendable, reflecting our ability to leverage market opportunities and execute effectively.

Approaching with Strength, Resilience, and Responsibility

At Pearl Global, we continue to move forward with clarity, conviction, and a deep commitment to our core values: strength, resilience, and responsibility.

These principles are not just foundational: they inform every strategic decision we make, shape the partnerships we build, and define the milestones we aim to achieve.

Thriving Amid Market Challenges

Global apparel imports are facing a slowdown across major markets like the US, EU, and the UK, driven by economic uncertainty, evolving consumer preferences, and rising supply chain costs. Despite this trend, we have demonstrated our ability to adapt and thrive. Apart from continuing to expand our bookings and broaden our customer base, our growth is also a testament to our resilience, agility, and the strength of our customer relationships. We have successfully added prestigious global brands to our portfolio, underscoring our capability to stay ahead in a competitive market.

Strength through a Diversified Business Model

Our ability to perform in a challenging environment, stems from the strength of our operating model. With a diversified, multi-country manufacturing footprint, a broad portfolio of product categories, and a sharp focus on design agility at the ground level, we have created a flexible and responsive framework that enables us to adapt swiftly to changing market demands. Over the past five years, we have consistently expanded our wallet share among newer clients, while simultaneously deepening our engagement with existing ones, turning every challenge into an opportunity for sustained growth.

We are proud to report that 2024–25 marks our best-ever consolidated performance, setting new benchmarks across all key financial indicators—revenue, adjusted EBITDA, and profit after tax. For the first time, we have achieved ₹ 1,000+ crore in revenue in every quarter of the financial year. Our Group turnover has crossed ₹ 4,500 crore, and Group adjusted EBITDA has crossed the ₹ 400 crore mark, reflecting our continued financial strength and operational excellence.

Innovation-Driven Product Philosophy

Innovation remains central to our product philosophy, as we design stylish, trend-driven apparel that caters to the evolving preferences of a premiumising customer base in global markets. By investing in digital transformation and operational excellence, we are further enhancing our agility, responsiveness, and competitiveness in today's fast-paced fashion ecosystem.

People-Centric Growth and Culture

Our people are at the core of our continued success. Their adaptability, innovative thinking, and collaborative spirit drive our progress. By empowering teams and fostering accountability, we create a workplace where individuals are motivated to lead, contribute, and grow with purpose. This people-first culture is critical not only to our day-to-day operations but also to our long-term success and ability to consistently deliver value to our clients and stakeholders.

Our leadership team has been instrumental in steering the Company through various challenges. Their ability to adapt, innovate, and lead has been crucial in maintaining our competitive edge. Our commitment

Our leadership team has been instrumental in steering the Company through various challenges.

to diversity, equity, and inclusion is reflected in our hiring practices, employee engagement initiatives, and continuous efforts to create an environment where all employees can thrive. Additionally, we prioritise our employees' well-being, health, and safety through comprehensive health programmes, Employee Assistance Programmes (EAP) for mental health support, and educational webinars on health-related topics.

Sustainability as a Strategic Imperative

Aligned with our vision for responsible, long-term growth, we have embedded sustainability into the core of our operations. From low-impact manufacturing and ethical sourcing to circular product design and community upliftment, our sustainability initiatives are central to our business strategy.

Strengthening Governance for a Future-Ready Organisation

As we move forward, strong governance continues to be a critical pillar of our sustained success. In line with this, we are pleased to announce the appointment of Mr. Rahul Mehta Narendra and Ms. Jyoti Arora as Non-Executive Independent Directors on our Board. Their extensive experience, deep industry insight, and balanced perspectives will play a key role in enhancing strategic decision-making and Board oversight, further reinforcing our governance framework as we grow and evolve.

The Road Ahead

Guided by our Vision to become a global leader in end-to-end fashion supply chain solutions and our Mission to exceed stakeholder expectations through sustainability, innovation, and people excellence, we are charting a focussed growth roadmap. This includes scaling our capacity to 135 Million pieces, achieving a 12–14% revenue CAGR, delivering double-digit EBITDA margins, and maintaining ROCE above 20%.

This next phase of growth requires us to not only strengthen our existing capacities but also build new ones that position us for long-term success. To support our growth plans we are enhancing our capability in design and marketing hubs such as the US, the UK, UAE and Spain. These locations will serve as creative and strategic anchors thereby driving innovation, enhancing our design capabilities, and bringing us closer to global fashion ecosystems and consumer insights.

> To scale effectively, we must build robust operational foundations that enable sustainable and resilient growth.

As we look ahead, we remain focussed on leveraging our core strengths to capitalise on emerging opportunities.

However, infrastructure alone is not enough. To scale effectively, we must build robust operational foundations that enable sustainable and resilient growth. This involves securing compliant capacity, diversifying our customer base to reduce dependency, and tightly managing key levers such as credit, cost, currency, and inventory.

At the same time, we continue to embed trust, transparency, and teamwork across the Company, values that are vital to building a culture of performance and integrity. Strong compliance and governance practices will remain non-negotiable as we navigate this journey. These pillars will be instrumental in turning our aspirations into lasting outcomes. As a result, we are poised to lead with responsibility, resilience, and purpose in the years ahead.

Sustainability is deeply embedded in our values. Our environmental actions span renewable energy, waste reduction, water savings, and global certifications, while our social initiatives include education, women empowerment, healthcare, we uphold robust governance with transparent policies, independent audits by leading accounting firms, and strong ethical practices.

What sets us apart is our multi-country manufacturing footprint, multi-category product expertise, global design capabilities, long-standing customer relationships, asset-light model, and integrated supply chain solutions. We are expanding across India, Bangladesh, Vietnam, Indonesia, and Guatemala, while deepening our presence in the US, UK, Japan.

Our commitment to shareholder value is reflected in consistent dividends (~22% of PAT), rising EPS (₹ 54.96 in 2024-25), and improved ROCE (30.5%). We continue to stay ahead of industry trends by responding to customer demands for traceability, premiumisation, and diversified sourcing, while staying true to our core values of sustainability, trust, teamwork, and customer centricity.

Note of Thanks

I extend my heartfelt thanks to the members of our Executive Committee and the remarkable teams across Pearl Global for the energy, dedication, and drive you have shown throughout the past year. Your efforts have been central to everything we have achieved.

To my esteemed colleagues on the Board, I am especially grateful for your commitment and wise counsel as we navigated the demands of a predominantly virtual working environment and a challenging agenda.

On behalf of the entire Pearl Global family, I also want to sincerely thank our shareholders, customers, banking partners, and business associates. Your support and confidence in us have been vital to our progress. We truly value the trust we have built together and look towards to continuing this journey towards excellence and shared success.

Sincerely,

Dr. Deepak Kumar Seth
Chairman

From the Vice Chairman's Desk.

Dear Stakeholders,

Everything we do at Pearl Global is rooted in our commitment to creating long-term value for all stakeholders: our customers, investors, partners, people, and the communities we serve. This purpose has taken on even greater significance over the past year, as the global apparel and textile industry navigated a series of major disruptions, this includes prolonged shipping delays, surging container and energy costs, and inflation-driven pressures on consumer demand. Despite these macroeconomic headwinds, Pearl Global emerged stronger, demonstrating agility, foresight, and resilience. Our ability to navigate complexity and maintain our growth trajectory reflects the strength of our leadership, the breadth of our global operations, and the strategic investments we have made in people, technology, and partnerships.

Strategic developments such as the India-UK Free Trade Agreement (FTA), eliminating previous duty disadvantage further solidify our cost competitiveness in a high-margin market, enhancing our global positioning and unlocking new opportunities for growth. By staying focussed on strong execution, agile supply chain management, and disciplined cost control, we have further strengthened the financial foundation of our business.

Expanding Capacity, Elevating Capability

Our commitment to operational excellence, regional investment, and long-term sustainability continues to guide our growth strategy. We recognise that adaptability, innovation, and a deep-rooted presence in key sourcing hubs are vital to meeting evolving customer expectations and driving competitive advantage. With this vision in mind, we have made significant strides across our manufacturing network, enhancing capabilities and reinforcing our position as a trusted partner to leading global brands.

Our manufacturing footprint in Bangladesh remains a foundational pillar of our growth strategy. With nine manufacturing facilities in Dhaka, we produce ~55 Million garments annually. Strategic automation and modular production lines have enabled us to boost operational productivity.

Vietnam and Indonesia play a critical role in our global supply chain, with experienced, solution-focussed teams that are well-positioned to meet the evolving demands of new design and performance from outerwear sourcing, especially amid the ongoing shift away from China. Our teams are focussed on deepening partnerships and delivering elevated service to some of the most iconic global brands.

As part of our strategic consolidation efforts, we increased

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Pulkit Seth
Vice Chairman

our ownership in our Indonesia-based entity by acquiring an additional 15% stake from minority shareholders, with plans to acquire another 5% in the current year - raising our total holding from approximately 70% to 90%. Similarly, we strengthened our position in our Guatemala-based entity by infusing fresh capital, increasing our stake from 55% to 80%.

These acquisitions reflect the Company's commitment to consolidating control in strategically important entities while leveraging internal capital strength. They align with Pearl Global's long-term vision of building a resilient, diversified, and future-ready sourcing network that delivers sustainable value to its global stakeholders.

In India, our operations across the locations have scaled meaningfully. Here, the integration of automation-driven tools, such as auto-cutters, fabric spreaders, and centralised control systems, has significantly enhanced precision and production consistency. Further reinforcing our operational discipline, we have introduced a company-wide 6S implementation programme, cultivating a workplace culture grounded in efficiency, accountability, and continuous improvement.

As of 2024-25, we operated 25 facilities with an annual capacity of 93.2 Million pieces, and we are on track to scale this to 135 Million. Our Indian operations now reflect an annualised revenue potential of over ₹ 1,600 Crores, and we are committed to unlocking even more value through technology, partnerships, and workforce development.

Technology-Driven Innovation Across Borders

We have adopted digitised processes across all our global units, to optimise output while reducing environmental impact. In Vietnam, our focus on cutting-edge automation includes laser cutting, auto spreaders, binding cutters, and template sewing systems that raise productivity and product consistency.

The adoption of ozone treatment processes in Bangladesh, allows us to eliminate harmful elements like pumice while achieving the desired finishes faster and more sustainably. Our suite of advanced washing techniques, from reactive dyes to mineral and natural pigment applications, further reinforces our capabilities to deliver with precision and responsibility.

Design as a Global Edge

Design remains a fundamental pillar of our strategy and competitive advantage, at Pearl Global. It is not just about design but about driving innovation, advancing sustainability, and enabling meaningful collaboration that powers our growth and reinforces partnerships across the globe.

This year, we demonstrated this vision through two significant initiatives. In New York, we proudly launched 'Threads of the World' at our new office, an exclusive showcase that brought together our global design expertise into a cohesive, sustainability-focussed collection. This event signalled our evolution from a manufacturing leader to a valued creative partner for premier fashion brands.

Strategic Customer Growth and Market Focus

Our growth strategy is rooted not in conventional, commodity-led market dynamics, but in a focussed, customer-centric approach that prioritises long-term value and strategic alignment. We prioritise identifying strong and consistent performance from our existing customers and proactively seek to increase our share of their business by offering enhanced

We have adopted digitised processes across all our global units, to optimise output while reducing environmental impact.

value, speed, and innovation. At the same time, we are actively cultivating relationships with emerging brands and future-focussed retailers; those who demonstrate financial stability, strong market traction, and long-term growth potential.

This dual strategy creates a well-balanced, future-ready customer portfolio. By focussing on meaningful, enduring partnerships rather than on market volume fluctuations, we ensure sustainable growth across the global apparel landscape. Our efforts are driven by continuous market intelligence, a nuanced understanding of customer trajectories, and a firm commitment to co-creating value through innovation, reliability, and agility.

Our Driving Force

We understand that true impact is not only in numbers but also in caring for the planet and empowering the people who drive our journey forward. Our collaboration with the Gurugram Metropolitan Development Authority (GMDA) led to the creation of a 0.5-acre Green Belt Plantation in Gurugram, a vibrant green space designed to improve air quality, enhance local biodiversity, and revitalise the urban environment. Additionally, we are reducing our carbon footprint, weaving eco-friendly practices into every step of our value chain, and embracing circular economy ideas that keep resources in motion. Whether it is pioneering water-smart garment dyeing or scaling sustainable production methods, every move we make is guided by our planet-first mindset.

> Our growth strategy is rooted not in conventional, commodity-led market dynamics, but in a focussed, customer-centric approach that prioritises long-term value and strategic alignment.

But none of this would be possible without our people. At Pearl Global, we are passionate about creating an inclusive, energising workplace where every individual feels seen, heard, and empowered. By fostering transparency, celebrating achievements, and connecting through a shared purpose, we spark innovation and build collaboration that transforms our workforce into enthusiastic champions of our mission.

Pearl Global is wholeheartedly dedicated to making a difference through our impactful CSR initiatives. Our CSR philosophy is guided by five powerful pillars namely education, health and sanitation, environmental stewardship, inclusivity and diversity, and women's empowerment through skill-building. It champions the idea that business success thrives hand in hand with social progress. Through targeted programmes and sustained commitment, we are expanding access to quality education and healthcare, while also fostering equal opportunities and equipping women with the skills to excel.

Way Forward

Our future is built on resilience, innovation, and purposeful growth. Staying true to our asset-light model, we will continue to leverage our global footprint to expand our customer base and strengthen relationships with existing partners.

By enhancing operational efficiency and embracing new technologies, we aim to optimise capacity and consistently deliver superior products that anticipate and exceed evolving market demands. We will also actively pursue strategic collaborations and leverage government initiatives designed to foster a supportive manufacturing ecosystem in India. This will enable us to scale operations effectively while contributing to regional industrial growth.

With focussed investment, a clear vision, and a firm commitment to excellence, Pearl Global is well-positioned to grow sustainably and continue creating lasting value for our partners, customers, and stakeholders as we move forward.

Sincerely,

Pulkit Seth
Vice Chairman

From the MD's Desk.

Dear Stakeholders,

In global business, every challenge is an opportunity to pivot, and every disruption a chance to evolve. Over the past year and a half, the textile and apparel industry has navigated turbulent waters—from supply chain instability to shifting consumer demand and global economic volatility. Yet, these challenges reinforced our resilience. We recalibrated swiftly, strengthened our operations, and remained agile in our response.

Industry Recovery & Global Trends

FY 2024–25 saw a welcome shift: consumer confidence improved, demand for casual and athleisure wear picked up, and retailers moved from inventory surplus to demand-aligned stocking. This positive momentum set the stage for renewed growth.

Market Snapshot

- **The US:** Steady retail growth and a gradual recovery in apparel imports signal optimism.
- **The UK:** A promising Christmas season, stable consumer sentiment, and the India–UK FTA mark a strategic turning point, eliminating a prior 10–12% duty gap and boosting competitiveness.
- **EU:** EU textile and clothing imports grew in both value and volume in 2024, though average import prices declined for the second straight year, remaining elevated due to sharp increases in prior years.
- **Japan:** Despite its relationship-driven complexities, it remains an important market with positive signals.

Strategic Growth through Global Diversification

Our footprint spans India, Bangladesh, Vietnam, Indonesia, and Guatemala—supported by design and intelligence hubs in the US, the UK, and Spain. This global presence allows us to respond to market shifts with speed and precision.

> Consumer confidence improved, demand for casual and athleisurewear picked up, and retailers transitioned from inventory surplus to demand-aligned stocking. This positive momentum set the stage for renewed growth.

Bangladesh

As the world's second-largest apparel exporter, Bangladesh contributes ~45–50% of our business. Its skilled workforce, cost efficiency, and strategic trade agreements with major economies give it a competitive edge. Despite political disruptions in 2024–25, our Bangladesh operations achieved record shipment volumes and exceptional on-time delivery, underscoring team resilience and operational discipline.

Recent investments in washing capacity and plant upgrades are enhancing productivity. We are actively evaluating Greenfield expansions for 2026 and beyond. Our asset-light partnership model continues to offer scalability and flexibility, helping us serve key markets including the EU, the UK, the US, Japan, and Australia.

With operations running at optimum capacity and a healthy order pipeline, we remain confident in Bangladesh's role as a cornerstone of our long-term growth.

India

India's apparel sector is rapidly evolving, aided by government support and shifting global sourcing patterns. Established hubs in Karnataka, Tamil Nadu, and Haryana are being complemented by rising Tier 2 and 3 cities like Muzaffarpur and Bhubaneswar. While labour

Our footprint spans India, Bangladesh, Vietnam, Indonesia, and Guatemala, supported by design and intelligence hubs in the US, the UK, and Spain.

Pallab Banerjee
Managing Director

costs are competitive, cost of living is low, attrition are lower, ramping up requires training and ecosystem development to match Bangladesh's efficiency.

India's strategic relevance is rising, especially with the India–UK FTA opening up fresh opportunities. With only 5% exposure to the UK currently, we are targeting a 2–3x revenue expansion in this market in next 1-2 years

We are also diversifying beyond traditional spring-summer woven tops into knits and bottoms, helping stabilise revenue and smooth seasonality. Investments in capacity building—such as our new factory in Muzaffarpur—incurred short-term costs but are poised to deliver long-term value. We have the readiness to scale up quickly, as potential BTA/FTA's being negotiated by Indian government.

Vietnam

Vietnam continues to be a growth engine It offers operational ease and scalability, making it ideal for expansion. 2024–25 saw robust performance backed by strategic partnerships, including a new facility and a renewed agreement with a long-standing partner.

Indonesia

Indonesia, a key player in our premium customer segment, is showing signs of resurgence. Our newly commissioned factory is fully operational, and customer feedback has been very encouraging. Plans are underway to progressively scale up production lines, targeting significant growth over last year in 2025–26.

We are strengthening our **market presence** in **Indonesia** through strategic acquisitions, reinforcing our commitment to long-term expansion. Indonesia remains vital to our diversified growth playbook, especially in cost-sensitive segments.

Guatemala

Guatemala offers a significant logistical edge for the U.S. market with short lead times. Although smaller in scale, our operations here are strategically valuable. In Guatemala, we expanded rapidly from 3 to 12 production lines, which brought short-term operational challenges and required significant investment in staffing and training. We do hope that, with the appointment of a new CEO our operations should improve significantly in coming quarters.

Looking Ahead

At Pearl Global, we are progressing with clarity and confidence towards our long-term objectives. We aim to cross ₹ 6,000 crore in revenue by 2027-28 and reach early double-digit profitability. This ambition is backed by strong business fundamentals and a strategic roadmap that balances growth with responsibility.

As part of this plan, we have committed ₹ 250 crore in capital expenditure for 2025-26. This investment is aimed at expanding capacity, improving operational efficiency, and strengthening our focus on sustainability. Of this amount, ₹ 130 crore is allocated to expanding manufacturing capacity, ₹ 110 crore in Bangladesh and ₹ 20 crore in India. These additions will help us increase our annual production by approximately 8 Million pieces, enabling faster and more efficient delivery to our global clients.

We are also deepening our sustainability efforts with an investment of ₹ 90 crore in expanding in-house laundry capabilities. This will help reduce water usage and lower operating costs, with an expected ROCE of 18-20%. A further ₹ 6 crore will go towards installing solar energy systems, supporting our transition to cleaner energy sources. The remaining capex will be used for equipment upgrades and process improvements across our facilities. We are also evaluating additional opportunities for capacity expansion and will share developments as they are finalised.

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We continue to build our presence in Tier 2 cities across India, tapping into cost-efficient ecosystems and harnessing talent in emerging regions. This expansion enhances our agility and supports our aim to build a more inclusive, decentralised, and resilient production network.

Alongside these operational priorities, we are focussed on strengthening our order book, increasing efficiency, taking advantage of opportunities from the UK Free Trade Agreement, and managing tariff-related challenges through smart planning and sourcing. Our approach to growth is guided by a strong commitment to ESG. We are not only scaling our business, but doing so in a way that creates a positive impact—empowering people, uplifting communities, and minimising our environmental footprint. These values are deeply embedded in how we operate and how we measure success.

We continue to build our presence in Tier 2 cities across India, tapping into cost-efficient ecosystems and harnessing talent in emerging regions.

I would like to thank our Board, shareholders, employees, and partners for their continued support and trust. Your confidence enables us to move forward with clarity and purpose.

As we look ahead, we remain committed to transforming Pearl Global into a stronger, smarter, and more sustainable global apparel leader—built to thrive in the future and deliver lasting value to all stakeholders.

Sincerely,

Pallab Banerjee
Managing Director

From the Group CFO's Desk.

Dear Stakeholders,

The year 2024-25 has marked another strong financial performance, strategic expansion, and continued reinforcement of our operational resilience. As the global apparel landscape continues to evolve, we have remained agile, focussed, and firmly aligned with our long-term objectives.

We closed the year with our consolidated revenue reaching an all-time high of ₹ 4,506 Crores, registering a year-on-year (YoY) growth of 31.1%, underpinned by strong sales volumes across our core markets and a deepening of trust among our global clientele. Our profitability also scaled up significantly, with EBITDA rising 31.1% to 404 Crores, at a healthy margin of 9.0%, even while accommodating planned expansion costs related to facility expansion in Guatemala, Bihar, and Bangladesh.

These operational gains have translated into solid bottom-line results. Our Profit after Tax (PAT) after minority interest grew by 36.5%, reflecting the strength of our core business, and Earnings per Share (EPS) rose to ₹ 54.96 in 2024-25, further reinforcing our commitment to value creation. Additionally, our consolidated Return on Capital Employed (ROCE) improved from 28.2% in 2023-24 to 30.5% in 2024-25, driven by prudent capital allocation, strong Group-level profitability, and efficient working capital management. We remain committed to our dividend policy, ensuring that at least 20% of net profits are distributed to shareholders. In line with this commitment, we have declared a second interim dividend of ₹ 6.50 per equity share for 2024-25, bringing the total dividend for the year to ₹ 11.50 per share. This represents a payout ratio of 22.9%, with a total dividend disbursement of ₹ 52.8 Crores.

Central to our performance is a sharp focus on operational control and risk mitigation. Our cost structure remains resilient, with raw material price fluctuations effectively managed through systematic pass-through mechanisms. Inventory is closely aligned with order flow, and turnaround times are monitored at each stage to ensure efficiency and optimise working capital. Additionally, our exposure to currency risks is minimal, thanks to natural hedging in overseas operations and domestic sourcing of over 99% of our fabric requirements in India. These foundational practices continue to safeguard our margins and preserve our operating agility.

We have built a robust internal control framework to ensure operational efficiency, financial integrity, and compliance with regulatory standards. Our governance practices are aligned with Indian laws and global benchmarks, with active oversight by the Board Committees.

We have implemented an integrated SAP system across all our manufacturing units, significantly enhancing transparency and process efficiency. To maintain high standards in financial oversight, we engage a top-tier international accounting firm as the statutory auditor for our overseas operations. For 2024–25, we have appointed Deloitte Touche Tohmatsu as the statutory auditor for Pearl Global (HK) Limited. In parallel, Ernst & Young continues to lead internal audits across India, Bangladesh, and Vietnam in 2025–26, supporting our efforts to uphold robust risk management and regulatory compliance. We remain committed to further strengthening internal controls across all geographies as we grow.

> We have built a robust internal control framework to ensure operational efficiency, financial integrity, and compliance with regulatory standards.

Looking forward, our focus remains firmly on breaking new ground in revenue, capacity, and operational efficiency.

Sanjay Gandhi
Group CFO

Our improved fundamentals have also been recognised through consistent credit rating upgrades over the past four years. Pearl Global's long-term rating has progressed from [ICRA] BBB (Stable) in 2021 to [ICRA] A (Stable) in 2024, while our short-term rating improved from [ICRA] A3+ to [ICRA] A1. These upgrades are a clear reflection of our robust financial profile, improved leverage, and sustained performance outlook.

Our balance sheet has grown stronger, supported by improving debt coverage ratios, healthy operating margins, and the successful Qualified Institutional Placement (QIP), which has enhanced our capital position. Our asset-light expansion model continues to drive growth without overexposure, while maintaining high returns on capital and financial flexibility. These improvements have enabled reduced borrowing costs and easier access to new lines of credit, empowering us to reinvest in capacity, innovation, and sustainable practices. We also follow a clearly defined capital allocation policy that balances growth ambitions with consistent returns to our shareholders. This strategic approach helps us maintain financial strength, drive sustainable growth, and create long-term value for all our stakeholders. Looking forward, our focus remains firmly on breaking new ground in revenue, capacity, and operational efficiency, all milestones that will continue to fuel bottom-line growth. We are on track with our forecasts for both top-line and bottom-line performance for the current fiscal year and are progressing confidently towards our strategic 2028 vision.

With a vision to accelerate our growth while keeping ESG central to our operations, empowering our people, uplifting communities, and preserving the environment as our guide, we are building a stronger, smarter, and more sustainable Pearl Global; one that continues to create lasting value for our stakeholders and the industry at large.

Sincerely,

Sanjay Gandhi
Group CFO

Diversifying with Purpose. Partnering with Strength.

Our partnership model is designed to unlock transformative value by aligning complementary strengths, resources, and domain expertise. We embrace a collaborative approach to co-create strategies that enhance operational performance, amplify impact, and deliver measurable results. By leveraging the collective capabilities of our partners, we drive mutually beneficial growth and ensure long-term, sustainable success.

Operational Strength and Partnership Focus

At Pearl Global, we recognise that efficient working capital management is vital to sustaining daily operations and supporting strategic short-term financing decisions. Our investment in this area ensures smooth business continuity and operational resilience.

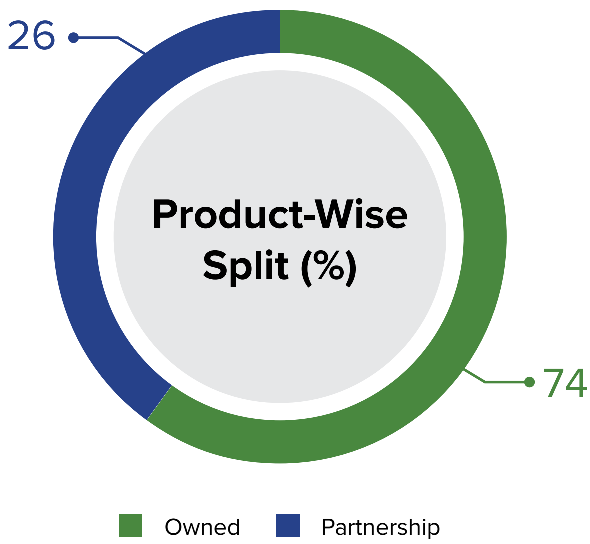
Our partnership model is built around leveraging our core strengths in design and procurement, enabling us to deliver value-driven solutions. Additionally, we have integrated experienced industrial engineers into our operations to uphold compliance with industry standards and drive continuous improvement across production processes. Their oversight ensures that every stage of manufacturing adheres to rigorous quality and efficiency benchmarks, reinforcing our commitment to excellence.

Partnering Company's Contribution

As Pearl Global forges deeper international partnerships, our collaborators play a vital role by efficiently navigating localised investments, workforce dynamics, and regulatory landscapes, enabling scalable, sustainable, and cost-effective growth across diverse geographies.

SYNERGIES DERIVED FROM PARTNERSHIP MODEL

- **Minimal Investment Requirement**
- **Faster Turnaround Time**
- **Asset-Light Model**
- **Capacities in Proximity to Supply Chain Area**
- **Better Return Ratios**



Unifying Vision. Diversifying Presence.

We take immense pride in collaborating with some of the world's most distinguished and marquee brands. Our success is driven by a deep understanding of our client's unique needs and a commitment to delivering exceptional solutions. Through meaningful partnerships, we ensure that every product reflects the trust and confidence our marquee clients place in us.

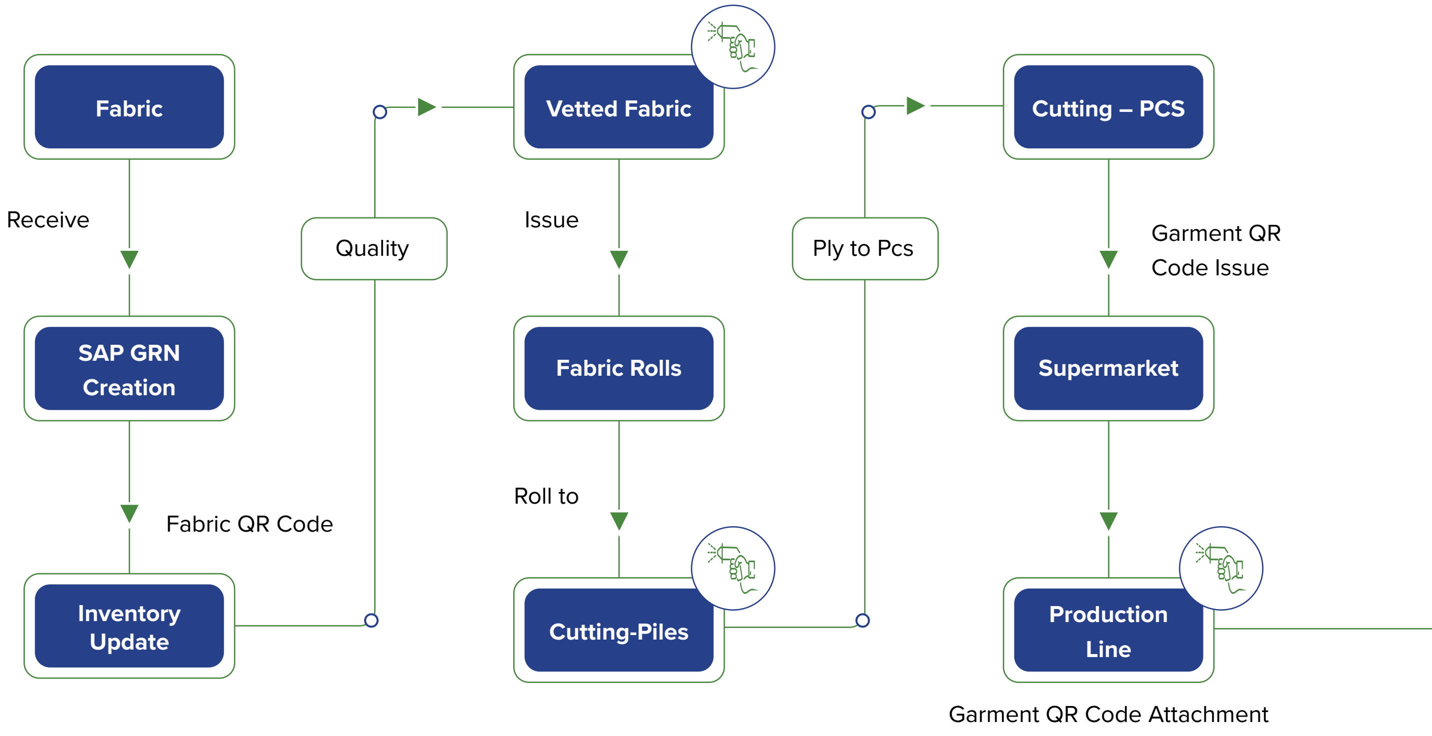
With more than three decades of expertise and a focus on innovation, we have earned our place as a preferred partner for leading global names. Our partnerships span industries where precision, sustainability, and consistency are non-negotiable. Collaborating closely with global leaders, we co-develop solutions that bridge creative vision and operational excellence, turning concepts into scalable outcomes and also define the way forward for responsible, future-ready fashion.

Tommy Hilfiger	Calvin Klein	Banana Republic
Bershka	Ann Taylor	GAP
Old Navy	American Eagle Outfitters	Ralph Lauren
Chico's	Next	Loft
Lane Bryant	Zara	Muji
Mango	Kohl's	Macy's
Ross	Aerie	Walmart
Nordstorm	Belk	JC Penny
Bass pro Shops	Talbots	Target Australia
Kmart Australia	Asda George	Aritzia
Primark	T J Maxx	Big W
WHBM	Levis	

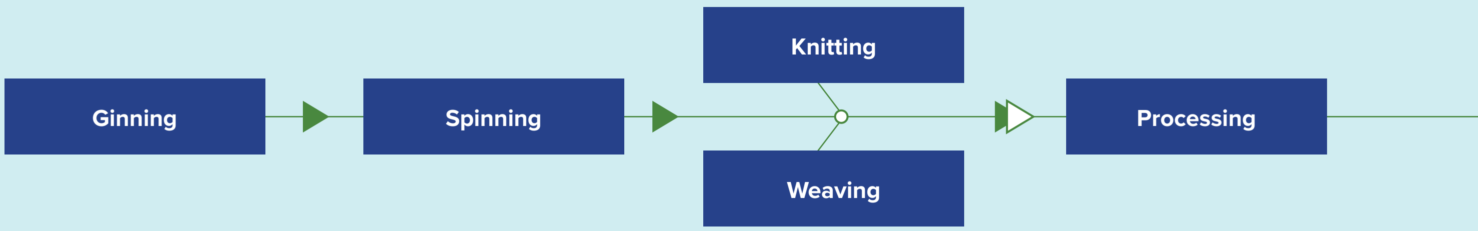
Strengthening Foundations. Shaping Futures.

By harnessing the power of digital transformation, we have successfully adapted to the evolving market landscape while elevating industry standards. Our relentless pursuit of innovation allows us to create exceptional value for our customers and stakeholders, paving the way for new milestones on a global scale.

Digitisation Process



Cotton Traceability



Doc Set 1
Invoice
Packing List
Country of Origin
Bill of Lading

Doc Set 2
Invoice
Packing List
E-way Bill
Purchase Order

Doc Set 3
Invoice
Packing List
E-way Bill
Purchase Order

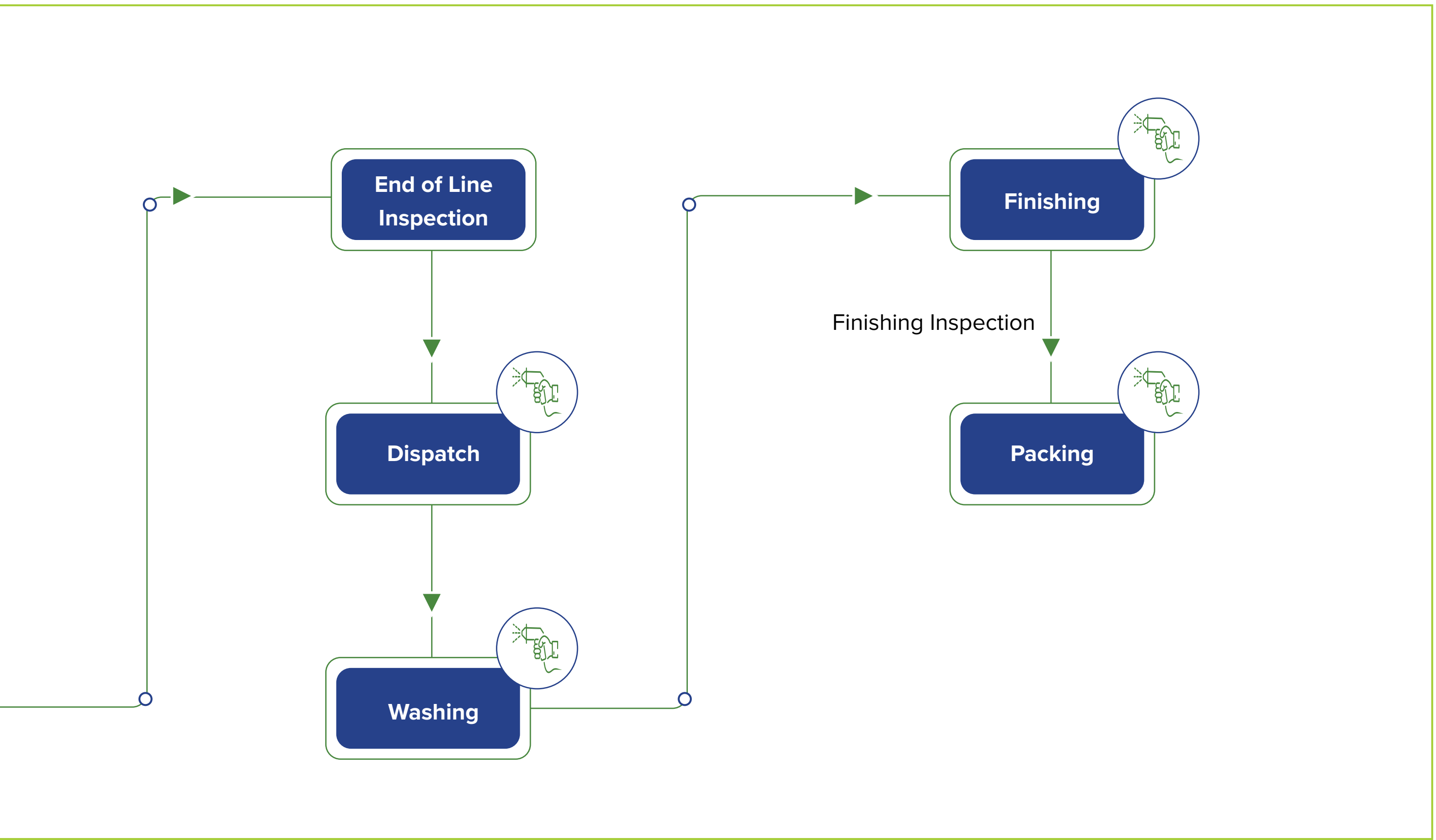
Doc Set 4
Invoice
Packing List
E-way Bill
Purchase Order

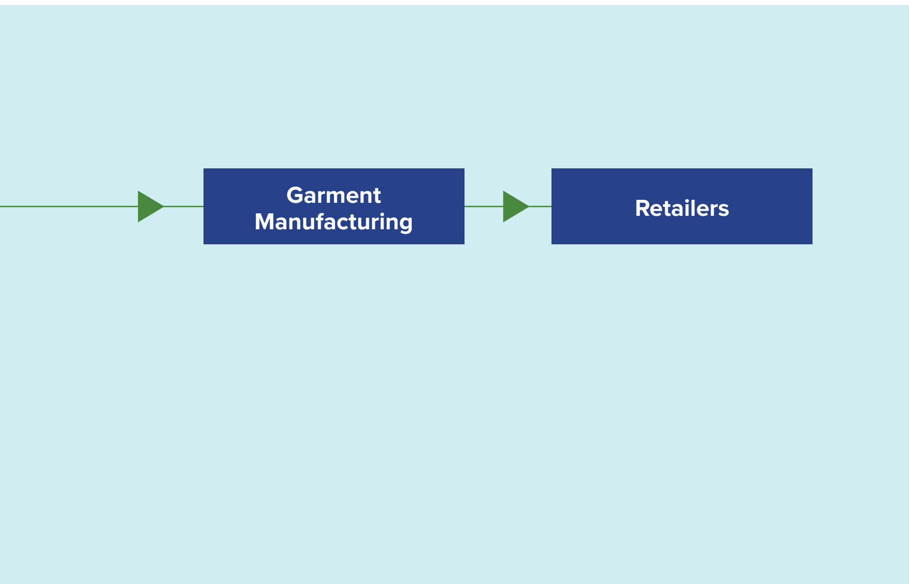
Doc Set 5
PO to Customers
Packing List
Bill of Landing

Smart Compliance, Sustainable Impact

At Pearl Global, we understand the critical role of compliance in the textile industry. Our digitisation efforts have empowered us with robust traceability systems that ensure seamless adherence to a wide spectrum of industry regulations and standards. These systems provide end-to-end visibility across our supply chain and digital records serve as credible proof of our commitment to environmental stewardship, fair trade, labour welfare, and product safety.

By embracing digital traceability, we enhance operational efficiency while reinforcing our dedication to ethical and sustainable practices across the supply chain. This transformation not only simplifies compliance but also offers our buyers transparent insights into our responsible sourcing and production processes.

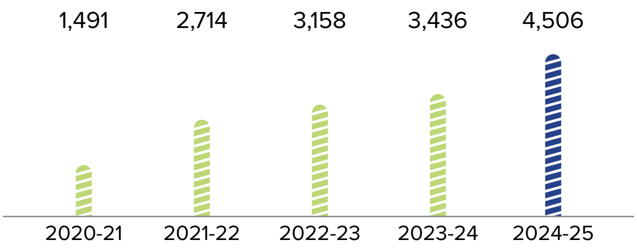




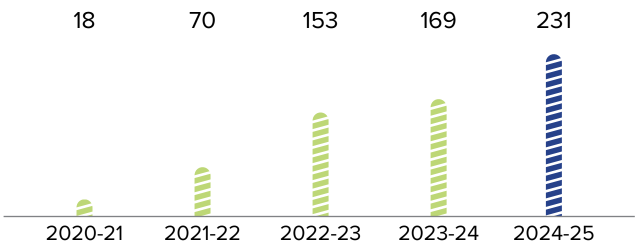
Charting Futures.
Strengthening Financials.

Driven by a well-defined purpose and a clear vision, our financial performance reflects strong direction, operational excellence, and an unwavering commitment to sustainable growth. Year after year, we have strengthened our financial foundation, enabling us to navigate change with confidence and invest in future opportunities. We continue to create long-term value for our stakeholders while shaping a resilient and forward-looking business.

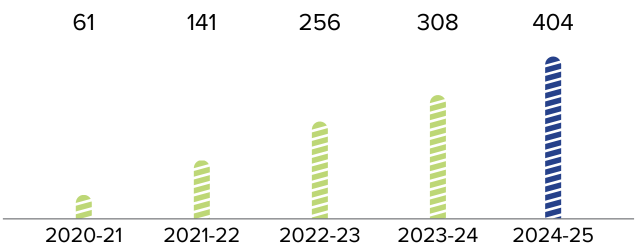
Revenue from Operations (₹ in Crore)



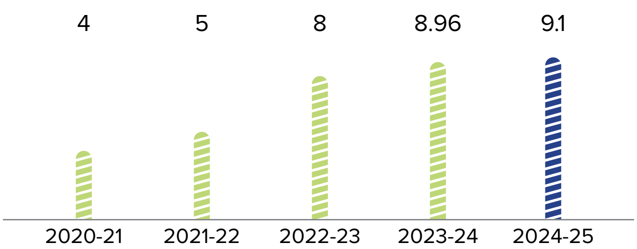
PAT (₹ in Crore)



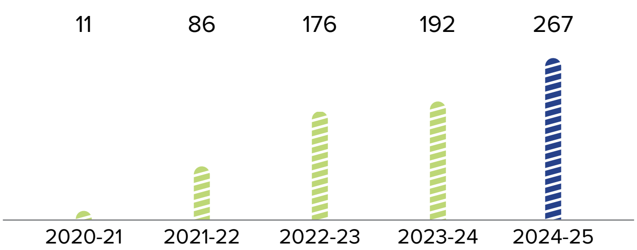
EBITDA (₹ in Crore)



EBITDA Margin (in %)



PBT (₹ in Crore)

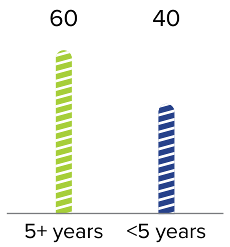


Geographical Revenue Split (₹ in Crore)

No. of Pieces Shipped (in Million)

**Unit was acquired in 2023-24*

Revenue Contribution from Key Clients (in %)



Years of Relationship

	2021	2022	2023	2024
Long-term	[ICRA] BBB (Stable)	[ICRA] BBB+ (Stable)	[ICRA] A- (Stable)	[ICRA] A (Stable)
Short-term	[ICRA] A3+	[ICRA] A2	[ICRA] A2+	[ICRA] A1

ADVANCING CREDIT RATINGS: REFLECTING STABILITY AND GROWTH

Pearl Global has consistently strengthened its credit profile over the years, reflecting its financial resilience and strategic growth. Our long-term credit rating has improved from [ICRA] BBB (Stable) in 2021 to [ICRA] A (Stable) in 2024, demonstrating sustained progress in financial stability. Similarly, our short-term credit rating has advanced from [ICRA] A3+ in 2021 to [ICRA] A1 in 2024, underscoring our enhanced liquidity position and strong operational performance.

Our strategic pivot to an asset-light expansion model is expected to further reduce debt dependence, supporting a sound financial profile with healthy returns and robust coverage indicators.

The successful QIP has further strengthened the balance sheet, providing flexibility for pursuing growth and boosting retained earnings.

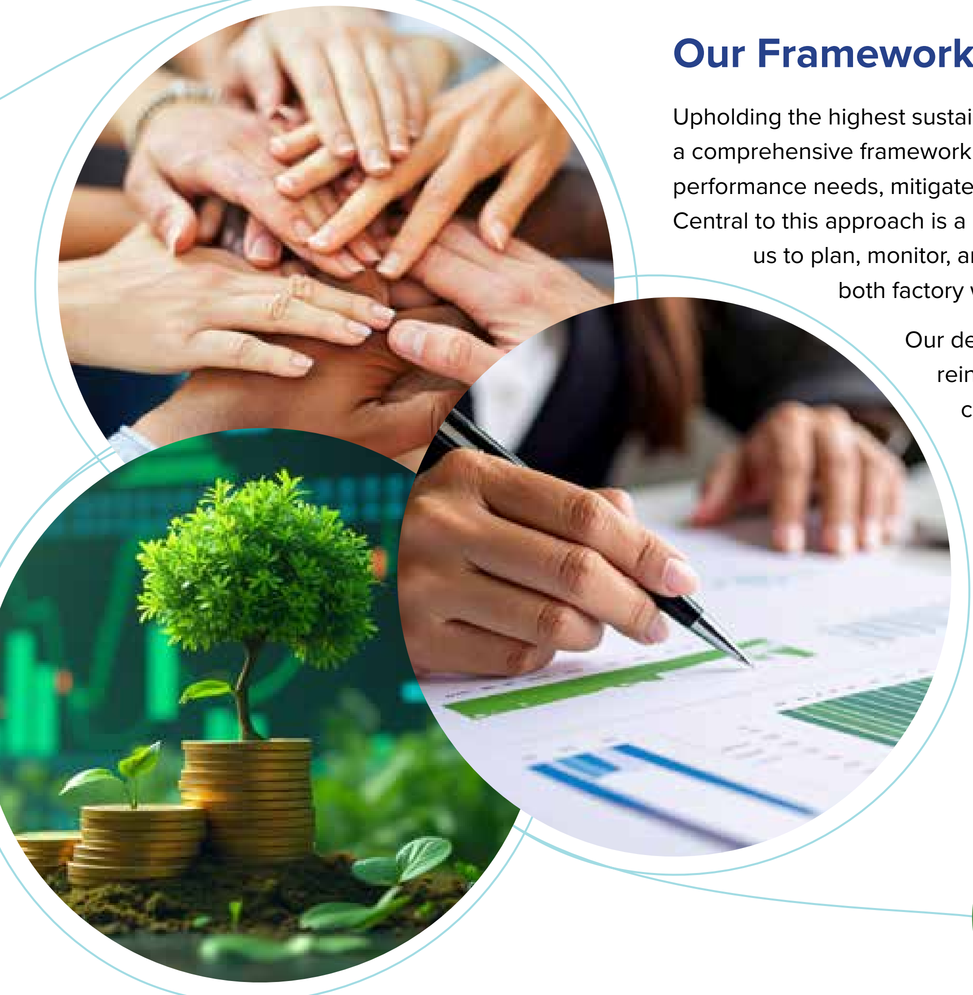
Outcome: Access to low-cost debt, improved credit profile, and easier access to new credit lines.

Greening Frontiers. Building Resilience.

We focus on innovative approaches that protect natural resources and strengthen the environment. By embracing sustainable solutions, we aim to safeguard the world around us and create lasting benefits for communities and nature alike.

PEOPLE, PLANET, PROFIT – A UNIFIED APPROACH TO A SUSTAINABLE FUTURE

Guided by a purpose beyond profit, we focus on the well-being of people and the planet in every decision. Environmental sustainability stands as a core pillar of our corporate responsibility, driving us to embed eco-conscious practices seamlessly across our entire supply chain.



Our Framework

Upholding the highest sustainability standards, we have implemented a comprehensive framework designed to anticipate environmental performance needs, mitigate risks, and drive continuous improvement. Central to this approach is a sophisticated measurement tool that enables us to plan, monitor, and track meaningful progress, benefitting both factory workers and the environment alike.

Our dedication to sustainable sourcing is further reinforced by internationally recognised certifications, which validate our commitment to ethical and responsible textile production. By adopting the world's leading standards for processing textiles made from organic fibres, we maintain stringent environmental criteria throughout the entire supply chain. This holistic approach ensures that our operations are not only socially responsible but also aligned with optimal sustainability practices.

Certification/Standard	Description
Global Organic Textile Standard (GOTS)	Ensures textiles made from organic fibres meet stringent environmental and social criteria throughout the entire supply chain.
Organic Content Standard (OCS)	Verifies the presence and amount of organic material in a final product and ensures its traceability through the production process.
Global Recycled Standard (GRS)	Encourages the use of recycled materials, ensuring reduced environmental impact and adherence to high social and chemical standards.
OEKO-TEX Standard 100	Confirms that textiles are tested for harmful substances and are safe for human use and environmentally sound.
LEED Gold (O&M)	Demonstrates excellence in sustainable building operations and maintenance.
SLCP/FSLM	Social and Labour Convergence Programme (Facility Social Labour Module) promotes standardised social audits across the industry.
SMETA	Sedex Members Ethical Trade Audit ensures responsible business practices in labour, health & safety, environment, and ethics.
USCTP	US Cotton Trust Protocol assures sustainable and ethical practices in cotton sourcing and production.
FLAX	Certification for sustainable and traceable linen production.
ISO 14001:2015	Environmental Management System certification for minimising environmental impact.
ISO 45001:2018	Occupational Health and Safety Management System certification, ensuring safe and healthy workplaces.
OHSAS	Occupational Health and Safety Assessment Series for effective health and safety management (precursor to ISO 45001).
UNGC Guidelines	Adherence to United Nations Global Compact principles in human rights, labour, environment, and anti-corruption.
ILO Guidance	Compliance with International Labour Organisation standards for fair and ethical labour practices.

Ongoing Sustainable Initiatives

Ozone
Eco-friendly Solution to Reduce Water Consumption

Magic Box
Eco-friendly Solution to Reduce Water, Chemical, and Energy Consumption

ETP/STP/WTP
Recycle and Re-use Water Treatment Solution

C.W.M.U.
Central Water Monitoring Unit

Laser
Eco-friendly Innovative, and Robust, Saving Water, Chemical, and Energy

PNG Boiler
PNG Run Boilers for Reduced Emissions

UV Filtration Plant
Facilitate Recycle and Re-use of Water in Laundry, Toilets, Gardening, and Fire Pump

Solar Power Generation
Implemented in Chennai and Planned for Other Facilities

Environmental Impact Measurement
Software to Monitor the Impact of Garment Finishing Processes

Eco-friendly
Recycled Poly Stone, Longer Life Span Replacement of Pumic Stone with No Residue

Aqualess Mission

Water conservation is at the forefront of our sustainability initiatives, especially in denim production where we have successfully reduced water usage by 85%. Every garment we create is carefully evaluated through a comprehensive environmental impact assessment, consistently earning scores within the green zone. These consistent outcomes reflect our data-driven approach to impact reduction and highlight our strong commitment to environmental responsibility and sustainable manufacturing.

Embracing Diversity. Empowering People.

We believe our strength lies in the rich diversity of our people. By fostering an inclusive culture, we empower every individual to bring their unique perspectives and talents to the table. This creates a dynamic workplace where innovation thrives, and every voice is valued.

Our Training and Development initiatives are designed to unlock potential by equipping teams with the latest knowledge, tools, and industry best practices. This investment equips our people not just to perform, but to thrive, empowering them to take ownership, adapt to industry shifts, and contribute meaningfully to innovation and productivity. Through a culture of continuous learning and skill advancement, we are shaping a resilient, future-ready workforce that strengthens both our human capital and organisational capabilities, laying a strong foundation for sustained success in an increasingly competitive global landscape.

Our Beliefs

Diversity

At Pearl Global, we recognise that every individual brings unique strengths that help shape a better, more dynamic company. We embrace the power of diversity and are committed to fostering an inclusive workplace, one where people of all genders, generations, skill sets, and backgrounds can grow, contribute, and thrive.

Forward-Thinking

At Pearl Global, we are driven by a spirit of innovation and entrepreneurship. We empower our people to challenge the status quo, think beyond the obvious, and pursue bold ideas that spark meaningful and lasting impact.

Innovation

At Pearl Global, we recognise that continuous learning is key to staying agile in an ever-evolving marketplace. We are committed to investing in our people and empowering them with the right skills, cutting-edge technology, and research capabilities to drive long-term, sustainable growth.

Care

At Pearl Global, we place the highest importance on fostering a safe, inclusive, and transparent workplace. We are dedicated to building an environment where every employee feels respected, valued, and at ease. Our strong code of conduct reflects our unwavering commitment to employee well-being and ethical workplace practices.

Our Values

Sustainability

We conduct our business focussing on a sustainable future that encompasses longevity for the environment, the Company, employees, and customers.

Speed-to-Action

We deliver on the expectations with speed by focussing strongly on systems, trust, teamwork, and demonstrating dynamism in our way of work.

Integrity

We are fair in our dealing with all our associates, stakeholders, and society. We ensure that no party is put to an unwanted disadvantage compared to the other.

Strive for Excellence

We believe in creating world-class products by excelling in every aspect of the fashion industry.

Customer Centricity

We design and execute all systems, processes, and tasks with the sole purpose of providing the highest customer delight and a positive value to all our stakeholders.

Our Initiatives

Experiential Learning and Skill Upgradation: Pearl Global applies the 70-20-10 learning model, where employees gain 70% of their knowledge from challenging assignments, 20% from relationships, and 10% from formal training. This model encourages practical learning and leadership development at the workplace.

On-site Training Programmes: Regular on-site training sessions help employees upgrade their skills, including workshops on basic computer skills, personal finance, interpersonal skills, conflict resolution, language skills, and technical training specific to the garment industry.

Supervisors Skill Training (S.S.T): This is aimed at enhancing communication between workers and management, this programme helps supervisors balance organisational and worker interests, improving workplace relations.

Reimagining Industry and Support Equality (R.I.S.E): This programme, in partnership with GAP Inc., empowers women at Pearl Global by facilitating their professional growth and enabling them to step into leadership roles.

Prevention of Sexual Harassment (POSH): We have developed gender awareness training sessions with Corporate Ethos and Shakti Foundation to foster a safe and inclusive workplace, ensuring respect and dignity for all employees and factory workers.

Workplace Cooperation Programme (WCP): This is conducted in association with GAP Inc., to enhance collaboration between factory management and other departments, promoting trust, communication, risk assessment, and role clarity to build functional teams.

Pearl Global has introduced an Employee Stock Option Plan (ESOP) approved for 1,454,000 options post stock split, in alignment with SEBI regulations. The plan is designed to enhance employee well-being and engagement by offering ownership opportunities, with vesting periods ranging from one to four years.

Leadership Quest: The Leadership Quest programme at Pearl Global is a structured training initiative aimed at developing leadership capabilities among current and emerging leaders within the Company.

Executive Development Programme: The Executive Development Programme at Pearl Global is a 6-month initiative designed to enhance the behavioural and problem-solving skills of 35 high-potential executives through 12 focussed modules.

Future Leader Programme: The Future Leader Programme conducted at Pearl Global, India, is a focussed talent acquisition and development initiative designed to build a pipeline of high-potential young professionals for critical operational roles. Through a rigorous campus recruitment drive across reputed colleges, 7 top candidates were selected from a pool of 72 applicants. These individuals were strategically placed in key functional areas such as Industrial Engineering (IE), Quality, Planning, Cutting, and QMS, where they receive hands-on exposure, mentorship, and structured learning.

Kaizen Programme: The Kaizen Programme conducted at Pearl Global, India, encourages continuous, incremental improvements through initiatives like training, stimulation, regular meetings, and Gemba walks. Employees submitted 72 Kaizens, with 10 being recognised for their significant impact on business productivity, quality, and efficiency.

Escuelita Programme: Our 'Escuelita Programme' in Guatemala hires

workers with no experience and teaches them sewing techniques for 1 month.

Financial Education Plan: Launched in January 2024 with Banco Industrial, the plan aims to equip employees with financial tools, reduce credit card debt, and offer stable, attractive loans exclusively via payroll deduction.

Medical Campaigns: We conduct ophthalmological campaigns every 6 months for employees and their families.

Team-Building Activities: Celebrations are organised for employees on Women's Day, Birthdays, and Mother's and Father's Day.

Effective Best Practices

Our manufacturing unit in India has institutionalised a range of best practices to keep teams motivated and engaged. By actively recognising individual and team achievements, these initiatives boost morale, reinforce a culture of excellence, and promote healthy competition. This approach not only nurtures collaboration and enhances job satisfaction but also contributes to long-term employee retention by fostering a supportive and empowering work environment. These practices launched in 2023-24 include Star of the Month, weekly appreciation by the core team, weekly rolling trophy for sewing line performance, and Gemba walks, QCO (group lunch), Stretch activity (twice a week), QCO (Quick changeover) team meet and activity overview.

Nurturing Communities.
Diversifying Horizons.

Our commitment to CSR inspires us to nurture communities with care and purpose. By empowering diverse groups through sustainable initiatives, we create lasting impact and broaden opportunities. Our focus is on building inclusive futures that uplift lives and diversify horizons beyond business.

Our Pillars

Education

We believe in empowering communities through education and providing them with the tools to shape their futures.

Women and Child Development

We are dedicated to supporting the development and well-being of women and children, ensuring they have access to opportunities for growth and advancement.

Healthcare and Sanitation

We are committed to improving healthcare and sanitation facilities, contributing to healthier communities.

Diversity and Inclusion

We embrace diversity and promote inclusivity within our organisation and the communities we serve.

Environmental Sustainability

We strive to protect the environment through sustainable practices, reducing our carbon footprint and preserving natural resources.

Our Chief Sustainability Officer, Mrs. Shifalli Seth, showcases commitment to the UN's Sustainable Development Goals (SDGs) as a driving force behind our progress. These goals align closely with our CSR focus areas, guiding us towards our desired impact. At Pearl Global, we have initiated several programmes and projects within these pillars as part of our CSR efforts, ensuring that our business positively impacts society and the environment.

Our Initiatives

COMMUNITY DEVELOPMENT INITIATIVES

Education

Badhte Kadam 2.0

As part of our flagship education initiative, Pearl Global, in collaboration with ETASHA NGO, allocated a project budget of ₹ 18.44 Lakhs to enhance learning infrastructure and outcomes at Shaheed Lt. Atul Kataria Government Girls School in Gurugram Village, positively impacting the academic journey of over 1,189 students. The programme aimed to enhance the quality of education, address learning gaps, and empower students through holistic academic and developmental support. Structured remedial classes were complemented by life skills training, a dedicated Winter Camp, and the establishment of a well-equipped library to foster a culture of continuous learning.

Career guidance sessions, including the *Career Highway* workshop, played a pivotal role in helping students identify their strengths and interests at an early stage, bringing greater clarity to their career aspirations. The initiative also facilitated participation in the NMMS Scholarship exam, with financial support extended through government schemes and Pearl Global's own assistance. As a result, students not only improved academically but also gained access to more opportunities and a clearer vision for their future.

NMMS Scholarship Support

The National Means-cum-Merit Scholarship (NMMS) is a centrally sponsored initiative by the Government of India aimed at supporting meritorious students from economically disadvantaged backgrounds. Its core objective is to reduce dropout rates after Class 8 and encourage students to complete their education at least up to Class 12. The examination comprises two 90-minute papers: the Mental Ability Test (MAT), which assesses reasoning, problem-solving, and critical thinking skills; and the Scholastic Aptitude Test (SAT), which evaluates knowledge in Mathematics, Science, and Social Studies, based on the Class 7 and 8 curriculums.

Eligible students whose family income does not exceed ₹ 3.5 Lakhs annually receive a scholarship of ₹ 12,000 per year (₹ 1,000 per month) from Class 9 through Class 12. As a testament to the impact of Project *Badhte Kadam 2.0*, five students from the programme successfully qualified for this prestigious scholarship in the current academic year, securing crucial financial support to continue their education and pursue their aspirations.

SAMT Course at ATDC

Pearl Global, in collaboration with ATDC, launched a one-year specialised course focussed on Sustainability in the Garment Industry, with a dedicated budget of ₹ 5.5 Lakhs. This programme offers a comprehensive understanding of sustainable principles, practices, and innovations shaping the future of apparel manufacturing. The course covers a wide range of critical topics aligned with global sustainability benchmarks and the UN SDGs, including the efficient use of water, energy, and chemicals; climate-conscious production; eco-responsible textile processing and finishing; and case studies on leading brands driving the transition to environmentally conscious fashion. With seven students successfully enrolled as beneficiaries, the programme not only enhances youth employability in the apparel industry but also promotes women's empowerment by opening pathways to formal sector jobs. Graduates emerge as skilled professionals ready to contribute to greener manufacturing practices, while also supporting brand reputation and ethical leadership in fashion.

Mina Seth Scholarship Programme

The Mina Seth Scholarship Programme is a flagship educational initiative designed to support the academic aspirations of factory workers' children across India, Bangladesh, and Vietnam. Aimed at fostering merit and reducing barriers to higher education, the programme provides financial assistance to outstanding students, enabling them to pursue and complete their academic journeys with greater confidence, dignity, and freedom from financial stress. In the current cycle, a total of 601 students have benefitted from this initiative, reflecting Pearl Global's commitment to inclusive growth and empowerment through education.

Healthcare and Sanitation

Proposed Health and Sanitation Project
Children Healthcare Clinic

The proposed Healthcare and Sanitation Project aims to provide accessible primary healthcare services to marginalised communities, with a strong focus on hygiene awareness and affordable medicines. This project is designed to bridge critical healthcare gaps at the grassroots level. It carries a one-time setup cost of ₹ 3.4 Lakhs and a recurring monthly cost of ₹ 1.7 Lakhs, bringing the total annual budget to approximately ₹ 23.68 Lakhs. This initiative underscores Pearl Global's commitment to inclusive development by delivering accessible, preventive, and locally responsive health solutions that prioritise long-term well-being.

Environment Sustainability

Green Belt, Sector 32, Gurugram

Collaborating with the GMDA and the Abhipsa Foundation, we at Pearl Global led the transformation of a 0.5-acre plot in Sector 32 into a vibrant green belt. Once a waste dumping ground, this area now serves as a crucial green space, countering pollution and enhancing the city's green landscape amid ongoing construction and heavy traffic.

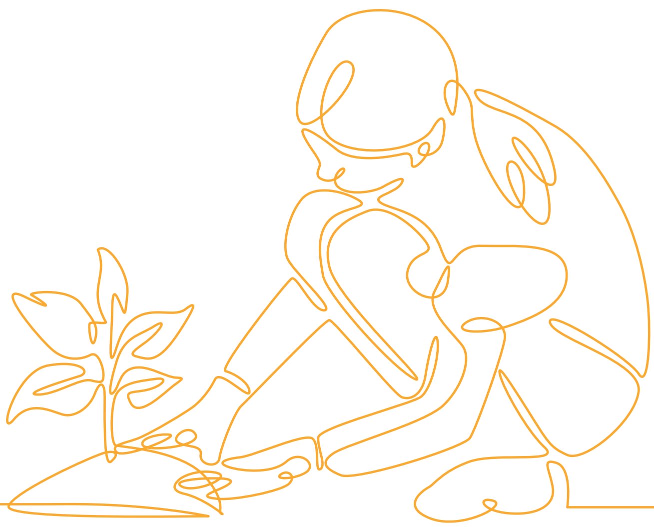
By utilising treated wastewater for plantation, the green belt features seasonal saplings carefully selected to suit local ecological conditions. This initiative not only enriches the area's greenery but also contributes to groundwater replenishment, biodiversity support, and overall beautification. Through the reclamation and revitalisation of this space, the Company is making significant strides in environmental preservation and strengthening its positive impact on the surrounding community.

Other CSR Initiatives Around the World

We have undertaken various CSR initiatives worldwide. In Bangladesh, we organised multiple dental, medical, and TB camps, as well as blanket and food distribution drives. The Company has also provided education scholarships and stipends to outstanding students of factory workers in India, Bangladesh, Vietnam, and Indonesia. Additionally, Pearl Global Indonesia runs the Workers' Children Education programme to provide quality education and support the development of workers' children.

Demonstrating our continued commitment to humanitarian support, our Bangladesh team, comprising NorpKnit Industries, Prudent Fashions, and Alpha Clothing, organised a targeted relief drive for flood-affected families in Feni. The initiative focussed on delivering essential supplies to address urgent needs, offering timely assistance that enabled affected communities to stabilise and take the first steps towards rebuilding their lives.

For 2025-26, the responsibility for continued execution has been entrusted to Gurujal. This sustainability initiative directly benefits an estimated 500–700 community members, contributing significantly to environmental conservation. Key outcomes include an impressive groundwater recharge of 397 kilolitres per year and a reduction in freshwater usage by 1.8 Million litres annually, reinforcing Pearl Global's commitment to resource efficiency and ecological stewardship.



Workforce Empowerment Programme

WOMEN AND CHILD DEVELOPMENT

Ek Nayi Pehchan

'Ek Nayi Pehchaan', a women empowerment initiative by Pearl Global in partnership with ETASHA NGO, focusses on fostering financial independence and entrepreneurship among women from underserved communities in Begampur Khatola, Mohammadpur, and Khirki near Gurugram. With a project budget of ₹ 25.16 Lakhs (November 2023 – October 2024), the programme offers comprehensive training in stitching, tailoring, embroidery, and garment manufacturing specifically in baby essentials and accessories. It also includes life skills, confidence-building, and enterprise development modules. To date, 110 women have been trained, with 61 employed at Pearl Global, reflecting a meaningful stride towards sustainable livelihoods and women-led economic growth.

R.I.S.E. Programme (GAP Initiative)

Pearl Global, in collaboration with GAP Inc., is implementing a transformative training initiative designed to empower workers in the global apparel industry with essential life and workplace skills. This 27-hour programme, delivered through both core and supplementary modules, focusses on building competencies in communication, problem-solving, decision-making, time and stress management, as well as health, hygiene, and financial literacy. The training is delivered through interactive methods, including hands-on exercises, group discussions, and self-reflection sessions.

A key objective of the programme is to train 50% of the female workforce by 2025, promoting inclusive growth and gender equity. In 2024-25, the target was to train 1,310 workers, and Pearl Global successfully trained 1,263. Looking ahead, the target for 2025-26 has been raised to 1,600 workers, further reinforcing the Company's commitment to workforce development and empowerment.

Supervisory Skills Training (SST)

The Supervisory Skills Training (S.S.T.) programme, developed by Better Work and implemented in partnership with GAP Inc., is designed to enhance the leadership capabilities of frontline supervisors. This interactive three-day training equips them with essential skills to effectively mediate between workers and management, ensuring a balanced approach that supports both employee well-being and organisational goals. Pearl Global is committed to training 100% of its supervisors by 2025, fostering a more collaborative, fair, and productive workplace environment.

Workplace Cooperation Programme (W.C.P.)

The Workplace Cooperation Programme (W.C.P.) is a structured initiative aimed at strengthening dialogue between workers and management to proactively address workplace issues. The programme is driven by elected bipartite committees made up of representatives from both employees and management, who work together to nurture constructive dialogue and long-term industrial harmony. To maintain relevance and active participation, members are re-elected every two years, ensuring a steady flow of fresh perspectives while strengthening inclusivity, transparency, and shared responsibility in workplace decision-making.

Community Activities

The Company organises various events such as football matches, team-building activities, and lucky draws to help employees connect with one another. Through these events, we aim to promote trust, commitment, and loyalty while fostering focussed and fruitful relationships. These activities enhance networking and skill-building within our team, thereby strengthening the Company's working community.

Way Forward

- Reusing waste fabric to create rugs that will be distributed in government schools, enhancing classroom environments and promoting a sense of dignity for students.
- Establishing a dedicated Children's Healthcare Clinic under the Mina Seth Charitable Trust to provide essential medical services to underserved communities.
- Continuing our commitment to education by expanding this flagship initiative, focussing on bridging learning gaps and supporting holistic development.
- Launching the next edition of our scholarship programme to support deserving students in their academic journey.
- Organising targeted health camps to address the specific needs of differently abled individuals.
- Setting up libraries in 3-4 government schools to nurture a culture of reading and curiosity among students.
- Managing the operation and maintenance of a 0.5-acre green belt in Sector 32, contributing to environmental sustainability and community well-being.
- Launching a quarterly CSR newsletter to share updates and highlight global CSR initiatives, fostering transparency and engagement.

Steering with Integrity. Governing for Growth.

At Pearl Global, we prioritise transparency, accountability, and sustainability in every decision, ensuring long-term value for all stakeholders. By aligning strong moral principles with strategic vision, we drive innovation, empower communities, and foster inclusive growth. Our governance model is a catalyst for resilience and progress, shaping a future built on trust and performance.

We have taken several key initiatives aimed at enhancing our financial and operational efficiency, including:

1. To reinforce stringent control measures, Pearl Global has appointed M/s. Deloitte Touche Tohmatsu as the statutory auditor for Pearl Global (HK) Limited for 2024-25.

2. To strengthen governance and ensure rigorous monitoring and risk management, Ernst & Young (E&Y) continues to oversee internal audits for India and Bangladesh and has been additionally engaged for Vietnam for 2025–26.

3. To improve financial reporting, we have successfully automated our Group financial consolidation process, ensuring greater accuracy and timeliness in our financial data.

4. Moving forward, we are focussing on additional automation projects, including the automation of our Financial Management Information System (MIS), Factory MIS, Budgeting process, and Sales Forecasting, which will further boost our operational efficiency and decision-making capabilities.

Grounding Vision.
Guiding Values.

Our leadership is anchored in a bold vision for sustainable, inclusive growth. Guided by core values of integrity, innovation, and responsibility, we inspire progress across every level of the Company. This commitment empowers our teams, strengthens partnerships, and drives excellence, ensuring we not only lead with purpose but also shape a future that reflects our enduring principles.

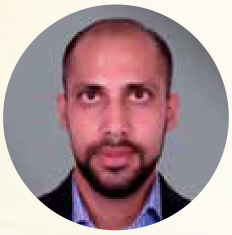
Board of Directors

Dr. Deepak Kumar Seth
Chairman
Non-Executive Director

Mr. Pulkit Seth
Vice-Chairman
Non-Executive Director

Mrs. Shifalli Seth
Non-Executive Director

Mr. Pallab Banerjee
Managing Director

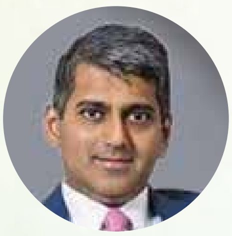


Mr. Abhishek Goyal
Non-Executive,
Independent Director

Mr. Ashwini Agarwal
Non-Executive,
Independent Director

Mr. Rahul Mehta Narendra
(w.e.f. February 11, 2025)
Non-Executive,
Independent Director

Mrs. Jyoti Arora
(w.e.f. February 11, 2025)
Non-Executive,
Independent Director



Mr. Sanjay Kapoor
Non-Executive,
Independent Director

Ms. Neha Khanna
Non-Executive,
Independent Director

Mr. Shailesh Kumar
Whole-Time Director

Mr. Deepak Kumar
Whole-Time Director

Board of Directors

Dr. Rajiv Kumar
Non-Executive, Independent Director
(till December 16, 2024)

Mrs. Madhulika Bhupatkar
Non-Executive, Independent Director
(till March 17, 2025)

Group Leadership

Mr. Pallab Banerjee
Managing Director

Mr. Sanjay Gandhi
Group CFO

Core Team

India

Mr. Sundeep Chatrath
CEO – Knits

Mr. Pankaj Bhasin
CEO – Woven

Mr. Vijay Yadav
COO

Mr. Adarsh Sharan
CEO – India – Div 2

Mr. Narendra Kumar Somani
CFO

Ms. Shilpa Saraf
Company Secretary

Bangladesh

Mr. Vikas Mehra
CEO – NorpKnit and Prudent

Mr. Sanjay Sarkar
Country Director

The UK

Ms. Joanna Hales
Senior Vice President

Ms. Narinda Leon
Design Head

The US

Dr. Mahesh Seth
Vice President – Operations

Mr. David Ayala
Global Creative Director

Vietnam and Hong Kong

Mr. Gurusankar Gurumoorthy
CEO

Mr. Kulbhushan Aggarwal
Director – Finance

Mr. Lalit Jade
CFO (Hong Kong)

Indonesia

Mr. Amit Kumar
CEO

Guatemala

Mr. Girish HG
CEO

Auditors

Statutory Auditors
M/s. SR Dinodia & Co., LLP

Internal Auditors
Ernst and Young LLP

Secretarial Auditors
M/s. Jayant Sood & Associates

Navigating Risks.
Empowering Growth.

Navigating risks is central to empowering sustainable growth. Through proactive risk management and strategic foresight, we safeguard our operations while unlocking new opportunities. Our agile approach enables us to adapt swiftly to market shifts, ensuring resilience and long-term value. By integrating innovation with responsible practices, we empower stakeholders and drive consistent progress, positioning Pearl Global as a trusted leader in the dynamic global apparel industry.

Client Concentration Risk

A significant portion of our revenue comes from a limited set of key clients, which makes us vulnerable to client-specific risks such as changes in procurement policies or commercial terms. To address this, we are actively working to broaden our customer base, deepen engagement with existing clients, and create value-added offerings that enhance stickiness and reduce dependency on a few large accounts.

Foreign Exchange (Forex) Volatility Risk

As a globally focussed company, currency fluctuations directly impact our profitability and cash flows. We manage this through a well-structured hedging strategy, natural hedges via import payables, and vigilant treasury practices to minimise adverse forex effects.

Consumer Preference Volatility Risk

We operate in a fast-paced industry where consumer preferences can shift quickly. These changes can lead to order cancellations, excess inventory, or markdowns. To stay ahead, we continuously invest in R&D, keep our design and production cycles agile, and use real-time market intelligence to anticipate trends and respond proactively.

Export Concentration Risk

With more than 99% of our revenue coming from exports, we remain exposed to global economic trends, trade disruptions, and policy changes. To reduce this risk, we are expanding into new geographies, diversifying our product portfolio, and closely tracking macroeconomic and geopolitical developments to remain agile and responsive.

Geopolitical and Disaster Risks

Natural disasters, civil unrest, or geopolitical tensions in our operating or export regions could disrupt our operations. To build resilience, we have diversified our manufacturing footprint, strengthened our business continuity plans, and regularly assess alternative operational locations.

Legal and Regulatory Exposure

We recognise that legal or regulatory issues could lead to liabilities or reputational challenges. That is why we have established strict compliance protocols, adopt a proactive approach to legal matters, and work to resolve issues transparently and efficiently.

Product Liability and Compliance Risk

Any lapse in quality or non-compliance with international safety standards could expose us to legal claims or reputational harm. We mitigate this risk by adhering to global quality standards, maintaining strong liability insurance, and continuously monitoring regulatory compliance.

Quality Assurance Risk

Our reputation is built on consistent quality. Any deviation can lead to returns, increased costs, or damage to customer trust. To ensure top-notch quality, we have implemented robust internal QC systems, conduct regular audits, and align closely with our customers' quality expectations.

Recognising Milestones. Celebrating Excellence.

2006-07

Highest Export - Woven Garments - Pearl Global

2007-08

Highest Exports - Woven Garments - Pearl Global

2008-09

Highest Exports by Young Entrepreneur - 1st Position to Mr. Pulkit Seth, Vice-Chairman, Pearl Global

2009-10

Highest Exports in Woven Garments - 1st Position to Pearl Global

Highest Exports by Young Entrepreneur – 1st Position to Mr. Pulkit Seth, Vice-Chairman, Pearl Global

2010-11

Highest Exports - Woven Garments - Pearl Global

2011-12

Highest Exports - Woven Garments - Pearl Global

2012-13

Highest Exports led by a Young Entrepreneur – Winner: Mr. Pulkit Seth, Vice-Chairman, Pearl Global

2015-16

Highest Global Exports (above ₹ 100 Crores and up to ₹ 500 Crores), 1st Position

2020-21

AsiaOne Most Influential Young Leader - Mr. Pulkit Seth

2022-23

Honorary Ph.D awarded to Chairman, Dr. Deepak Kumar Seth

Recognised as one of the best organisations for women by Femina

2023-24

Dr. Deepak Kumar Seth, Chairman, Pearl Global honoured as the 'Icon of the Indian Apparel Industry';
Pearl Global awarded for 'Highest Exports in Woven Garments 2021-22 and 2022-23

Additional Awards

Pearl Global's Annual Awards recognise top performers, with the Chairman's Award honouring achievements in revenue growth, profitability, customer expansion, and sustainability.

The Sustainability Award highlights exceptional practices in areas like manufacturing and environmental impact, while the Best Manufacturing Unit is selected based on profitability and compliance. Best Merchandising and Design Leaders are acknowledged for their exceptional work and customer-centric approach, and leaders above AVP are also awarded for embodying core values. These awards are determined through nominations and the final winner is chosen by the Panel consisting of the Executive Leadership. Every six months, employees from Executive to GM level are acknowledged for demonstrating key values such as Speed-to-Action, Striving for Excellence, Integrity, and Customer Centricity. Award distribution at various locations reinforces Pearl Global's commitment to fostering an environment of excellence and inspiring continued success.

Corporate Information

Board Members

Dr. Deepak Kumar Seth
Chairman & Non-Executive Director

Mr. Pulkit Seth
Vice-Chairman & Non-Executive Director

Mrs. Shifalli Seth
Non-Executive Director

Mr. Pallab Banerjee
Managing Director

Mr. Shailesh Kumar
Whole-Time Director

Mr. Deepak Kumar
Whole-Time Director

Mr. Abhishek Goyal
Non-Executive Independent Director

Mr. Rahul Mehta Narendra
(w.e.f. February 11, 2025)
Non-Executive Independent Director

Mr. Ashwini Agarwal
Non-Executive Independent Director

Mrs. Jyoti Arora
(w.e.f. February 11, 2025)
Non-Executive Independent Director

Ms. Neha Khanna
Non-Executive Independent Director

Mr. Sanjay Kapoor
Non-Executive Independent Director

Dr. Rajiv Kumar
(Till December 16, 2024)
Non-Executive Independent Director

Mrs. Madhulika Bhupatkar
(Till March 17, 2025)
Non-Executive Independent Director

Group Chief Financial Officer

Mr. Sanjay Gandhi

Chief Financial Officer

Mr. Narendra Kumar Somani

Company Secretary

Ms. Shilpa Saraf

Audit Committee

Mr. Abhishek Goyal
Chairman

Mr. Ashwini Agarwal
Member Director

Ms. Neha Khanna
Member Director

Nomination and Remuneration Committee

Mr. Abhishek Goyal
Chairman

Dr. Deepak Kumar Seth
Member Director

Mr. Rahul Mehta Narendra
Member Director

Ms. Neha Khanna
Member Director

Stakeholders Relationship Committee

Mr. Ashwini Agarwal
Chairman

Mr. Pulkit Seth
Member Director

Mr. Sanjay Kapoor
Member Director

Mrs. Jyoti Arora
Member Director

Risk Management Committee

Mr. Pallab Banerjee
Chairman

Mr. Sanjay Kapoor
Member Director

Ms. Neha Khanna
Member Director

Corporate Social Responsibility Committee

Mrs. Shifalli Seth
Chairperson

Mr. Pallab Banerjee
Member Director

Mrs. Jyoti Arora
Member Director

Auditors

Statutory Auditors
M/s. S R Dinodia & Co. LLP

Internal Auditors
Ernst and Young LLP

Secretarial Auditors
M/s. Jayant Sood & Associates

Registered Office

C-17/1, Paschimi Marg, Vasant Vihar, New Delhi - 110 057

Corporate Office

'Pearl Tower', Plot No. 51, Sector-32, Gurugram - 122 001, Haryana

Bankers

State Bank of India

Canara Bank

Standard Chartered Bank

RBL Bank Limited

HDFC Bank Limited

Punjab National Bank

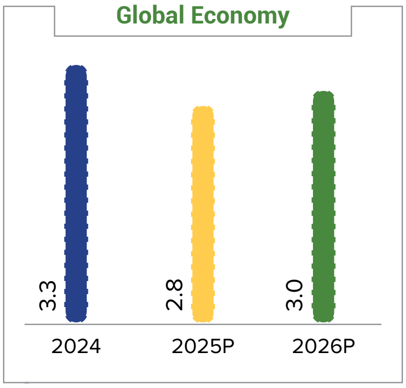
IndusInd Bank

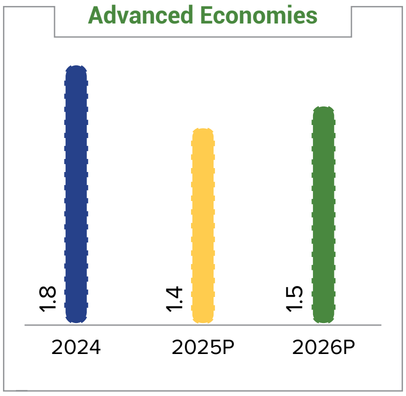
Management Discussion & Analysis

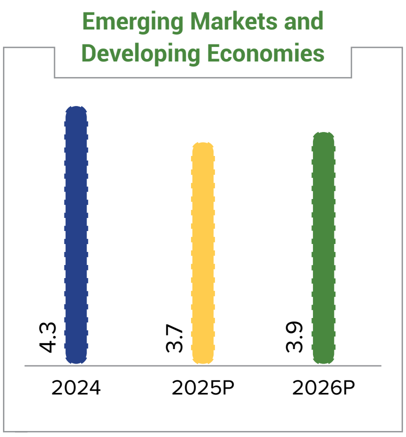
GLOBAL ECONOMY OVERVIEW

The global economy progressed towards greater stability in 2024, recording a growth rate of 3.3%, supported by easing inflation, improving financial conditions, and resilient consumer demand. Economies demonstrated impressive adaptability despite persistent challenges from supply chain disruptions, energy transitions, and geopolitical tensions. Central banks continue to move cautiously towards policy normalisation, while businesses and investors remain agile, successfully navigating an increasingly dynamic global environment with confidence and optimism.

GDP Growth Projections (in %)







The evolving trade landscape is driving adaptability, innovation, and strategic adaptation. While recent tariff shifts pose challenges, they also encourage stronger partnerships, supply chain diversification, and agile planning. Traditional forecasting models are being redefined, fostering more adaptive strategies for a dynamic global economy. As businesses and policymakers embrace change, they are paving

P- Projected

the way for long-term stability and sustainable growth in global trade.

While growth in advanced economies is expected to moderate over the forecast period, the U.S. remains a strong and dynamic market. Economic growth in the U.S. is projected to remain positive, with real GDP expanding by approximately 1.8% in 2025 and rebounding to 1.7%–2.2% in 2026, supported by strong fundamentals and ongoing productivity gains. The Euro Zone is expected to navigate a period of adjustment, with growth stabilising at 0.8% in 2025 before recovering to 1.2% in 2026. Emerging markets are adapting with agility, leveraging policy innovation, structural reforms, and strategic investments to navigate financial challenges.

OUTLOOK

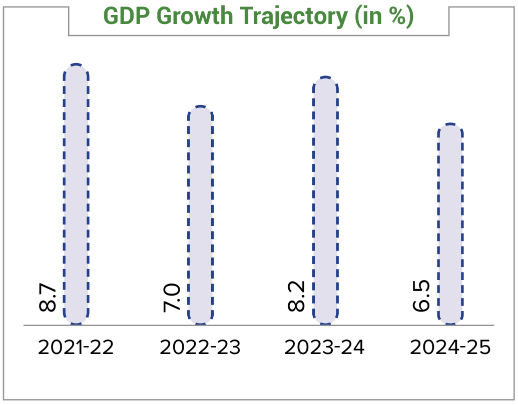
According to the IMF's World Economic Outlook released in April 2025, the global economy is projected to grow at a steady pace of 2.8% in 2025 and 3.0% 2026. This represents a slight adjustment from earlier forecast. Growth continues to be supported by moderating inflation, improving financial conditions, and sustained demand, although the pace of recovery remains uneven across geographies.

Advanced economies, particularly the U.S., are exhibiting strong resilience, while tighter financial conditions are posing challenges for some emerging markets. A significant drop in inflation across several regions has enhanced real incomes and strengthened consumer confidence, though the rate of improvement differs among economies. Despite global uncertainties and varying national trends, the economy remains on a steady path of growth, supported by stability, adaptability, and sustained momentum.

(Source: https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025)

INDIAN ECONOMIC OVERVIEW

India remains on a strong growth path, with GDP projected at 6.5% for 2024–25, positioning it ahead of global peers. Structural reforms, technological advancements, and infrastructure development are driving broad-based expansion, while targeted government initiatives ensure long-term sustainability. Improving labour markets, strong consumption, and robust agriculture and services reinforce macroeconomic stability and investor confidence in India's future.



INDUSTRY OVERVIEW

Global Textile and Apparel Industry

The global textile and apparel market is estimated to be valued at USD 2,903 Billion in 2025 and is expected to reach USD 3,901 Billion by 2032, exhibiting a CAGR of 4.3% from 2025 to 2032. This growth is underpinned by rising population levels, increasing disposable incomes, and evolving consumer preferences.

As economic development continues to reshape lifestyles, demand is rising across key textile segments such as apparel, home furnishings, and technical applications. The rapid expansion of fast fashion and the proliferation of e-commerce platforms have further intensified the demand for diverse fabric types. In response, manufacturers are investing in innovation and agility to meet evolving market expectations and accelerate time-to-market across categories.

FOCUS ON SUSTAINABILITY

Additionally, there is a growing emphasis on sustainability, with rising consumer preference for environmentally responsible products. This is driving the development and adoption of textiles manufactured from recycled materials, organic fibres, and other renewable resources. The shift towards sustainable products is expected to create new opportunities and influence production and investment patterns across the textile value chain.

EMPLOYMENT AND RETAIL PREFERENCES

As of 2025, the global apparel and textile industry employs approximately 430 Million people, which represents about 11.9% of the total global workforce. This figure includes a wide range of roles across the value chain, such as manufacturing, design, distribution, retail, and other related sectors. The industry's employment impact is vast, making it one of the largest sources of jobs worldwide. India, which ranks fourth globally, employs around 45 Million people directly in its textile and apparel sector.

(Source: https://www.uniformmarket.com/statistics/global-apparel-industry-statistics)

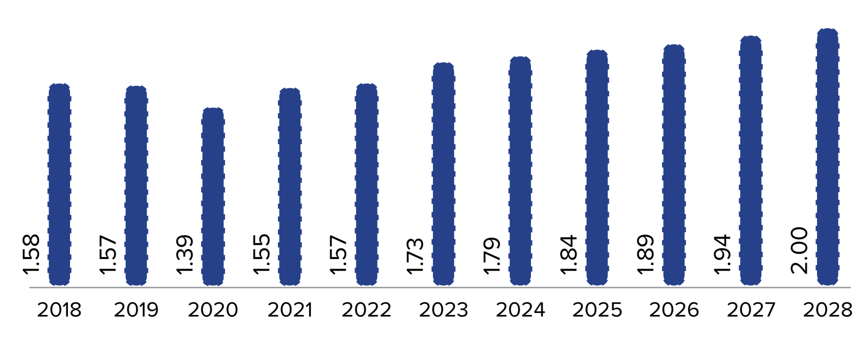
CONSUMER TRENDS

In developed markets such as the U.S. and Europe, rising disposable incomes are similarly fuelling demand for fashion-forward, non-essential lifestyle products. In the U.S., disposable personal income hit a record USD 22.4 Trillion in March 2025, supported by a strong labour market, rising wages, and wealth gains from housing and stock markets. This has empowered both affluent and middle-income consumers to increase discretionary spending.

In Europe, per capita household disposable income is projected to reach USD 24,890 in 2025, with total consumer spending at USD 15.8 Trillion. Strong wage growth, easing inflation, and a shift towards more accommodative monetary policies are driving a recovery in private consumption. As savings rates normalise, consumers are increasingly spending on fashion and lifestyle products that reflect trends and personal identity.

Innovation is also playing a key role in shaping the future of the apparel industry. Technologies like 3D printing and AI are transforming design, production, and distribution, enhancing efficiency and personalisation.

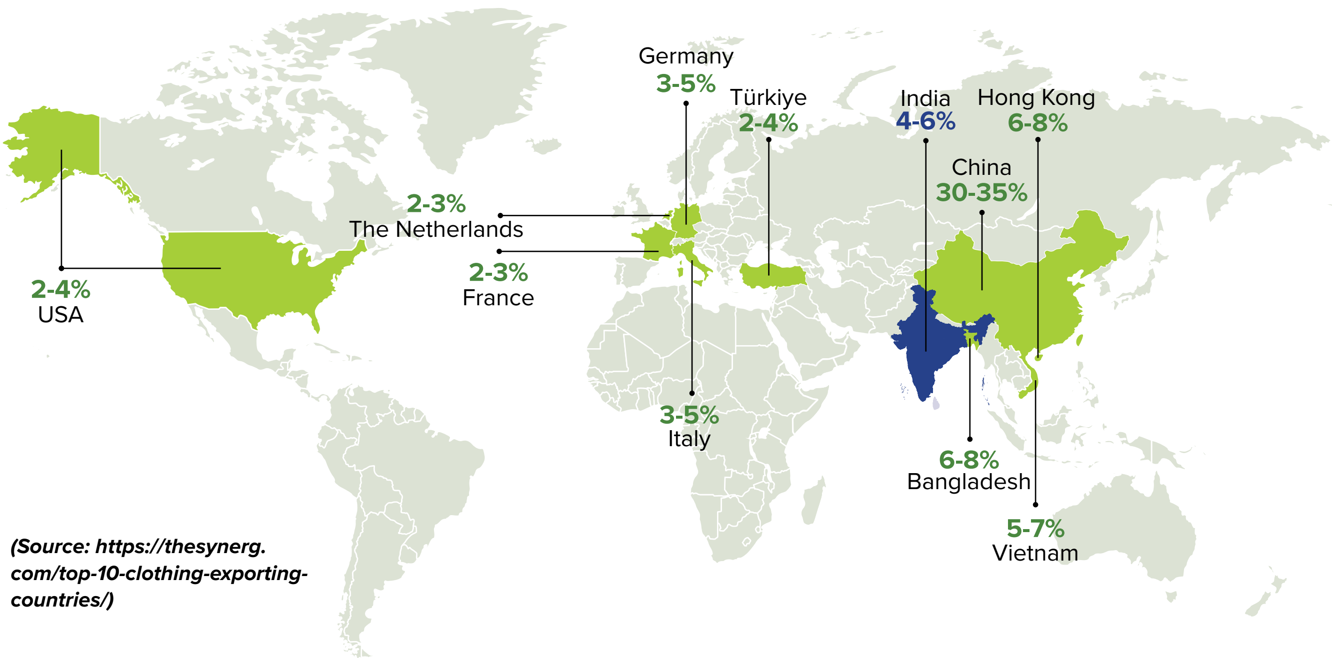
Projected Size of Global Apparel Market (in USD Trillion)



(Source: https://www.uniformmarket.com/statistics/global-apparel-industry-statistics)

Top 10 Apparel Exporters in 2024

Other than India



(Source: https://thesynerg.com/top-10-clothing-exporting-countries/)

Disclaimer

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INDIAN TEXTILE AND APPAREL INDUSTRY

India's textile and apparel market was valued at USD 222.1 Billion in 2024 and is projected to reach USD 647.0 Billion by 2033, at a CAGR of 12% during the forecast period. The textile and apparel industry continues to gain momentum, driven by growing demand for premium clothing, smart textiles, and sustainable materials, alongside targeted government initiatives supporting weavers and manufacturers.

2.3%
Contribution to India's GDP

13%
Industrial Production

12%
Total Exports

21%
Total Employment (Direct and Indirect, Including Allied Sectors)

USD 65 Billion
Textile and Apparel Exports (2025–26)

Global market shifts, including political instability in competing regions, have enhanced India's role as a preferred sourcing destination. To enhance industry competitiveness, the Indian government has undertaken key policy measures, including duty reductions on critical raw materials such as polyester and viscose, driving innovation, efficiency, and global expansion in the textile sector.

(Source: https://www.imarcgroup.com/indian-textiles-apparel-market

https://pib.gov.in/PressReleasePage.spx?PRID=2117470#:~:text=Overview%20of%20India's%20Textile%20Industry,%2C%20and%2012%25%2to%20exports.)

INCREASING GLOBAL DEMAND FOR TEXTILES

India is rapidly emerging as a global textile powerhouse, with exports projected to grow from USD 38 Billion in 2020 to USD 65 Billion by FY 2025-26. By 2030, India aims to triple exports to USD 100 Billion, driven by policy support, investment, and manufacturing competitiveness. Key markets like the U.S., Europe, and the Middle East are fuelling this growth, supported by cost-efficient production, a skilled workforce, and government initiatives to strengthen global competitiveness.

(Source: https://www.textilesphere.com/2024/11/indian-textile-industry-outlook-2025.html#:~:text=India's%20textile%20exports%20are%20projected%20to%20reach,the%20push%20to%20strengthen%20its%20export%2Dfriendly%20policies.

https://economictimes.indiatimes.com/news/economy/foreign-trade/textile-industry-sets-100-billion-export-target-by-2030-seeks-policy-boost/articleshow/119483991.cms)

TECHNOLOGICAL ADVANCEMENTS AND AUTOMATION

Technology is reshaping every facet of India's textile and apparel value chain, ushering in a new era of innovation, efficiency, and competitiveness. From automation and AI to IoT-enabled systems and smart textiles, the industry is rapidly embracing advanced technologies to streamline operations, enhance quality, and reduce costs. The automation market in India's textile sector alone is projected to grow by USD 664 Million between 2025 and 2029 highlighting the sector's push towards future-ready infrastructure. Apparel manufacturers are adopting intelligent manufacturing solutions that integrate robotics, AI, and machine learning into core production processes. AI-driven tools like fabric pattern recognition and robotic cutting systems are not only reducing human error but also lowering production costs by 20–30%, enabling quicker turnaround times and greater customisation. With automated systems becoming the norm across factories, India's textile and apparel industry is rapidly evolving into a global hub for tech-enabled, high-quality, and agile manufacturing.

(Source: https://www.prnewswire.com/news-releases/automation-in-textile-industry-market-to-grow-by-usd-664-million-2025-2029-driven-by-energy-efficiency-upgrades-ai-powered-market-evolution---technavio-302362273.html)

OUTLOOK

India's textile industry is on the cusp of transformative growth, powered by strategic trade agreements, supportive domestic policies, and technological advancements. As of May 2025, India has signed 14 Free Trade Agreements (FTAs) and 6 Preferential Trade Agreements (PTAs) with key global partners, enhancing market access across more than 50 countries.

The recently concluded UK-India FTA is particularly significant, offering zero-tariff access for Indian textile and apparel exports to the UK. This breakthrough is expected to double textile exports to the UK by 2030 and strengthen India's presence across both high street and luxury retail segments. It also includes provisions promoting adherence to international sustainability and quality standards, enhancing India's reputation as a responsible sourcing destination.

In addition to the UK, FTAs under negotiation with the European Union, Canada, and the Gulf Cooperation Council (GCC) are set to open new, high-value markets with strong demand for sustainable, high-quality textiles. These agreements will reduce tariffs, simplify customs procedures, and further bolster India's competitiveness in the global marketplace. Complementing this global outreach, domestic initiatives like the PM MITRA Parks and the Production-Linked Incentive (PLI) Scheme are playing a pivotal role. With ₹4,445 Crores allocated for seven mega textile parks, these initiatives aim to boost manufacturing capacity, reduce logistics costs, attract foreign direct investment, and create employment opportunities. Together, these developments position India to significantly expand its textile exports and emerge as a global leader in textile sourcing by 2030.

(Source: https://www.investindia.gov.in/sector/textiles-apparel)

COMPANY OVERVIEW

Pearl Global Industries Limited (referred to as 'Pearl Global or 'the Company') is a leading Indian-headquartered multinational specialising in end-to-end apparel manufacturing solutions with a strong commitment to sustainability and innovation. Established in 1987, the Company has evolved into a trusted partner to many of the world's leading fashion brands, delivering high-quality, ethically manufactured garments across diverse categories, age groups, and style segments.

The Company has a global presence spanning 25 modern manufacturing units in India, Bangladesh, Vietnam, Indonesia, and Guatemala, and design and marketing offices in key fashion hubs such as the U.S., the U.K., Spain, and Hong Kong. It combines speed, flexibility, and scale to meet evolving market needs. It has strengthened its existing diverse product portfolio to cater to a wider range of customer needs and market segments, enhancing its ability to serve global fashion brands with greater flexibility and innovation.

In 2024-25, Pearl Global recorded an annual production capacity of nearly 93.2 Million pieces, an increase of 11 Million capacity compared to ~82 Million in 2023-24. The Company generated ₹ 4,506 Crore revenue, reflecting the its scale, operational strength, and global market relevance. Its extensive product portfolio includes knits, wovens, denim, outerwear, activewear, athleisure, sleepwear, lounge and children's wear, for men, women, and children.

Listed on Indian stock exchanges (NSE, BSE), Pearl Global is powered by a diverse, skilled workforce and a culture of excellence, sustainability, and customer centricity. Trusted by global leaders like Chicos, Kohl's, Old Navy, Poligono, Primark, PVH, Ralph Lauren, Stylem, Target and other marquee names in the industry as a pioneer of ethical manufacturing and circular economy principles, Pearl Global is committed to becoming the world's preferred apparel partner, setting new benchmarks in responsible fashion and operational excellence.

Pearl Global is powered by a diverse, skilled workforce and a culture of excellence, sustainability, and customer centricity.

REVENUE & PROFITABILITY GROWTH

Pearl Global is well-positioned for sustained growth, driven by strategic expansion, operational improvements, and favourable market trends. The Company is actively broadening its global footprint by expanding operations across key manufacturing hubs, enabling greater market access, supply chain agility, and regional balance.

The Company is also solidifying its foundation through continuous process optimisation, digital integration, and workforce development. In the year under review, the Company grew by 31.1% over the previous year. The Company is on a growth path, aiming for a 12-14% revenue CAGR over the next 2-3 years while working towards achieving double-digit EBITDA margin in the near future. The Company has demonstrated consistent growth and is ambitious to exceed its 2027-28 targets, and has laid out a plan to achieve double-digit margins in the near future.

Pearl Global stands as a key beneficiary of the UK-India FTA, leveraging its established UK-based design and sales office and a strong customer base serviced from Bangladesh. 5% exposure to the UK, the Company is strategically positioned to scale revenues 2x–3x within 1–2 years, capitalising on enhanced trade advantages and expanding capacity in India.

Building on its strategic focus and operational excellence from previous years, it is well-positioned to achieve sustained profitability, industry-leading performance, and long-term value creation for shareholders.

CAPACITY EXPANSION

Pearl Global is executing a strategic capacity expansion programme aimed at driving long-term growth and strengthening its global manufacturing footprint. As of 2024-25, the Company's total production capacity, including partnership facilities, stands at 93.2 Million pieces, strategically distributed across multiple geographies to de-risk supply chains and enhance resilience. Staying committed to its previously outlined capital expenditure plans, Pearl Global continues to invest in capacity creation and infrastructure development. The Company remains committed to achieve its target capacity of 135 million pieces by 2027-28, reinforcing its readiness to meet growing global demand and support its expansion strategy.

In India, Pearl Global is expanding its footprint into Tier-2 cities with a wholly owned manufacturing facility in Muzaffarpur (Bihar) and a partner-operated unit in Bhubaneswar (Odisha). The Company is also evaluating future expansion in Madhya Pradesh, contingent on the performance and outcomes in Eastern India. Internationally, Pearl Global is actively exploring further expansion in Bangladesh, Vietnam, and Indonesia, capitalising on the advantages of skilled labour, cost efficiencies, and favourable trade ecosystems. During the year under review, production capacity in Bangladesh, including partner contributions, increased by 22%, 45 Million pieces to ~55 Million pieces while Guatemala recorded a significant 65% year-on-year growth in capacity, rising from 2 Million pieces to 3.3 Million pieces. This growth underscores Guatemala's growing strategic importance in the Company's global operations. All future expansion plans will be financed through a balanced mix of internal accruals, debt, and growth capital.

GROWTH POTENTIAL POST-EXPANSION

Pearl Global's strategic capacity expansion in Bangladesh, Indonesia, and Guatemala is boosting sales, operational efficiency, and global competitiveness. With focussed plans to scale to 130 Million pieces by 2027-28, including new units in Tier-2 Indian cities, the Company is well-positioned to meet rising demand with agility and cost efficiency. Strengthening ties with key clients and onboarding marquee customers are driving revenue growth and a robust order book. By deepening its presence in existing markets and entering new ones, Pearl Global is accelerating market share gains and reinforcing its position as a global apparel leader.

GEOGRAPHICAL REACH

SOUTH ASIA

India

The Company has ramped up its production, over the past 8-12 months, across its metro-based facilities in Gurugram, Bengaluru, and Chennai, as well as its Tier-2 location in Bihar, while simultaneously expanding operations through a partnered factory in Odisha. A proposed facility in Madhya Pradesh is under evaluation, with progress dependent on the performance of the Eastern India sites.

Outlook

Pearl Global stands as a key beneficiary of the UK-India FTA, leveraging its enhanced manufacturing capacity in India over 2 years and is proactively investing in Tier-2 cities to enhance production capacity and cater to rising UK demand post-FTA. Pearl Global anticipates its 5% revenue exposure to the UK to expand 2x–3x within 1–2 years, driven by enhanced trade advantages and optimised manufacturing capacity in India.

The Indian Government's continued emphasis on garment manufacturing as a key employment-generating sector further strengthens policy support, fuelling long-term industry expansion. With a healthy order book and a clear focus on double digit EBITDA margins, Pearl Global is executing targeted initiatives to achieve sustained profitability and accelerated growth.

Bangladesh

Bangladesh remains a core pillar for Pearl Global, driving cost efficiency, operational excellence, and skilled workforce advantages. Integral to the 2027-28 vision, it benefits from strong trade agreements and logistics. Despite early-year disruptions, record-breaking performance was achieved, with swift recovery, full production capacity, and zero delivery delays, reinforcing Bangladesh's role in sustained growth and scalability.

Despite recent disruptions, Pearl Global recorded its highest shipment volumes in August 2024, reaffirming customer confidence across key markets, including Europe, the UK, the U.S., and Japan. The Company's order book remains robust, with strong visibility extending into 2025-26.

In Bangladesh, the industry is undergoing consolidation, creating new opportunities for deeper collaboration with partner factories and attracting increased strategic engagement from global customers. As Pearl Global's largest and most efficient manufacturing hub, Bangladesh delivered record shipments despite a temporary curfew earlier in the year. Full capacity was swiftly restored, reinforcing trust among major international clients.

Given sustained demand and the evolving industry landscape, Pearl Global is actively evaluating calibrated, value-accretive expansion opportunities in the region.

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SOUTHEAST ASIA

Vietnam

Pearl Global's Vietnam operations continue to thrive, reinforcing its strategic role in the Company's global supply network. The region plays a key role in balancing the product mix and seasonality. With a strong focus on denims and bottoms for higher-end customers and a growing customer base, Vietnam enhances profitability. A new partner factory further strengthens production flexibility.

Expansion in Vietnam will continue at a steady and strategic pace, with a clear focus on servicing high-end customers. Pearl Global remains committed to delivering exceptional service while deepening its presence in this high-potential market.

Indonesia

Pearl Global's Indonesia operations are on strong capacity ramp-up. The Company's newly operational factory has received positive feedback from both existing and new customers, reinforcing market confidence. With rising demand and growing customer interest, Pearl Global is steadily scaling production lines and output, positioning Indonesia as a key contributor to its global supply chain. The Company targets significant growth in volume and value in the upcoming financial year, leveraging enhanced capacity, strategic customer engagement, and operational efficiencies to drive sustained growth and market leadership.

This geography remains integral to its strategy for servicing high-end customers. Efforts are focussed on scaling operations sustainably over 2025-26 to support long-term growth.

NEAR SHORE

Guatemala

Pearl Global's Guatemala operations continue to expand, now featuring 12 fully operational production lines. The facility benefits from strong U.S. customer interest, driven by a short transit time of just over a week, reinforcing its strategic importance. While Central America has a smaller production capacity than Asia, Pearl Global is steadily strengthening its regional footprint. The scale-up has led to higher operational costs, reflecting increased workforce, leadership hiring, and training investments. Additionally, capital expenditure has been allocated for line expansions, plant and machinery upgrades, and facility enhancements, ensuring long-term scalability and efficiency in the region.

Looking ahead, Pearl Global forecasts the Guatemala unit to turnaround by next year, driven by the ramp-up of a recently onboarded client and the appointment of an experienced professional to lead operations.

Disclaimer

This map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representations of political boundaries and the names of geographical features and states do not necessarily reflect the actual position. Our Company, any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or designed thereof. Our Company does not warrant or represent any kind of connection with its accuracy or completeness.

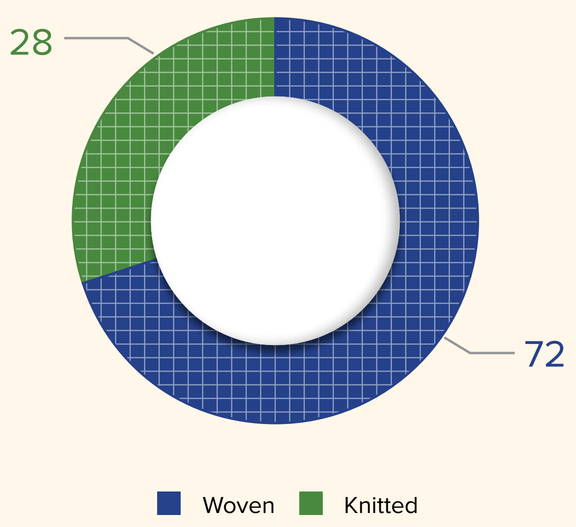
Location	No. of Units	Annual Capacity (in Million pieces)	Specialisation
India	**8**	24.5	Woven and knit tops, dresses, shirts, women's fashion wear, kids' wear, sleepwear, and woven and knit bottoms
Bangladesh	**9**	54.8	Woven, knits, denim, sleepwear and loungewear, activewear and athleisure, tops and bottoms for men, women, and kids
Vietnam	**5**	6.5	Outerwear and jackets, including down jackets, woollen jackets and coats, seam-sealed jackets, puffers, parkas, blazers, anoraks, swimming trunks, and synthetic bottoms
Indonesia	**2**	4.1	Women's professional wear, performance wear, woven tops and dresses, sleepwear, and loungewear
Guatemala	**1**	3.3	Polos, heavy weight knits, lightweight knits, bottoms, and denims

BUSINESS PERFORMANCE

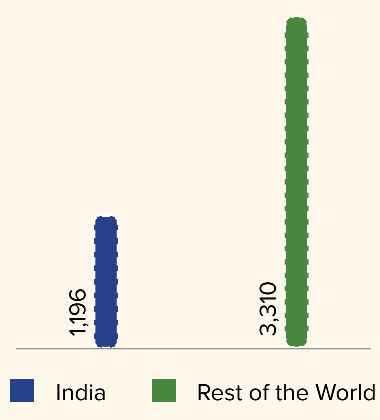
Pearl Global continues to maintain a solid financial foundation, underpinned by disciplined fiscal management and strong cash flow governance. This solid financial framework enables the Company to ensure operational stability, invest strategically in growth opportunities, and navigate market fluctuations with confidence. Its consolidated revenue from operations during the year was ₹ 4,506.3 Crores, compared to ₹ 3,436.2 Crores in previous financial year. The Net Profit After Tax stood at ₹ 230.8 Crores, compared to ₹ 169.1 Crores in the previous financial year.

During the year under review, Pearl Global concluded a successful Qualified Institutional Placement (QIP), raising ₹ 149.5 Crores. The offering attracted a diverse group of prominent institutional investors, reflecting strong market confidence in the Company's strategic direction. The proceeds will support ongoing operational enhancements, governance improvements, and the digitisation of manufacturing facilities. Reinforcing this positive trajectory, the Company's long-term credit rating was upgraded to [ICRA] A (Stable) from [ICRA] A- (Stable), and its short-term rating to [ICRA] A1 from [ICRA] A2+.This upgrade reflects the Company's strengthened position, driven by robust revenue growth, improved operational efficiencies and long-term relationship with marquee clients. With well-defined dividend and capital allocation policies, Pearl Global continues to progress steadily towards its 2028 strategic objectives.

SEGMENT-WISE PERFORMANCE (%)



REGION-WISE EXPORT PERFORMANCE
(Revenue in ₹ Crores)



FINANCIAL HIGHLIGHTS (CONSOLIDATED)

Particulars (₹ in Crores Unless Stated Otherwise)	2024-25	2023-24	2022-23	2021-22	2020-21
Revenue from Operations	4,506.3	3,436.2	3,158.4	2,713.5	1,490.9
EBITDA	403.6	307.8	255.5	140.6	60.6
EBITDA Margin (%)	9.1	9.0	8.1	5.2	4.1
Other Income	33.6	32.4	22.8	33.5	23.5
Profit before Tax	267.3	192.1	175.8	85.8	11.4
Profit after Tax	230.8	169.1	153.0	70.1	17.5
PAT Margin (%)	5.1	4.9	4.8	2.6	1.2
Earnings per Share (₹)	54.96	40.26	34.45	31.46	7.97

During the year, Pearl Global's revenue from operations stood at ₹ 4,506.3 Crores, reflecting a year-on-year (YoY) growth of 31.1% over ₹ 3,436.2 Crores in 2023-24. This can be attributed to strong sales volume across all operating regions, increased business from existing customers, and higher wallet share from clients acquired over the past five years. The textile and apparel market is showing signs of recovery following the headwinds of 2023 and early 2024, supported by improving consumer sentiment, renewed demand for casual and athleisure wear, and the easing of supply chain disruptions. Apparel imports into the U.S. and EU have increased, signalling healthier inventory levels and positive demand trends. Notably, Bangladesh recorded the highest shipment volumes, despite political unrest in the region.

FINANCIAL RATIOS

Particulars	2024-25	2023-24	% Change	Formula Used
Debtors' Turnover Ratio (x)	13.89	12.95	7.26	Revenue from Operations/ Receivables
Inventory Turnover Ratio (x)	6.39	6.83	(6.44)	Revenue from Operations/Inventory
Interest Coverage Ratio (x)	3.65	3.31	10.27	EBIT/Interest
Current Ratio (x)	1.57	1.45	8.28	Current Assets/ Current Liabilities
Gross Debt-Equity Ratio (x)	0.48	0.54	(11.11)	Total Borrowings/ Total Equity
Net Debt-Equity Ratio (x)	(0.01)	0.10	(110.00)*	Net Debt/Total Equity
Operating Profit Margin (%)	8.03	8.04	(0.12)	EBIT/Revenue from Operations
Net Profit Margin (%)	5.12	4.93	3.85	PAT/Revenue from Operations
Return on Capital Employed (%)	30.54	28.22	8.22	EBIT/(Total Equity + Net Debt)
Return on Net Worth (%)	19.97	21.11	(5.40)^	PAT/Shareholders Equity

The reason for variation of Net Debt-Equity Ratio beyond 25% - Improvement in ratio is on account of negative net debt level due to healthy cash and bank balance as of March 31, 2025.

^The reason for decrease in Return on Net Worth - In addition to increase in profits, shareholders' equity had increased due to QIP during the year resulting in temporary decline in return on net worth.

(x) denotes Times

RISK MANAGEMENT

Pearl Global operates in a dynamic and often unpredictable environment, where a diverse range of internal and external risks can influence its operational and financial performance. These risks include market volatility, geopolitical uncertainties, liquidity and credit exposures, currency fluctuations, workforce-related challenges, shifting legal and regulatory landscapes, and environmental threats such as natural disasters.

In response, the Company has established a comprehensive risk management framework designed to proactively identify, evaluate, and mitigate potential threats. By conducting regular risk assessments and adopting a forward-looking governance approach, Pearl Global develops targeted action plans to manage emerging risks effectively. This structured and responsive strategy supports business continuity, strengthens organisational resilience, and protects the Company's long-term value and growth trajectory.

Risk Title	Impact	Mitigation Strategy
Client Concentration Risk	A high share of revenue from a few key clients increases exposure to client-specific risks.	Broaden the customer base, deepen engagement with existing clients, and develop value-added offerings to enhance customer retention.
Consumer Preference Volatility Risk	Rapid shifts in consumer tastes can result in order cancellations or inventory obsolescence.	Invest in R&D, maintain agile design and production cycles, and utilise real-time market intelligence to stay ahead of trends.
Export Concentration Risk	Over 99% of revenue stems from exports, making the business vulnerable to global downturns or trade disruptions.	Expand into new geographical markets and diversify the product portfolio. Monitor geopolitical and trade developments regularly.
Foreign Exchange (Forex) Volatility	Currency fluctuations can significantly impact profitability and cash flows.	Employ a robust hedging strategy, leverage natural hedges (e.g., import payables), and maintain vigilant treasury management.
Geopolitical and Disaster Risks	Natural disasters, social unrest, or geopolitical conflicts could disrupt operations and impact financial performance.	Adopt a diversified manufacturing footprint, strengthen business continuity plans, and proactively evaluate alternative locations.
Legal and Regulatory Exposure	Ongoing or potential legal disputes may lead to financial liabilities and reputational issues.	Ensure rigorous legal compliance, adopt a proactive legal strategy, and resolve issues in a timely and transparent manner.
Product Liability and Compliance Risk	Faulty products or non-compliance may result in legal claims, penalties, and reputational damage.	Ensure strict adherence to international quality and safety standards, maintain liability insurance, and monitor compliance.
Quality Assurance Risk	Non-compliance with quality standards can lead to product returns, increased costs, and reputational harm.	Implement stringent internal quality check systems, conduct regular audits, and adhere to customer-specific quality benchmarks.

HUMAN RESOURCES MANAGEMENT

At Pearl Global, we believe that our people are our greatest asset and investing in their growth is fundamental to our long-term success. In an industry driven by change and innovation, staying ahead requires more than just operational excellence; it calls for a workforce that is skilled, agile, and future-ready.

Training & development at Pearl Global is not just a function it's a strategic enabler. It empowers our employees with the skills, knowledge, and capabilities they need to excel in their roles, while keeping them aligned with evolving industry trends and global best practices. This commitment to continuous learning fosters a culture of curiosity and adaptability across the organisation.

Our approach goes beyond enhancing individual competencies. It aims to elevate collective performance, boost employee engagement, and create clear pathways for professional growth. By cultivating a learning ecosystem that nurtures both people and potential, we are building a more capable, confident, and resilient workforce one that will continue to drive Pearl Global forward in an increasingly competitive landscape.

Through employee engagement, Pearl Global cultivates a positive work environment where employees feel valued and recognised. High levels of engagement encourage collaboration, creativity, and innovation, which drive business growth. Moreover, engaged employees are more likely to advocate for the Company, enhancing its reputation and helping attract top talent.

As of March 31, 2025, Pearl Global employed 28,452 direct staff members across its global network, reflecting its scale and commitment to workforce empowerment.

Pearl Global's Annual Awards celebrate excellence across the organisation. The prestigious Chairman's Award honours achievements in revenue growth, profitability, customer expansion, and sustainability. Other key awards include the Sustainability Award for impactful environmental and manufacturing practices, the Best Manufacturing Unit Award for performance and compliance, and recognition for outstanding merchandising and design leaders. Senior leaders (AVP and above) are also awarded for exemplifying core values. Winners are selected through nominations and chosen by a panel of Executive Leadership. Additionally, biannual awards recognise employees from Executive to GM level for demonstrating values like Speed to Action, Excellence, Integrity, and Customer Centricity. These awards reflect Pearl Global's ongoing commitment to performance, values, and inspiration.

Pearl Global's Initiatives

EXPERIENTIAL LEARNING AND SKILL UPGRADATION: Pearl Global applies the 70-20-10 learning model, where employees gain 70% of their knowledge from challenging assignments, 20% from relationships, and 10% from formal training. This model encourages practical learning and leadership development at the workplace.

ON-SITE TRAINING PROGRAMMES: Regular on-site training sessions help employees upgrade their skills, including workshops on basic computer skills, personal finance, interpersonal skills, conflict resolution, language skills, and technical training specific to the garment industry.

SUPERVISOR SKILL TRAINING (SST): Aimed at enhancing communication between workers and management, this programme helps supervisors balance organisational and worker interests, improving workplace relations.

P.A.C.E. (PERSONAL ADVANCEMENT AND CAREER ENHANCEMENT):

This programme, in partnership with GAP Inc., empowers women at Pearl Global by facilitating their professional growth and enabling them to assume leadership roles.

POSH (PREVENTION OF SEXUAL HARASSMENT):

Gender awareness training developed with Corporate Ethos and

Shakti Foundation fosters a safe and inclusive workplace, ensuring respect and dignity for all employees and factory workers.

WORKPLACE COOPERATION PROGRAMME (WCP):

Conducted in association with GAP Inc., this programme enhances collaboration between factory management and other departments, promoting trust, communication, risk assessment, and role clarity to build functional teams.

LEADERSHIP QUEST: The Leadership Quest Programme at Pearl Global is a structured training initiative aimed at developing leadership capabilities among current and emerging leaders within the organisation.

EXECUTIVE DEVELOPMENT PROGRAMME: The Executive Development Programme at Pearl Global is a 6-month initiative designed to enhance the behavioural and problem-solving skills of high-potential executives through 12 focussed modules.

FUTURE LEADER PROGRAMME: The Future Leader Programme at Pearl Global is a focussed talent acquisition and development initiative designed to build a pipeline of high-potential young professionals for critical operational roles. Through a rigorous campus recruitment drive across reputed colleges, top candidates were selected from a pool of several applications. These individuals were strategically placed in key functional areas such as Industrial Engineering (IE), Quality, Planning, Cutting, and QMS, where they receive hands-on exposure, mentorship, and structured learning.

KAIZEN PROGRAMME:

With a workforce of over 28,000 employees, the Company's Kaizen Programme fosters a culture of continuous improvement by encouraging team members at all levels to identify and implement incremental enhancements across operations. Supported by structured training, collaborative problem-solving, regular review meetings, and Gemba walks, the programme drives measurable improvements in productivity, quality, and efficiency. Select initiatives are recognised for their significant impact, reinforcing a company-wide commitment to operational excellence.

ESCUELITA PROGRAMME:

Our 'Escuelita Programme' hires workers with no experience and teach them sewing techniques for 1 month.

MEDICAL CAMPAIGNS: Ophthalmological campaigns organised every 6 months for employees and their families.

TEAM-BUILDING ACTIVITIES: Celebrations are organised for employees such as Women's Day, Birthdays, and Mother's and Father's Day.

Throughout the year, we hosted **vibrant festivities, including** Diwali, Christmas, New Year, Ganesh Chaturthi, Dasara, Ayudha Puja, Women's Day, Children's Day, and World Environment Day, bringing teams together across locations. These occasions featured a rich blend of cultural performances, competitions, and prize distributions that recognised talent and participation.

Initiatives such as the **Weekly Rolling Trophy** for Sewing Line Performance, **'Stars of the Month'** awards, and QCO-led group lunches reinforced our culture of appreciation and continuous improvement. The lucky dip prizes for best attendance, including the grand scooter award added excitement to our commitment to discipline and dedication.

Sporting events like the **Dasara Sports Meet and Soccer Championship** boosted camaraderie and team spirit. We also proudly supported our employees' families through scholarship distributions for meritorious children. Daily stretch activities, weekly appreciations by the core team, and active involvement from our QCO teams ensured a vibrant, motivated, and connected workforce throughout the year.

Our manufacturing unit in India has implemented effective best practices to keep teams motivated. By recognising employee efforts, they boost morale, set a standard of excellence, and encourage healthy competition. This fosters teamwork, enhances job satisfaction, and supports retention through a positive work environment. These practices include Star of the Month, Weekly appreciation by the core team, Weekly rolling trophy for sewing line performance, and Gemba walks, QCO (Group Lunch), Strech activity (twice a week), QCO (Quick changeover) team meet & activity overview.

INTERNAL CONTROL SYSTEMS

Pearl Global has a robust internal control system designed to ensure operational efficiency, financial integrity, and regulatory compliance. The Company adheres to stringent governance practices, with oversight from the Board and Audit Committee, ensuring compliance with SEBI regulations and global best practices.

Pearl Global's integrated SAP system, deployed across all manufacturing units, plays a critical role in enhancing operational transparency and efficiency. To uphold the highest standards of governance, the Company engages one of the 'Big Four' accounting firms as the statutory auditor for its overseas operations, embedding global best practices in financial oversight.

To reinforce stringent control measures, Pearl Global has appointed M/s. Deloitte Touche Tohmatsu as the statutory auditor for Pearl Global (HK) Limited for the financial year ending March 31, 2025. To strengthen governance and ensure rigorous monitoring and risk management, Ernst & Young (E&Y) continues to oversee internal audits for India and Bangladesh and has been additionally engaged for Vietnam for 2025-26. We continue to work on strengthening internal control going forward in other geographies.

CAUTIONARY STATEMENT

Investors are cautioned that this discussion contains statements that involve risks and uncertainties. Words like anticipate, believe, estimate, intend, will, expect, and other similar expressions are intended to identify such forward-looking statements. The Company assumes no responsibility to amend, modify, or revise any forward-looking statement, based on any subsequent developments, information, or events. Besides, the Company cannot guarantee that these assumptions and expectations are accurate or will be realised. Actual results, performance, or achievements could differ materially from those projected in any such forward-looking statements.

NOTICE

PEARL GLOBAL INDUSTRIES LIMITED

Registered Office: C-17/1, Paschimi Marg, Vasant Vihar, New Delhi-110 057

Corporate Office: Plot No.51, Sector-32, Gurugram-122001 (Haryana)

Tel: 011-46012471; 0124-4651000, **Website:** www.pearlglobal.com;

e-mail: investor.pgil@pearlglobal.com **CIN:** L74899DL1989PLC036849

NOTICE TO MEMBERS

Notice is hereby given that the 36th Annual General Meeting of the Members of Pearl Global Industries Limited will be held on Thursday, July 24, 2025, at 5:00 PM IST through Video Conferencing ("VC")/other Audio-Visual Means ("OAVM") ("hereinafter referred to as "electronic mode") to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, including the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Shifalli Seth (DIN 01388430), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. **TO CONSIDER AND APPROVE THE APPOINTMENT OF M/S. RSM & CO., COMPANY SECRETARIES, (FRN: P1997DE017000) AS SECRETARIAL AUDITORS.**

   To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, if any, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to receipt of such other approvals, consents and permissions as may be required, M/s. RSM & Co., Company Secretaries, (FRN: P1997DE017000) be and are hereby appointed as Secretarial Auditors of the Company for a period of 5 (Five) consecutive years, to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 41st AGM of the Company to be held in the Year 2030, at a remuneration to be fixed by the Board of Directors of the Company or any Committee of the Board of Directors ('the Board').

   RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

4. **TO CONSIDER AND APPROVE SHIFTING OF REGISTERED OFFICE OF THE COMPANY.**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 12(5), 13(4) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other relevant rules applicable, if any, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactments thereof, for the time being in force), and subject to approval of the Central Government (Power delegated to Regional Director), and such other approvals, permissions and sanction, as may be required under the provisions of the Act or under any other law for the time being in force, the consent of the Members be and is hereby accorded for shifting of Registered Office of the Company from "State of Delhi" to the "State of Haryana".

   RESOLVED FURTHER THAT upon shifting of the Registered Office being effective, the existing Clause-II of the Memorandum of Association of the Company be and hereby substituted with the following new Clause:

   "II. The Registered Office of the Company will be situated in the State of Haryana."

   RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the State of Delhi to such place in the State of Haryana as may be determined by the Board of Directors of the Company.

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter called the "Board", which term

Notice (Contd.)

shall be deemed to include any person(s) authorised and / or Committee, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) be and is hereby authorised to agree to and make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval, consent as may be considered necessary and to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of Registered Office from the concerned authorities and take such steps and to do such acts, deeds and things as they may deem necessary and proper in this matter."

By order of the Board of Directors
for **Pearl Global Industries Limited**

(Shilpa Saraf)
Company Secretary
ICSI M. No.: A23564

Place: Gurugram
Date: May 20, 2025

NOTES:

1. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") in respect of Special Business under Agenda Item Nos. 3 & 4 of the notice, is annexed herewith as **Annexure-1**

2. Pursuant to the General Circular 09/2024 dated September 19, 2024 read with General Circular No.(s) 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs (MCA) and the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold Annual General Meeting (AGM) through Video Conferencing (VC) mode, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

3. Since this AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice. The proceedings of the AGM shall be deemed to be conducted at its Registered Office of the Company, which shall be deemed venue of AGM.

4. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed herewith.

5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA & SEBI Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

6. Corporate members intending to send their authorised representatives to attend the AGM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy (in PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. authorising its representatives to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting, by e-mail to investor.pgil@pearlglobal.com with a copy marked to evoting@nsdl.com.

7. The Members may join the 36th AGM through VC/ OAVM facility by following the procedure mentioned herein below in the Notice which shall be kept open for the Members from 04:30 P.M. IST i.e. 30 (thirty) minutes before the time scheduled to start the 36th AGM and the Company may close the window for joining the VC/ OAVM facility 30 (thirty) minutes after the scheduled time to start the 36th AGM. Members may note that the VC/ OAVM facility allows participation of at least 1,000 Members on a 'first come first served' basis. The large Shareholders (i.e. shareholders holding 2% or more), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. can attend the 36th AGM without any restriction on account of 'first come first served' basis.

8. The attendance of the Members participating in the 36th AGM through VC/ OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

9. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the cut-off date i.e. July 17, 2025. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

Notice (Contd.)

10. In compliance with the Circulars, the Annual Report 2024-25, the Notice of the 36th AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company/ Depository Participant(s) (DP). Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/RTA/DP providing the weblink of Company's website from where the Annual Report for the financial year 2024-25 can be accessed.
11. Members may please note that the Annual Report including Notice of the 36th AGM of the Company will also be available on the website of the Company at www.pearlglobal.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.
12. We request members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's Registrar and Share Transfer Agent (RTA), MUFG Intime India Private Limited (Formerly 'Link Intime India Private Limited') at delhi@in.mpms.mufg.com to receive copies of the Annual Report 2024-25 in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the report and update of bank account details for the receipt of dividend.

Type of holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, Link Intime India Private Limited either by email to delhi@linkintime.co.in or by post to Link Intime India Private Limited, Noble Heights, 1st floor, Plot No. NH 2, LSC, C-1 Block, Near Savitri Market, Janakpuri, New Delhi – 110058	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee	Form SH-14
	Form for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical form	Form ISR-4
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.	-

13. Members must quote their Folio No. /Demat Account No. and contact details such as e-mail address, contact no. etc. in all their correspondence with the Company's RTA.

    SEBI has mandated through its circular dated March 16, 2023, for submission of PAN, KYC details and nomination by holders of physical securities. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA, MUFG Intime India Private Limited (formerly 'Link Intime India Private Limited'), at delhi@in.mpms.mufg.com. The forms for updating the same are available at https://www.pearlglobal.com/investor-relations/. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant.
14. In terms of Listing Regulations, securities of listed companies can only be transferred in dematerialised form with effect from April 01, 2019. In view of the above, Members are advised to dematerialise shares held by them in physical form.
15. The Members may please note that the Company has declared the following dividends during the year in compliance with the Dividend Distribution Policy:

Particulars	Interim Dividend 2024-25
Date of Declaration	November 12, 2024
Record Date	November 27, 2024
Rate of Dividend per share (Face Value of ₹ 5/- per share)	₹ 5/- per Equity Share
%	100%
Total Payout (₹ in Lakhs)	**2,294.80**

Notice (Contd.)

Members are requested to note that in terms of Section 124 and 125 of the Act, dividend remaining unclaimed for a period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund **("IEPF")** and all shares on which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Company has been transferring the unpaid or unclaimed dividends from time to time on respective due dates to the Investor Education and Protection Fund **("IEPF")**. Information in respect of unclaimed dividend including when due for transfer to the Investor Education and Protection Fund is given below:

Financial year ended	Rate of Dividend per equity share	Date of declaration of Dividend	Last date for claiming unpaid Dividend	Due date for transfer to IEPF
March 31, 2018	₹ 2.00/- (Final)	September 24, 2018	October 23, 2025	November 22, 2025
March 31, 2019	₹ 3.00/- (Final)	September 24, 2019	October 23, 2026	November 22, 2026
March 31, 2022	₹ 5.00/- (Interim)	May 25, 2022	June 24, 2029	July 23, 2029
March 31, 2023	₹ 2.50/- (Interim)	November 11, 2022	December 10, 2029	January 09, 2030
March 31, 2023	₹ 5.00/- (Interim)	May 15, 2023	June 14, 2030	July 13, 2030
March 31, 2024	₹ 5.00/- (Interim)	August 21, 2023	September 20, 2030	October 19, 2030
March 31, 2024	₹ 12.50/- (Interim-Special)	November 08, 2023	December 07, 2030	January 06, 2031
March 31, 2025	₹ 5.00/- (Interim)	November 12, 2024	December 11, 2031	January 10, 2032

Members who have not claimed their dividend so far, are requested to make their claim to the Company or to the RTA of the Company at Noble Heights, 1st Floor, Plot NH-2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058.

16. Members who wish to obtain any information about the Company or the financial statements for the financial year ended March 31, 2025, may please send their queries at investor.pgil@pearlglobal.com at least 7 (Seven) days before the date of 36th AGM. The same will be replied by/ on behalf of the Company suitably.

17. In case of joint holders attending the 36th AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

18. **E-VOTING**

    In compliance with provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the Listing Regulations, the Company is pleased to provide its Members the facility to cast their votes either for or against each resolutions set forth in the Notice of the 36th AGM using electronic voting system ('remote e-voting') and e-voting (during the 36th AGM), provided by NSDL and the businesses may be transacted through such voting.

    Only those Members who will be present in the 36th AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the 36th AGM.

    The voting period begins on July 21, 2025 (10:00 AM IST) and ends on July 23, 2025 (5:00 PM IST). During this period, Members holding shares either in physical or dematerialised form, as on cut-off date, i.e., as on July 17, 2025, may cast their votes electronically. Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of 36th AGM and holds shares as of the cut-off date, may obtain the login ID and password by sending a request at investor.pgil@pearlglobal.com or delhi@in.mpms.mufg.com (RTA email id). However, if a member is already registered with NSDL for e-voting, then he/she can use existing user id and password/ PIN for casting the vote.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

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

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

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7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join AGM on NSDL e-Voting system?

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

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to (investor.pgil@pearlglobal.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (investor.pgil@pearlglobal.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories

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and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (investor.pgil@pearlglobal.com). The same will be replied by the Company suitably.
   a. Shareholders who would like to speak during the meeting must register their request 7(Seven) days in advance i.e. on or before July 17, 2025, with the Company on the specific email id i.e. investor.pgil@pearlglobal.com.
   b. Shareholders will get confirmation on first cum first serve basis.
   c. Shareholders will receive "speaking serial number" once they mark attendance for the meeting.
   d. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
   e. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

   Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

19. CS Jayant Sood (C.P. No. 22410) proprietor of M/s Jayant Sood and Associates (Company Secretaries) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting during 36th AGM in a fair and transparent manner.
20. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the

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Chairman or a person authorised by him in writing who shall countersign the same.

21. The Results of the 36th AGM of the Company will be declared within the prescribed timeframe. The Results declared along with the Scrutinizer's Report shall be placed immediately on the Company's website www.pearlglobal.com and on the website of NSDL and communicated to the BSE Limited and National Stock Exchange of India Limited simultaneously.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Act)

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Item No. 3 and 4 of the 36th AGM notice.

ITEM NO.3

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on May 20, 2025 have approved and recommended the appointment of M/s. RSM & Co., Company Secretaries, (FRN: P1997DE017000) a Peer Reviewed Firm of Company Secretaries as Secretarial Auditors of the Company for a period of 5(Five) consecutive years to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 41st AGM of the Company to be held in the Year 2030 on following terms and conditions:

a. Term of appointment: Up to 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of 41st AGM.

b. Proposed Fees: ₹ 2,50,000/- plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit for Financial Year ending March 31, 2026 and for subsequent year(s) of their term, such fee as determined by the Board of Directors, on recommendation of Audit Committee.

   The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be determined by the Board of Directors in consultation with the Secretarial Auditors and as per the recommendations of the Audit Committee.

c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and Listing Regulations with regard to the full time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

d. Credentials: M/s. RSM & Co., Company Secretaries, (FRN: P1997DE017000), is a reputed firm of Company Secretaries in Practice specialised in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 25 years in providing various corporate law services. The Firm also holds a valid Peer Review Certificate.

   None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

   The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as an Ordinary Resolution.

   M/s. RSM & Co., Company Secretaries, have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and Listing Regulations.

ITEM NO. 4

Presently, the Company's registered office is situated at C-17/1 Paschimi Marg, Vasant Vihar, New Delhi-110057 and the corporate office at Pearl Tower, Plot No. 51, Sector-32, Gurugram-122001 (Haryana).

The Board of Directors at its meeting held on May 20, 2025, has approved and recommended to the members of the Company for shifting of its registered office of the Company from State of Delhi to the State of Haryana after considering that all the managerial functions pertaining to strategic planning, marketing, and financial management of the Company are being taking care off from the corporate office of the Company, Pearl Tower, Plot No. 51, Sector-32,

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Gurugram-122001 (Haryana). Accordingly, relocating the registered office will support better coordination, streamline operations, and improve overall management and control of the Company's business.

Pursuant to the shifting of the Registered Office as stated above, Clause II of Memorandum of Association of the Company relating to the Registered Office Situated Clause needs to be altered. This requires the approval of Members by way of Special Resolution subject to approval from Central Government. Therefore, the Board recommends the Resolution set forth in Item No. 4 of the notice for the approval of the members, as a Special Resolution.

The proposed change will not adversely impact any member of the public, employee, or any other stakeholder/ person related to the Company. The Board reaffirms its commitment to transparency and good governance.

A copy of the Memorandum of Association of the Company together with the proposed changes is available for inspection at the Corporate Office of the Company during the normal business hours between 11.00 A.M. (IST) to 2:00 P.M. (IST) on all working days except Saturday/ Sunday upto and inclusive of the date of the ensuing Annual General Meeting.

None of the Directors, Key Managerial Personnel (KMP) of the Company or their relatives of such Directors or KMP's, are in any way concerned or interested financially or otherwise in this Resolution.

Your Directors recommend the Resolution as a Special Resolution for the approval of members.

Details of Director seeking appointment/re-appointment under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2, the following Explanatory Statement sets out the material facts relating to the business mentioned under Item No. 2 of the 36th AGM notice.

Name	**Mrs. Shifalli Seth**
DIN	01388430
Date of birth	February 24, 1981
Age	44 years
Nationality	Indian
Qualification	Bachelor of Science in Business Administration from University of Bradford, U.K.
Brief resume and nature of expertise in specific functional areas,	She has varied exposure in Garments and Textiles Industry including Design & Product Development. She has international experience in trading, marketing of Readymade Garments and knowledge of Southeast Asia region.
In case of Independent Directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Date of first appointment on the Board	January 19, 2012
Names of other listed entities in which the person also holds the directorship (including listed entities from which the person has resigned in the past three years)	Nil
Directorships in Unlisted Companies (excluding foreign companies)	• Pearl Global Kaushal Vikas Limited • Gogreen Apparel Limited (formerly SBUYS E-Commerce Limited) • PS Arts Private Limited
Memberships/ Chairmanships of Committees across all companies	She is Chairperson of Corporate Social Responsibility Committee and member of Finance Committee of the Company.
Shareholding of non-executive directors in the listed entity, including shareholding as a beneficial owner	4,02,956 Equity shares.
Relationship between Directors and other KMPs inter-se	She is spouse of Mr. Pulkit Seth, Vice-Chairman and daughter-in-law of Dr. Deepak Kumar Seth, Chairman.

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Number of meetings of the Board Meeting attended during the year	2
Terms and conditions of re-appointment	All terms and conditions of appointment as per applicable polices of the Company. As a Director she is liable to retire by rotation.
Remuneration (including sitting fees, if any) last drawn and proposed remuneration	Remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings
Justification for choosing the appointees for appointment as Independent Directors	Not Applicable

Mrs. Shifalli Seth, the retiring Director, being eligible, offers herself for re-appointment. The Board of Directors of your Company propose to appoint Mrs. Shifalli Seth as a Director, liable to retire by rotation and therefore this Resolution is recommended for approval of the members of the Company.

None of the Directors & Key Managerial Personnel, except Mrs. Shifalli Seth, herself, Dr. Deepak Kumar Seth, Mr. Pulkit Seth and Mrs. Payel Seth, being relatives, are interested, financially or otherwise in this Resolution.

Your Directors recommend the passing of the resolution at Item no. 2 as an Ordinary Resolution.

By order of the Board of Directors
for **Pearl Global Industries Limited**

(Shilpa Saraf)
Company Secretary
ICSI M. No.: A23564

Place: Gurugram
Date: May 20, 2025

DIRECTORS' REPORT

To the Members,

Your directors have pleasure in presenting their 36th Annual Report on the business and operations of the Company together with the Audited Financial Statements for the financial year ended March 31, 2025.

Financial Results

(₹ in Lakh)

Particulars	Consolidated		Standalone	
	2024-25	2023-24	2024-25	2023-24
Revenue from operations	4,50,628.79	3,43,615.11	1,19,616.36	95,366.71
Other Income	3,355.40	3,236.87	5,515.02	4,232.27
Total Expenses	4,27,707.22	3,27,585.87	1,19,361.76	96,482.37
Profit from Operations Before Exceptional Item and Taxes	**26,276.97**	**19,266.11**	**5,769.62**	**3,116.61**
Exceptional Item	**(456.32)**	**(60.14)**	**(525.00)**	**(68.92)**
Profit Before Tax	**26,733.29**	**19,205.97**	**6,294.62**	**3,047.69**
Tax Expense (including deferred taxes)	3,656.22	2,293.61	804.55	223.92
Profit After Tax	**23,077.07**	**16,912.36**	**5,490.07**	**2,823.77**
Other Comprehensive Income/(Loss)	(1971.19)	(487.62)	(210.78)	147.71
Total Comprehensive Income	**21,105.88**	**16,424.74**	**5,279.29**	**2,971.48**
Earnings per share (₹)				
(a) Basic	54.96	40.26	12.15	6.50
(b) Diluted	52.87	40.05	11.69	6.45

FINANCIAL PERFORMANCE, STATE OF THE AFFAIRS OF THE COMPANY AND FUTURE OUTLOOK

During the year, your Company's consolidated revenue from operations was ₹ 4,50,628.79 Lakhs as against ₹ 3,43,615.11 Lakhs in the previous year and Net Profit ₹ 23,077.07 Lakhs as against Net Profit ₹ 16,912.36 Lakhs in the previous year.

Further during the year, your Company's standalone revenue from operations was ₹ 1,19,616.36 Lakhs as compared to ₹ 95,366.71 Lakhs in the previous year and Net Profit ₹ 5,490.07 Lakhs as compared to Net Profit ₹ 2,823.77 Lakhs in the previous year.

Pearl Global Industries Limited (PGIL) is one of the India's largest listed garment exporters, manufacturing from multiple sourcing regions within India and countries within South Asia. A preferred long-term vendor to most leading global brands, we are amongst the leading player in our Industry. Our mainstay business is to create value from competitively manufacturing and exporting fashion garments to leading global brands.

PGIL is a worldwide clothing manufacturing Company that provides end-to-end supply chain solutions to global brands with its integrated production capabilities centred on Design and Development, Global Manufacturing, Marketing and Distribution, and Sourcing and Supply Chain. The Company develops apparels for all genders and age groups across locations and style preferences. During the year 2024-25, the Company has commenced operations in another manufacturing facility in India, located at Muzaffarpur (Bihar), hence the Company now has twenty-five state-of-the-art manufacturing plants across five countries including India (Gurugram, Chennai, Bengaluru and Muzaffarpur), Bangladesh, Vietnam, Indonesia and Guatemala and has design centres in India, Indonesia, Bangladesh, Vietnam, U.S.A (New York), Spain, Hong Kong and United Kingdom.

Our product portfolio includes Knits, Wovens, Denim, Outerwear, Activewear & Athleisure, Sleepwear and Lounge. We are a well-diversified company with a de-risked manufacturing base having multinational presence. Our business is primarily focused on the export of apparels with USA contributing the highest amongst all countries. Marquee Clientele includes Kohl's, PVH, Poligono, Ralph Lauren, Stylem, Old Navy, PRIMARK, Chicos, Macy's, Target among others. We have a total capacity to manufacture around 93.2 Million garments per annum including own and partnership facilities.

The Company is continuously striving to add more strategic customers and growing manufacturing facilities to manage more complex processes, which will not only help us improve per-piece realisation but also enable us to better serve our customers' evolving needs. Pearl Global aims to leverage expansion opportunities into new geographies and diversifying product portfolios, thus adding value to its growth. Furthermore, Pearl Global is strengthening its partnership model in overseas countries to serve its customers by meeting all their requirements, also maximising the return for the investors with improved return ratios.

We strive to be the most preferred vendor to the top global apparel brands and be ranked amongst the top garment manufacturers in the world, in terms of quality, service standards and ultimately-customers satisfaction, keeping in line with our broader vision.

CREDIT RATING

During the year, ICRA Long-term credit rating upgraded to [ICRA] A (Stable) from [ICRA] A- (Stable) and Short Term Rating upgraded to [ICRA] A1 from [ICRA] A2+.

TRANSFER TO GENERAL RESERVES

The Board of Directors do not propose to transfer any amount to Reserve.

DIVIDEND DISTRIBUTION POLICY

The Company has a Dividend Distribution Policy in place as required under Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time.

The Dividend Distribution Policy may be accessed on the Company's website at https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

DIVIDEND

The Board of Directors had declared the following Interim Dividend for the financial year in compliance with the Dividend Distribution Policy.

Particulars	2024-25	
	Interim Dividend	Interim Dividend
Date of Declaration	November 12, 2024	May 20, 2025
Record Date	November 27, 2024	May 26, 2025
Rate of Dividend per share (Face Value of ₹ 5 per share)	₹ 5/- per Equity Share	₹ 6.50/- per Equity Share
%	100%	130%
Total Payout (₹ in Lakhs)	2,294.80	2, 986.74

Pursuant to the Finance Act, 2020, dividend is taxable in the hands of the shareholders with effect from April 01, 2020 and tax has been deducted at source on the Dividend at prevailing tax rates inclusive of applicable surcharge and cess based on information received by the Registrar & Transfer Agent and the Company from the Depositories.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, Dr. Rajiv Kumar (DIN: 02385076), Independent Director had resigned from the Board of the Company w.e.f. the close of business hours on December 16, 2024 due to pre-occupation.

Further, tenure of Mrs. Madhulika Bhupatkar (DIN: 08712718) as Independent Director has completed on March 17, 2025, consequently she has ceased to be Director of the Company. Your directors placed on record their appreciation for the valuable contribution made by Dr. Rajiv Kumar and Mrs. Bhupatkar during their tenure as Directors of the Company.

The Board of Directors in its meeting held on February 11, 2025, on the recommendation of Nomination and Remuneration Committee, re-appointed Mr. Pallab Banerjee (DIN: 07193749) as Managing Director and Mr. Deepak Kumar (DIN: 09497467) as Whole Time Director of the Company, for a period of three years with effect from April 01, 2025 and February 14, 2025, respectively and appointed Mr. Rahul Mehta Narendra (DIN 00165521) and Mrs. Jyoti Arora (DIN 00353071) as Additional Directors in the category of Non-Executive, Independent Directors for a period of three years, w.e.f. February 11, 2025.

The Company has also obtained shareholders' approval for re-appointment of the aforesaid Directors through Postal Ballot on March 21, 2025.

The Company has received necessary declaration from Independent Directors of the Company that they meet the criteria of their Independence as laid down in Section 149(6) of the Companies Act, 2013 ("the Act") and Regulation 25(8) of the Listing Regulations.

In compliance with Regulation 17(1A) of the Listing Regulations, the Company has obtained shareholders' approval for continuation of Directorship of Dr. Deepak Kumar Seth beyond the age of 75 years, through Postal Ballot on March 21, 2025.

Pursuant to the provisions of Section 152 of the Act and the Company's Articles of Association, Mrs. Shifalli Seth (DIN: 01388430), Director will retire by rotation at the forthcoming 36th Annual General Meeting ("AGM") and is eligible, for re-appointment. The Board of Directors recommend the proposal of her re-appointment as Director in the Notice convening the 36th AGM for approval of the Members of the Company.

Mrs. Shifalli Seth is not disqualified under Section 164(2) of the Act and not debarred from holding the office of Director pursuant to order of SEBI or any other authority.

BOARD MEETINGS

During the financial year 2024-25, meetings of the Board of Directors were held on May 20, 2024, August 12, 2024, November 12, 2024, and February 11, 2025.

Directors' Report (Contd.)

KEY MANAGERIAL PERSONNEL

As per the provisions of Section 203 of the Act, Mr. Pallab Banerjee - Managing Director, Mr. Shailesh Kumar and Mr. Deepak Kumar – Whole Time Directors, Mr. Sanjay Gandhi- Group CFO, Mr. Narendra Kumar Somani - Chief Financial Officer, and Ms. Shilpa Saraf - Company Secretary and Compliance Officer are the Key Managerial Personnel of the Company.

During the year under review, there is no change in the Key Managerial Personnel of the Company.

BOARD EVALUATION

The annual evaluation process of the Board of Directors, Individual Directors and Committees was conducted in accordance with the provisions of the Act and the Listing Regulations.

The Board evaluated its performance after seeking inputs from all the Directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, performance of specified duties, obligations and governance, level of engagement and contribution etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by SEBI.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of Independent Directors held on January 28, 2025, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of Executive Directors and Non-Executive Directors. The same was discussed in the Board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and Individual Directors was also discussed.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

At the time of appointing a Director, a formal letter of appointment is given to the concerned Director, which *inter-alia* explains the roles, function, duties and responsibilities as expected from a Director of the Company. The Director is also explained in detail, the compliance requirements under the Act, the Listing Regulations and various statutes. The Company also undertakes a one-to-one discussion with the newly appointed Director to familiarise him/ her with the Company's operations.

Further, on an ongoing basis as a part of Agenda of Board/ Committee Meetings, presentations are regularly made to the Independent Directors on various matters *inter-alia* covering the Company's and its subsidiaries businesses and operations, industry and regulatory updates, strategies, finance, risk management framework, role, rights, responsibilities of the Independent Directors under various statutes and other relevant matters. Details of the programme for familiarisation of Independent Directors with the working of the Company are available on the website of the Company and can be accessed on https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

NOMINATION, REMUNERATION AND BOARD DIVERSITY POLICY

The Board of Directors have framed the Nomination, Remuneration and Board Diversity policy which lays down a framework in relation to appointment and remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The Policy broadly lays down the guiding principles, philosophy and the basis for payment of remuneration to Executive and Non-Executive Directors (by way of sitting fees), Key Managerial Personnel and Senior Management.

The policy also provides the criteria for determining qualifications, positive attributes and Independence of Director and criteria for appointment and removal of Directors, Key Managerial Personnel / Senior Management and performance evaluation which are considered by the Nomination and Remuneration Committee and the Board of Directors.

The Policy sets out a framework that assures fair and optimum remuneration to the Directors, Key Managerial Personnel, Senior Management Personnel such that the Company's business strategies, values, key priorities and goals are in harmony with their aspirations. The policy lays emphasis on the importance of diversity within the Board, encourages diversity of thought, experience, background, knowledge, ethnicity and perspective etc. The policy is directed towards rewarding performance, based on review of achievements. It is aimed at attracting and retaining high calibre talent. The Board reviews and carries out the necessary amendments in the Policy from time to time.

The Nomination and Remuneration Policy of the Company is annexed herewith as Annexure-I with this report and also available on the website of the Company at https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

The Company has formulated a Code of Conduct for Directors and Senior Management Personnel in terms of Listing Regulations. An affirmation on the same duly signed by the Managing Director of the Company forms part of the Corporate Governance Report.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of your Company have occurred between the end of the financial year of the Company to which the financial statements relates and on the date of this report.

INTERNAL FINANCIAL CONTROLS, THEIR ADEQUACY AND RISK MANAGEMENT

Your Company has an effective internal control and risk-mitigation system, which is constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of operations.

Business risks and mitigation plans are reviewed, and the internal audit conducted by the Internal Auditors, M/s. Ernst and Young LLP include evaluation of all critical and high-risk areas. Critical functions are rigorously reviewed, and the reports of Internal Auditor are shared with the Management for timely corrective actions, if any. During the year under review, there were no elements of risk which in the opinion of the Board of Directors impact on the business and operations of the Company. Risks that arise in the business of the Company are mitigated in accordance with the Risk Management Framework and Policy.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and evaluates the recommendations of the Risk Management Committee of the Board.

The Audit Committee suggests improvements and utilises the reports generated from a Management Information System integral to the control mechanism.

ENVIRONMENT, HEALTH AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

HUMAN RESOURCES AND INDUSTRIAL RELATIONS

The Human Resources function works as a strategic partner to the business. The technical and quality demands of the industry combined with our own vision to expand significantly over the next few years have ensured that we build an agile, engaged, and energised work force.

Your company ensures that employees are aligned with the organisational culture and values whilst never losing sight of our business objectives. Technical and safety training programmes are given periodically to workers.

The Company has a robust performance evaluation process through which individual goals are aligned to organisational goals so that the individuals and the organisation grow in tandem.

During the year under review, the Industrial relations remained generally cordial.

COMMITTEES OF THE BOARD

The details of the Committees of the Board along with their composition, attendance of members and number of meetings held during the financial year 2024-25 are provided in the Report on Corporate Governance forming part of the Annual Report 2024-25.

VIGIL MECHANISM

The Company has a Vigil Mechanism, which also incorporates a whistle blower policy in terms of Listing Regulations made by the SEBI. Protected disclosures can be made by a whistle blower through a letter to the Vigilance Officer or to the Chairman of the Audit Committee. The policy on vigil mechanism and whistle blower policy may be accessed on the Company's website at the link: https://www.pearlglobal.com/investor-relations/corporate-governance. During the year, no complaint was received.

CORPORATE SOCIAL RESPONSIBILITY

The Corporate Social Responsibility Committee of the Company has formulated a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company, which has been approved by the Board.

Directors' Report (Contd.)

The CSR Policy may be accessed on the Company's website at https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

Your Company had undertaken CSR activities in the areas of education, rural development, environment sustainability and promoting health care activities for the financial year 2024-25. The prescribed CSR amount for the financial year 2024-25 was ₹ 35.80 Lakhs. However, the Company spent ₹ 40.78 Lakhs during the financial year 2024-25.

The Annual Report on CSR activities is annexed herewith as Annexure-II.

SUBSIDIARY COMPANIES

During the year under review, the Company, through its step-down subsidiary DSSP Global Limited, Hong Kong, has acquired additional stake of 15.01% in its step-down subsidiary PT Pinnacle Apparels, Indonesia, from minority shareholder. After this acquisition, company's stake through its step-down subsidiary increased from 69.92% to 84.93%.

The Company has acquired additional stake of 25% in its subsidiary Pearl GT Holdco Limited, British Virgin Islands. After this acquisition, company's stake increased from 55% to 80%.

The Company has incorporated a Subsidiary i.e. Pearl Knitting & Dyeing Industries Limited in Bangladesh, on March 23, 2025, with 99.90% stake, for Knit Fabric Processing along with garment manufacturing facility.

During the year under review, A&B Investment Limited, UAE, a step-down subsidiary of the Company has been liquidated.

Pursuant to Section 129(3) of the Act, a statement containing the salient features of the financial statements of the subsidiary companies is attached to the Financial Statements in Form AOC-1. The Company will make available the said financial statements and related detailed information of the subsidiary companies upon the request by any member of the Company.

The financial statements of the Company, along with the relevant documents and separate audited accounts in respect of subsidiaries, are available on the website of the Company at https://www.pearlglobal.com/investor-relations/annual-reports/

MATERIAL SUBSIDIARY

Pearl Global (HK) Limited and Norp Knit Industries Limited are material subsidiaries of the Company as per the thresholds laid down under the Listing Regulations for the 2024-25. The Board of Directors of the Company have approved a Policy for determining material subsidiaries which is in line with the Listing Regulations as amended from time to time. The Policy can be accessed at https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

AUDITORS & REPORTS OF THE AUDITORS

a) STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act, M/s. S. R. Dinodia & Co. LLP, Chartered Accountants (Firm's Registration No. 001478N/N500005) were appointed as Statutory Auditors by the members of the Company in their 33rd Annual General Meeting held on September 26, 2022, for a period of five years, with effect from financial year 2022-23.

The Statutory Auditors' Reports (Consolidated & Standalone) for the financial year ended March 31, 2025 do not contain any qualification, reservation or adverse remark. The Auditors' Reports are enclosed with the financial statements in this Annual Report.

During the year under review, the Statutory Auditors have not reported any matter under Section 143(12) of the Act.

b) SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Listing Regulations, M/s Jayant Sood & Associates, Practicing Company Secretaries, was appointed as Secretarial Auditor of the Company for the financial year 2024-25.

The Secretarial Audit Report submitted by M/s Jayant Sood & Associates for the Financial Year 2024-25 is annexed as Annexure–III and forms part of this report. Further, there are no qualification, reservation, adverse remarks or disclaimer made by the Secretarial Auditor in their report for the financial year ended March 31, 2025, except the fine imposed by the Stock Exchanges on delay in composition of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The Management remarks on the above is provided in the Secretarial Audit Report.

During the year under review, the secretarial Auditors have not reported any matter under Section 143(12) of the Act.

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, a Resolution for appointment of M/s. RSM & Co., Company Secretaries, as Secretarial Auditor for a period of five years, effective from 2025-26 is proposed in the Notice calling 36th Annual General Meeting of the Company.

c) INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Act, M/s. Ernst and Young LLP, New Delhi, were appointed as Internal Auditors of the Company till March 31, 2026.

d) COST AUDIT

Cost Audit and Maintaining of cost records as specified by the Central Government under section 148(1) of the Act, is not applicable to your Company.

ANNUAL RETURN

Pursuant to the Section 92(3) of the Act, read with the Companies (Management and Administration) Rules, 2014, Annual Return of the Company for the financial year 2024-25 in the prescribed Form MGT-7 is available on the website of the Company at https://www.pearlglobal.com/investor-relations/corporate-governance/#1659529494699-136d7e08-94ef.

RELATED PARTY TRANSACTIONS

The Company in the normal course of its business, enters into related party transactions with its subsidiaries and group companies engaged in similar business and for common services. The Audit Committee approves all the Related Party Transactions in compliance with the provisions of the Act and Listing Regulations. Prior approval of the Audit Committee is obtained for undertaking Related Party Transactions, where required. Omnibus approval is obtained on a yearly basis for transactions which are repetitive in nature. Transactions entered pursuant to omnibus approval are placed before the Audit Committee and the Board for review and approval / noting on a quarterly basis. Also the Company has obtained prior approval of members for Material Related Party Transactions.

All related party transactions entered during the financial year were in the ordinary course of business and on an arm's length basis.

There were no material related party transactions during the year under review with the Promoters, Directors or Key Managerial Personnel. Details of all related party transactions are mentioned in note no. 47 of Standalone financial statements forming part of the Annual Report. The Company has developed a robust framework through Standard Operating Procedures for the purpose of identification and monitoring of such related party transactions.

None of the Directors have any pecuniary relationship or transactions vis-a-vis the Company except remuneration.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Particulars of Loans, guarantees and investments covered under Section 186 of the Act forms part of the notes to the standalone financial statements.

DEPOSITS

The Company has not accepted any deposits falling under the Section 73 of Act and the Rules framed thereunder during the year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134(5) of the Act, with respect to Directors Responsibility Statement, your Directors state that:

a) in the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures. There are no material departures from the same;

b) the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year March 31, 2025 and of the profit and loss of the Company for that period;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Directors have prepared the annual accounts on a 'going concern' basis;

e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

LISTING

The shares of your Company are listed at BSE Limited and National Stock Exchange of India Limited, Mumbai. The listing fees for the year 2025-26 has been paid to the Stock Exchanges.

Directors' Report (Contd.)

REGISTRAR AND SHARE TRANSFER AGENT

During the year under review, name of Registrars and Share Transfer Agent (RTA) of the Company, has been changed from M/s. Link Intime India Private Limited to M/s. MUFG Intime India Private Limited.

MUFG Intime India Private Limited acts as a common agency both for physical and demat shares, as required under Securities Contract (Regulation) Act, 1956. The details of RTA forms part of the Corporate Governance Report.

CORPORATE GOVERNANCE

Report on Corporate Governance along with the certificate from the Practicing Company Secretary, confirming compliance of conditions of Corporate Governance as stipulated under Schedule V of the Listing Regulations forms part of the Annual report 2024-25.

SHARE CAPITAL

As on March 31, 2025, Authorised Share Capital of the Company is ₹ 84,01,00,000 (Rupees Eighty Four Crores and One Lakh Only) divided into: -

1. 10,28,80,000 (Ten Crores Twenty-Eight Lakhs and Eighty Thousand) Equity Shares of ₹ 5/- each.
2. 32,56,000 (Thirty-Two Lakhs and Fifty-Six Thousand) 10.5% Non Cumulative Redeemable Preference Shares of ₹ 100/- each.
3. 10,000 (Ten Thousand) 4% Non-Cumulative Redeemable Preference Shares of ₹ 10/- each.

During the year under review, the Company has allotted 3,06,500 equity shares of face value of ₹ 5/- each, pursuant to exercise of Stock Options by the eligible employees of the Company/Subsidiaries under Pearl Global Industries Limited Employee Stock Option Plan – 2022.

During the year, the Company had raised ₹ 149.50 Crores through Qualified Institutional Programme (QIP) as per details given below:

Date of issue and allotment	July 19, 2024
Method of allotment	QIP
Issue price (₹)	731/-
Number of shares allotted	20,45,143

As on March 31, 2025, the issued, subscribed and paid-up Equity Share Capital of the Company is ₹ 22,96,75,835/-divided into 4,59,35,167 Equity Shares of ₹ 5/- each.

During the year under review, the Company has neither issued any shares with differential voting rights nor sweat equity shares or warrants.

EMPLOYEE STOCK OPTION PLAN

Pursuant to the approval of the members by way of Postal Ballot held on August 28, 2022, your Company had implemented Pearl Global Industries Limited - Employee Stock Option Plan – 2022 ("the Plan") to create, offer, grant, issue and allot under the Plan, a maximum of 7,27,000 Stock Options exercisable into 7,27,000 Equity Shares of face value of ₹ 10/- each fully paid up to the eligible employees.

Further, the Nomination and Remuneration Committee had amended the Plan for giving the effect of sub-division of face value of equity shares from ₹ 10/- each to ₹ 5/- as approved by the shareholders through Postal Ballot on December 19, 2023. Consequently, the total Stock Options under the Plan stands as 14,54,000 Stock Options convertible into 14,54,000 Equity Shares of face value of ₹ 5/- each fully paid up to the eligible employees.

The Company has obtained a Certificate from the Secretarial Auditors of the Company that the Plan has been implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (SBEB Regulations), and the resolution passed by the members of the Company.

Further, in terms of the provisions of Regulation 14 of the SBEB Regulations, the required disclosures are annexed as Annexure IV.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of the Company, as required under the Listing Regulations is provided in a separate section and forms an integral part of this Report.

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

As per Regulation 34(2)(f) of Listing Regulations, a Business Responsibility and Sustainability Report is annexed as Annexure V and forms an integral part of this Report

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Disclosure required under Section 197(12) of the Act read with the Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed as Annexure VI and forms an integral part of this Report.

The statement comprising the names of top 10 employees in terms of remuneration drawn and every person employed throughout the year, who were in receipt of remuneration in terms of Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure VII and forms an integral part of this annual report. The said Annexure is not being sent along with this annual report to the members of the Company in line with the provisions of Section 136 of the Act. Members who are interested in obtaining these particulars may write to the Company Secretary at the Registered Office of the Company. The aforesaid Annexure is also available for inspection by Members at the Registered Office of the Company, 21 days before and up to the date of the ensuing Annual General Meeting during the business hours on working days. None of the employees listed in the said Annexure is a relative of any Director of the Company.

None of the employees hold (by himself/herself or along with his/her spouse and dependent children) more than two percent of the Equity Shares of the Company.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required under Section 134(3)(m) is annexed as Annexure VIII and forms an integral part of this Report.

TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

The Company has transferred unclaimed/unpaid dividend amounting to ₹ 7,77,422/- during the financial year 2024-25 to Investor Education and Protection Fund (IEPF) established by the Central Government, in compliance with the Act. The above said amount represents unclaimed dividend for the financial year 2016-17 which was lying with the Company for a period of seven years.

Any shareholder whose shares or unclaimed dividend have been transferred to the IEPF, may claim the shares under provision to Section 124(6) or apply for refund under Section 125(3) of the Act, as the case may be, to the Authority by making an application in Web Form IEPF–5 available on website www.iepf.gov.in.

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

No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR.

No application has been made under the Insolvency and Bankruptcy Code. The requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable.

REPORT ON SEXUAL HARASSMENT-INTERNAL COMPLAINTS COMMITTEE

Pursuant to the provisions of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013, Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. One complaint was received and resolved during the financial year 2024-25.

SECRETARIAL STANDARDS

During the year under review, your Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

During the period under review, the Company has not entered into any one-time settlement against any loan taken from bank or other financial institution.

ACKNOWLEDGEMENT

Your Directors wish to thank its customers, Business Associates, Members, Bankers, Government Bodies & Regulators for their continued support and faith reposed in the Company. Your Directors also wish to place on record appreciation for the contribution made by Employees for their commitment and dedication towards the Company.

For and on behalf of the Board
for **Pearl Global Industries Limited**

	(Pulkit Seth)	**(Pallab Banerjee)**
Place: Gurugram	Vice-Chairman	Managing Director
Date: May 20, 2025	DIN 00003044	DIN 07193749

ANNEXURE-I

NOMINATION AND REMUNERATION POLICY

1. OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 (the Act) read along with the applicable rules thereto and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the listing schedule. (as amended from time to time) (the 'Listing Regulations').

The Key Objectives of the Committee would be:

1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.

1.3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

1.4. To provide Key Managerial Personnel and Senior Management reward linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.

1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

1.6. To devise a policy on Board diversity

1.7. To develop a succession plan for the Board and to regularly review the plan;

1.8. To act as compensation committee in terms with regulation 5 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

2. DEFINITIONS

2.1. **Act** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.

2.2. **Board** means Board of Directors of the Company.

2.3. **Directors** mean Directors of the Company.

2.4. **Key Managerial Personnel** means

i. Chief Executive Officer,

ii. Managing Director or the Manager;

iii. Executive/Whole-time Director;

iv. Chief Financial officer;

v. Company Secretary; and

such other officer as may be prescribed by the statutory provisions or as may be designated by the Company as KMP.

2.5. **NRC** means the Nomination and Remuneration Committee as constituted or reconstituted by the board of directors of the Company.

2.6. **Senior Management** shall mean the officers and personnel of the Company who are members of its core management team, excluding the Board of Directors, and shall also comprise all the members of the management one level below the Chief Executive Officer or Managing Director or Whole Time Director or Manager (including Chief Executive Officer and Manager, in case they are not part of the Board of Directors) and shall specifically include the functional heads, by whatever name called and the persons identified and designated as key managerial personnel, other than the board of directors, by the listed entity.

3. POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

3.1. Appointment criteria and qualifications

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether the qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position concerned.

c) The Company shall not appoint or continue the employment of any person as Managing Director or Whole-Time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such a motion indicating the

Annexure-I (Contd.)

justification for extension of appointment beyond seventy years.

3.2. Additional Criteria for appointment of an Independent Director

a) The NRC shall consider the qualification for independent director as provided under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) The NRC shall consider the candidature for Independent Directorship in the Company only from the databank of Independent Directors, maintained by the Indian Institute of Corporate Affairs.

3.3. Term / Tenure

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

- An Independent Director shall hold office for a term up to five (5) consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company.
- No Independent Director shall hold office for more than two consecutive terms, but such an Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-Time Director of a listed company or such other number as may be prescribed under the Act.

3.4. Evaluation

The Committee shall carry out an evaluation of the performance of every Director, KMP and Senior Management Personnel at regular interval (yearly) on the whether they:

i. act objectively and constructively while exercising their duties

ii. exercise responsibilities in a bona fide manner in the interest of the Company

iii. devote sufficient time and attention to their professional obligations for informed and balanced decision making

iv. allow any extraneous considerations that will vitiate their exercise of objective independent judgment in the paramount interest of the Company, while concurring in or dissenting from the collective judgment of the Board in its decision making

v. abuse their position to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person

vi. refrain from any action that would lead to loss of their independence

vii. informed the board, where circumstances arise which make an independent director lose his independence

viii. assist the Company in implementing the best corporate governance practices

ix. strive to attend all General Meetings, Board Meetings and Committee Meetings of which they are member

x. participate constructively and actively in the committees of the Board in which they are chairpersons or members

xi. keep themselves well informed about the Company and the external environment in which it operates

xii. unfairly obstructs the functioning of an otherwise proper Board or committee of the Board

Annexure-I (Contd.)

xiii. pay sufficient attention and ensure that adequate deliberations are held before approving related party transactions and assure themselves that the same are in the interest of the Company

xiv. report concerns about unethical behaviours, actual or suspected fraud or violation of the Company's code of conduct or ethics policy

xv. act within their authority, assisting in protecting the legitimate interests of the Company, shareholders and its employees

xvi. preserve confidential information, including commercial secrets, technologies, advertising and sales promotion plans, unpublished price sensitive information, unless such disclosure is expressly approved by the Board or required by law

3.5. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3.6. Retirement

The KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

4. POLICY RELATING TO THE REMUNERATION OF THE WHOLE-TIME DIRECTOR, KMP AND SENIOR MANAGEMENT PERSONNEL

4.1. General

a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee or as per policies framed by the committee. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.

b) Increments in the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.

c) Where any insurance is taken by the Company on behalf of it replace with Directors, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

4.2. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel

a) Fixed pay:

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorised by the Board or the Committee.

b) Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director/Managing Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

c) Provisions for excess remuneration:

If Whole-time Director/Managing Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the

Annexure-I (Contd.)

Company. The Company shall not waive the recovery of such sum refundable to it unless permitted by the Central Government.

4.3. Remuneration to Non- Executive / Independent Director

a) Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed ₹ One Lakh per meeting of the Board or Committee or such an amount as may be prescribed under the law from time to time.

b) Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

5. MEMBERSHIP

5.1. The Committee shall consist of a minimum of three (3) members,

5.2 All members of the NRC shall be Non-Executive Directors of the Company and two-third of them being independent.

5.3 Minimum two (2) members shall constitute a quorum for the Committee meeting.

5.4 Membership of the Committee shall be disclosed in the Annual Report.

5.5 Term of the Committee shall be continued unless terminated by the Board of Directors.

6. CHAIRPERSON

6.1 Chairperson of the Committee shall be an Independent Director.

6.2 Chairperson of the Board may be appointed as a member of the Committee but shall not be a Chairman of the Committee.

6.3 In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.

6.4 Chairperson of the Nomination and Remuneration Committee meeting should be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

7. FREQUENCY OF MEETINGS

The meetings of the Committee shall be held at such regular intervals as may be required.

8. COMMITTEE MEMBERS' INTERESTS

8.1 A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

8.2 The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

9. SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

10. VOTING

10.1 Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

10.2 In the case of equality of votes, the Chairman of the meeting will have a casting vote.

11. NOMINATION DUTIES

The duties of the Committee in relation to nomination matters include:

11.1 Ensuring that there is an appropriate induction in place for new Directors, KMP and members of Senior Management and reviewing its effectiveness;

11.2 Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;

11.3 Identifying and recommending Directors who are liable to retire by rotation.

11.4 Determining the appropriate size, diversity and composition of the Board;

11.5 Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;

11.6 Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;

Annexure-I (Contd.)

11.7 Delegating any of its powers to one or more of its members or the Secretary of the Committee; and

11.8 Considering any other matters, as may be requested by the Board.

12. REMUNERATION DUTIES

The duties of the Committee in relation to remuneration matters include:

12.1 to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate with respect to elements of the remuneration of the members of the Board.

12.2 to approve the remuneration of the Senior Management including KMP of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.

12.3 to delegate any of its powers to one or more of its members or the Secretary of the Committee.

12.4 to consider any other matters as may be requested by the Board.

12.5 Professional indemnity and liability insurance for Directors, KMP and senior management.

ANNEXURE-II

ANNUAL REPORT ON CSR ACTIVITIES (2024-25)

1. **Corporate Social Responsibility (CSR):**

   Pearl Global Industries Limited recognises that its business activities have wide impact on the societies in which it operates, and therefore an effective practice is required giving due consideration to the interests of its stakeholders including shareholders, customers, employees, suppliers, business partners, local communities, and other organisations. The Company endeavours to make CSR a key business process for sustainable development.

2. **Composition of CSR Committee:**

S. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year	
				May 20, 2024	March 26, 2025
1.	Pulkit Seth*	Member	2	Yes	Not applicable
2.	Shifalli Seth$	Chairperson	2	Not applicable	Yes
3.	Madhulika Bhupatkar**	Member	2	Yes	Not applicable
4.	Pallab Banerjee	Member	2	Yes	Yes
5.	Mrs. Jyoti Arora$	Member	2	Not applicable	Yes

**Cease to be part of the CSR Committee on February 11, 2025.*

*** Tenure completed on March 17, 2025*

$Appointed in the CSR Committee on February 11, 2025.

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company: https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

4. Provide the executive summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

5. (a) Average net profit of the Company as per section 135(5): ₹ 1,789.73 Lakhs

   (b) Two percent of average net profit of the Company as per sub-section (5) of Section 135: ₹ 35.80 Lakhs

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

   (d) Amount required to be set-off for the financial year, if any: ₹ 495.68 Lakhs

   (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: (₹ 459.88 Lakhs)

6. (a) Amount spent on CSR projects (both Ongoing Project and Other than Ongoing Project): ₹ 40.78 Lakhs

   (b) Amount spent in Administrative Overheads: Nil

   (c) Amount spent on Impact Assessment, if applicable: Nil

   (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: ₹ 40.78 Lakhs

   (e) CSR Amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year	Amount Unspent (in ₹ Lakhs)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to section Sub-section 5 of Section 135		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of transfer
40.78	Nil				

Annexure-II (Contd.)

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

Sl. No.	Particular	Amount (in ₹ Lakhs)
(1)	(2)	(3)
(i)	Two percent of average net profit of the Company as per Sub-section 5 of section 135	35.80
(ii)	Total amount spent for the Financial Year	40.78
(iii)	Excess amount spent for the financial year [(ii)-(i)]	04.98
(iv)	Surplus arising out of the CSR projects or programme or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	04.98

7. Details of Unspent Corporate Social Responsibility amount for the preceding three financial years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year.	Amount Transferred to Unspent CSR Account under sub-section 6 of section 135 (in ₹)	Balance Amount in Unspent CSR amount under Sub-section (6) of Section 135 (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to a fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any.		Amount remaining to be spent in succeeding financial years. (in ₹)	Deficiency, if any
					Amount (in ₹).	Date of transfer.		
NIL								

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

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

Not Applicable, as the Company has spent more than the minimum prescribed amount for CSR activities.

(Pallab Banerjee)
Managing Director

(Shifalli Seth)
Chairperson of CSR Committee

ANNEXURE-III

MR-3
Secretarial Audit Report
For the Financial Period Ended March 31, 2025
[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,
Pearl Global Industries Limited
C-17/1, Paschimi Marg, Vasant Vihar,
New Delhi-110057
CIN: L74899DL1989PLC036849

We have conducted secretarial audit of the compliance of applicable statutory provisions and adherence to good corporate practices by Pearl Global Industries Limited [hereinafter referred as **'the Company'**]. The 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 and authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial period ended on March 31, 2025 (commencing from April 01, 2024 to March 31, 2025), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent based on the management representation letter/ confirmation received from the management, in the manner and subject to the reporting made hereinafter. The Members are requested to read Secretarial Audit Report ("Report") along with our letter dated May 20, 2025 an enclosed herewith to this Report as **Annexure – A**.

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial period ended on March 31, 2025 according to the applicable 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, Overseas Direct Investment and External Commercial Borrowings, as applicable;
   v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
      a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
      b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
      c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
      d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 {or the erstwhile Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2014};
      e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021{or the erstwhile Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008}; (Not applicable to the Company during the audit period as the Company has not issued any debt securities during the year under review);
      f) The Securities and Exchange Board of India (Registrars to an issue and share transfer agents) Regulations, 1993 regarding the Companies Act and dealing with clients (Not applicable since the Company is not registered as Registrar to Issue and Share Transfer Agent during the period);
      g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the audit period as the Company has not delisted/ proposed to delist its equity shares during the year under review).

Annexure-III (Contd.)

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the audit period as the Company has not bought back/ proposed to buy-back any of its securities during the year under review);

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. We have relied upon the representation made by the Company, its officers, and compliance reports from the management for systems and mechanism framed by the Company and basis that there are adequate systems and processes in the Company, commensurate with the size and operations of the Company, to monitor and ensure compliance of other Act, Laws and Regulations specifically applicable to the Company.

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

   i) Secretarial Standards issued by The Institute of Company Secretaries of India, with respect to board and general meetings (hereinafter referred as **'Secretarial Standards'**). We noted that the Company is generally regular in complying with the Secretarial Standards; and

   ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

4. During the period under review, to the best of our knowledge and belief and according to the information and explanations given to us, the Company has been regular in compliance with the provisions of the Acts, Rules, Regulations, Secretarial Standards and the Listing Agreements, as mentioned above.

5. We further report that compliance of applicable financial laws including direct and indirect tax laws and maintenance of financial records and books of accounts by the Company has not been reviewed in this audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

6. During the period under review the Company has complied with the Provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below and for which a fine of ₹ 42,000/- plus applicable taxes have been imposed by the BSE Limited and National Stock Exchange of India Limited, separately to the Company, which have been paid by the Company.

Sr. No.	Relevant Provision for Compliance Requirement	Observation	Management Response
1.	Regulation 18(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	The Composition of the Audit Committee was not in compliance with the Regulation for 7 days and the same has been rectified on April 08, 2024	The Composition of Committees were not in compliance with Regulation 18, 19 and 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, due to completion of tenure of Mr. Anil Nayar and Mr. Rajendra Kumar Aneja as Independent Directors on March 31, 2024, who were the members of the Committees. These Committees were re-constituted by the Board of Directors on April 08, 2024, in compliance with aforesaid Regulations.
2.	Regulation 19(1)/19(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	The Composition of the Nomination and Remuneration Committee was not in compliance with the Regulation for 7 days and the same has been rectified on April 08, 2024	
3.	Regulation 20(2)/(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	The Composition of the Stakeholders Relationship Committee was not compliance with the Regulation for 7 days and the same has been rectified on April 08, 2024	

7. We further report that:

   i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non–Executive Directors and Independent Directors including woman directors. The Changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

   ii) Adequate notice is given to all directors to schedule the Board Meetings. Notice and Agenda with notes to Agenda of Board meetings was sent at least seven days in advance and a system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.

Annexure-III (Contd.)

iii) Decisions of Board/Committee were carried through majority. We have been informed that there were no dissenting members' views on any of the matters during the year that were required to be captured and recorded as part of the minutes.

iv) 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.

v) We further report that during the audit period the Company had no specific actions having bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, standards, guidelines etc.

For **Jayant Sood & Associates**
Company Secretaries

(CS Jayant K Sood)
Proprietor
FCS: 4482, CP No. 22410

Date: May 20, 2025
UDIN: F004482G000383663
Peer Review Certificate No: 1061/2021
Unique Identification No: S2019HR699200

Annexure-III (Contd.)

Annexure –A to Secretarial Audit Report dated May 20, 2025

To,

The Members,

Pearl Global Industries Limited

C-17/1, Paschimi Marg, Vasant Vihar,

New Delhi-110057

CIN: L74899DL1989PLC036849

The Secretarial Audit Report dated May 20, 2025 is to be read with this Letter.

The compliance of provisions of all laws, rules, regulations and standards applicable to Pearl Global Industries Limited [hereinafter referred as 'the Company'] is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.

1. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed provide a reasonable basis for the purpose of issue of the Secretarial Audit Report.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit process.
4. We have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. This 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 **Jayant Sood & Associates**
Company Secretaries

(CS Jayant K Sood)
Proprietor
FCS: 4482, CP No. 22410

Date: May 20, 2025
UDIN: F004482G000383663
Peer Review Certificate No: 1061/2021
Unique Identification No: S2019HR699200

ANNEXURE-IV

DISCLOSURE UNDER REGULATION 14 OF SEBI (SHARE BASED EMPLOYEE BENEFITS AND SWEAT EQUITY) REGULATIONS, 2021 for the 2024-25

Sl. No.		Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 ("the Plan")
1.		Any material change in the scheme(s) and whether the scheme(s) is / are in compliance with the regulations	No changes are made in the Plan. The Plan is in compliance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
2.		Following disclosures are made on the website of the Company: https://www.pearlglobal.com/investor-relations/	
	a.	Relevant disclosures in terms of the accounting standards prescribed by the Central Government in terms of section 133 of the Companies Act, 2013 (18 of 2013) including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time. Members may refer notes to the audited financial statements prepared as per Indian Accounting Standards (Ind AS) for the financial year 2024-25, available on https://www.pearlglobal.com/investor-relations/	
	b.	Diluted EPS on issue of shares pursuant to all the schemes covered under the regulations shall be disclosed in accordance with 'Accounting Standard 20 - Earnings Per Share' issued by Central Government or any other relevant accounting standards as issued from time to time. Basic and Diluted EPS for the year ended March 31, 2025 is ₹ 12.15 and ₹ 11.69 respectively (as per Standalone Financials Statement)	
	c.	Details related to the Plan:	
(i)		A description of the Plan that existed at any time during the year, including the general terms and conditions of the Plan, including -	
	(a)	Date of shareholders' approval	August 28, 2022.
	(b)	Total number of stock options approved under the Plan	14,54,000
	(c)	Vesting requirements	The Options granted shall vest on performance-based and time-based. The Options granted shall vest for a period not less than 1 (one) year from the Grant Date and maximum 4 (four) years from the Grant Date. The Nomination and Remuneration Committee may prescribe varying vesting schedule for different Participants, and/or for different Options under the Plan.
	(d)	Exercise price or pricing formula	The Exercise Price shall be the Fair Market Value or Discounted Fair Market Value of the Share as on the Grant Date of the Options, as determined by the Nomination and Remuneration Committee.
	(e)	Maximum term of stock options granted	4 years
	(f)	Source of shares (Primary, secondary or combination)	Primary
	(g)	Variation in terms of stock options	Not Applicable

Sl. No.	Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 ("the Plan")
(ii)	Method used to account for the Plan - Intrinsic or Fair value	Fair Market Value
(iii)	Where the Company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed.	Not applicable.

Annexure-IV (Contd.)

Sl. No.	Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 (“the Plan”)
(iv)	Option movement during the year	

Sl. No.	Particulars	Details
1	Number of options outstanding at the beginning of the period	9,81,150
2	Number of options granted during the year *	1,35,100
3	Number of options forfeited / lapsed during the year	1,28,750
4	Number of options vested during the year	3,91,750
5	Number of options exercised during the year	3,06,500
6	Number of shares arising as a result of exercise of options	3,06,500
7	Money realised by exercise of options (₹) if scheme is implemented directly by the Company	4,83,93,750
8	Loan repaid by the Trust during the year from exercise price received	Not applicable
9	Number of options outstanding at the end of the year	6,81,000
10	Number of options exercisable at the end of the year	1,60,300

* Break up of options granted during the year

April 16, 2024	27,100
August 09, 2024	1,00,000
October 10, 2024	8,000

Sl. No.	Particulars	
(iv)	Weighted-average exercise prices and weighted average fair values of options shall be disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock.	

	Options granted on April 16, 2024			Options granted on August 09, 2024	Options granted on October 10, 2024
	Grant 1	Grant 2	Grant 3		
Weighted average exercise price of Options outstanding at the end of the year whose exercise price is less than market price	375	448	448	675	720
Weighted average fair value of Options outstanding at the end of the year whose Exercise price is less than market price	344.36	318.44	325.07	483.42	571

Sl. No.	Particulars	
(v)	Employee wise details (name of employee, designation, number of options granted during the year, exercise price) of options granted to –	
	(a) Senior Managerial Personnel as defined under Regulation 16(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	

Name	Designation	No. of Options	Exercise Price (₹)
Pallab Banerjee	Managing Director	50,000	675/-
Sanjay Gandhi	Group CFO	50,000	675/-
Deepak Kumar	Whole-Time Director	5,000	448/-
Shilpa Saraf	Company Secretary	8,000	720/-

Annexure-IV (Contd.)

Sl. No.	Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 ("the Plan")
	(b) any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year; and	(b) Not Applicable
	(c) identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.	(c) Not Applicable
	A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information: (a) the weighted-average values of share price, exercise price, expected volatility, expected option life, expected dividends, the risk-free interest rate and any other inputs to the model:	See tables below

Options granted on April 16, 2024 (Grant 1)	Vest 1 33.33%	Vest 2 33.33%	Vest 3 33.33%
The weighted-average values of share price of option granted	330.11	344.26	358.72
Exercise price	₹ 375/-		
Expected volatility	57.87%	54.59%	53.73%
Expected option life	3 years	4 years	5 years
(Vesting & exercise period) in years	Vesting – 3 years Exercise – 4 years		
Expected dividends	1.54%		
Average Risk-free interest rate	7.04%	7.07%	7.08%
Any other inputs	Kindly refer notes to the financial statement		

Options granted on April 16, 2024 (Grant 2)	Vest 1 30%	Vest 2 30%	Vest 3 40%
The weighted-average values of share price of option granted	299.44	316.55	334.11
Exercise price	₹ 448/-		
Expected volatility	57.87%	54.59%	53.73%
Expected option life	3 years	4 years	5 years
(Vesting & exercise period) in years	Vesting – 3 years Exercise – 4 years		
Expected dividends	1.54%		
Average Risk-free interest rate	7.04%	7.07%	7.08%
Any other inputs	Kindly refer notes to the financial statement		

Options granted on April 16, 2024 (Grant 3)	Vest 1 25%	Vest 2 25%	Vest 3 25%	Vest 4 25%
The weighted-average values of share price of option granted	299.44	317.15	334.90	348.28
Exercise price	₹ 448/-			
Expected volatility	57.87%	54.59%	53.73%	52.82%
Expected option life	3 years	4 years	5 years	6 years
(Vesting & exercise period) in years	Vesting – 4 years Exercise – 4 years			
Expected dividends	1.50%			
Average Risk-free interest rate	7.04%	7.07%	7.08%	7.09%
Any other inputs	Kindly refer notes to the financial statement			

Annexure-IV (Contd.)

Sl. No.	Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 ("the Plan")

Options granted on August 09, 2024	Vest 1 50%	Vest 2 50%
The weighted-average values of share price of option granted	469.47	497.36
Exercise price	₹ 675/-	
Expected volatility	55.54%	56.45%
Expected option life	3 years	3.64 years
(Vesting & exercise period) in years	Vesting – 1.64 years Exercise – 4 years	
Expected dividends	1.79%	
Average Risk-free interest rate	6.71%	6.72%
Any other inputs	Kindly refer notes to the financial statement	

Options granted on October 10, 2024	Vest 1 25%	Vest 2 25%	Vest 3 25%	Vest 4 25%
The weighted-average values of share price of option granted	545.11	566.78	581.64	590.48
Exercise price	₹ 720/-			
Expected volatility	76.61%	71.37%	67.41%	63.95%
Expected option life	3 years	4 years	5 years	6 years
(Vesting & exercise period) in years	Vesting – 4 years Exercise – 4 years			
Expected dividends	1.79%			
Average Risk-free interest rate	6.57%	6.60%	6.64%	6.66%
Any other inputs	Kindly refer notes to the financial statement			

Sl. No.	Particulars	Pearl Global Industries Limited Stock Option Plan – 2022 ("the Plan")
	(b) the method used and the assumptions made to incorporate the effects of expected early exercise;	(b) Not Applicable
	(c) how expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and	(c) Expected volatility was determined based on Black -Scholes model of the Company as on the date of grant using the Fair value method.
	(d) whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	(d) Volatility and Risk-Free rate have been considered that takes care of Market Conditions.
	Disclosures in respect of grants made in three years prior to IPO under each ESOS	Not applicable

For and on behalf of the Board
for **Pearl Global Industries Limited**

(Pallab Banerjee)
Managing Director
DIN 07193749

(Pulkit Seth)
Vice-Chairman
DIN 00003044

Place: Gurugram
Date: May 20, 2025

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

SECTION A
GENERAL DISCLOSURES

I. Basic details

Required information

1. **Corporate Identity Number (CIN) of the listed entity**
L74899DL1989PLC036849

2. **Name of the listed entity**
Pearl Global Industries Limited (referred to as 'Pearl' or 'the Company')

3. **Year of incorporation**
1989

4. **Registered office address**
C-17/1, Paschimi Marg, Vasant Vihar, New Delhi – 110 057

5. **Corporate address**
Pearl Tower, Plot No-51, Sector 32, Gurugram – 122 001, Haryana

6. **E-mail**
investor.pgil@pearlglobal.com

7. **Telephone**
+91-124-4651000

8. **Website**
www.pearlglobal.com

9. **Financial year for which reporting is being done**
April 01, 2024, to March 31, 2025
Previous Financial Year
April 01, 2023, to March 31, 2024
Prior to Previous Financial year
April 01, 2022, to March 31, 2023

10. **Name of the Stock Exchange(s) where shares are listed**
BSE Limited and National Stock Exchange of India Limited

11. **Paid-up capital (in ₹)**
22,96,75,835/-

12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**
Ms. Shilpa Saraf
Telephone: 124-4651000
E-mail: Company.secretary@pearlglobal.com

13. **Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).**
On a standalone basis

14. **Name of assurance provider**
Not Applicable

15. **Type of assurance obtained**
Not Applicable

II. Products/services

16 Details of business activities (accounting for 90% of the turnover):

Description of main activity	Description of business activity	% of turnover of the entity
Manufacturing	Manufacturing and export of apparels	99.00

17 Products/services sold by the entity (accounting for 90% of the entity's turnover):

Product/service	NIC code	% of total turnover contributed
Apparels	141	100

III. Operations

18 Number of locations where plants and/or operations/offices of the entity are situated:

International

Number of plants	Number of offices	Total
8	8	16

National

Number of plants	Number of offices	Total
8	3	11

19 Market served by the entity:

a. Number of locations	National (No. of states)	2
	International (No. of countries)	7
b. What is the contribution of exports as a percentage of the total turnover of the entity?	99.00%	
c. A brief on type of customers	Pearl provides apparel solutions to leading fashion brands and corporate clients across a range of categories. The Company's primarily concentrates on apparel exports, with the US representing its largest market among all export destinations.	

Disclaimer: The map is a generalised illustration only for the ease of the reader to understand the locations, and it is not intended to be used for reference purposes. The representation of political boundaries and the names of geographical features/states do not necessarily reflect the actual position. The Company or any of its directors, officers or employees, cannot be held responsible for any misuse or misinterpretation of any information or design thereof. The Company does not warrant or represent any kind of connection to its accuracy or completeness.

IV. Employees

20 Details as at the end of financial year:

Sl. no	Particulars	Total (A)	Male		Female	
			No.(B)	% (B/A)	No. (C)	% (C/A)
a.	Employees and workers (including differently abled):					
	Employees					
1	Permanent (D)	1,452	1,260	86.78%	192	13.22%
2	Other than permanent (E)	0	0	0	0	0
3	**Total employees (D+E)**	**1,452**	**1,260**	**86.78%**	**192**	**13.22%**
	Workers					
4	Permanent (F)	7,640	2,591	33.91%	5,049	66.09%
5	Other than permanent (G)	1,812	1,270	70.09%	542	29.91%
6	**Total workers (F+G)**	**9,452**	**3,861**	**40.85%**	**5,591**	**59.15%**
b.	Differently abled employees and workers:					
	Differently abled employees					
1	Permanent (D)	0	0	0.00%	0	0.00%
2	Other than permanent (E)	0	0	0.00%	0	0.00%
3	**Total differently abled employees (D+E)**	**0**	**0**	**0.00%**	**0**	**0.00%**
	Differently abled workers					
4	Permanent (F)	0	0	0.00%	0	0.00%
5	Other than permanent (G)	0	0	0.00%	0	0.00%
6	**Total differently abled workers (F+G)**	**0**	**0**	**0.00%**	**0**	**0.00%**

21 Participation/inclusion/representation of women:

	Total (A)	No. and percentage of females	
		No. (B)	% (B/A)
Board of Directors	12	3	25%
Key Management Personnel (not part of the Board)	3	1	33%

22 Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)

	2024-25 Turnover rate in current			2023-24 Turnover rate in previous			2022- 23 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees	35.39%	43.20%	36.43%	43.37%	38.14%	42.64%	69.39%	58.93%	68.08%
Permanent workers	92.70%	68.08%	76.46%	115.67%	90.79%	98.84%	163.81%	108.90%	125.12%

V. Holding, Subsidiary and Associate Companies (including Joint Ventures)

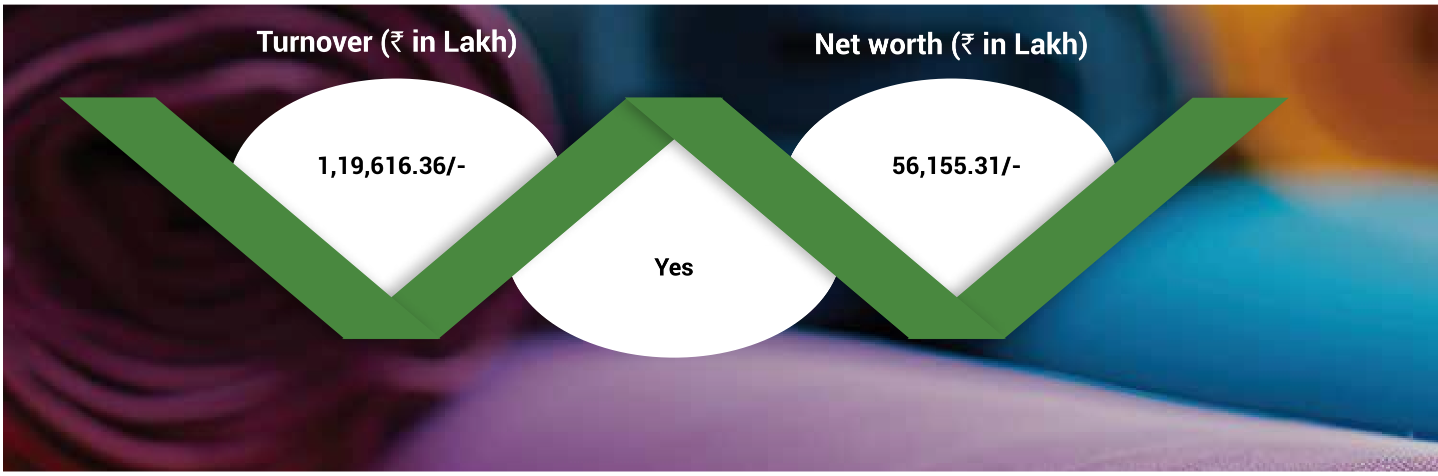
23 Name of holding/subsidiary/associate companies/joint ventures

Sl. no	Name of the holding/subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Norp Knit Industries Limited	Subsidiary	99.99%	No
2	Pearl Global Fareast Limited	Subsidiary	100.00%	No
3	Pearl Global USA, Inc.	Subsidiary	100.00%	No
4	Pearl Global Kaushal Vikas Limited	Subsidiary	100.00%	No

Sl. no	Name of the holding/subsidiary/ associate companies/joint ventures (A)	Indicate whether holding/subsidiary/ associate/joint venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
5	Gogreen Apparel Limited (Formerly 'SBUYS E-Commerce Limited')	Subsidiary	100.00%	No
6	Sead Apparels Private Limited	Subsidiary	100.00%	No
7	Pearl Global (HK) Limited	Subsidiary	100.00%	No
8	Vin Pearl Global Vietnam Limited	Subsidiary	100.00%	No
9	Pearl Global Vietnam Company Limited	Subsidiary	100.00%	No
10	Pearl Grass Creations Limited	Subsidiary	100.00%	No
11	Prudent Fashions Limited	Subsidiary	99.95%	No
12	DSSP Global Limited	Subsidiary	100.00%	No
13	PT Pinnacle Apparels	Subsidiary	84.93%	No
14	PGIC Investment Limited	Subsidiary	100.00%	No
15	Pearl Unlimited Inc.	Subsidiary	100.00%	No
16	Alpha Clothing Limited	Subsidiary	100.00%	No
17	Trinity Clothing Limited	Subsidiary	100.00%	No
18	Pearl Global Industries FZCO	Subsidiary	100.00%	No
19	Pearl GT Holdco Limited	Subsidiary	80.00%	No
20	Corporacion de Productos Y Servicios Asociados, Sociedad Anonima	Subsidiary	100.00%	No
21	Shoretex, Sociedad Anonima	Subsidiary	100.00%	No
22	Pearl Knitting & Dyeing Industries Limited	Subsidiary	99.90%	No

VI. CSR details

24 Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)



VII. Transparency and disclosure compliances

25 Complaints/grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal mechanism in place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	2024-25			2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
The list of the stakeholders							

Stakeholder group from whom complaint is received	Grievance Redressal mechanism in place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	2024-25			2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	0	0	Nil	0	0	Nil
Investors (other than shareholders) *	Yes	0	0	Nil	0	0	Nil
Shareholders*	Yes	3	0	Nil	3	0	Nil
Employees and workers	Yes	27	0	Nil	26	0	Nil
Customers	Yes	0	0	Nil	0	0	Nil
Value chain partners	Yes	0	0	Nil	0	0	Nil
Other (please specify)	Yes	0	0	Nil	0	0	Nil

* For more information, please visit: https://www.pearlglobal.com/investor-relations/

26 Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format

Sl. no	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Product quality & safety	Risk & opportunity	**Risk** The Company is exposed to potential product risk losses stemming from non-compliance with established product quality requirements or standards. Such issues can directly undermine customer satisfaction and jeopardise ongoing partnerships, ultimately impacting the Company's top-line growth. **Opportunities** Product quality and safety are fundamental pillars shaping the Company's success and reputation in its customer markets. They play a vital role in cultivating customer loyalty, strengthening brand recognition, and optimising cost management. Superior product quality not only enhances return on investment and boosts productivity but also fuels greater consumer demand.	Pearl underscores its dedication to delivering superior-quality products by securing internationally recognised certifications, including Standard 100 by OEKO-TEX, Organic Content Standard (OCS), Global Organic Textile Standard (GOTS). US Cotton Trust Protocol (US-CTP), European Flax Standard (EFS), Global Recycle Standard (GRS), Forest Stewardship Council (FSC), Better Cotton Initiative (BCI) and Regenagri. The Company's quality systems and practices are meticulously aligned with customer expectations, supported by ongoing engagement with customer representatives to drive continuous process enhancements. Additionally, Pearl appoints certified customer associates who oversee and ensure product certification on behalf of its clients.	**Positive** Delivering superior product quality boosts customer satisfaction and deepens customer relationships. The Company is committed to maintaining direct engagement with all customers while consistently tracking trends and changes within the customer market. **Negative** Substandard product quality and safety can lead to multiple adverse outcomes, such as customer attrition, decreased productivity, and elevated costs. A rise in product recalls may expose the Company to legal liabilities and tarnish its reputation, ultimately affecting revenue generation.

Sl. no	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
2.	Energy efficiency & water management	Risk and opportunity	**Risk** Proactively recognising risks associated with energy and water management, and enforcing policies to curb consumption, are essential components of Pearl Global's sustainability strategy. Neglecting energy conservation and effective waste management may lead to higher costs, diminished resource efficiency, and possible challenges in meeting regulatory requirements. **Opportunity** Concrete strategies to address these risks can improve the Company's resource efficiency, reduce costs, and enhance competitiveness. Implementing comprehensive resource management plans aligned with the Company's environmental conservation strategy underscores its commitment to environmental preservation and contributes to climate change mitigation through responsible financial practices.	Pearl is deeply committed to long-term resource conservation and environmental stewardship, as reflected in its wide-ranging sustainability initiatives and certifications. The Company complies with the Global Recycled Standard (GRS) and established frameworks to proactively address environmental performance expectations, ensure regulatory adherence, mitigate environmental risks, and formulate sustainable, long-term environmental strategies. For water treatment, Pearl implements ETP, WTP, and STP systems and operates a centralised water monitoring unit. Furthermore, the Company leverages environmental impact measurement software to identify opportunities for reduction and to adopt innovative, eco-friendly practices in water and energy conservation.	**Positive** The Company's dedication to minimising its environmental footprint advances its decarbonisation efforts while bolstering credibility with stakeholders. This commitment helps reduce long-term costs and addresses the rising expectations of its stakeholders. By reinforcing its climate and ESG initiatives, the Company is positioned to generate sustainable, long-term value and effectively respond to evolving stakeholder demands. **Negative** Insufficient initiatives and action plans to raise ESG awareness and tackle climate change may undermine the Company's ESG standing.
3.	Supply chain management	Risk and opportunity	**Risk** A well-organised and effective supply chain management system helps mitigate risks associated with procurement, production, labour disputes, strikes, and rising costs—factors that could otherwise disrupt business operations and performance. **Opportunities** By upholding a transparent and clearly defined value chain engagement, the Company can streamline operations, foster a circular economy, and boost overall profitability. This strategy also facilitates quicker product turnaround times, ultimately increasing the wallet share of customers.	Pearl places strong emphasis on delivering end-to-end supply chain solutions to its partners, with a consistent focus on design, technology, innovation, sustainability, and quality. The Company adheres to the Organic Content Standards (OCS), which authenticate the organic content of products at each stage of the value chain and ensure full traceability to the source. Pearl Global is also certified under the Global Organic Textile Standards (GOTS), widely regarded as the leading global benchmark for organic fibre textile production. These certifications uphold stringent environmental criteria, ensuring that all products are processed in a sustainable manner.	**Positive** Effective supply chain management enables the Company to deliver optimal business value while maintaining the lowest possible costs. This strategy not only minimizes environmental impact but also reinforces the Company's long-term sustainability objectives. **Negative** A poorly managed supply chain leads to inefficient use of resources, disrupts the seamless procurement of materials, and obstructs effective waste elimination across the entire product lifecycle.

Sl. no	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
4.	Health & safety	Risk	**Risk** The risks involve hazards within the working environment arising from employees' non-compliance with safety protocols, limited awareness of maintaining a safe and secure workspace, and failure to follow Covid-19 safety guidelines. Such lapses can lead to injuries, accidents, illnesses, or even fatalities, ultimately causing disruptions in operations and contributing to increased attrition rates.	Pearl considers every individual an essential part of the organisation and is committed to maintaining the highest standards of safety and protection. Each employee is expected to comply with the Company's safety and security protocols, along with applicable local laws and regulations, at all times. Pearl operates its facilities under the necessary permits, approvals, and controls to ensure the health, safety, and environmental well-being of all. The Company also expects all stakeholders within its ecosystem to uphold equivalent standards of health and safety.	**Negative** Inadequate mechanisms to promote workplace health and safety can lead to increased absenteeism and higher employee turnover, ultimately reducing overall productivity. Such shortcomings can tarnish the Company's reputation, eroding stakeholder confidence. Moreover, the organisation may face financial losses stemming from legal actions and claims, adversely affecting its top-line performance.
5	Employee engagement & development	Risk and opportunity	**Risk** Employee development programs and benefits offerings are accounted for as expenses by the Company. **Opportunity** Well-structured employee development and engagement programmes play a vital role in elevating job satisfaction, which in turn drives enhanced overall performance and contributes positively to Pearl topline. Strengthened collaboration among team members nurtures improved communication, builds trust, and cultivates a strong talent pipeline. This fosters a unified understanding of the Company's goals and priorities, leading to better employee retention. An empowered and well-organised workforce is inherently more stable, predictable, and productive, helping to mitigate resource disruptions and deliver sustained productivity improvements.	Pearl's forward-looking and employee-focussed Human Resources department is committed to driving effective governance through well-crafted policies, procedures, and people-centric guidelines. Their efforts centre on enhancing capabilities across all levels of the organisation through initiatives such as Leadership Quest Programme, while also leveraging technology via the Company's Human Resource Management System. Furthermore, performance-driven initiatives like Achieve, Pearl's Pay for Performance Management System are actively implemented. These combined efforts aim to cultivate a unified Pearl ONE culture, with employee engagement at the core of every HR initiative.	**Positive** A robust workforce characterised by high engagement, strong retention, and diverse backgrounds introduces fresh perspectives, varied experiences, and innovative ideas. This dynamic environment fuels innovation, boosts performance, and cultivates a positive organisational culture, highlighting the Company's dedication to fostering a supportive and thriving workplace. **Negative** Falling short of workforce expectations may result in reduced productivity, lowered employee morale, and pose obstacles to the Company's long-term growth objectives.

Sl. no	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Business ethics	Risk	Compromising ethical standards can severely impact the Company's reputation and integrity. Such breaches may lead to diminished productivity and obstruct business revenue growth due to reputational harm. Unethical behaviour can also result in negative investor sentiment, affecting their willingness to make further investments. Indirectly, this may influence employee morale, increase attrition rates, and create challenges in attracting new talent.	Robust policies and frameworks are essential to cultivate a culture of integrity while proactively managing emerging risks and challenges. To this end, the Company has instituted a conflict of interest policy alongside a comprehensive code of business conduct, detailing the standards and protocols for reporting and resolving instances of non-compliance. Adherence to these policies is expected from all stakeholders.	**Negative** Unethical conduct can directly damage the Company's reputation, weaken employee morale, and reduce productivity, all of which may ultimately affect the organisation's revenue growth.
7	Regulatory & legal compliance	Risk	The risk of non-compliance exposes the Company to legal penalties and financial losses resulting from failure to adhere to industry laws and regulations. Such non-compliance can directly affect the Company's revenue, valuations, and reputation, potentially causing missed business opportunities. Organisations that prioritise compliance often experience improved performance and greater process efficiency. Moreover, compliance provides assurance and offers investors a clearer and more comprehensive understanding of the Company's operations.	The Company appoints an industrial engineer tasked with ensuring adherence to industry standards and overseeing production processes in line with established guidelines. This role supports a strong internal control and compliance framework, with customer onboarding contingent upon thorough verification of full compliance with all standards. Pearl's internal control system meticulously records transactions, incorporates rigorous internal checks, and facilitates timely reporting via SAP. Furthermore, the Company has implemented robust systems to guarantee that all transactions are accurately recorded, duly authorised, and transparently reported, thereby protecting Pearl's assets.	**Negative** Non-compliance may harm the Company's reputation and interrupt business operations. Companies that consistently follow regulatory requirements are better equipped to manage risks and cultivate a stronger culture of fairness and loyalty among their employees.

B SECTION
MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

The National Guidelines for Responsible Business Conduct (NGRBCs) as prescribed by the Ministry of Corporate Affairs advocates nine principles referred as Principle 1 - Principle 9 as given below:

Principle 1 (P1):
Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Principle 2 (P2):
Businesses should provide goods and services in a manner that is sustainable and safe.

Principle 3 (P3):
Businesses should respect and promote the well-being of all employees, including those in their value chains.

Principle 4 (P4):
Businesses should respect the interests of and be responsive to all its stakeholders.

Principle 5 (P5):
Businesses should respect and promote human rights.

Principle 6 (P6):
Businesses should respect and make efforts to protect and restore the environment.

Principle 7 (P7):
Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Principle 8 (P8):
Businesses should promote inclusive growth and equitable development.

Principle 9 (P9):
Businesses should engage with and provide value to their consumers in a responsible manner.

Disclosure questions			P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes											
1.	**a.**	**Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)**	Y	Y	Y	Y	Y	Y	Y	Y	Y
	b.	**Has the policy been approved by the Board? (Yes/No)**	Y	Y	Y	Y	Y	Y	Y	Y	Y
	c.	**Web link of the Policies, if available**	https://www.pearlglobal.com/investor-relations/corporate-governance								

Disclosure questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
2. Whether the entity has translated the policy into procedures. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
4. Name of the national and international codes/ certifications/labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	All policies comply with the relevant national laws, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the National Guidance on Responsible Business Conduct. Moreover, wherever applicable, these policies are developed in accordance with internationally recognised standards such as ISO 14001:2015, ISO 45001:2018, OHSAS, UNGC Guidelines, and ILO Guidance. Pearl also holds a range of prestigious global certifications, including SLCP/FSLM, SMETA, Global Organic Textile Standard (GOTS), Organic Content Standard (OCS), Global Recycled Standard (GRS), Standard 100 by OEKO-TEX, USCTP, and FLAX European Linen.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	Pearl firmly integrates its financial performance with social and environmental priorities. The Company actively invests in its social and environmental commitments, pursuing responsible growth and creating lasting value for all stakeholders. Continuously exploring innovative approaches to reduce its carbon footprint, the Company utilises renewable energy sources and alternative fuels such as PNG in its DG sets and boilers. Pearl undertakes numerous sustainable initiatives, including the use of eco-friendly fabrics with extended lifespans, environmental impact assessments, solar power generation, community solar lighting projects, and green belt development near Rajiv Chowk, Gurugram. Committed to waste reduction, raw material conservation, and achieving zero pollution, the Company implements various technological upgrades and continuous improvement projects. In addition, Pearl directs its CSR funds towards empowering vulnerable and marginalised communities by operating skill development centres like Project - Ek Nayi Pehchaan for Women's Empowerment, educational programmes such as Badhtey Kadam for underprivileged children, a scholarship programme under the Mina Seth Scholarship program and providing safe drinking water facilities in Melavalam village, Chennai. Throughout all its activities, Pearl remains dedicated to responsible stakeholder engagement, ensuring that every interaction aligns with its Code of Conduct.								
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Pearl has embraced the world's foremost processing standard for textiles crafted from organic fabrics, advancing sustainable solutions. The Company has put in place a comprehensive sustainability policy to diligently manage and embed ESG principles throughout its business operations. Committed to ongoing process enhancements, Pearl Global employs innovative strategies aimed at reducing energy consumption, emissions, and waste. • The Company has boosted biodiversity by developing a green belt in Gurugram. • All suppliers have successfully completed health and safety audits, achieving a 100% assessment rate. • A dedicated ESG team is actively driving sustainability initiatives within the Company. • Pearl holds global recognition for its achievements, consistently earning acclaim for excellence across operations, sales, exports, and planning.								

Disclosure questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Governance, Leadership and Oversight									
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)	At **Pearl Global**, we are committed to embedding **Environmental, Social, and Governance (ESG)** principles across our business operations. We take pride in the progress achieved thus far, while constructively acknowledging areas that require further improvement—reinforcing our dedication to continuous and responsible growth. As a garment manufacturer aligned with the global transition towards a **low-carbon and inclusive economy**, we adhere to **internationally recognized sustainability frameworks** that uphold **transparency, accountability, and measurable impact** throughout our value chain.								
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).	The highest authority responsible for the implementation and oversight of the Environmental, Social, and Governance (ESG) policy is the Board of Directors, with operational responsibility and direct supervision delegated to the ESG Implementation Team.								
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.	Yes. The entity has constituted a dedicated ESG & Sustainability team reporting to the Board. The team includes senior leadership and is responsible for overseeing the company's ESG strategy, ensuring alignment with national and international sustainability frameworks (such as BRSR, GRI, and TCFD), monitoring progress on key sustainability goals, and integrating climate-related risks and opportunities into business decision-making. The ESG team supports by providing data, analysis, and implementation support across all sustainability initiatives.								

10 Details of review of NGRBCs by the Company:

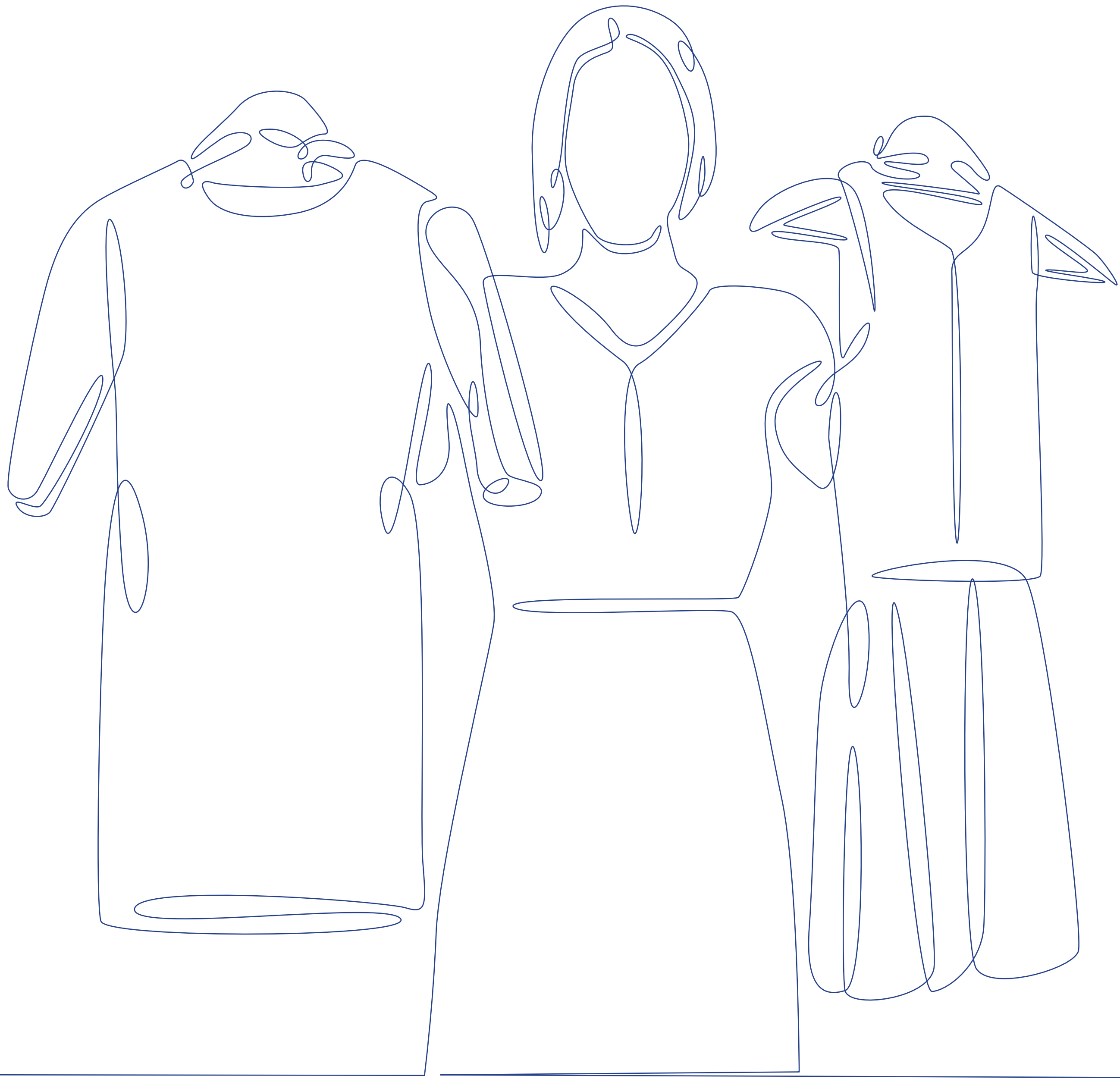
Subject of review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (annually/half yearly/quarterly/ any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Board of Directors.									Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Committee of the Board.									Annually								

11 Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency

P1	P2	P3	P4	P5	P6	P7	P8	P9
Pearl Global does not enlist external agencies for independent assessment or evaluation of its policies. However, all policies and processes are subject to specific audits and reviews carried out internally by the Company.								

12 If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

		P1	P2	P3	P4	P5	P6	P7	P8	P9
a.	The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
b.	The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	Not Applicable								
c.	The entity does not have the financial or/human and technical resources available for the task (Yes/No)	Not Applicable								
d.	It is planned to be done in the next financial year (Yes/No)	Not Applicable								
e.	Any other reason (please specify)	Not Applicable								



C SECTION
PRINCIPLE-WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorised as 'Essential' and 'Leadership'. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

1 PRINCIPLE

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators

1 Percentage coverage by training and awareness programmes on any of the principles during the financial year.

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	Percentage of persons in respective category covered by the awareness programmes
Board of Directors	4	Business strategy, regulatory compliance, corporate governance, sustainability efforts, corporate social responsibility (CSR), and supply chain management.	100%
Key Managerial Personnel	4	Business strategy, regulatory compliance, corporate governance, sustainability efforts, corporate social responsibility (CSR), and supply chain management.	100%
Employees other than BOD & KMP	4	Training in supervisory skills, workplace collaboration programs, supervisory development initiatives, management development schemes, and opportunities for personal growth and career advancement.	75%
Workers	12	Health and safety, behaviour, capability development, and impact initiatives are designed to foster overall growth while maintaining an optimal work environment, positive ambiance, and adherence to the Human Rights Policy.	90%

2 **Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

Monetary

	NGRBC principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty/fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding fee	-	-	-	-	-

Non-monetary

	NGRBC principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the case	Has an appeal been preferred? (Yes/No)
Imprisonment	-	-	-	-
Punishment	-	-	-	-

3 **Of the instances disclosed in Question 2 above, details of the appeal/revision preferred in cases where monetary or non-monetary action has been appealed.**

Case details	Name of the regulatory/enforcement agencies/judicial institutions
Not Applicable	

4 **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Pearl Global has Governance Manual of the Company that has an Anti-Bribery and Anti-Corruption (ABAC) Policy. The Policy applies for all operations and business activities in accordance with applicable laws and with the highest ethical standards and ensure the prevention and detection of fraud, bribery, and corruption. The Policy applies to all individuals working at all levels and grades, including Directors, Senior Executives, Senior Managers, Officers, Employees, Consultants, Contractors, Trainees, Interns, Seconded Staff, Casual Workers and Agency Staff, Agents, Business Partners, Service Providers, Professional Associates, and other relevant persons, third parties or companies associated with Pearl, including those acting on behalf of Pearl.

The Company also communicates, creates awareness, and disseminates the ABAC Codes to all its employees, vendors, and supply chain partners through e-modules. Furthermore, from time to time, Pearl designates an employee of sufficient seniority, competence, and independence as the Compliance Officer/Chief Ethics Counsellor to ensure compliance with the provisions of this ABAC Policy.

For further details, please visit: https://www.pearlglobal.com/investor-relations/corporate-governance/

5 Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

	2024-25 (Current financial year)	2023-24 (Previous financial year)
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6 Details of complaints with regard to conflict of interest:

	2024-25 (Current financial year)		2023-24 (Previous financial year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of conflict of interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of conflict of interest of the KMPs	Nil	-	Nil	-

7 Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

8 Number of days of accounts payables ((Accounts payable *365)/Cost of goods/services procured) in the following format:

	2024-25 (Current year)	2023-24 (Previous year)
No. of days accounts payable	108 days	140 days

9. Open-ness of business - Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format

(₹ in Lakh)

Parameter	Metrics	2024-25	2023-24
Concentration of purchases	a. i) Purchases from trading houses	3,791.03	6,243.72
	ii) Total purchases	59,918.98	46,200.26
	iii) Purchases from trading houses as % of total purchases	6.33%	13.51%
	b. Number of trading houses where purchases are made	323	593
	c. i) Purchases from top 10 trading houses	2,937.61	5,286.80
	ii) Total purchases from trading houses	3,791.03	6,243.72
	iii) Purchases from top 10 trading houses as % of total purchases from trading houses	77.49%	84.66%

Parameter	Metrics	2024-25	2023-24
Concentration of sales	a. i) Sales to dealer/distributors	1,10,927.16	88,037.74
	ii) Total Sales	1,10,927.16	88,037.74
	iii) Sales to dealer/distributors as % of total sales	100.00%	100.00%
	b. Number of dealers/distributors to whom sales are made	20	23
	c. i) Sales to top 10 dealers/distributors	1,06,242.07	86,074.54
	ii) Total Sales to dealer/distributors	1,10,927.16	88,037.74
	iii) Sales to top 10 dealers/distributors as % of total sales to dealer/distributors	95.78%	97.77%
Share of RPTs in	a. i) Purchases (purchases with related parties)	0.00	0.00
	ii) Total purchases	55,674.20	42,343.95
	iii) Purchases (purchases with related parties as % of total purchases)	0.00%	0.00%
	b. i) Sales (sales to related parties)	28,128.92	23,743.07
	ii) Total sales	1,10,927.16	88,037.74
	iii) Sales (sales to related parties as % of total sales)	25.36%	26.97%
	c. i) Loans & advances given to related parties	2,431.22	484.78
	ii) Total loans & advances	2,573.37	560.72
	iii) Loans & advances given to related parties as % of total loans & advances	94.48%	86.46%
	d. i) Investments in related parties	16,398.82	12,491.55
	ii) Total Investments made	16,398.82	12,492.02
	iii) Investments in related parties as % of total investments made	100.00%	99.99%

Leadership Indicators

1 Awareness programmes conducted for value chain partners on any of the principles during the financial year.

Total number of awareness programmes held	Topics/principles covered under the training	Percentage of value chain partners covered (by value of business done with such partners) under the awareness programmes
1	Pearl actively undertakes multiple initiatives to raise awareness among its value chain partners on key aspects of the National Guidelines for Responsible Business Conduct. These awareness programs primarily focus on three core areas: Safety, Ethics, and Business Responsibility. **a. Safety** Pearl's ambition is to achieve 'Zero Harm' and establish itself as an industry leader in Safety and Health performance. To this end, the Company has implemented several measures: • Clearly articulated safety policies that provide unambiguous guidance • A robust safety governance framework • Strong management and reporting systems • Comprehensive training and communication channels • Defined performance metrics to monitor Safety and Health outcomes These safety protocols apply not only to employees and workers but also extend to all value chain partners accessing the Company's sites. All individuals, including contract workers from vendor partners, are required to complete mandatory safety training before entering Pearl's facilities. This ensures a unified understanding of safety risks and protocols among everyone present on factory.	100%

Total number of awareness programmes held	Topics/principles covered under the training	Percentage of value chain partners covered (by value of business done with such partners) under the awareness programmes
	b. Ethics Pearl regularly conducts awareness sessions for its vendor partners on key policies including the Anti-Bribery and Anti-Corruption Policy, the Code of Conduct, and the Prevention of Sexual Harassment Policy. These sessions address critical themes such as Governance, Ethics, Health & Safety, Labour Practices, and Human Rights. **c. Supply Chain Responsibility** All supplier partners in India are required to adhere to Pearl's Business Associate Code of Conduct, which sets forth the ESG standards essential for doing business with the Company. This Code covers vital areas such as regulatory compliance, anti-bribery and corruption, health and safety, human rights, environmental protection, asset protection, third-party representation, violation reporting, and conflict of interest. The program emphasises ethical conduct, human rights, health and safety, and environmental sustainability, among other important topics. Critical suppliers identified through Responsible guidelines undergo third-party evaluations based on these standards and are categorised from 'Basic' to 'Leading' depending on their performance.	

2 Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.

Pearl has established a Code of Conduct applicable to all members of its Board, mandating that every Director act in the best interests of the Company at all times. Directors must ensure that any personal or professional affiliations do not create a conflict of interest with the Company's operations. In instances of actual or potential conflict, the concerned Director is obligated to immediately disclose the matter and seek the necessary approvals in line with applicable laws and Company policies. Additionally, the Company obtains an annual declaration from its Board of Directors and all employees, affirming their compliance with the Code of Conduct, including its provisions on managing conflict of interest.

2 PRINCIPLE

Businesses should provide goods and services in a manner that is sustainable and safe.

Essential Indicators

1 **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively**

	Current financial year	Previous financial year	Details of improvements in environmental and social impacts
R & D	0.00%	0.00%	No
Capex	0.27%	0.00%	Solar Panel installation

2 a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes

b. **If yes, what percentage of inputs were sourced sustainably?**

45%

3 **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for**

(a) **Plastics (including packaging)**
The Company systematically segregates all waste into appropriate categories and stores it in designated areas. Furthermore, the Company ensures that the disposal of this waste is carried out through authorised vendors.

(b) **E-waste**
We have established agreements with authorised vendors for the responsible disposal of e-waste.

(c) **Hazardous waste**
The handling and transboundary movement of hazardous waste are carried out in full compliance with the Hazardous Waste Management Rules, 2016.

(d) **Other waste**
All non-hazardous waste is managed and disposed of in accordance with the guidelines outlined in the Waste Handling Policy.

4 **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

No, Pearl is committed to integrating sustainability into every business decision across its entire value chain. The Company's waste collection plan is fully aligned with the regulations set forth by the government authorities, including the Haryana State Pollution Control Board, the Tamil Nadu Pollution Control Board and the Karnataka State Pollution Control Board.

Leadership Indicators

1 Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC code	Name of Product/ service	% of total turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
No assessments have been carried out during this financial year.					

2 If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of product/service	Description of the risk/concern	Action taken
Not Applicable		

3 Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

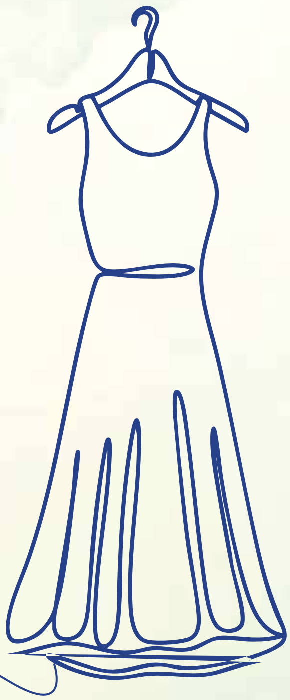
Indicate input material	Recycled or re-used input material to total material	
	2024-25 (Current financial year)	2023-24 (Previous financial year)
Fabric	1.50%	1.28%

4 Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

	2024-25 (Current financial year)			2023-24 (Previous financial year)		
	Re-used	Recycled	Safely disposed	Re-used	Recycled	Safely disposed
Plastics (including packaging)	0	0	26.67	0	0	47.74
E-waste	0	0	4.16	0	0	2.05
Hazardous waste	0	0	2.57	0	0	0.87
Other waste: Mixed	0	0	566.20	0	0	1,709.19

5 Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not Applicable	



3 PRINCIPLE

Businesses should respect and promote the well-being of all employees, including those in their value chains.

Essential Indicators

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent employees											
Male	1,260	1,260	100.00%	1,260	100.00%	Not applicable		0	0.00%	0	0.00%
Female	192	192	100.00%	192	100.00%	192	100.00%	Not applicable		0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**1,452**	**1,452**	**100.00%**	**1,452**	**100.00%**	**192**	**13.22%**	**0**	**0.00%**	**0**	**0.00%**
Other than permanent employees											
Male	0	0	0.00%	0	0.00%	Not applicable		0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0.00%	Not applicable		0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**0**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**	**0**	**0.00%**

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity benefits		Day care facilities	
		Number (B)	% (B/A)	Number (C)	% (C/A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent workers											
Male	2,591	2,591	100.00%	2,591	100.00%	Not applicable		0	0.00%	0	0.00%
Female	5,049	5,049	100.00%	5,049	100.00%	5049	100.00%	Not applicable		0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**7,640**	**7,640**	**100.00%**	**7,640**	**100.00%**	**5049**	**66.09%**	**0**	**0.00%**	**0**	**0.00%**
Other than permanent workers											
Male	1,270	1270	100.00%	1,270	100.00%	Not applicable		0	0.00%	0	0.00%
Female	542	542	100.00%	542	100.00%	542	100.00%	Not applicable		0	0.00%
Other	0	0	0.00%	0	0.00%	0	0.00%	0	0.00%	0	0.00%
Total	**1,812**	**1,812**	**100.00%**	**1,812**	**100.00%**	**542**	**29.91%**	**0**	**0.00%**	**0**	**0.00%**

C. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

(₹ in Lakh)

		2024-25	2023-24
i)	Cost incurred on wellbeing measures (well-being measures means well-being of employees and workers (including male, female, permanent and other than permanent employees and workers)	262.50	262.50
ii)	Total revenue of the Company	1,19,616.35	95,366.70
iii)	Cost incurred on wellbeing measures as a % of total revenue of the Company	0.22%	0.28%

2 Details of retirement benefits, for current FY and previous FY

Benefits	2024-25: No. of employees covered as a % of total employees	2024-25: No. of workers covered as a % of total workers	2024-25: Deducted and deposited with the authority (Y/N/N.A.)	2023-24: No. of employees covered as a % of total employees	2023-24: No. of workers covered as a % of total workers	2023-24: Deducted and deposited with the authority (Y/N/N.A.)
PF	22.00%	100.00%	Yes	20.00%	100.00%	Yes
Gratuity	100.00%	100.00%	Yes	100.00%	100.00%	Yes
ESI	16.00%	100.00%	Yes	15.00%	100.00%	Yes

Others - Please specify

2024-25 No. of employees covered as a % of total employees	2024-25 No. of workers covered as a % of total workers	2024-25 Deducted and deposited with the authority (Y/N/N.A.)	2023-24 No. of employees covered as a % of total employees	2023-24 No. of workers covered as a % of total workers	2023-24 Deducted and deposited with the authority (Y/N/N.A.)
-	-	-	-	-	-

3 **Accessibility of workplaces**

Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard

Yes

4 **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Pearl upholds a dedicated Equal Opportunity Policy for Persons with Disabilities, complemented by core equal opportunity principles embedded within the Pearl Code of Conduct. This policy aligns fully with the provisions outlined in the RPwD Act.

Valuing workforce diversity, Pearl is committed to fostering an inclusive environment where every employee is treated with respect and dignity. The Company strives to build a workforce that reflects the diversity of society and actively promotes fair representation of persons with disabilities. Pearl is firm in its efforts to eliminate any form of unlawful discrimination, bullying, or harassment against individuals with disabilities. The Company encourages candidates with varying abilities to apply for appropriate roles, ensuring that decisions related to hiring, career advancement, training, or other benefits are strictly merit-based. Key aspects of Pearl's policies include:

1. Guidelines for selecting persons with disabilities for various positions, provisions for post-recruitment and pre-promotion training, preferences in transfers and postings, special leave, priority in residential accommodation allocation where applicable, and other related facilities.
2. Provision of facilities and amenities tailored to support persons with disabilities, in performing their duties effectively.
3. Identification of roles within the organisation that are suitable for persons with disabilities.
4. Availability of assistive devices, barrier-free accessibility, and other necessary accommodations.
5. Appointment of a liaison officer responsible for overseeing the recruitment of persons with disabilities, as well as ensuring the provision of requisite facilities and support.

For further details, please refer to Pearl's corporate governance page: https://www.pearlglobal.com/investor-relations/corporate-governance/#1658924263399-b8a03d53-bf16

5 **Return to work and retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	None of the employees or workers have utilised these benefits.			
Female				
Total				

6 Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

Yes/No (If yes, then give details of the mechanism in brief)

Permanent workers	Other than permanent workers	Permanent employees	Other than permanent employees

Yes. Pearl has established a Grievance Policy that provides employees with a clear channel to voice concerns related to their employment. This Policy ensures that all grievances are addressed promptly, fairly and impartially by a designated Grievance Committee, while aligning with the organisation's broader policies. It covers employee issues involving the conduct, inaction, or decisions of supervisors, colleagues, or Management that affect them.

Under this policy's grievance resolution framework, the initial step encourages open communication. Employees are advised to attempt an informal resolution by discussing their concerns directly with their immediate supervisor. Should this informal approach not lead to a satisfactory outcome and the employee feels the matter qualifies as a formal grievance, they may proceed to file a formal complaint as outlined in the policy to pursue an equitable resolution.

7 Membership of employees and worker in Association(s) or Unions recognised by the listed entity:

Category	2024-25			2023-24		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Total permanent employees	1,452	0	0.00%	1,731	0	0.00%
Male	1,260	0	0.00%	1,484	0	0.00%
Female	192	0	0.00%	247	0	0.00%
Others	0	0	0.00%	0	0	0.00%
Total permanent workers	7,640	0	0.00%	9,182	0	0.00%
Male	2,591	0	0.00%	3,555	0	0.00%
Female	5,049	0	0.00%	5,627	0	0.00%
Others	0	0	0.00%	0	0	0.00%

8 Details of training given to employee and workers:

Category	2024-25					2023-24				
	Total (A)	On health		On skill upgradation		Total (D)	On health		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
					Employees					
Male	1,260	1,260	100.00%	1,260	100.00%	1,484	1,484	100.00%	1,484	100.00%
Female	192	192	100.00%	192	100.00%	247	247	100.00%	247	100.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Total	**1,452**	**1,452**	**100.00%**	**1,452**	**100.00%**	**1,731**	**1,731**	**100.00%**	**1,731**	**100.00%**

Category	2024-25					2023-24				
	Total (A)	On health		On skill upgradation		Total (D)	On health		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Workers										
Male	3,861	3,861	100.00%	3,861	100.00%	3,555	3,555	100.00%	3,555	100.00%
Female	5,591	5,591	100.00%	5,591	100.00%	5,627	5,627	100.00%	5,627	100.00%
Other	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Total	**9,452**	**9,452**	**100.00%**	**9,452**	**100.00%**	**9,182**	**9,182**	**100.00%**	**9,182**	**100.00%**

9 Details of performance and career reviews of employees and workers:

Category	2024-25			2023-24		
	Total (A)	No. (B)	% (B/A)	Total (D)	No. (E)	% (E/D)
Employees						
Male	1,260	1,260	100.00%	1,484	1,484	100.00%
Female	192	192	100.00%	247	247	100.00%
Other	0	0	0.00%	0	0	0.00%
Total	**1,452**	**1,452**	**100.00%**	**1,731**	**1,731**	**100.00%**
Workers						
Male	3,861	3,861	100.00%	3,555	3,555	100.00%
Female	5,591	5,591	100.00%	5,627	5,627	100.00%
Other	0	0	0.00%	0	0	0.00%
Total	**9,452**	**9,452**	**100.00%**	**9,182**	**9,182**	**100.00%**

10 Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?

Yes, Pearl has implemented an Occupational Health and Safety Management System aimed at fulfilling EHSMS (Environmental, Health, and Safety Management System) legal requirements and maintaining a safe, healthy workplace for its employees. This system is woven into the Company's annual business planning process and is systematically communicated from the Apex level down to divisions and departments. This approach ensures the protection of employee well-being while assigning clear responsibility and accountability across all organisational levels.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Pearl has established an Occupational Health and Safety Management System aimed at fulfilling all legal obligations related to the EHSMS System (Environmental, Health, and Safety Management), while ensuring a safe and healthy workplace for its employees. Safety and Health Management are seamlessly integrated into the Company's annual business planning process, cascading from the apex level down to divisional and departmental levels. This structured approach ensures employee well-being and embeds accountability and responsibility throughout the organisation.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)

Yes, Health & Safety Committee meetings are held on a quarterly basis, and suggestion boxes are placed within the factory to enable employees to report safety or other concerns. In addition, employees can access anonymous toll-free helpline numbers at any time to report issues.

d. Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)

Yes.

11 Details of safety related incidents, in the following format:

Safety incident/number	Category	2024-25	2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers		
Total recordable work-related injuries	Employees		
	Workers		
No. of fatalities	Employees		
	Workers		
High consequence work-related injury or ill-health (excluding fatalities)	Employees		
	Workers		

12 Describe the measures taken by the entity to ensure a safe and healthy workplace.

Yes, Pearl implements a comprehensive, group-wide health & safety policy designed to promote a safe and healthy working environment across all its facilities.

13 Number of complaints on the following made by employees and workers:

	2024-25			2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working conditions	12	Nil	NA	10	Nil	NA
Health & safety	15	Nil	NA	16	Nil	NA

14 Assessments for the year:

Working conditions

Health and safety practices

100%

% of your plants and offices that were assessed (by entity or statutory authorities or third parties)

15 Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions.

The assessment revealed no significant risks or concerns.

Leadership Indicators

1 **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

Employees: Yes

Workers: Yes

2 **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

A monthly reconciliation and confirmation process is in place, and wherever discrepancies are identified, appropriate corrective actions are implemented.

3 **Provide the number of employees/workers having suffered high consequence work related injury/ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	2024-25	2023-24	2024-25	2023-24
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

4 **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No)**

No

5 **Details on assessment of value chain partners:**

Health and safety practices	Working conditions
100%	

100%

% of value chain partners (by value of business done with such partners) that were assessed

6 **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

No major risks or concerns were identified.

4 PRINCIPLE

Businesses should respect the interests of and be responsive to all its stakeholders.

Essential Indicators

1 Describe the processes for identifying key stakeholder groups of the entity

Pearl identifies its stakeholders through periodic stakeholder mapping exercises. The Company's early proactive engagement policy serves as a key avenue to positively shape stakeholder perceptions and foster long-term relationships that drive enhanced performance. Stakeholders are prioritised based on their relevance to business operations and are classified according to their involvement across various operational stages, as well as the risks and impacts they may encounter. This process enables Pearl to effectively address these concerns and further strengthen its commitment to sustainable business practices.

2 List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group

Stakeholder group	Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (annually/half yearly/quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
1 Employees	No	Team meetings, email communications, training sessions, orientation and induction programmes, town hall gatherings, learning and development initiatives, annual performance evaluations, rewards and recognition programmes, exit interviews.	Ongoing - Throughout the year	Employee well-being, grievance resolution, career growth, organisational strategy and vision, policies and procedures, workplace health and safety, as well as compensation and benefits.
2 Customers	No	Customer engagement through meetings, personal and telephonic interactions, conferences, surveys, face-to-face discussions, emails, and feedback collection.	Ongoing - Throughout the year	Gaining insight into customer needs, preferences, and expectations; managing complaints effectively; fostering new product development; and maintaining open channels for communication and feedback.
3 Shareholders	No	Annual General Meeting, shareholder meetings, plant visits, emails, Stock Exchange (SE) notifications, investor and analyst meetings or conference calls, annual reports, quarterly financial results, media releases, and updates on the Company's website.	Ongoing - Throughout the year	Sharing and communicating both financial and non-financial performance updates with shareholders to keep them informed and, when necessary, to obtain their approval.
4 Value chain partners	No	Site visits and personal or telephonic interactions, along with trainings and communications conducted through emails.	Ongoing - Throughout the year	Fostering strong relationships with suppliers of raw materials and indirect services is essential for Pearl Global to guarantee uninterrupted delivery to its customers.

Stakeholder group		Whether identified as vulnerable & marginalised group (Yes/No)	Channels of communication (Email, SMS, newspaper, pamphlets, advertisement, community meetings, notice board, website), other	Frequency of engagement (annually/half yearly/quarterly/ others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
5	Communities	Yes	Advancing special education, championing gender equality, empowering women, and supporting children in rural communities.	Ongoing - Throughout the year	Enhanced access to essentials such as water, sanitation, hygiene, and the promotion of education.
6	Regulators/ Govt. Authorities	No	Engagement through industry associations and forums, corporate presentations, written reports, emails, communication briefings, and direct meetings.	Ongoing - Throughout the year	Adherence to regulations and addressing industry-related concerns.

Leadership Indicators

1 **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

Pearl has entrusted the Managing Director (MD) with the responsibility of facilitating consultation between stakeholders and the Board on economic, environmental, and social matters. The MD, along with the senior leadership team, routinely briefs the Board and its various Committees on pertinent issues. These updates are shared during Board meetings as well as dedicated sessions for the respective Committees. Additionally, Pearl has implemented robust processes to ensure that feedback from key stakeholders is collected by management and presented to the Board and its Committees during their meetings.

2 **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No).**

If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, Pearl relies on insights gathered from stakeholder consultations, including those identified during the Materiality Assessment Exercise to shape its key environmental and social policies and activities.

Following this assessment, Pearl has committed to ambitious targets across all identified areas. Aiming to become an industry leader in sustainability, the Company has outlined various initiatives to meet these goals, which are detailed in this BRSR.

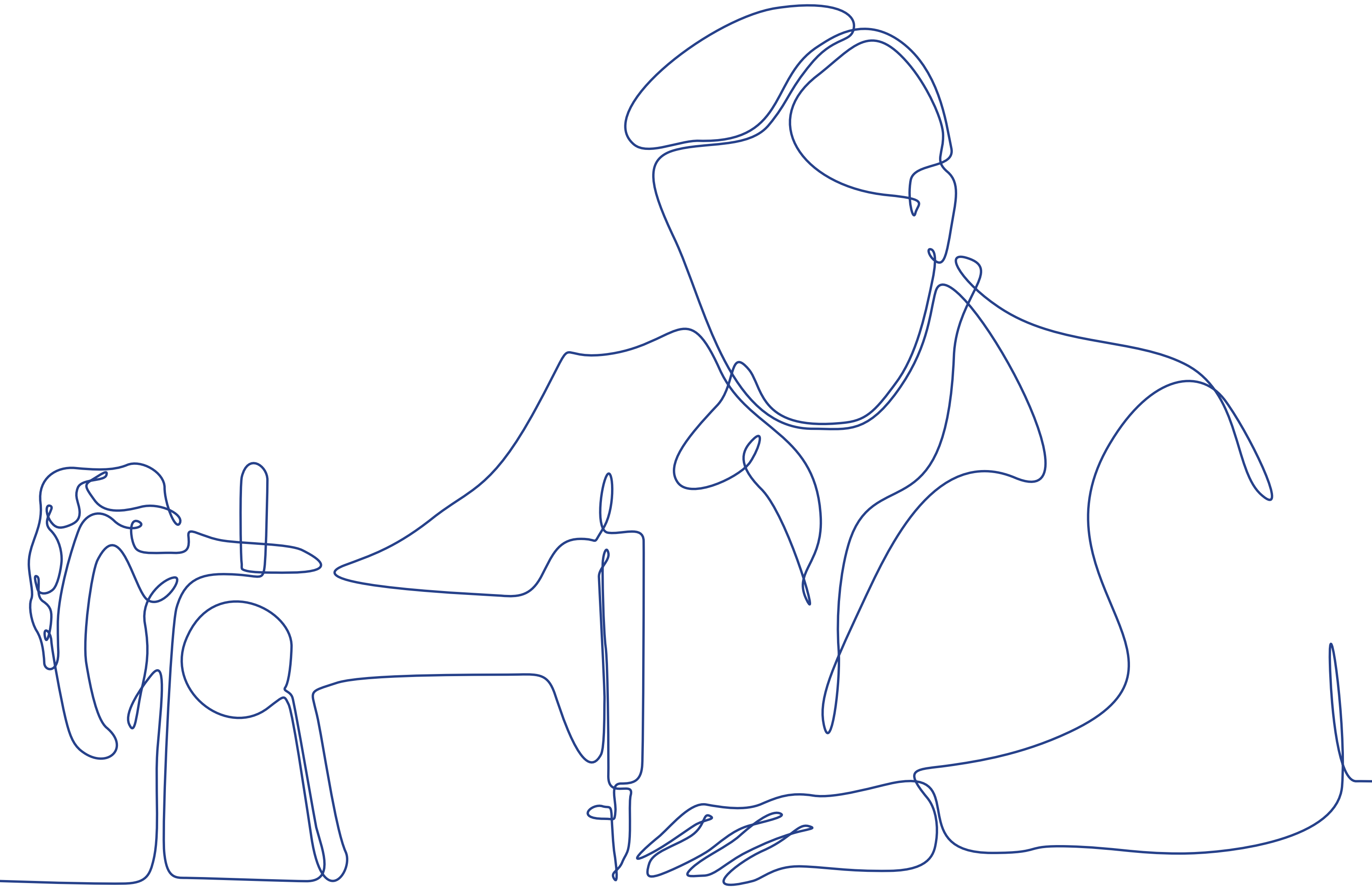
Pearl adopts an integrated approach in balancing stakeholder expectations while formulating both long-term and annual business plans. This strategy helps mitigate potential adverse impacts and community risks arising from its operations. Sustainability issues identified during the Materiality Assessment are embedded in the Company's strategic planning process, with dedicated action plans and appropriate resource allocation, including capital and operational expenditure, technology integration, and workforce planning, among others.

A strong top-down governance framework at both the Board and Corporate levels provides structured oversight of material issues and corresponding action plans. At the Board level, dedicated committees, including the Corporate Social Responsibility Committee, Risk Management Committee, and Audit Committee, facilitate regular reviews of performance against established action plans. These bodies guide strategic direction by considering evolving external landscapes and aligning with the Company's organisational objectives.

3 **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.**

Pearl's engagement with the community is driven by a value proposition focussed on fostering lasting improvements in the well-being of communities within its operating regions. This is achieved through regional development models that prioritise marginalised groups and those residing near business operations. Beyond this, Pearl aims to tackle fundamental development challenges on a national level by implementing scalable and replicable development models. Key initiatives undertaken by the Company to address community concerns include:

- Ensuring safety at operational sites to protect the health and well-being of surrounding communities.
- Maintaining ongoing community outreach programmes in areas where the Company operates.
- Actively supporting communities through a wide range of initiatives covering public health, household nutrition, water conservation and sanitation, holistic education, stable livelihoods, nurturing sports talent, empowering persons with disabilities, developing essential public infrastructure and amenities, and fostering grassroots leadership.



5 PRINCIPLE

Businesses should respect and promote human rights.

Essential Indicators

1 **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	2024-25			2023-24		
	Total (A)	No. of employees/ workers covered (B)	% (B/A)	Total (C)	No. of employees/ workers covered (D)	% (D/C)
Employees						
Permanent	1,452	1,452	100.00%	1,731	1,731	100.00%
Other than permanent	0	0	0.00%	0	0	0.00%
Total employees	**1,452**	**1,452**	**100.00%**	**1,731**	**1,731**	**100.00%**
Workers						
Permanent	7,640	7,640	100.00%	7,385	7,385	100.00%
Other than permanent	1,812	1,812	100.00%	1,797	1,797	100.00%
Total workers	**9,452**	**9,452**	**100.00%**	**9,182**	**9,182**	**100.00%**

2 **Details of minimum wages paid to employees and workers, in the following format:**

Category	2024-25					2023-24				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. F	% (F/D)
Employees										
Permanent	1,452	0	0.00%	1,452	100.00%	1,731	0	0.00%	1,731	100.00%
Male	1,260	0	0.00%	1,260	100.00%	1,484	0	0.00%	1,484	100.00%
Female	192	0	0.00%	192	100.00%	247	0	0.00%	247	100.00%
Other than permanent	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Male	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Female	0	0	0.00%	0	0.00%	0	0	0.00%	0	0.00%
Workers										
Permanent	7,640	7,640	100.00%	0	0.00%	7,385	7,385	100.00%	0	0.00%
Male	2,591	2,591	100.00%	0	0.00%	2,327	2,327	100.00%	0	0.00%
Female	5,049	5,049	100.00%	0	0.00%	5,058	5,058	100.00%	0	0.00%
Other than permanent	1,812	1,812	100.00%	0	0.00%	1,797	1,797	100.00%	0	0.00%
Male	1,270	1,270	100.00%	0	0.00%	1,228	1,228	100.00%	0	0.00%
Female	542	542	100.00%	0	0.00%	569	569	100.00%	0	0.00%

3 Details of remuneration/salary/wages, in the following format:

a. Median remuneration/wages

	Male		Female	
	Number	Median remuneration/ salary/wages of respective category	Number	Median remuneration/ salary/wages of respective category
Board of Directors (BoD)	9	1,87,235 Per Month	3	Nil
Key Managerial Personnel	2	6,43,930 Per Month	1	3,21,891 per Month
Employees other than BoD and KMP	1,255	34,406 Per Month	191	30,130 per Month
Workers	2,591	13,032 Per Month	5049	12,480 per Month

b. Gross wages paid to females:

(₹ in Lakh)

	2024-25	2023-24
Gross wages paid to females	3,491.84	3,235.68
Total wages	26,413.31	22,672.60
Gross wages paid to females (Gross wages paid to females as % of total wages)	13.22%	14.27%

4 Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes, the ethics team is responsible for addressing human rights impacts and concerns.

5 Describe the internal mechanisms in place to redress grievances related to human rights issues.

An Ethics Committee is in place to address grievances related to human rights impacts. All of the Company's business units, factories, and offices are dedicated to upholding and respecting the human rights of the workforce.

6 **Number of complaints on the following made by employees and workers:**

	2024-25			2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual harassment	1	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced labour/ Involuntary labour	Nil	Nil	Nil	Nil	Nil	Nil

Wages

2024-25 Filed during the year	2024-25 Pending resolution at the end of year	2024-25 Remarks	2023-24 Filed during the year	2023-24 Pending resolution at the end of year	2023-24 Remarks
Nil	Nil	Nil	Nil	Nil	Nil

Other human rights related issues

2024-25 Filed during the year	2024-25 Pending resolution at the end of year	2024-25 Remarks	2023-24 Filed during the year	2023-24 Pending resolution at the end of year	2023-24 Remarks
Nil	Nil	Nil	Nil	Nil	Nil

7 Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:

		2024-25	2023-24
i)	Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	1	0
ii)	Female employees/workers	192	247
iii)	Complaints on POSH as a % of female employees/workers	0.52%	0.00%
iv)	Complaints on POSH upheld	0	0

8 Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases

The Company has established a POSH Committee and ensures full compliance with all applicable regulatory Labour Laws. Additionally, its Whistleblower policies have been effectively communicated to all stakeholders.

9 Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes, Pearl maintains a Global Governance Manual that highlights the critical importance of human rights standards. The Company also strives to integrate these principles within its business agreements and contractual arrangements.

10 **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	100%
Forced/ involuntary labour	
Sexual harassment	
Discrimination at workplace	
Wages	
Others – please specify	

11 **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.**

Not Applicable

Leadership Indicators

1 **Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints.**

During the reporting period, no business processes have been modified or introduced for addressing human rights grievances/complaints.

2 **Details of the scope and coverage of any Human rights due-diligence conducted**

Not Applicable

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes

4 **Details on assessment of value chain partners:**

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual harassment	100.00%
Discrimination at workplace	
Child labour	
Forced labour/ Involuntary labour	
Wages	

5. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above.**

Not Applicable

6 PRINCIPLE

Businesses should respect and make efforts to protect and restore the environment.

Essential Indicators

1 Details of total energy consumption (in Giga Joules) and energy intensity, in the following format:

Whether total energy consumption and energy intensity is applicable to the Company? Yes

Parameter	Units	2024-25	2023-24
From renewable sources			
Total electricity consumption (A)	Gigajoule (GJ)	528.92	723.55
Total fuel consumption (B)	Gigajoule (GJ)	9,663.91	0.00
Energy consumption through other sources (C)	Gigajoule (GJ)	0.00	0.00
Total energy consumption (A+B+C)	Gigajoule (GJ)	10,192.83	723.55
From non-renewable sources:			
Total electricity consumption (D)	Gigajoule (GJ)	34,931.11	27,836.23
Total fuel consumption (E)	Gigajoule (GJ)	39,999.43	47.65
Energy consumption through other sources (F)	Gigajoule (GJ)	0.00	0.00
Total energy consumed from non-renewable sources (D+E+F)	Gigajoule (GJ)	74,930.54	27,883.88
Total energy consumed (A+B+C+D+E+F)	**Gigajoule (GJ)**	**85,123.73**	**28,607.43**
Energy intensity per rupee of turnover (Total energy consumed/Revenue from operations)	Gigajoule (GJ)/ ₹	0.0000071164	0.0000029997
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed/Revenue from operations adjusted for PPP)	Gigajoule (GJ)/ ₹	0.00	0.00
Energy intensity in terms of physical Output	Gigajoule (GJ)	0.00	0.00

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

2 Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

No

3 Provide details of the following disclosures related to water, in the following format:

Parameter	2024-25	2023-24
Water withdrawal by source (in kilolitres)		
(i) Surface water	0.00	0.00
(ii) Groundwater	64,199.00	40,109.00
(iii) Third party water (tanker)	1,256.50	4,338.00
(iv) Seawater/desalinated water	0.00	0.00
(v) Others	73,104.50	88,287.00
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1,38,560.00	1,32,734.00
Total volume of water consumption (in kilolitres)	1,38,560.00	1,32,734.00
Water intensity per rupee of turnover (Total water consumption/Revenue from operations)	0.0000115837	0.0000139183

Parameter	2024-25	2023-24
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption/Revenue from operations adjusted for PPP)	0.00	0.00
Water intensity in terms of physical output	0.00	0.00

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency: No

4 Provide the following details related to water discharged:

Parameter	2024-25	2023-24
Water discharge by destination and level of treatment (in kilolitres)		
(i) To surface water	0.00	0.00
No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(ii) To groundwater	0.00	0.00
No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(iii) To seawater	0.00	0.00
No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(iv) Sent to third-parties	0.00	0.00
No treatment	0.00	0.00
With treatment – please specify level of treatment	0.00	0.00
(v) Others	0.00	0.00
No treatment	8,119.45	1,800.00
With treatment – please specify level of treatment	95,711.00	97,760.00
Total water discharged (in kilolitres)	1,03,830.45	99,560.00

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)

No

5 Has the entity implemented a mechanism for Zero Liquid Discharge?

No

6 Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Whether air emissions (other than GHG emissions) by the entity is applicable to the Company?

Yes

Parameter	Please specify unit	2024-25	2023-24
NOx	µg/m^3	13.84	5.13
SOx	µg/m^3	7.44	1.84
Particulate matter (PM)	µg/m^3	37.00	21.60
Persistent organic pollutants (POP)	µg/m^3	0.00	0.00
Volatile organic compounds (VOC)	µg/m^3	0.00	0.00
Hazardous air pollutants (HAP)	µg/m^3	0.00	0.11
Others – please specify		NA	

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency µg/m3

No

7 Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Whether greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity is applicable to the Company? Yes

Parameter	Units	2024-25	2023-24
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	tCO_2e	2,068.76	25.77
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	tCO_2e	7,224.46	7,170.84
Total Scope 1 and Scope 2 emission intensity per rupee of turnover (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)	tCO_2e / ₹	0.0000007769	0.0000007546
Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total Scope 1 and Scope 2 GHG emissions/ Revenue from operations adjusted for PPP)	tCO_2e / ₹	0.00	0.00
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO_2e	0.00	0.00
Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N)

No

8 Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details.

No

9 Provide details related to waste management by the entity, in the following format:

Parameter	2024-25	2023-24
Total waste generated (in metric tonnes)		
Plastic waste (A)	26.673	43.31
E-waste (B)	4.168	1.86
Bio-medical waste (C)	0.03	0.03
Construction and demolition waste (D)	0.00	0.00
Battery waste (E)	0.00	0.23
Radioactive waste (F)	0.00	0.00
Other hazardous waste. Please specify, if any. (G)	3.95	0.87
Other non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	971.507	1,709.19
Total (A+B + C + D + E + F + G + H)	1,006.328	1,755.49
Waste intensity per rupee of turnover		
(Total waste generated/Revenue from operations)	0.0000000841	0.0000001841
"Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)		
(Total waste generated/Revenue from operations adjusted for PPP)"	0.00	0.00
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of waste		
(i) Recycled	7.30	6.95
(ii) Re-used	1.20	0.50
(iii) Other recovery operations	0.00	0.00
Total	**8.50**	**7.45**

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Parameter	2024-25	2023-24
Category of waste		
(i) Incineration	0.00	0.00
(ii) Landfilling	0.00	0.00
(iii) Other disposal operations	1,006.328	1,755.49
Total	**1,006.328**	**1,755.49**

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency

No

10 Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes

Pearl has an authorised vendor approved by the CPCB for the treatment and disposal of ETP waste and used oil, ensuring all processes comply with regulatory standards.

11 If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

Sr. no.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with?
1	Across all aspects of its operations, Pearl remains dedicated to regulatory environmental compliance and ethical practices. Given that the Company operates within industrial areas and estates, its impact on biodiversity is minimal.	The Company is committed to regulatory environmental compliance and ethical conduct across all its activities. Operating primarily within industrial areas and estates, its impact on biodiversity remains modest.	Yes

12 Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year: NA

13 Is the entity compliant with the applicable environmental law/regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N/NA).

Yes

Leadership Indicators

1 Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility/plant located in areas of water stress, provide the following information:

(i) Name of the area

(ii) Nature of operations

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	2024-25	2023-24
Water withdrawal by source (in kilolitres)	-	-

Pearl's factories and offices neither withdraw, consume, nor discharge water in regions facing water stress.

Note: No independent assessment, evaluation, or assurance has been conducted by an external agency.

2 Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	2024-25	2023-24
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	-	-	-
Total Scope 3 emissions per rupee of turnover	-	-	-
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency- No

3 With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

Not Applicable

4 If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sl. no	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative	Corrective action taken, if any
1	Water Monitoring	Water monitoring by installation of flowmeters for better control of fresh- water consumption.	Reduced GHG emissions	No
2	Water Management	Water savings by replacing normal taps with push up taps, reducing the capacity of flush tanks.	Reduced GHG emissions	No
3	Energy Management	Energy monitoring and energy optimisation.	Reduced GHG emissions	No
4	Energy Management	Solar panel installation in progress for North region facilities	Reduced GHG emissions	No
5	Energy Management	Enhancement of Green cover across facilities.	Reduced GHG emissions	No
6	Product Certification	Product certifications – Regenagri, European Flax, FSC etc.	Reduced GHG emissions	No

5 Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

Business continuity and disaster management planning are integral components of the Company's Risk Management Policy. Weblink: https://www.pearlglobal.com/investor-relations/.

6 Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard

Nil

7 Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Nil

7 PRINCIPLE

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.

Essential Indicators

1 a. **Number of affiliations with trade and industry chambers/associations. (As below)**

b. **List the top 10 trade and industry chambers/associations (determined based on the total members of such body) the entity is a member of/affiliated to.**

	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (state/national)
1.	Apparel Export Promotion Council	National
2.	Gurgaon Industrial Association	State
3.	Gurgaon Chamber of Commerce	State
4.	Federation of Indian Export Organisations	National

2 **Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.**

Name of authority	Brief of the case	Corrective action taken
NIL		

Leadership Indicators

1 **Details of public policy positions advocated by the entity:**

Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (annually/half yearly/quarterly/others – please specify)	Web link, if available
Nil				

8 PRINCIPLE

Businesses should promote inclusive growth and equitable development.

Essential Indicators

1 Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA notification no.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant web link
The Company has not carried out a Social Impact Assessment (SIA) during the financial year.					

2 Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

Name of project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (in ₹)
Not Applicable					

3 Describe the mechanisms to receive and redress grievances of the community.

Pearl operations do not cause any direct or indirect adverse effects on the environment or society, leading to minimal community grievances. Nonetheless, the Company maintains active engagement with community stakeholders to comprehend their needs and aspirations. Through its CSR projects, the Company actively contributes to community development and involvement initiatives.

4 Percentage of input material (inputs to total inputs by value) sourced from suppliers:

Parameter	2024-25	2023-24
Directly sourced from MSMEs/ small producers	14.66%	12.00%
Sourced directly from within the district and neighbouring districts	21.21%	34.00%

5 **Job creation in smaller towns - Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost:**

(₹ in Lakh)

			2024-25	2023-24
1.	**Rural**			
	i)	Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis)	0.00	0.00
	ii)	Total wage cost	0.00	0.00
	iii)	% of job creation in rural areas		
2.	**Semi Urban**			
	i)	Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis)	5,155.90	3,860.38
	ii)	Total wage cost	6,178.79	4,608.75
	iii)	% of job creation in semi-urban areas	83.45%	83.76%
3.	**Urban**			
	i)	Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis)	0.00	0.00
	ii)	Total wage cost	0.00	0.00
	iii)	% of job creation in urban areas		
4.	**Metropolitan**			
	i)	Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis)	18,923.36	16,842.90
	ii)	Total wage cost	21,831.19	19,395.60
	iii)	% of job creation in Metropolitan area	86.68%	86.84%

Leadership Indicators

1 **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Corrective action taken
Not Applicable	

2 **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

State	Aspirational district	Amount spent (in ₹)
CSR projects have not been carried out in aspirational districts.		

3 **(a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised/vulnerable groups? (Yes/No)**

No

(b) From which marginalised/vulnerable groups do you procure?

Pearl does not procure materials from marginalised groups.

(c) What percentage of total procurement (by value) does it constitute?

Not Applicable

4 **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

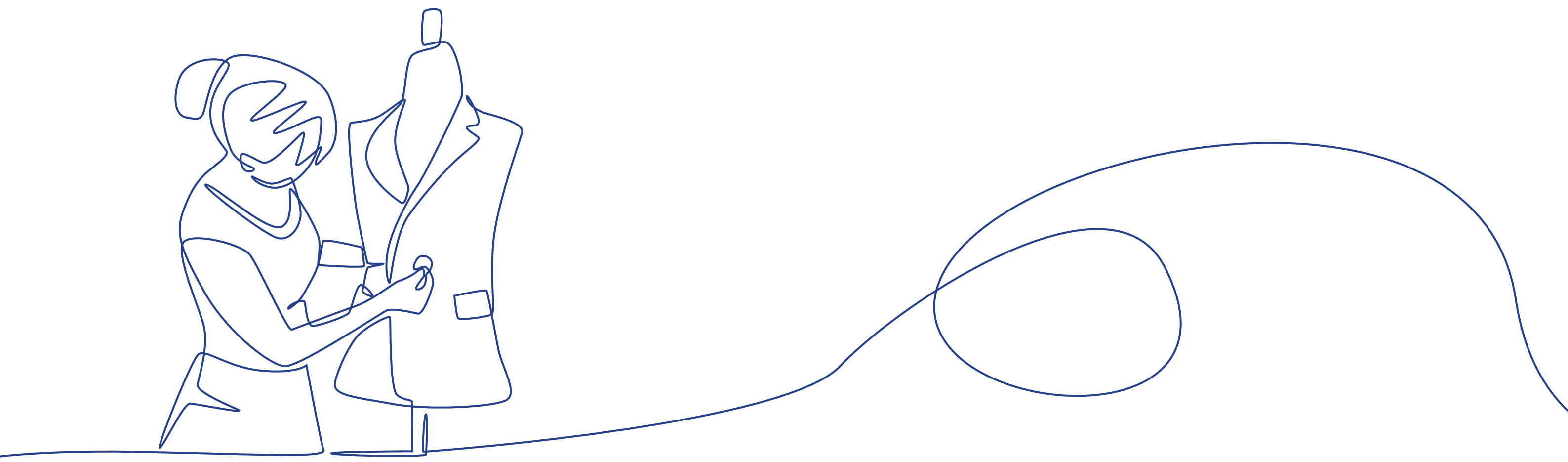
Sl. no	Intellectual property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefit shared (Yes/No)	Basis of calculating benefit share
Nil				

5 **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Name of authority	Brief of the case	Corrective action taken
Not Applicable		

6 **Details of beneficiaries of CSR projects:**

	CSR project	No. of persons benefitted from CSR projects	% of beneficiaries from vulnerable and marginalised groups
1	Education: Badhtey Kadam is an initiative launched in government schools in Gurgaon to support underprivileged children. The Company has introduced remedial classes aimed at strengthening their mainstream education.	1,700	100.00%
2	Environmental Sustainability - Green Belt: A 0.5-acre plot at Rajiv Chowk, Gurugram, has been adopted with the purpose of transforming it into a dedicated green belt area.	700	70.00%
3	Women's Empowerment Project: Ek Nayi Pehchaan is dedicated to uplifting women through targeted skill development programmes. The initiatives offer specialised courses in cutting and tailoring, complemented by training in entrepreneurial skills, equipping women to launch and manage their own businesses.	110	100.00%
4	The SAMT (Sustainability Apparel Manufacturing Technology) diploma programme offered by ATDC.	7	100.00%



9 PRINCIPLE

Businesses should engage with and provide value to their consumers in a responsible manner.

Essential Indicators

1 **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

Customer response and satisfaction are among the top priorities of Pearl. Pearl actively engages with customers across multiple platforms to gain insights into their expectations. Feedback is gathered directly or through the customer portal on a monthly basis, and the findings are compiled into a 'Voice of Customer' report to identify areas of concern. Based on this analysis, corrective actions are strategically planned and implemented. Trends in customer satisfaction are continuously tracked, monitored, and reviewed by top management at defined intervals to guide improvement initiatives.

2 **Turnover of products and/services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	NIL

3 **Number of consumer complaints in respect of the following:**

	2024-25			2023-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	0	0	Nil	0	0	Nil
Advertising	0	0	Nil	0	0	Nil
Cyber-security	0	0	Nil	0	0	Nil
Delivery of essential services	0	0	Nil	0	0	Nil
Restrictive trade practices	0	0	Nil	0	0	Nil
Unfair trade practices	0	0	Nil	0	0	Nil
Other	0	0	Nil	0	0	Nil

4 **Details of instances of product recalls on account of safety issues:**

	Number	Reasons for recall
Voluntary recalls	0	Not Applicable
Forced recalls	0	Not Applicable

5 **Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

Yes, the Company has an established privacy policy in place.

Fore more information, please visit: https://www.pearlglobal.com/investor-relations/corporate-governance/

6 **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services**

No incidents related to the mentioned topics have been reported.

7. **Provide the following information relating to data breaches:**

a. **Number of instances of data breaches along-with impact**

Nil

b. **Percentage of data breaches involving personally identifiable information of customers**

0%

Leadership Indicators

1 **Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available).**

Detailed information about the complete portfolio of products and services provided by Pearl is available at: https://www.pearlglobal.com/products/

2 **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

The product tags include comprehensive information to ensure safe and responsible use, outlining guidelines for washing, drying, and ironing.

3 **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services**

The Company is not engaged in providing of essential services.

4 **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable)**

Yes,

If yes, provide details in brief.

Product information: Yes, Pearl provides product information that exceeds mandatory requirements, wherever applicable. In addition, customers receive test certifications detailing the chemical and mechanical properties of each product, ensuring complete transparency and informed decision-making.

Customer satisfaction survey: Yes, Pearl tracks customer satisfaction and experience through an annual survey that covers a broad spectrum of stakeholders, including direct B2B clients, Micro, Small, and Medium Enterprises (MSMEs), and channel partners. Participants provide ratings across key attributes such as product quality, new product development, delivery performance, commercial terms, relationship and engagement, complaint resolution, and technical support. The resulting scores are used to benchmark performance and identify areas of improvement. Insights from the survey are shared with the senior leadership team and play a vital role in shaping the Company's strategic direction.

Did your entity carry out any survey regarding consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes

ANNEXURE-VI

[Pursuant to Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

Sl. No.	Particulars	Disclosures	
I	The ratio of the remuneration of each Director to the median remuneration of the employees for the financial year	Mr. Pallab Banerjee (MD)	138.89x
		Mr. Shailesh Kumar (WTD)	4.59x
		Mr. Deepak Kumar (WTD)	5.64x
II	The percentage increase in remuneration of each Director, CFO, CS in the financial year	Mr. Pallab Banerjee (MD)	33.33%
		Mr. Shailesh Kumar (WTD)	0.00%
		Mr. Deepak Kumar (WTD)	0.00%
		Mr. Sanjay Gandhi (Group CFO)	32.44%
		Mr. Narendra Kumar Somani (CFO)	0.00%
		Ms. Shilpa Saraf (Company Secretary)	11.00%
III	The percentage increase in the median remuneration of employees in the financial year	The median remuneration of the employees in the financial year was increased by 2.64%.	
IV	The number of permanent employees on the rolls of the Company	There were approx. 9092 permanent employees as on March 31, 2025	
V	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average percentile increase in the salary of employees other than managerial personnel in the last financial year was 2.64%. Average percentile increase in the salary of Managerial personnel in the last financial year was 25.59%.	
VI	Affirmation that the remuneration is as per the remuneration policy of the Company	The remuneration paid to Directors/employees is as per remuneration policy.	

ANNEXURE VIII

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014.

A. CONSERVATION OF ENERGY

(i) Steps taken for conservation of energy:

- Installed Steam boilers in place of electrical boilers
- Replaced old office electrical items like Air Conditions, fans with energy efficient ones
- Other measures like placing focused lighting systems and reducing lights wherever not needed
- Effective utilization of workstation for energy conservation

(ii) Steps taken by the Company to utilize alternate sources of energy:

The Company being into garment manufacturing does not consume heavy electricity. However, the Company has installed 200 KW capacity of solar energy plant at its factory located at Chennai.

(iii) The Capital investment on energy conversation equipment:

The Company has invested approx. ₹ 1.07 Crore for installation of solar energy plant.

B. TECHNOLOGY ABSORPTION:

(i) Efforts made towards technology absorption: Nil

(ii) Benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable

(iii) In the case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

a.	Technology imported	N.A.
b.	Year of import	N.A.
c.	Has technology been fully absorbed?	N.A.
d.	If not fully absorbed, areas where this has not taken place, and the reasons	N.A.

(iv) The expenditure incurred on Research & Development:

(₹ in Lakhs)

Expenditure on R & D	2024-25	2023-24
a. Capital	Nil	Nil
b. Recurring	989.06	769.12
Total	**989.06**	**769.12**

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange Earnings

(₹ in Lakhs)

Particulars	2024-25	2023-24
Export of Goods - FOB basis	1,10,088.32	86,729.91
Interest Income	9.62	18.68
IT/SAP Income	200.91	157.99
Total	**1,10,298.85**	**86,906.58**

Annexure VIII (Contd.)

Foreign Exchange Outgo

(₹ in Lakhs)

Particulars	2024-25	2023-24
Import	7,392.75	4,624.86
Foreign Travelling	103.06	150.61
EDI Expenses	71.50	46.42
Others	1,562.15	2,867.73
Total	**9,129.46**	**7,689.63**

For and on behalf of the Board
for **Pearl Global Industries Limited**

Pallab Banerjee
Managing Director
DIN: 07193749

Pulkit Seth
Vice Chairman
DIN: 00003044

Place: Gurugram
Date: May 20, 2025

CORPORATE GOVERNANCE REPORT

1. CORPORATE GOVERNANCE

Corporate governance is not merely compliance but a philosophy to be professed and its objective is to create and adhere to a corporate culture of transparency and openness and to develop capabilities and identified opportunities that best serves the goal of value creation, thereby creating an outperforming organisation. Pearl Global Industries Limited's ("PGIL" or "Company") governance framework enjoins the highest standards of ethical and responsible conduct of business to create value for all stakeholders. It continues to focus on good corporate governance, in line with emerging local and global standards. It understands and respects its fiduciary role in the corporate world. Besides adhering to the prescribed corporate governance practices as per Regulation 4(2) read with chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company voluntarily governs itself as per highest standards of ethical and responsible conduct of business in all facets of its operations and in all interactions with its stakeholders, including shareholders, employees, consumers, lenders and the community at large.

This report of your Company contains all the information and disclosures which are required to be given under the Companies Act, 2013 ("Act") and Listing Regulations.

2. PHILOSOPHY ON CORPORATE GOVERNANCE

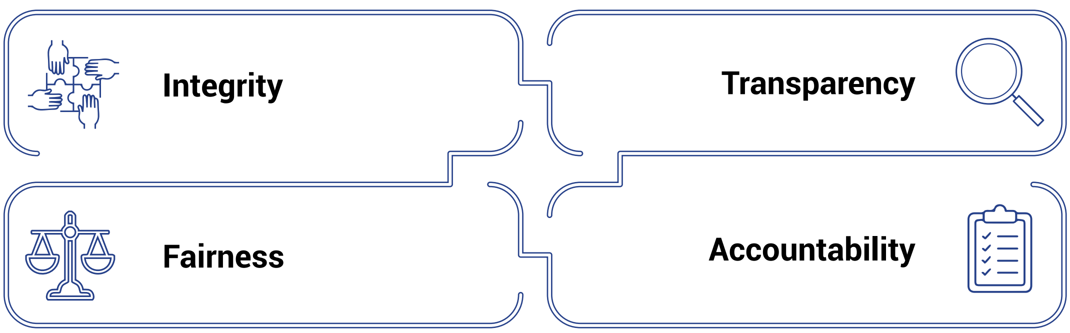
Corporate Governance encompasses a set of systems and practices to ensure that the Company's affairs are being managed in a manner which ensures integrity, transparency and fairness in all transactions, responsible leadership with accountability and responsibility, good board practices and its commitment, effective corporate governance structure with effective control environment, relationship with stakeholders with well-defined shareholders' rights in the widest sense. The objective is to meet stakeholders' aspirations and societal expectations. Good governance practices stem from the dynamic culture and positive mindset of the organisation. We are committed to meet the aspirations of all our stakeholders. This is demonstrated in shareholder returns, high credit ratings, awards and recognitions, governance processes and an entrepreneurial performance focussed work environment.

At PGIL, Corporate Governance is all about maintaining a valuable relationship and trust with all the stakeholders. We consider stakeholders as partners in our success and remain committed to maximising stakeholders' value, be it Customers, Local Communities, Employees, Suppliers & Distributors, Investors & Shareholders and Government & Regulatory Authorities.

Over the years, we have strengthened governance practices. These practices define the way business is conducted, and value is generated. Stakeholders' interests are taken into account before making any business decision. PGIL has the distinction of consistently rewarding its shareholders for over three eventful decades. Since then, PGIL has moved from one big idea to another, and these milestones continue to fuel its relentless pursuit of ever-higher goals.

We believe, Corporate Governance is not just a destination, but a journey to constantly improve sustainable value creation. It is an upward-moving target that we collectively strive towards achieving. Our multiple initiatives towards maintaining the highest standards of governance are detailed in this report.

PHILOSOPHY ON CORPORATE GOVERNANCE



Corporate Governance Report (Contd.)

3. BOARD OF DIRECTORS

At PGIL, we believe that an active, well-informed and Independent Board is necessary to ensure the highest standards of Corporate Governance. The Board of Directors of PGIL, being at the core of its Corporate Governance practice, plays the most pivotal role in overseeing how the management serves and protects the long-term interests of all our stakeholders.

PGIL's Board consists of an optimal combination of Executive, Non-Executive and Independent Directors including Women Directors, representing a judicious mix of professionalism, knowledge and experience. A Board with different experiences, thought, perspective, skill sets and expertise ensures constructive deliberations and effective decision making at the Board. The Directors bring in expertise in the fields of strategy, management, business development, legal, finance and economics, among others. The Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

Composition and Category of Directors: The composition of the Board meets the requirements of Regulation 17 of Listing Regulations. As on March 31, 2025, the Company's Board of Directors consists of 12 (Twelve) Directors including Executive Directors (EDs), Non-Executive Directors (NEDs) and Independent Directors (IDs).

The following is the percentage of Executive and Non-Executive Directors of the Company:

Category of Directors	No. of Directors	% of total no. of Directors
ED	3	25
NED (Promoter)	3	25
ID (Including women)	6	50
Total	**12**	**100**

Note: The Chairman of the Board is NED Promoter.

The details of each member of the Board as on March 31, 2025 and their attendance at the Board Meetings during the year and last Annual General Meeting are provided hereunder.

Name of Director and Director Identification Number (DIN)	Executive/ Non-Executive/ Independent / Promoter	Company's shares & other convertible instruments	No. of positions held in other Public Companies			Directorship in Listed Company(ies)	
			Board@	Committee (^)		Name of the Company	Position Held
				Chairperson	Member		
Dr. Deepak Kumar Seth (DIN: 00003021)	Promoter – Chairman & NED	57,24,290	4	-	2	*PDS Limited*	Promoter, Chairman & NED
Mr. Pulkit Seth (DIN: 00003044)	Promoter – Vice -Chairman & NED	1,38,95,242	2	-	-	-	-
Mrs. Shifalli Seth (DIN: 01388430)	Promoter & NED	4,02,956	2	-	-	-	-
Mr. Pallab Banerjee (DIN: 07193749)	Managing Director (MD)	2,23,270 (50,000 Stock Options)	2	-	-	-	-
Mr. Shailesh Kumar (DIN: 08897225)	Whole-Time Director (WTD)	-	-	-	-	-	-
Mr. Deepak Kumar (DIN: 09497467)	WTD	-	-	-	-	-	-
Mr. Abhishek Goyal (DIN: 01928855)	ID	-	1	-	-	-	-
Ms. Neha Khanna (DIN: 03477800)	ID	-	1	-	-	-	-

Corporate Governance Report (Contd.)

Name of Director and Director Identification Number (DIN)	Executive/ Non-Executive/ Independent / Promoter	Company's shares & other convertible instruments	No. of positions held in other Public Companies			Directorship in Listed Company(ies)	
			Board@	Committee (^)		Name of the Company	Position Held
				Chairperson	Member		
Mr. Ashwini Agarwal (DIN: 00362480)	ID	-	1	-	-	-	-
Mr. Sanjay Kapoor (DIN: 00264602)	ID	-	1	-	-	-	-
Mrs. Jyoti Arora# (DIN: 00353071)	ID	-	1	-	-	-	-
Mr. Rahul Mehta Narendra# (DIN: 00165521)	ID	-	2	-	-	• Banswara Syntex Limited • Nandan Denim Limited	NED, ID

- During the financial year, Dr. Rajiv Kumar resigned from the Board of the Company on December 16, 2024, due to pre-occupation.
- During the financial year, Mrs. Madhulika Bhupatkar retired from the Board of the Company on March 17, 2025, due to completion of tenure as ID.

(#) Appointed as ID for a period of three years, w.e.f. February 11, 2025.

(@) Other Directorships do not include Foreign Companies, Bodies Corporate, Private Companies and Companies under Section 8.

(^) Membership and chairmanship in Committees includes Audit Committee and Stakeholders' Relationship Committee as per Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for all public limited companies whether listed or not, excluding the memberships and chairmanships in the Company.

No convertible instruments are held by Non-Executive Directors.

None of the Directors held directorship in more than 20 (twenty) Indian companies including not more than 10 (ten) public limited companies.

Board Meetings

Meetings of the Board of Directors is held at regular intervals to discuss and decide on business strategies/policies and review the financial performance of the Company and its subsidiaries, apart from other statutory matters as required to be deliberated and approved by the Board.

The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. The information as specified in Schedule II to the Listing Regulations is regularly made available to the Board, whenever applicable, for discussion and consideration. Video-conferencing facility, as per procedure mandated under the Act, is also provided to facilitate the Directors to participate at the meetings conveniently. The Board Agenda includes an Action Taken Report comprising of actions arising from the Board Meetings and status updates thereof. The Chairman, Vice-Chairman, Managing Director, Group CFO, Chief Financial Officer and Company Secretary keep the members of the Board informed about any material development/business update from time to time.

During the financial year 2024-25, Board Meetings were held on May 20, 2024, August 12, 2024, November 12, 2024 and February 11, 2025. All meetings were held with a gap of less than 120 days. The Company follows the relevant Secretarial Standards in relation to the Board Meetings.

Attendance of Directors at the Board Meetings and at the last Annual General Meeting ("AGM")

Sr. No.	Name of Directors	No. of Board Meetings		Attendance at the AGM held on July 25, 2024
		Held	Attended	
1.	Dr. Deepak Kumar Seth	●●●●	●●●●	✓
2.	Mr. Pulkit Seth	●●●●	●●●●	✓
3.	Mrs. Shifalli Seth	●●●●	●●○○	✗
4.	Mr. Pallab Banerjee	●●●●	●●●●	✓
5.	Mr. Shailesh Kumar	●●●●	●●●○	✓
6.	Mr. Deepak Kumar	●●●●	●●●○	✓
7.	Mr. Abhishek Goyal	●●●●	●●●●	✓
8.	Mr. Ashwini Agarwal	●●●●	●●●●	✓
9.	Dr. Rajiv Kumar	●●●○	●○○○	✓
10.	Mr. Sanjay Kapoor	●●●●	●●●○	✓
11.	Mrs. Madhulika Bhupatkar	●●●●	●●●●	✓
12.	Ms. Neha Khanna	●●●●	●●●●	✓
13.	Mrs. Jyoti Arora	●○○○	●○○○	Not Applicable
14.	Mr. Rahul Mehta Narendra	●○○○	●○○○	Not Applicable

Relationship amongst Directors

Dr. Deepak Kumar Seth, Chairman, Mr. Pulkit Seth, Vice-Chairman and Mrs. Shifalli Seth, NEDs are related to each other. Mrs. Shifalli Seth is the spouse of Mr. Pulkit Seth and Mr. Pulkit Seth is the son of Dr. Deepak Kumar Seth.

Familiarisation Programme for Independent Directors

At the time of appointing an ID, a formal letter of appointment is given to the concerned Director, which *inter-alia* explains the role, function, duties and responsibilities as expected from the Director of the Company. The Director is also explained in detail the Compliance requirements under the Act, the Listing Regulations and various statutes. The Chairman, Vice-Chairman and Managing Director also have a one-to-one discussion with the newly appointed Director to familiarise him / her with the Company's operations.

The details of the Familiarisation Programme imparted to IDs is disclosed at Company's website at https://www.pearlglobal.com/investor-relations/.

Core Skills/Expertise/Competence of the Board of Directors

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, diversity and independence. The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. The Board periodically evaluates the need for change in its composition and size. The Company requires skills/expertise/competencies in the areas of strategy, finance, leadership, technology, legal and governance, human resources, etc. to efficiently carry on its core businesses. The Board comprises qualified members who bring the required skills, competence and expertise.

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of the business of the Company for it to function effectively and those actually available with the Board:

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Name of the Director	Area of skills/expertise/competence						
	Product design, Manufacturing, Sales and Marketing	Finance	Global Business	Leadership & Strategic Planning	Technology and Innovation	Legal and Governance	Human Resource & Administration
Dr. Deepak Kumar Seth	✓	✓	✓	✓	✓	✓	✓
Mr. Pulkit Seth	✓	✓	✓	✓	✓	✓	✓
Mrs. Shifalli Seth	✓	-	✓	✓	✓	-	✓
Mr. Pallab Banerjee	✓	✓	✓	✓	✓	✓	✓
Mr. Shailesh Kumar	-	-	-	-	-	✓	✓
Mr. Deepak Kumar	-	-	-	-	-	✓	✓
Mr. Abhishek Goyal	-	✓	✓	✓	-	✓	-
Ms. Neha Khanna	-	✓	✓	✓	-	✓	-
Mr. Ashwini Agarwal	-	✓	✓	✓	-	✓	-
Mr. Sanjay Kapoor	✓	✓	✓	✓	-	✓	-
Mrs. Jyoti Arora	-	✓	-	✓	-	✓	✓
Mr. Rahul Mehta Narendra	✓	✓	✓	✓	-	-	-

Role of NEDs (Including IDs)

NEDs play a critical role in balancing the functioning of the Board by providing their independent judgements on various matters discussed in the Board meetings like formulation of business strategies, monitoring of performances, etc. Their role, *inter-alia*, includes the following:

- Striking balance to the overall Board by providing independent judgement;
- Providing valuable suggestions / opinions on Company's strategies, overall performance; and
- Scrutinizing the performance of management.

Directorship of Independent Directors and disclosures

IDs are NEDs as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the IDs, the Board of Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management. Further, declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, regarding the requirement relating to enrolment in the Data Bank created by MCA for IDs, has been received from all the IDs.

None of the IDs of the Company serve as an ID in more than 7 (seven) listed companies. None of the IDs is serving as a WTD/MD in any listed entity.

All IDs are persons of eminence and bring a wide range of expertise and experience to the Board. All IDs of the Company have been appointed as per the provisions of the Act and Listing Regulations.

Detailed reason for the Resignation of Dr. Rajiv Kumar, ID

Dr. Rajiv Kumar, who was appointed as an ID on February 12, 2024, for a period of five-years, resigned from the Board on December 16, 2024, before the completion of his tenure, due to pre-occupations. There is no material reason other than stated above.

Directors and Officers Liability Insurance

As per the provisions of the Act, the Company has taken a Directors and Officers Liability Insurance on behalf of all Directors & Officers including IDs, for indemnifying them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be held guilty in relation to the Company.

4. COMMITTEES OF THE BOARD

The Board of Directors have constituted Board Committees to deal with specific areas and activities which concern the Company and requires a closer review. The Board Committees are formed with approval of the Board and function within their respective Charters. These Committees play a pivotal role in the overall Management of day-to-day affairs and governance of the Company.

Meetings of the Committees is held at regular intervals and take necessary steps to perform their duties entrusted by the Board. The Minutes of the Committee Meetings are placed before the Board for noting.

The Company has following six Board Level Committees:

A. Audit Committee
B. Nomination and Remuneration Committee
C. Stakeholders Relationship Committee
D. Risk Management Committee
E. Corporate Social Responsibility Committee
F. Finance Committee

A. AUDIT COMMITTEE

The Audit Committee has been constituted as per Section 177 of the Act and Regulation 18 of Listing Regulations. The primary objective of the Audit Committee is to monitor and provide effective supervision of the Management's financial reporting process with a view to ensuring accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The Committee oversees the work carried out in the financial reporting process by the management, the Internal Auditors and the Statutory Auditors and notes the processes and safeguards employed by them. All possible measures are taken by the Committee to ensure the objectivity and independence of the auditors.

Brief description of terms of reference:

1. Reviewing with the management, financial results/statements before submission to the Board, focussing primarily on:
   - The Company's financial reporting process and the disclosure of its financial information, including earnings, press release, to ensure that the financial statements are correct, sufficient and credible;
   - Reports on the Management Discussion and Analysis of financial condition, results of Operations and the Directors' Responsibility Statement;
   - Major accounting entries involving estimates based on exercise of judgement by Management;

Corporate Governance Report (Contd.)

- Compliance with accounting standards and changes in accounting policies and practices as well as reasons thereof;
- Draft Audit Report, qualifications, if any and significant adjustments arising out of audit;
- Scrutinize inter corporate loans and investments; and
- Certification by CEO and CFO on financial results / statements; and
- Approval, review or any subsequent modification of transactions with related parties

2. Review with the management, statutory auditors and internal auditors, adequacy of internal control systems, identify weakness or deficiencies and recommending improvements to the management.
3. Recommend the appointment/removal of the statutory auditors fixing audit fees and approving consulting services provided by the statutory auditors' firms to the Company and its subsidiaries; evaluating auditors' performance, qualifications, experience, independence and pending proceedings relating to professional misconduct, if any.
4. Discuss with the internal auditors and senior management, significant internal audit findings and follow-up thereon.
5. Review the findings of any internal investigation into matters involving suspected fraud or irregularity or a failure of internal control systems of a material nature and report the matter to the Board.
6. Discuss with the statutory auditors before the audit commences, the nature and scope of audit, as well as conduct post-audit discussions to ascertain any area of concern.
7. Review the functioning of the Vigil Mechanism under the Whistle-Blower policy of the Company.
8. Review the financial statements and investments made by subsidiary companies and oversight relating to areas such as adequacy of the internal audit structure and function of the subsidiaries, their status of audit plan and its execution, key internal audit observations, risk management and the control environment.
9. Look into reasons for any substantial defaults in payment to the creditors, if any.
10. Review the effectiveness of the system for monitoring compliance with laws and regulations.
11. Approve the appointment of CFO after assessing the qualification, experience and background etc. of the candidate.
12. To approve and review policies in relation to the implementation of the Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices ("Code") to note the dealings by Designated Persons in securities of the Company and to provide directions on any penal action to be initiated, in case of any violation of the Code.

Composition, Name of Members and Chairperson

During the financial year, Dr. Rajiv Kumar and Mrs. Madhulika Bhupatkar, IDs, ceased to be members of the Committee. As on March 31, 2025, the Committee comprises of 3 members, all being IDs, who are financially literate and have relevant finance and/or audit exposure. The quorum of the Committee is two members or one-third of its members, whichever is higher, with at least two IDs. Members of the Audit Committee meet the Statutory Auditors before the quarterly financial results meetings.

The Audit Committee comprises of the following members as on March 31, 2025:

Name of the Members	Designation
Mr. Abhishek Goyal	Chairman
Mr. Ashwini Agarwal	Member
Ms. Neha Khanna*	Member

* Inducted as member by the Board of Directors on February 11, 2025.

During the financial year 2024-25, the Audit Committee meetings were held on May 20, 2024, August 12, 2024, November 12, 2024 and February 11, 2025. The requisite quorum was present for all Meetings. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company held on July 25, 2024.

The attendance of Members at its meetings held during the year is as follows

Name of the Member	Category	No. of Meetings entitled to attend	No. of Meetings attended
Mr. Abhishek Goyal	ID	⬢⬢⬢⬢	⬢⬢⬢⬢
Dr. Rajiv Kumar	ID	⬢⬢⬢⬡	⬢⬡⬡⬡
Mr. Ashwini Agarwal	ID	⬢⬢⬢⬢	⬢⬢⬢⬢
Mrs. Madhulika Bhupatkar	ID	⬢⬢⬢⬢	⬢⬢⬢⬡

ID

B. NOMINATION AND REMUNERATION COMMITTEE

Brief description of terms of reference

The Nomination and Remuneration Committee (NRC) of the Company functions according to its terms of reference, that defines its objective, meeting requirements, authority and power, responsibilities, reporting and evaluation functions in accordance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations. The terms of reference as mandated under the Listing Regulations, are as follows:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.
- To identify persons who are qualified to become directors and persons who may be appointed in Senior Management Position including Key Managerial Personnel in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal.
- For every appointment of an ID, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an ID. The person recommended to the Board for appointment as an ID shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may: a. use the services of an external agencies, if required; b. consider candidates from a wide range of backgrounds, having due regard to diversity; and c. consider the time commitments of the candidates
- Formulate the criteria for effective evaluation of performance of Board of Directors, its Committees and Individual Directors including IDs, to be carried out either by the Board or by NRC or through an Independent External Agency and review its implementation and compliance. Formulation of criteria for evaluation of performance of IDs and the Board of Directors.
- To recommend to the Board of Directors, qualifications, appointment, remuneration and removal of Directors, Key Managerial Personnel and persons in Senior Management positions in accordance with the Nomination and Remuneration policy.
- To devise a policy on diversity of Board of Directors
- To carry out performance evaluation of every Director in accordance with the Nomination and Remuneration policy
- Whether to extend or continue the term of appointment of the ID, on the basis of the report of performance evaluation of IDs
- To decide the remuneration of consultants engaged by the Committee
- To act as Compensation Committee as per Regulation 5 of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 including administration and superintendence of the Employee Stock Option Plan (Plan) implemented by the Company.

Composition, name of members and Chairperson

During the financial year, Dr. Rajiv Kumar, ID, ceased to be a member of the Committee. The composition of NRC is in accordance with the Act and the Listing Regulations. As on March 31, 2025, the Committee comprises 3 IDs and 1 NED.

The composition of the NRC is as follows:

Name of the Members	Designation
Mr. Abhishek Goyal	Chairman
Dr. Deepak Kumar Seth	Member
Mr. Rahul Mehta Narendra*	Member
Ms. Neha Khanna#	Member

** Inducted as member by the Board of Directors on February 11, 2025*

 # Inducted as member by the Board of Directors on April 08, 2024

Meetings and Attendance

During the financial year 2024-25, one (1) NRC meeting was held on February 11, 2025. The requisite quorum was present for the Meeting. The Chairperson of the NRC was present at the last AGM of the Company held on July 25, 2024.

The attendance of Members at the meeting held during the year is as follows:

Corporate Governance Report (Contd.)

Name of the Member	Category	No. of Meeting entitled to attend	No. of Meeting Attended
Mr. Abhishek Goyal	ID	●	●
Dr. Deepak Kumar Seth	NED	●	●
Ms. Neha Khanna	ID	●	●

ID NED

Performance evaluation criteria for Independent Directors

The performance evaluation criteria for NEDs, including IDs, is determined by the NRC. An indicative list of factors that were evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, role in Board constituted committees, integrity and maintenance of confidentiality and independence of behaviour and judgement.

- Attendance and contribution at Board and Committee meetings;
- Knowledge on specific matters like finance, legal, marketing, internal controls, risk management, and business operations;
- Pro-active and positive approach with regard to Board and Senior Management particularly the arrangement for management of risk and the steps needed to meet challenges from the competition;
- Openness to ideas, perspectives and opinions and ability to challenge old practices and throwing up new ideas for discussion;
- Capacity to effectively examine financial and other information on the operations of the Company and the ability to make positive contribution thereon.

In a separate meeting of IDs held on January 28, 2025, performance of NEDs, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of EDs and NEDs. The same was discussed in the Board meeting that followed the meeting of the IDs, at which the performance of the Board, its committees and individual Directors was also discussed.

C. STAKEHOLDERS RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee ("SRC") oversees, *inter-alia*, redressal of Shareholders and Investor grievances, transfer/ transmission of Shares, non-receipt of dividend declared, dematerialisation/ rematerialisation of shares and other related matters. The SRC functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the Listing Regulations. The roles and responsibilities of the SRC are as follows:

- Approve issue of duplicate certificates for securities and transmission of securities.
- Resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review measures taken for effective exercise of voting rights by shareholders.
- Review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company.
- Oversee statutory compliance relating to all securities including dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund and claims made by members / investors from the said fund.
- Review movements in shareholding and ownership structures of the Company.
- Suggest and drive implementation of various investor friendly initiatives.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Composition, Name of the Members and chairperson

During the year, on April 08, 2024, Mr. Ashwini Agarwal inducted as Chairman and Mr. Sanjay Kapoor as member of the Committee. Mrs. Jyoti Arora was inducted as member of the Committee by the Board of Directors on February 11, 2025. As on March 31, 2025, the Committee comprises 3 IDs and the 1 NED. The Chairman of the Committee is Mr. Ashwini Agarwal, NED & ID.

The composition of the SRC is as follows:

Name of Director	Designation
Mr. Ashwini Agarwal	Chairman
Mr. Pulkit Seth	Member
Mr. Sanjay Kapoor	Member
Mrs. Jyoti Arora	Member

Meeting and Attendance:

During the financial year 2024-25, one (1) SRC meeting was held on February 11, 2025. The requisite quorum was present at the Meeting.The Chairman of the SRC was present at the last AGM of the Company held on July 25, 2024.

The attendance of Members at the meeting held during the year is as follows:

Name of Member	Category	No. of Meeting entitled to attend	No. of Meeting attended
Mr. Ashwini Agarwal	ID	●	●
Mr. Pulkit Seth	NED	●	●
Mr. Sanjay Kapoor	ID	●	●

ID NED

Ms. Shilpa Saraf, Company Secretary acts as Secretary to the Committee and is also designated as Compliance Officer pursuant to the requirements of Listing Regulations.

The Secretarial Department of the Company and the Registrar and Share Transfer Agent, MUFG Intime India Private Limited (formerly Link Intime India Private Limited) attend all grievances of the shareholders received directly or through SEBI, Stock Exchanges, Ministry of Corporate Affairs, Registrar of Companies, etc. The Minutes of SRC Meetings are circulated to the Board and noted by the Board of Directors.

Continuous efforts are made to ensure that grievances are more expeditiously redressed to the complete satisfaction of the investors. Shareholders are requested to furnish their updated telephone numbers and e-mail addresses to facilitate prompt action.

Details of Shareholders' Complaints

There were no pending share transfers and pending requests for dematerialisation as on March 31, 2025. Shareholders'/Investors' complaints and other correspondence are normally attended to within 7 (seven) working days except those which are constrained by disputes or legal impediments.

The details of complaints received, resolved, pending during the financial year 2024-25 is given below:

Complaints pending as on April 01, 2024	0
Complaints received during the year	3
Complaints resolved during the year	3
Complaints pending as on March 31, 2025	0

The above includes Complaints received by the Company from SEBI SCORES and through Stock Exchanges where the securities of the Company are listed.

D. RISK MANAGEMENT COMMITTEE

The Committee is constituted and functions as per Regulation 21 read with Part D of Schedule II of the Listing Regulations to frame, implement and monitor the risk management plan for the Company. The terms of reference enumerated in the Committee Charter, as mandated under the Listing Regulations are as follows:

Brief description of terms of reference

- Reviewing the Company's risk governance structure, risk assessment and risk management practices and guidelines, policies and procedures for risk assessment and risk management including the risk management plan
- Reviewing and approving Enterprise-wide Risk Management (ERM) framework.
- Review the alignment of the ERM framework with the strategy of the Company.
- Monitor the Company's risk appetite and strategy relating to key risks, including credit risk, liquidity and funding risk, market risk, cyber security risk, forex risk, product risk and reputational risk, as well as the guidelines, policies and processes for monitoring and mitigating such risks.
- Oversee Company's process and policies for determining risk tolerance and review management's measurement and comparison of overall risk tolerance to established levels.

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- Review and analyse risk exposure related to specific issues, concentrations and limit excesses, and provide oversight of risk across organisation.
- Review compliance with risk policies, monitor breaches / trigger trips of risk tolerance limits and direct action.
- Nurture a healthy and independent risk management function in the Company.
- Carry out any other function as assigned by the Board from time to time or enforced by any statutory notification/ amendment or modification as may be applicable.

Composition, name of members and Chairperson

During the year, Mr. Abhishek Goyal ceased to be member of the Committee and Mr. Sanjay Kapoor, inducted as member with effect from April 08, 2024. As on March 31, 2025, the composition of the Risk Management Committee (RMC) is in conformity with the requirements of Listing Regulations, with majority of members being Directors of the Company. The Members of the RMC comprise of 2 IDs, 1 ED. The Chairperson of the Committee is the ED.

The composition of RMC is as follows:

Name of the Members	Designation
Mr. Pallab Banerjee	Chairman
Ms. Neha Khanna	Member
Mr. Sanjay Kapoor	Member

Meetings and Attendance

During the financial year 2024-25, two (2) RMC meetings were held on August 23, 2024 and March 20, 2025. The requisite quorum was present for both the Meetings. The maximum gap between two meetings was in compliance with the Act and Listing Regulations.

The attendance of Members at the meetings held during the year is as follows:

Name of the Member	Category	No. of Meetings entitled to attend	No. of Meetings attended
Mr. Pallab Banerjee	ED	●●	●●
Ms. Neha Khanna	ID	●●	●●
Mr. Sanjay Kapoor	ID	●●	●●

ED ID

E. CORPORATE SOCIAL REPOSIBILITY COMMITTEE

The Corporate Social Responsibility Committee (CSRC) is constituted by the Board in accordance with the Act to:

a. Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act;

b. Recommend the amount of expenditure to be incurred on the activities referred to in the above clause (a); and

c. Monitor the Corporate Social Responsibility Policy of the Company from time to time.

Composition, name of members and Chairperson

During the year, the Committee was re-constituted with the induction of Mrs. Shifalli Seth as the Chairperson in place Mrs. Madhulika Bhupatkar and Mrs. Jyoti Arora as member of the Committee w.e.f. February 11, 2025. Mr. Pulkit Seth and Mrs. Bhupatkar, ceased to be members of the Committee on February 11, 2025 and March 17, 2025, respectively. The Chairperson of the Committee is a NED.

The composition of the CSRC as on March 31, 2025, is as follows:

Name of Members	Designation
Mrs. Shifalli Seth	Chairperson
Mr. Pallab Banerjee	Member
Mrs. Jyoti Arora	Member

Meetings and attendance

During the financial year 2024-25, the CSRC meeting was held on May 20, 2024 and March 26, 2025. The requisite quorum was present at the Meeting.

The attendance of Members at its meeting held during the year is as follows:

Name of Member	Category	No. of Meetings entitled to attend	No. of Meetings attended
Mrs. Shifalli Seth	NED	●○	●○
Mrs. Madhulika Bhupatkar	ID	●○	●○
Mr. Pulkit Seth	NED	●○	●○
Mr. Pallab Banerjee	ED	●●	●●
Mrs. Jyoti Arora	ID	●○	●○

NED ID ED

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F. FINANCE COMMITTEE

Composition, name of members and Chairperson:

The Members of the Finance Committee comprise of 1 ID, 2 NED and 1 ED. The Chairperson of the Finance Committee is the Non-Executive Director.

Brief description of terms of reference:

- Review the Company's financial policies, risk assessment and minimisation procedures, strategies and capital structure, working capital and cash flow management, and make such reports and recommendations to the Board with respect thereto, as it may deem advisable.
- Review Banking arrangements and cash management, approval of opening, modification and operations of Bank Accounts of the Company.
- Give guarantees / issue letter of comfort / letter of awareness / providing securities and Corporate Guarantee / performance guarantee.

As on March 31, 2025, the Finance Committee comprises of:

Name of Members	Designation
Mr. Pulkit Seth	Chairman
Mrs. Shifalli Seth	Member
Mr. Pallab Banerjee	Member
Mr. Abhishek Goyal	Member

Meetings and attendance:

During the financial year 2024-25, the Finance Committee meetings were held on May 25, 2024, June 11, 2024, June 20, 2024, July 30, 2024, September 20, 2024, October 01, 2024, October 10, 2024, October 17, 2024, October 30, 2024, December 02, 2024, December 10, 2024, December 27, 2024, January 06, 2025, January 22, 2025, February 10, 2025, March 10, 2025 and March 27, 2025. The requisite quorum was present for all Meetings.

Name of the Members	Category	No. of Meetings entitled to attend	No. of Meetings attended
Mr. Pulkit Seth	NED	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢
Mrs. Shifalli Seth	NED	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢
Mr. Abhishek Goyal	ID	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢
Mr. Pallab Banerjee	ED	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢	⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢⬢

NED ID ED

5. SENIOR MANAGEMENT:

The details of the Senior Management Personnel and changes during the financial year ended 2024-25 is provided below:

Name	Designation	Changes during the year
Ms. Ratna Singh	Group Chief Human Resource Officer	Resigned on April 08, 2025
Mr. Pankaj Bhasin	Chief Executive Officer (Woven)	-
Mr. Sundeep Chatrath	Chief Executive Officer (Knits)	-
Mr. Vijay Yadav	Chief Operating Officer	Appointed on February 11, 2025
Mr. Vipin Jain	Senior Vice President (IT)	Appointed on March 24, 2025

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Name of the Director(s)	Dr. Deepak Kumar Seth	Mr. Pulkit Seth	Mrs. Shifalli Seth	Mr. Pallab Banerjee	Mr. Shailesh Kumar	Mr. Deepak Kumar	Mr. Abhishek Goyal	Mr. Ashwini Agarwal	Ms. Neha Khanna	Mrs. Madhulika Bhupatkar	Dr. Rajiv Kumar	Mr. Sanjay Kapoor	Mrs. Jyoti Arora	Mr. Rahul Mehta Narendra
Designation	NED (Chairman)	NED (Vice-Chairman	NED	MD	WTD	WTD	ID	ID	ID	ID	ID	ID	ID	ID
Basic Salary	--	--	--	64.99	11.40	12.60	--	--	--	--	--	--	--	--
HRA	--	--	--	32.49	5.56	6.30	--	--	--	--	--	--	--	--
Special Allowance	--	--	--	26.41	1.48	1.73	--	--	--	--	--	--	--	--
Provident Fund	--	--	--	7.10	--	0.22	--	--	--	--	--	--	--	--
Perquisites	--			798.11	--	--	--	--	--	--	--	--	--	--
Break up of fixed components and Performance linked incentives with performance criteria	--	--	--	--	--	--	--	--	--	--	--	--	--	--
Performance Incentive	--	--	--	358.56	--	1.83	--	--	--	--	--	--	--	--
Service Contract	--	-	-	3 years	3 years	3 years	--	--	--	--	--	--	--	--
Notice Period, Severance fees	Nil	Nil	Nil	3 Months	3 Months	3 Months	Nil	Nil	Nil	Nil	Nil	Nil	--	--
Stock Options details (if any): Whether issued at discount. Period over which it is accrued and is exercisable	Nil	Nil	Nil	50,000 (Issued at ~ 28.57% discount on market price and exercisable over a within a period of one and half year)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	--	--
Sitting Fees	2.25	2.25	1.25	--	-	--	3.75	3.75	3.25	3.25	0.75	2.75	0.75	0.50
Total	**2.25**	**2.25**	**1.25**	**1,287.66**	**18.44**	**22.68**	**3.75**	**3.75**	**3.25**	**3.25**	**0.75**	**2.75**	**0.75**	**0.50**

The Company has a policy of Employee Stock Option Plan. The Company does not have any separate service contract with Executive Directors apart from Resolutions passed by the Board/shareholders of the Company.

Corporate Governance Report (Contd.)

6. Remuneration of Directors

Remuneration to the NEDs including IDs is being paid in the form of sitting fees for attending Meeting of the Board and Committees. Details of Remuneration paid to Directors for the year ended March 31, 2025 are as follows:

7. GENERAL BODY MEETINGS

Location and time where the last 3 Annual General Meetings were held:

Year	AGM	Location	Date	Special Resolution passed	Time
2023-24	35th	Through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)	July 25, 2024	1. Revision in remuneration of Mr. Pallab Banerjee (DIN 07193749), Managing Director of the Company.	5.00 PM
2022-23	34th	Through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)	July 31, 2023	1. Adoption of New Set of Memorandum of Association of the Company in pursuance to the provisions of Companies Act, 2013. 2. Adoption of New Set of Articles of Association of the Company in pursuance to the provisions of Companies Act, 2013 3. Revision in remuneration of Mr. Pallab Banerjee (DIN 07193749), Managing Director of the Company. 4. Re-appointment of Mr. Shailesh Kumar, as Whole-Time Director of the Company.	5.00 PM
2021-22	33rd	Through Video Conferencing (VC) or Other Audio-Visual Means (OAVM)	September 26, 2022	NIL	5.00 PM

8. Details of Resolutions Passed Through Postal Ballot:

During the financial year 2024-25, under Section 110 of the Act read with Companies (Management and Administration) Rules, 2014, the Company passed the following Special and Ordinary Resolutions by postal ballot:

Date of Postal Ballot Notice: February 11, 2025

Date of Declaration of Result: March 21, 2025

Voting Period: February 20, 2025 to March 21, 2025

Date of Approval: March 21, 2025

Corporate Governance Report (Contd.)

S. No.	Particular of Resolutions	Total valid votes cast	Votes cast in favour of Resolution		Votes cast against the Resolution	
			No.	%	No.	%
1.	Appointment of Mr. Rahul Mehta Narendra (DIN: 00165521) as an Independent Director of the Company.	3,76,89,756	3,75,25,668	99.5646	1,64,088	0.4354
2.	Appointment of Mrs. Jyoti Arora (DIN: 00353071) as an Independent Director of the Company.	3,76,89,670	3,76,89,549	99.9997	121	0.0003
3.	Re-appointment of Mr. Pallab Banerjee (DIN:071937 49) as Managing Director of the Company.	3,76,78,356	3,76,76,185	99.9942	2,171	0.0058
4.	Re-appointment of Mr. Deepak Kumar (DIN:09497467) as Whole-Time Director of the Company.	3,76,89,756	3,75,25,405	99.5639	1,64,351	0.4361
5.	Continuation of directorship of Dr. Deepak Kumar Seth (DIN: 00003021) as Non-executive Director of the Company beyond the age of 75 years.	3,76,89,756	3,57,77,699	94.9269	19,12,057	5.0731
6.	Related Party Transactions between subsidiaries of the Company.	88,39,998	86,75,769	98.1422	1,64,229	1.8578
7.	Appointment of Mrs. Shifalli Seth as Head-design in Pearl Global USA Inc., a wholly owned Subsidiary of the Company	88,39,998	61,33,106	69.379	27,06,892	30.621

Procedure followed for postal ballot:

The Postal Ballot was carried out as per the provisions of Section 108, 110, and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) ("Rules"), Regulation 44 of the Listing Regulations, and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars'), to transact the special business as set out hereunder by passing Resolutions, by way of postal ballot only, by voting through electronic means (remote e-Voting').

The Company had engaged the services of National Securities Depository Limited (NSDL) for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner.

In compliance with the MCA Circulars, the Company sent the Postal Ballot Notice only in electronic form to those Members whose names appeared in the Register of Members/List of Beneficial Owners as received from the Depositories and the Company's Registrars and Transfer Agents (RTA) as on cut-off date and whose email addresses were registered with the Company/ RTA/Depositories/Depository Participants (in case of electronic shareholding) or who registered their email addresses in accordance with the process outlined in the Postal Ballot Notice.

Mr. Jayant Sood (FCS 4482), Practicing Company Secretary, was appointed as the scrutinizer for carrying out the Postal ballot process for the Postal Ballot conducted during the year in a fair and transparent manner.

The Scrutinizer, after the completion of scrutiny, submitted his report to Ms. Shilpa Saraf, Company Secretary of the Company who was authorised to accept, acknowledge and countersign the Scrutinizer's Report as well as declared the voting results.

The consolidated results of the remote e-Voting was announced by the Company Secretary of the Company and were also made available on the Company's website at https://www.pearlglobal.com/ besides being communicated to BSE Limited (BSE), National Stock Exchange of India Limited (NSE) and NSDL.

9. MEANS OF COMMUNICATION

As per Regulation 47 of the Listing Regulations, an extract of the detailed format of Quarterly/ Annual Financial Results is filed with the Stock Exchange (BSE Limited and National Stock Exchange of India Limited) under Regulation 33 of the Listing Regulations. The quarterly/ Annual results of the Company are published in leading and widely circulated English/ Hindi Newspapers as per the requirements of the Listing Regulations.

The results are normally published in Business Standard (English) and Business Standard (Hindi).

The Company's Financial Results, Shareholding Pattern, Investor Presentation and official news releases, if any, are displayed on the Company's website www.pearlglobal.com, besides the website of BSE Limited at https://www.bseindia.com/ and National Stock Exchange of India Limited at https://www.nseindia.com/.

The Company regularly updates the media, analysts, institutional investors, etc., through a formal presentation on its financials as well as other business developments.

Analyst/Investor calls are also scheduled after every Board Meeting to provide insights on the Financial and Operational performance of the Company. The audio of the call along with transcripts are also uploaded on website of the Company along with websites of NSE and BSE.

10. GENERAL SHAREHOLDER INFORMATION

(i) **Annual General Meeting:** The 36th Annual General Meeting of the Company is scheduled to be held on Thursday, July 24, 2025 at 5:00 PM IST through Video Conference.

(ii) **Financial year.** The financial year covers the period April 01 to March 31.

Financial Calendar, 2025-26 (Tentative)	
First Quarter Results	Second week of August, 2025
Second Quarter & Half Yearly Results	Second week of November, 2025
Third Quarter Results	Second week of February, 2026
Fourth Quarter & Annual Results	Last week of May, 2026

(iii) **Dividend payment date:** Not Applicable.

(iv) **Listing on Stock Exchanges and their Stock Code**

Name of the Stock Exchanges, wherein shares of the Company are currently listed and their Script Code:

Stock Exchange	Stock Code
BSE LIMITED 1ST FLOOR, NEW TRADING RING ROTUNDA BUILDING, P. J. TOWERS DALAL STREET, FORT, MUMBAI – 400 001	**532808**
NATIONAL STOCK EXCHANGE OF INDIA LTD. "EXCHANGE PLAZA", PLOT NO. C- 1, G- BLOCK, BANDRA - KURLA COMPLEX, BANDRA (E), MUMBAI - 400 051	**PGIL**

The Annual Listing Fee for the financial year 2025-2026 has been paid to the Stock Exchanges within the stipulated time.

The ISIN No. of the equity shares of your Company is **INE940H01022.**

(v) **In case the securities are suspended from trading, the directors report shall explain the reason thereof.**

None of the securities of the Company were suspended from trading during the financial year 2024-25.

Corporate Governance Report (Contd.)

(vi) Registrar and Share Transfer Agent

MUFG Intime India Private Limited

(formerly Link Intime India Private Limited)

Nobel Heights, 1st Floor

Plot No.NH-2, C-1 Block

LSC Near Savitri Market

Janakpuri, New Delhi - 110 058

Tel. No.: 011 – 49411000

E-mail : delhi@in.mpms.mufg.com

(vii) Share Transfer System

The Company's shares being in compulsory demat form, are transferable through the depository system. The Shares in physical form are processed by the Registrar and Transfer Agents and approved by the Stakeholder Relationship Committee.

(viii) Distribution Schedule

(a) Distribution of Equity Shareholding of the Company as on March 31, 2025

Number of Equity Shares Held	Shareholders		Equity Shares Held	
	Numbers	%	Numbers*	%
1-500	23,897	94.77	17,30,437	3.77
501-1000	619	2.45	4,53,888	0.99
1001-2000	299	1.19	4,42,197	0.96
2001-3000	101	0.40	2,52,159	0.55
3001-4000	58	0.23	2,11,096	0.46
4001-5000	36	0.14	1,64,359	0.36
5001-10000	80	0.32	5,98,773	1.30
10001 and above	127	0.50	4,20,82,258	91.61
	25,217	**100.00**	**4,59,35,167**	**100.00**

* Equity Share of the face value of Rs. 5/- each.

(b) Categories of Shareholders as on March 31, 2025

Category	No. of Folios	*No. of shares held	% of total shares
PROMOTERS (A)			
NRI	6	2,88,49,818	62.81
TOTAL (A)	**6**	**2,88,49,818**	**62.81**
PUBLIC (B)			
Foreign Portfolio Investors Category – I	86	27,02,615	5.88
Foreign Portfolio Investors Category– II	12	6,93,432	1.51
Mutual Funds	22	50,65,873	11.03
Alternate Investment Funds	5	2,35,956	0.51
Insurance Companies	1	8,260	0.02
Key Managerial Personnel	4	3,85,320	0.84
Non-Resident (Non Repatriable)	315	1,24,992	0.27
Non Resident Indians	336	1,60,255	0.35
LLP	35	1,04,177	0.23

Category	No. of Folios	*No. of shares held	% of total shares
Clearing Members	4	1,285	0.01
Individual	23,464	65,55,810	14.27
Hindu Undivided Family	642	2,59,450	0.56
Trusts	2	15,177	0.03
Unclaimed Shares	1	840	0.00
IEPF	1	1,61,516	0.35
Other Bodies Corporate	281	6,10,391	1.33
TOTAL (B)	**25,211**	**1,70,85,349**	**37.19**
TOTAL [(A) + (B)]	**25,217**	**4,59,35,167**	**100.00**

* Equity Share of the face value of Rs. 5/- each.

(viii) Dematerialisation of Shares and Liquidity

The shares of the Company are in compulsory demat segment and are available for trading in the depository systems of both National Securities Depository Limited and Central Depository Services (India) Limited. As on March 31, 2025, 4,58,40,769 Equity Shares of the Company forming 99.79% of the Share Capital of the Company are dematerialised.

(ix) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:

During the year under review, the Company has not issued any GDRs/ADRs/Warrants etc.

However, the Company has granted Employee Stock Options to the eligible employees of the Company/Subsidiary Companies under Pearl Global Employee Stock Option Plan 2022. Further details of the grants are mentioned in the Annexure-IV of the Directors' Report enclosed with this report.

(x) Commodity price risk or foreign exchange risk and hedging activities

The Company is engaged in the business of manufacturing and exporting of apparels and may face foreign exchange fluctuation risks.

The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps, full currency swaps and forward commodity contracts, to hedge its foreign currency risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

The Company does not have material exposure to any commodity activities. Accordingly, disclosure in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 is not applicable.

(xi) Plant locations:

The Company have following plants at various locations in India, Bangladesh, Indonesia and Vietnam, as follows:

- 446, Udyog Vihar, Phase-V, Gurgaon - 122 016 (Haryana).
- Plot No.73, Udyog Vihar, Phase I, Gurgaon-122016.
- Plot No.274, Udyog Vihar, Phase II,Gurgaon-122016.
- 16-17, Udyog Vihar, Phase VI, Khandsa, Gurgaon - 122 004 (Haryana).
- 751, Pace City II, Sector 37, Khandsa, Gurgaon - 122 004 (Haryana).
- Plot at Khasra No 15//19 & 22, Village Begumpur Khatola, Gurugram, Haryana 122001.
- 2/31/,Thirukahukundram Road, Melavalam Village, Madhuranthagam, Taluk, Kancheepuram District-603303.

Corporate Governance Report (Contd.)

- Plot No. 19A, NTTF Road, Peenya Industrial Area, Bengaluru-560058.
- Plot No: S-18, S-19 & S-20 in Sy. Nos. Part of 38, 40 & 41 at KIADB, Apparel Park, Industrial Area, Doddaballapura, Bangalore-561203.
- Shed-B-8, B-9 & B-10, Bela Industrial Area, Phase-II, Muzaffarpur, Bihar.
- Norp Knit Industries Ltd, North Khailkur, P.O. National University, Gazipur-1704, Bangladesh.
- Norp Knit Industries Ltd, B-01/1, Islampur, Kodda, Nandun, Gazipur-1700, Bangladesh.
- Alpha Clothing Limited, Tenguri, BKSP, Ashulia, Savar, Dhaka-1349, Bangladesh.
- Prudent Fashions Ltd. Dag No. 49, Kaichabari Road, Gazirchat Alia Madrasha, Ashulia, Savar, Dhaka-1344, Bangladesh.
- PT Pinnacle Apparels, Kawasan Industri Jatengland Industrial Park Sayung (JIPS), Jalan Salam Cemara Blok C-2, Desa Batu, Kecamatan Karangtengah, Kabupaten Demak, Jawa Tengah – 59561, Indonesia.
- PT Pinnacle Apparels, JL.Soekarno-Hatta No.55 Km 30.5, Blok KL Dusan Kutan, Rt04 Rw02 Kel. Randugunting, Kec. Bergas, Kabupaten Semarang, Jawa Tengah-50552, Indonesia.
- Pearl Global Vietnam Company Limited, Num Residential Group, Dinh Tri Ward, Bac Giang City, Bac Giang Province, Vietnam.
- SHORETEX SOCIADAD ANONIMA, Km. 36.5 Carretera Interamericana, Santiago Sacatepéquez, Sacatepéquez, Guatemala.

(xii) Registered Office of the Company:

C-17/1, Paschimi Marg, Vasant Vihar,

New Delhi-110057

Corporate Office & Address for Correspondence:

Pearl Tower, Plot No.51, Sector-32

Gurugram - 122 001, Haryana (India)

In case of any Complaint, Investors can contact Compliance Officer:

The Company Secretary

Pearl Global Industries Limited

Pearl Tower, Plot No.51, Sector-32

Gurugram - 122 001, Haryana (India)

E-mail id: investor.pgil@pearlglobal.com

Tel. No.: 91 - 124 – 4651000

(xiii) Credit Ratings

The Company has obtained credit ratings from ICRA Limited. Details of Credit ratings of the Company are given below:

Rating Agency	Credit Rating
ICRA Limited	Long term rating: [ICRA] A (Stable) Short term rating: [ICRA] A1

11. OTHER DISCLOSURES

a) There had been no materially significant related party transaction that might have potential conflict with the interests of the Company at large. Transactions with related parties are disclosed in Note 47 of Notes to Standalone Financial Statement in the Annual Report.

b) During the period under review, the Company has complied with the provisions of the Regulations and guidelines prescribed by the Securities and Exchange Board of India (SEBI). The Company paid a fine of an aggregate amount of Rs. Forty-Two Thousand each to the stock exchanges (BSE and NSE) for non-compliance (during April 01, 2024 to April 07, 2024) under Regulation 18,19 and 20 of the Listing Regulations relating to the composition of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Apart from this, no penalty was imposed by stock exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

c) The Company has formulated the Whistle Blower Policy for vigil mechanism of Directors and employees to report concern about unethical behaviour, actual or suspected fraud or violation of Company's code of conduct and ethics. The mechanism provides for adequate safeguards against victimisation of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. None of the personnel of the Company have been denied access to the Audit Committee.

d) The Company has complied with all the mandatory requirements including Regulations 17 to 27 and 46 (2) (b) to (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As regard the non-mandatory requirements, the extent of compliance has been stated in this report against each of them.

e) Policy for determining 'material' subsidiaries is disclosed at Company's website at https://www.pearlglobal.com/investor-relations/

f) Policy on dealing with related party transactions is disclosed at Company's website at https://www.pearlglobal.com/investor-relations/

g) The Company is into the business of exporting garments and may face foreign exchange fluctuation risk.

The Company uses derivative financial instruments, such as forward currency contracts, interest rate swaps, full currency swaps and forward commodity contracts, to hedge its foreign currency risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out.

h) During the year under review, The Company raised ₹ 149.50 Crores through Qualified Institutions Placement ("QIP"), in compliance with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Listing Regulations and Sections 42 & 62 of the Act and Rules made thereunder, has issued and allotted 20,45,143 Equity Shares of face value of ₹ 5/- each to the eligible Qualified Institutional Buyers at an issue price of 731/- per Equity Share i.e. at a premium of ₹ 726/- per Share.

The Company has placed the Monitoring Agency Report with respect to utilisation of funds raised through QIPs to the Stock Exchanges as per Regulation 32 of the Listing Regulations.

i) A Certificate from a Company Secretary in practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed with this report.

j) The Board had accepted all recommendations of Committees of the Board, which is mandatorily required, in the financial year 2024-25.

k) The details of total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which statutory auditors is a part, are as follows:

(₹ in Lakh)

Particulars	For the financial year ended March 31, 2025	For the financial year ended March 31, 2024
Statutory Audit Fee	45.28	40.24
Tax Audit Fees	6.00	5.50
Other Services	18.03	3.70
Reimbursement of Expenses	2.57	3.69
Total	**71.88**	**53.13**

l) There was one complaint filed and disposed of under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, during the financial year 2024-25. There is no complaint pending as at the end of financial year 2024-25.

m) Disclosure by Company and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount'. - NIL

Corporate Governance Report (Contd.)

n) Details of material subsidiaries of the listed entity including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

Name of the Material Subsidiaries	Date and place of Incorporation	Name of the Statutory Auditors	Date of appointment
Pearl Global (HK) Limited	December 22, 2009 (Hong Kong)	Deloitte Touche Tohmatsu	July 22, 2024
Norp Knit Industries Limited	May 05, 2004 (Bangladesh)	Rahman Rahman Huq (Member firm of KPMG)	December 12, 2023

12. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) OF SCHEDULE V(C) OF THE LISTING REGULATIONS

As on March 31, 2025, the Company is in compliance with the requirement of corporate governance report of sub-paras (2) to (10) of Schedule V(c) of Listing Regulations.

13. DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF THE LISTING REGULATIONS

Discretionary requirements are as follows:

A. **The Board**

Maintenance of Non-Executive Chairman's Office: The Company is maintaining office of the Non-Executive Chairman.

B. **Shareholders Rights**

The Company's Investor Presentation, Analyst meet, Shareholding Pattern and official news releases are displayed on the Company's website https://www.pearlglobal.com/investor-relations/

C. **Modified opinion(s) in audit report –** There is no modified opinion in the audit report.

D. **Separate Posts of Chairperson and Chief Executive Officer**

Presently, the Company has separate post of Non-executive Chairman and Managing Director.

E. **Reporting of internal auditor-**The internal auditor reports to Audit Committee as and when required.

14. COMPLIANCE WITH THE CODE OF CONDUCT

The Company has adopted a "Code of Conduct for the Directors and Senior Management". The Code is available on the official website of the Company https://www.pearlglobal.com/investor-relations/

The declaration from the Managing Director regarding compliance with the code by all the Directors and Senior Management forms part of the Report.

15. COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

A certificate from practicing company secretary regarding compliance of conditions of Corporate Governance is annexed with this Annual Report.

16. CEO/CFO CERTIFICATION

The Managing Director and Chief Financial Officer have certified to the Board, inter alia, the accuracy of financial statements and adequacy of Internal Controls for the financial reporting purpose as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended March 31, 2025. The certificate is annexed with this Annual Report.

17. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT

Shares remains unclaimed and lying in the IPO escrow A/c of the company for the financial year 2024-25, information is as follows:

- Total shares outstanding at the beginning of the Financial Year are 840 & total number of shareholders is 20.
- Number of shareholders approached the company for transfer of shares: Nil
- Number of shareholders to whom shares transferred from escrow a/c: Nil
- Aggregate number of shareholders & shares at the close of the year are 20 and 840 respectively.
- Voting rights of these shares shall remain frozen till claim made against their shares.

18. ELECTRONIC CLEARING SERVICE (ECS)

SEBI had vide its Circular No. DCC/FITTCIR-3/2001 dated October 15, 2001, advised that all companies should mandatorily use ECS facility wherever available. In the absence of ECS facility, companies may use warrants for distributing the dividends and vide its Circular No. D&CC/FITTCIR-04/2001 dated November 13, 2001 had advised companies to mandatorily print the Bank Account details furnished by the Depositories, on the dividend warrants. This ensures that the dividend warrants, even if lost or stolen, cannot be used for any purpose other than for depositing the money in the accounts specified on the dividend warrants and ensures safety for the investors. However, members who wish to receive dividend in an account other than the one specified while opening the Depository account, may notify their DPs about any change in the Bank Account details.

19. DISCLOSURE OF CERTAIN TYPE OF AGREEMENTS BINDING THE LISTED ENTITIES

Nil

20. DEPOSITORY SERVICES

For guidance on depository services, shareholders may write to the Company or to the respective Depositories:

National Securities Depository Ltd.
Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel Mumbai – 400013
Telephone: 022-48867000 / 022-24997000
E-Mail : info@nsdl.co.in
Website : www.nsdl.co.in

Central Depository Services (India) Ltd.
Marathon Futurex, 25th floor, NM Joshi Marg, Lower Parel (East), Mumbai - 400013
Telephone: 22-23023333
E-Mail: investors@cdslindia.com
Website: www.cdslindia.com

CORPORATE GOVERNANCE CERTIFICATE

To

The Members of Pearl Global Industries Limited

1. We, Jayant Sood and Associates, Company Secretaries have examined the compliance of conditions of Corporate Governance by the Company **PEARL GLOBAL INDUSTRIES LIMITED** ("the Company"), for the year ended on March 31, 2025, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para's C and D of Schedule V of the SEBI (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. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.
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 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.
5. We have carried our examination in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Company Secretaries of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

OPINION

6. 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's C and D of Schedule V of the Listing Regulations during the year ended March 31, 2025.
7. 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 **Jayant Sood and Associates**
Company Secretaries

CS Jayant K Sood
FCS: 4482,
COP-22410
UDIN: F004482G000383432
Peer Review Certificate No: 1061/2021

Place: Gurugram
Date: May 20, 2025

DECLARATION FOR COMPLIANCE WITH CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT

This is to certify that as per the provisions of Regulation 26 and Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have affirmed compliance with the code of conduct for the financial year ended March 31, 2025.

For Pearl Global Industries Limited

(Pallab Banerjee)
Managing Director
DIN 07193749

Place: Gurugram
Dated: May 20, 2025

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER OF PEARL GLOBAL INDUSTRIES LIMITED

We, Pallab Banerjee, Managing Director and Narendra Somani, Chief Financial Officer of Pearl Global Industries Limited (the Company), to the best of our knowledge and belief certify that:

A. We have reviewed Financial Statements including the Cash Flow Statement for the year ended March 31, 2025 and to 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. We also certify that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violate the Company's Code of Conduct.

C. We are responsible for establishing and maintaining internal controls for financial reporting and 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 these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:
   1. there are no significant changes in internal controls over financial reporting during the year;
   2. there are no significant changes in accounting policies during the year; and
   3. there are no instances of significant fraud of which we have become aware.

For Pearl Global Industries Limited

(Pallab Banerjee)
Managing Director
DIN 07193749

(Narendra Somani)
Chief Financial Officer
ICAI M. No. 092155

Place: Gurugram
Dated: May 20, 2025

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
Pearl Global Industries Limited
CIN: L74899DL1989PLC036849
C-17/1, Paschimi Marg,Vasant Vihar,
New Delhi-110057

We have examined the relevant register, records, forms, returns and disclosures received from the Directors of **Pearl Global Industries Limited**, having **CIN L74899DL1989PLC036849** and having registered office at **C-17/1, Paschimi Marg, Vasant Vihar, New Delhi-110057,** (hereinafter referred to as "the Company"), produced before us by the Company for the purpose of the issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and respective Directors, we hereby certify that none of the Directors of the Board of the Company as stated below for the Financial Year ending on March 31, 2025 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.

LIST OF DIRECTORS AS ON MARCH 31, 2025

S. NO.	NAME OF THE DIRECTORS	DESIGNATION	DIN	DIRECTOR SINCE
1.	Dr. Deepak Kumar Seth	Chairman	00003021	March 22, 1994
2.	Mr. Pulkit Seth	Vice-Chairman and Non-Executive Director	00003044	November 01, 2004
3.	Mrs. Shifalli Seth	Non-Executive Director	01388430	January 19, 2012
4.	Mr. Abhishek Goyal	Independent Director	01928855	May 26, 2017
5.	Mr. Shailesh Kumar	Whole-Time director	08897225	October 07, 2020
6.	Mr. Pallab Banerjee	Managing Director	07193749	October 01, 2021
7.	Ms. Neha Khanna	Independent Director	03477800	June 21, 2021
8.	Mr. Deepak Kumar	Whole -Time Director	09497467	February 14, 2022
9	Mr. Ashwini Agarwal	Independent Director	00362480	February 12, 2024
10	Mr. Sanjay Kapoor	Independent Director	00264602	February 12, 2024
11	Mrs. Jyoti Arora	Independent Director	00353071	February 11, 2025
12	Mr. Rahul Mehta Narendra	Independent Director	00165521	February 11, 2025

- During the year Dr. Rajiv Kumar resigned from the Board of the Company on December 16, 2024, due to pre-occupations.
- During the year Mrs. Madhulika Bhupatkar retired from the Board of the Company on March 17, 2025, due to completion of tenure as Independent Director.

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 **Jayant Sood & Associates**
Company Secretaries

(CS Jayant K Sood)
Proprietor
FCS: 4482, CP No. 22410
UDIN: F004482G000383916
Peer Review Certificate No: 1061/2021

Place: Gurugram
Date: May 20, 2025

INDEPENDENT AUDITOR'S REPORT

To The Members of

Pearl Global Industries Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Pearl Global Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, 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 standalone financial statements, including a summary of material accounting policies information and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the Profit (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report w.r.t the Company:

Key Audit Matter	How our audit addressed the Key Audit Matter
Adequacy and completeness of disclosures of Related Party Transactions Refer Note 47 to the accompanying standalone financial statements as at March 31, 2025 for the disclosure of related parties and transactions with them. The Company has related party transactions which include among others, sale/purchase of goods to its subsidiaries and other related parties. This area was significant to our audit due to the following reasons: - the significance of transactions with related parties during the year ended March 31, 2025; and - related party transactions are subject to compliance requirement under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, [to be referred as "SEBI (LODR) 2015"]	Our procedures included the following steps: √ Obtaining an understanding of the Company's policies and procedures in respect of identification of related parties and transactions with them. We also traced the related parties from declaration given by directors, wherever applicable. √ Read the minutes of the meetings of Board of Directors and Audit Committee and verified that the transactions are approved in accordance with internal procedures and the applicable regulations to the Company. √ Tested on a sample basis the arrangements between the related parties along with supporting documents to evaluate the management's assertions that the transactions were at arm's length and in the ordinary course of business. √ Evaluated and tested on a sample basis the rights and obligations of the related parties and assessed whether the transactions were recorded appropriately and disclosed in accordance with IND AS 24, Companies Act, 2013 (to be referred as "the Act") and SEBI (LODR), 2015. √ Wherever appropriate, our substantive work was supplemented by controls testing work which encompassed understanding, evaluating and testing key controls in respect of Related Party Transactions. Our procedures as mentioned above did not identify any findings that are significant for the standalone financial statements as whole in respect of accounting, presentation and disclosure of Related Party Transactions.

Independent Auditor's Report (Contd.)

Key Audit Matter	How our audit addressed the Key Audit Matter
Recognition, measurement, presentation and disclosures of revenues as per Ind AS 115 "Revenue from Contracts with Customers" Refer Note 3(h) to the accompanying standalone financial statements as at March 31, 2025 In accordance with the requirements of Ind AS 115 - Revenue from Contracts with Customers, an entity shall recognise revenue when the entity satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when the customer obtains control of that asset. Revenue is one of the key measures of performance. Revenue is identified as an area of significant risk. As per the accounting policy, the Company derives its revenue primarily from sale of garments with revenue recognised at a point in time when control of the goods has transferred to the customer. At the year end, management has to exercise significant judgement & control as the volume of transactions are high. Accordingly, Revenue recognition is identified as a Key Audit Matter.	Our procedures included, but were not limited to the following: √ Assessed the appropriateness of the Company's revenue recognition accounting policies as per Ind AS 115 -Revenue from Contracts with Customers. √ Obtained an understanding and assessed the design, implementation and operating effectiveness of key internal controls over recognition and measurement of revenue in accordance with customer contracts, including correct timing of revenue recognition. √ Performed substantive testing (including year-end cut-off testing) by selecting samples of revenue transactions recorded during the year, verifying with the underlying documents i.e sales invoices, dispatch documents including shipping bill, airway bill, bill of lading, forwarder cargo receipt etc. √ Performed cut off testing, on sample basis to ensure that the revenue from sale of goods is recognized in the appropriate period. √ Assessed manual journals posted to revenue to identify unusual items and tested the same on a sample basis. √ Performed analytical procedures for reasonableness of revenues disclosed vis-à-vis the direct and indirect costs involved. √ Considered adequacy of the Company's disclosures in respect of revenue and related estimates and judgements in the standalone Ind AS financial statements. Based on our procedures as mentioned above, we did not identify any findings that are significant for the standalone financial statements as whole in respect of accounting, presentation and disclosure of Revenue recognition.

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

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

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

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

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

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

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

2A. As required by Section 143(3) of the Act, based on our audit 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 except for the matters stated in the paragraph 2B (f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Change in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

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

e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A (b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B (f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".

Independent Auditor's Report (Contd.)

2B. 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:

a) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. – refer Note No. 46 of the Standalone financial statements.

b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. – refer Note No. 42 of the Standalone financial statements.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d) (i). The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 54 to the accounts, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii). The Management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 54 to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(iii). Based on such audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) & (ii) above, contain any material misstatement.

e) The first interim dividend declared for current financial year and paid by the Company during the year is in accordance with section 123 of the Companies Act, 2013. The second interim dividend declared by the Company during the year is in accordance with section 123 of the Companies Act, 2013 to the extent it applies to declaration of dividend. However, the said dividend was not paid on the date of this audit report.

Further, the interim dividend paid by the Company during the year in respect of the dividend declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

f) Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting software for maintaining its books of account which have feature of recording audit trail (edit log) facility for all relevant transactions recorded in the respective software except with regard to the feature of recording audit trail (edit log) facility:

- At the database level, is not enabled to log any direct data changes for the accounting software used for maintaining the books of account as well as payroll software used for maintaining its payroll records.
- At the application level for its payroll software, during the year the Company has initiated the implementation of audit trail feature in a phased manner. While the audit trail functionality has been activated for certain components, it is yet to be fully deployed across all relevant modules.

Further, audit trail (edit log) facility was operated throughout the year for the accounting software, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

3. With respect to the matter to be included in the Auditors' report under Section 197(16):

In our opinion and according to the information and explanation given to us, the Company has paid remuneration to its directors during the year is in accordance with the provisions of and limit laid down under section 197 read with Schedule V of the Act.

For S.R. Dinodia & Co. LLP.
Chartered Accountants,
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number 083689
UDIN: 25083689BMIUEK7508

Place of Signature: New Delhi
Date: May 20, 2025

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PEARL GLOBAL INDUSTRIES LIMITED

The Annexure referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended March 31, 2025, we report that:

i) In respect of Property, Plant and Equipment:

a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

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

b) The Company has a program of verification to cover all the items of Property, Plant and Equipment in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed in such verification.

c) According to the information and explanations given to us and the records examined by us, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company. However, certain deeds of immovable properties that are mortgaged with the banks for securing borrowings were not available for verification.

d) According to the records examined by us, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Accordingly, the provisions of clause 3(i) (d) of the Order are not applicable.

e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i) (e) of the Order are not applicable.

ii) In respect of its inventory:

a) Based on information and explanation provided, the Management has conducted physical verification of inventory at reasonable intervals during the year, except for goods-in-transit. In our opinion, the coverage and procedure of such verification is appropriate having regard to the size of the Company and nature of its business. According to the information and explanations given to us, no discrepancies of 10% or more in the aggregate for each class of inventory between physical inventory and book records were noticed on such physical verification.

b) According to the records examined by us, during the year, working capital limits in excess of five crore rupees, in aggregate has been sanctioned to the Company by the banks based on security of current assets. According to the information and explanations given to us, the quarterly statements filed by the Company with such banks are in agreement with the books of account of the Company.

iii) According to the information and explanation given and based on the audit procedures performed by us, during the year, the Company has made an investment and provided corporate guarantee to group companies and unsecured loans to companies and other parties. Further, the Company has not given any security to companies, firms, Limited Liability Partnerships (LLPs) or other parties.

Annexure 'A' to the Independent Auditors' Report (Contd.)

a) the aggregate amount during the year and balance outstanding at the balance sheet date with respect to such loans and guarantees to its subsidiaries, and other parties are given below:

Particulars	Guarantees	Loan
Aggregate amount granted/ provided during the year		
- Subsidiaries	USD 75.00 lakh equivalent to ₹ 6418.50 lakh	₹ 2583.70 lakh
- Others- Loan to employees		₹ 250.18 lakh
Balance outstanding as at balance sheet date in respect of above cases		
- Subsidiaries	USD 125.00 lakh equivalent to ₹ 10697.50 lakh	₹ 2431.22 lakh
- Others- Loan to employees		₹ 142.15 lakh

b) The terms and conditions of the grant of loans and guarantees and investment made are, prima facie, not prejudicial to the Company's interest.

c) The schedule of repayment of principal and payment of interest in respect of loan has been stipulated and the repayment/receipts of the principal amount and the interest has generally been regular as per stipulation.

d) There is no overdue amount in respect of loan granted.

e) No loans or advances in the nature of loan granted which has fallen due during the year or has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties. Accordingly, the provisions of clause 3(iii) (e) of the Order are not applicable.

f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment. Accordingly, the provisions of clause 3(iii) (f) of the Order are not applicable.

iv) In our opinion and according to the information and explanations given to us, the Company has not provided any security in connection with a loan to any other body corporate or person. However, in respect of loan granted, investments made and corporate guarantee provided to its subsidiaries, the Company has complied with Section 185 and Section 186 of the Act.

v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

vi) Based on available information and explanation provided to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2016 dated July 14, 2016 to the current operations carried out by the Company. Accordingly, the provisions of paragraph 3(vi) of the Order are not applicable to the Company.

vii) In respect of Statutory Dues:

a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and any other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess and any other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

b) According to the records of the Company examined by us and the information and explanations given to us, there were no dues in respect of statutory dues refer to in sub clause vii(a) above which have not been deposited by the Company on account of dispute, except for the following:

Annexure 'A' to the Independent Auditors' Report (Contd.)

S. No.	Name of the Statute	Nature of Dues	Amount in ₹ lakh	Period to which amount relates	Forum where dispute is pending
a)	Income Tax Act, 1961	Income Tax Demand	15.57	A.Y 2015-16	At CIT(A)
b)	Income Tax Act, 1961	Income Tax Demand	3.49	A.Y 2016-17	At Assessing Officer
c)	Income Tax Act, 1961	Income Tax Demand	3.83	A.Y 2017-18	At CIT(A)
d)	Income Tax Act, 1961	Income Tax Demand	2.90	A.Y 2020-21	At CIT(A)

viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.

ix) In respect of loans or other borrowings taken by the Company, according to the information and explanations given to us and audit procedures performed by us:

a) The Company has not defaulted on repayment of loans or other borrowings or on the payment of interest thereon to any lender during the year.

b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

c) The Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.

d) No funds raised on a short-term basis have been used for long-term purposes by the Company.

e) The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further, the Company does not have any associate and Joint venture. Accordingly, the provisions of clause 3(ix) (e) of the Order are not applicable.

f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further the Company does not have any associate and joint venture. Accordingly, the provisions of clause 3(ix) (f) of the Order are not applicable.

x) In respect of moneys raised by the Company through issue of shares & debt instruments:

a) During the year, the Company did not raise moneys by way of an initial public offer or further public offer (including debt instruments). Accordingly, the provisions of clause 3(x) (a) of the Order are not applicable.

b) The Company has made preferential allotment or private placement of shares. For such allotment of shares, the Company has complied with the requirements of section 42 and section 62 of the Companies Act 2013, and the funds raised have been applied by the Company during the year for the purpose for which the funds were raised. The Company has not made any preferential allotment or private placement of (fully or partly or optionally) convertible debentures during the year.

xi) a) As per the information and explanations given to us on our enquiries on this behalf, no fraud of material significance on or by the Company has been noticed or reported during the year.

b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed during the year and upto the date of this report in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As represented to us by the Management, there are no whistle blower complaints received by the Company during the year ended March 31, 2025.

xii) The Company is not a Nidhi Company and hence, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.

xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, and the details of such transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

xiv) In respect to internal audit system in the Company:

a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

Annexure 'A' to the Independent Auditors' Report (Contd.)

b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv) In our opinion, and according to the information and explanation given to us, the Company has not entered any non-cash transactions with directors or persons connected with him, covered under section 192 of the Act. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable.

xvi) a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, the provisions of clause 3 (xvi) (a) of the Order are not applicable.

b) The Company has not conducted any non-banking financial activity as per Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, the provisions of clause 3 (xvi) (b) of the Order are not applicable.

c) According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the provisions of clause 3 (xvi) (c) of the order are not applicable.

d) According to the information and explanations given to us, there are no core investment company (CIC) within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, the provisions of clause 3 (xvi) (d) of the Order are not applicable.

xvii) According to the information and explanations given to us, the Company has neither incurred any cash losses in the current financial year nor in the immediately preceding financial year.

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

xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management's plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

xx) In respect of Corporate Social Responsibility, according to the information and explanations given to us and audit procedures performed by us:

a) There are no unspent amounts towards Corporate Social Responsibility (CSR) pursuant to any project other than ongoing projects, requiring to be transferred 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. Accordingly, the provisions of clause 3 (xx) (a) of the Order are not applicable.

b) There are no ongoing CSR projects under sub-section (6) of section 135 of the said Act. Accordingly, provisions of clause 3 (xx) (b) of the Order are not applicable.

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

For S.R. Dinodia & Co. LLP.
Chartered Accountants,
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner

Place of Signature: New Delhi Membership Number 083689
Date: May 20, 2025 UDIN: 25083689BMIUEK7508

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF PEARL GLOBAL INDUSTRIES LIMITED

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

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

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established & 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to standalone financial statements

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

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements

Annexure 'B' to the Independent Auditors' Report (Contd.)

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.R. Dinodia & Co. LLP.
Chartered Accountants,
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number 083689
UDIN: 25083689BMIUEK7508

Place of Signature: New Delhi
Date: May 20, 2025

STANDALONE BALANCE SHEET
as at March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
Assets			
1. Non-current assets			
(a) Property, plant and equipment	4	15,783.59	15,342.01
(b) Capital work-in-progress	5	123.53	1,432.34
(c) Right-of-use assets	50	4,864.91	3,182.53
(d) Investment property	6	5,569.23	5,643.04
(e) Other Intangible assets	7	217.17	209.58
(f) Financial assets			
(i) Investments			
(ia) Investment in subsidiaries	8	16,398.82	12,491.55
(ib) Investment - others	9	-	0.47
(ii) Loans	10	26.45	8.85
(iii) Other financial assets	11	792.11	672.03
(g) Non current tax assets (net)	13	283.37	518.68
(h) Deferred Tax Assets (net)	12	276.22	163.65
(i) Other non current assets	14	1,119.77	580.57
Total Non-current assets		**45,455.17**	**40,245.30**
2. Current assets			
(a) Inventories	15	17,037.28	15,070.23
(b) Financial assets			
(i) Investments	9	-	-
(ii) Trade receivables	16	14,319.46	12,632.97
(iii) Cash and cash equivalents	17	19,140.82	6,123.57
(iv) Bank balances other than cash and cash equivalents	18	2,840.70	2,354.87
(v) Loans	10	2,546.92	551.87
(vi) Other financial assets	11	213.56	177.89
(c) Other current assets	14	8,366.52	6,802.99
Total current assets		**64,465.26**	**43,714.39**
Total Assets		**1,09,920.43**	**83,959.69**
Equity and liabilities			
1. Equity			
(a) Equity share capital	19	2,296.76	2,179.18
(b) Other equity	20	53,858.55	35,234.13
Total equity		**56,155.31**	**37,413.31**
Liabilities			
Non- current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	3,432.44	5,833.01
(ia) Lease Liabilities	50	4,826.48	2,981.58
(ii) Others financial liabilities	23	140.82	122.77
(b) Provisions	24	1,782.00	1,482.94
(c) Other non current liabilities	25	57.99	73.73
Total non- current liabilities		**10,239.73**	**10,494.03**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	22	22,485.68	17,356.65
(ia) Lease Liabilities	50	645.56	860.27
(ii) Trade payables	26		
- total outstanding dues of micro enterprises and small enterprises		1,071.97	1,137.67
- total outstanding dues of creditors other than micro enterprises and small enterprises		15,294.08	14,890.89
(iii) Other financial liabilities	23	467.91	320.81
(b) Other current liabilities	25	3,216.33	1,337.77
(c) Provisions	24	257.16	134.13
(d) Current tax liabilities (net)	27	86.70	14.16
Total current liabilities		**43,525.39**	**36,052.35**
Total Equity and Liabilities		**1,09,920.43**	**83,959.69**
Summary of Material Accounting Policies Information	3		

The accompanying notes form an integral part of these standalone financial statements

As per our Report of even date attached

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

Place of Signature: New Delhi
Date: May 20, 2025

For & on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M.No. A23564

Place of Signature: Gurugram
Date: May 20, 2025

STANDALONE STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

	Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I	Revenue from operations	28	1,19,616.36	95,366.71
II	Other Income	29	5,515.02	4,232.27
III	**Total Income (I+II)**		**1,25,131.38**	**99,598.98**
IV	**Expenses**			
	(a) Cost of materials consumed	30	55,456.49	41,919.00
	(b) Purchases of Stock-in-Trade	31	-	673.12
	(c) Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	32	(1,718.15)	(1,087.30)
	(d) Employee benefits expense	33	28,010.00	24,004.36
	(e) Finance costs	34	3,113.93	3,008.17
	(f) Depreciation and amortisation expense	35	2,706.64	2,439.38
	(g) Other expenses	36	31,792.85	25,525.64
	Total expenses		**1,19,361.76**	**96,482.37**
V	**Profit/ (loss) before exceptional items and tax (III-IV)**		5,769.62	3,116.61
VI	**Exceptional Items ((gain)/ loss)**	37	(525.00)	68.92
VII	**Profit/ (loss) before tax (V-VI)**		**6,294.62**	**3,047.69**
VIII	**Tax expense:**	12		
	(a) Current tax		929.33	501.66
	(b) Deferred tax		(41.68)	(149.79)
	(c) Adjustment of tax relating to earlier years		(83.10)	(127.95)
	Total tax expense		**804.55**	**223.92**
IX	**Profit/(loss) for the year (VII-VIII)**		**5,490.07**	**2,823.77**
X	**Other Comprehensive Income**	38		
(A)	(i) Items that will not be reclassified to profit or loss			
	(a) Re-measurement gains/ (losses) on defined benefit plans		(102.52)	46.52
	(ii) Income tax on items that will not be reclassified to profit or loss		25.80	(11.71)
(B)	(i) Items that will be reclassified to of profit or loss			
	(a) Net movement in effective portion of cash flow hedge reserve		(179.15)	184.28
	(b) Exchange differences in translating the financial statements of a foreign operation		-	(25.00)
	(ii) Income tax on items that will be reclassified to profit or loss		45.09	(46.38)
	Other comprehensive income for the year, net of tax		**(210.78)**	**147.71**
XI	**Total Comprehensive Income for the year, net of tax**		**5,279.29**	**2,971.48**
XII	**Earnings per share: (face value ₹ 5 per share)**	39		
	1) Basic (amount in ₹)		12.15	6.50
	2) Diluted (amount in ₹)		11.69	6.45
	Summary of Material Accounting Policies Information	3		

The accompanying notes form an integral part of these standalone financial statements

As per our Report of even date attached

For & on behalf of Board of Directors of Pearl Global Industries Limited

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M.No. A23564

Place of Signature: New Delhi
Date: May 20, 2025

Place of Signature: Gurugram
Date: May 20, 2025

STANDALONE STATEMENT OF CASH FLOWS
for the year ended March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Cash flows from operating activities			
Profit before and tax		**6,294.62**	**3,047.69**
Adjustments for:			
Depreciation and amortisation		2,706.64	2,439.38
Interest paid and other borrowing cost		3,100.68	2,996.34
Sundry balances written back		(2.39)	(80.10)
Excess Provision written back		(37.99)	-
Net unrealised Forex (gain)/ loss		406.50	117.02
Sundry balances written off		-	319.78
Gain on lease modification		(16.79)	-
Grant amortised during the year		(1.00)	(1.00)
Amortisation of deferred rental income		(14.78)	(14.89)
Unwinding of discount on security deposits Income		(36.72)	(33.35)
Unwinding of discount on security deposits Expense		13.25	11.83
Profit on sale of current investment - Mutual Funds		(710.57)	(379.50)
Rental income		(875.09)	(728.92)
Interest income		(479.23)	(282.78)
Dividend Income		(2,228.29)	(1,492.11)
Income on corporate guarantee		(110.32)	(122.00)
Loss Allowance for doubtful debts and advances		-	200.01
Stock Compensation expense		573.99	600.38
Insurance Claim received		34.34	-
Foreign Currency Translation Reserve on Foreign Operation		-	(25.00)
Operating profit before working capital changes		**8,616.85**	**6,572.78**
Movement in working capital:			
(Increase)/decrease in trade receivables		(2,082.86)	(1,723.48)
(Increase)/decrease in other non-current financial assets		(122.01)	16.75
(Increase)/decrease in other current financial assets		(37.07)	(84.95)
(Increase)/decrease in other non-current assets		(159.75)	(495.59)
(Increase)/decrease in other current assets		(1,558.26)	105.10
(Increase)/decrease in inventories		(1,967.05)	(1,507.24)
Increase/(decrease) in trade payables		365.27	3,280.56
Increase/(decrease) in other non-current financial liabilities		18.05	15.74
Increase/(decrease) in other current financial liabilities		107.40	(133.01)
Increase/(decrease) in non-current provisions		196.54	372.20
Increase/(decrease) in current provisions		123.03	32.40
Increase/(decrease) in other non-current liabilities		(15.76)	(22.80)
Increase/(decrease) in other current liabilities		1,894.34	287.32
Cash generated from operations		**5,378.71**	**6,715.77**
Direct tax paid (net of refunds)		(512.93)	(557.20)
Cash flow before exceptional items		**4,865.78**	**6,158.57**
Exceptional items:		(525.00)	69.07
Net cash inflow from/(used in) operating activities	**(A)**	**4,340.78**	**6,227.64**
Cash flows from investing activities			
Purchase of property, plant and equipment (Including Capital work in progress)		(2394.02)	(4,781.63)
Sale proceeds of property, plant and equipments (net of expenses)		2093.53	86.67
Sale/(Purchase) of investment property		-	(45.75)
Sale/(Purchase) of Intangible assets		(73.81)	(106.01)
(Increase)/decrease in capital advances		(379.45)	51.50
Increase/(decrease) in capital creditors		(35.63)	31.32
(Increase)/decrease in Investment in subsidiaries and others		(3,655.51)	(290.47)
(Increase)/decrease in investment - Others		711.05	1,773.19

STANDALONE STATEMENT OF CASH FLOWS
for the year ended March 31, 2025 (Contd.)

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
(Increase)/decrease in non-current Loans		(17.60)	2.75
(Increase)/decrease in current Loans		(1,995.05)	(132.56)
(Increase)/decrease in bank deposit		(485.83)	(168.50)
Interest received		457.11	295.07
Dividend received		2,228.29	1,492.11
Rent received		764.49	597.40
Net Cash From/ (Used In) Investing Activities	**(B)**	**(2,782.43)**	**(1,194.92)**
Cash flows from financing activities			
Proceeds from/ (repayment of) long term borrowings		(2,400.57)	55.48
Proceeds from/ (repayment of) short term borrowings		5,129.03	2,498.63
Issue of Share Capital (inclusive of Security Premium net of related expenses)		15,042.09	383.47
Payment of Lease Liabilities		(1,315.29)	(1,140.50)
Dividend paid		(2,295.63)	(4,881.89)
Other borrowing cost		(655.08)	(1,050.56)
Interest paid		(2,045.65)	(1,514.55)
Net cash inflow from/(used in) financing activities	**(C)**	**11,458.90**	**(5,649.92)**
Net Increase (decrease) In cash and cash equivalents	**(A+B+C)**	**13,017.25**	**(617.19)**
Opening balance of cash and cash equivalents		6,123.57	6,740.76
Total cash and cash equivalents		**19,140.82**	**6,123.57**
Components of cash and cash equivalents			
Cash, Cheque/drafts on hand		156.38	58.58
With banks - Current account		1,477.43	868.05
With banks - Deposit account		12,605.03	5,196.94
With banks - Commercial Papers		4,901.98	-
Total cash and cash equivalent (Note no. 17)		**19,140.82**	**6,123.57**

Notes :

a) The above Standalone statement of Cash Flows has been prepared under the Indirect Method as set out in IND AS 7' Statement of Cash Flows'.

b) The Increase/(Decrease) in liabilities arising from financing activities includes non-cash transactions as under:

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
i) EIR adjustment of borrowings	13.20	10.40
ii) Unwinding of discount on security deposit	13.25	11.83

Summary of Material Accounting Policies Information (Note-3)

The accompanying notes form an integral part of these standalone financial statements

As per our Report of even date attached

For & on behalf of Board of Directors of Pearl Global Industries Limited

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M.No. A23564

Place of Signature: New Delhi
Date: May 20, 2025

Place of Signature: Gurugram
Date: May 20, 2025

STANDALONE STATEMENT OF CHANGES IN EQUITY
for the year ended March 31, 2025

A. Equity Share Capital

(Amount in ₹ Lakhs, unless otherwise stated)

As At April 01, 2023	2,166.39
Changes during the year	12.79
As At March 31, 2024	**2,179.18**
Changes during the year	117.58
As At March 31, 2025	**2,296.76**

B. Other Equity

Particulars	Reserve & Surplus						Items of other comprehensive income		Total Other Equity
	General Reserve	Security Premium	Capital Redemption Reserve	Amalgamation Reserve	Retained Earnings	Share Based Payment	Effective Portion of Cash Flow Hedge	Currency Translation Reserve	
Balance as at April 01, 2023	**4,204.36**	**17,103.90**	**95.00**	**625.95**	**13,746.39**	**259.51**	**(140.51)**	**25.00**	**35,919.60**
Profit/(loss) for the year	-	-	-	-	2,823.77	-	-	-	**2,823.77**
Net movement in effective portion of cash flow hedge reserve, net of tax effect	-	-	-	-	-	-	137.90	-	**137.90**
Security premium	-	591.75	-	-	-	-	-	-	**591.75**
Share Based Payment Reserve	-	-	-	-	-	639.68	-	-	**639.68**
Dividend	-	-	-	-	(4,888.39)	-	-	-	**(4,888.39)**
Remeasurement of the benefit plan, net of tax effect	-	-	-	-	34.81	-	-	-	**34.81**
Foreign Currency Translation Reserve	-	-	-	-	-	-	-	(25.00)	**(25.00)**
Balance as at March 31, 2024	**4,204.36**	**17,695.65**	**95.00**	**625.95**	**11,716.58**	**899.19**	**(2.61)**	**-**	**35,234.13**
Profit/(loss) for the year	-	-	-	-	5,490.07	-	-	-	**5,490.07**
Net movement in effective portion of cash flow hedge reserve, net of tax effect	-	-	-	-	-	-	(134.06)	-	**(134.06)**
Security premium	-	15,627.07	-	-	-	-	-	-	**15,627.07**
Share Based Payment Reserve	-	-	-	-	-	404.72	-	-	**404.72**

STANDALONE STATEMENT OF CHANGES IN EQUITY
for the year ended March 31, 2025 (Contd.)

Particulars	Reserve & Surplus						Items of other comprehensive income		Total Other Equity
	General Reserve	Security Premium	Capital Redemption Reserve	Amalgamation Reserve	Retained Earnings	Share Based Payment	Effective Portion of Cash Flow Hedge	Currency Translation Reserve	
Share Issues expenses relating to Qualified Institutional Placement	-	(391.85)	-	-	-	-	-	-	**(391.85)**
Dividend	-	-	-	-	(2,294.80)	-	-	-	**(2,294.80)**
Remeasurement of the benefit plan, net of tax effect	-	-	-	-	(76.72)	-	-	-	**(76.72)**
Foreign Currency Translation Reserve	-	-	-	-	-	-	-	-	-
Balance as at March 31, 2025	**4,204.36**	**32,930.87**	**95.00**	**625.95**	**14,835.13**	**1,303.91**	**(136.67)**	**-**	**53,858.55**

Summary of Material Accounting Policies Information (Note No. 3)

The accompanying notes form an integral part of these standalone financial statements

As per our Report of even date attached

For **S. R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number: 083689

Place of Signature: New Delhi
Date: May 20, 2025

For & on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. A23564

Place of Signature: Gurugram
Date: May 20, 2025

NOTES

to standalone financial statements for the year ended March 31, 2025

1. Corporate Information

Pearl Global Industries Limited ("the Company") is a public limited company domiciled in India and has its registered office at C-17/1 Paschimi Marg, Vasant Vihar, New Delhi, South West Delhi, Delhi, 110057. The Company is primarily engaged in manufacturing, sourcing and export of ready to wear apparels through its facilities and operations in India and overseas. The Company has its primary listings on Bombay Stock Exchange and National Stock Exchange in India.

The financial statements were authorised for issue in accordance with a resolution of the Board of Directors on May 20, 2025.

2. Basis of preparation and measurement

Statement of Compliance: The Financial Statements are prepared on an accrual basis under historical cost convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Companies Act, 2013, as applicable.

The accounting policies are applied consistently to all the periods presented in the financial statements.

Basis of Preparation and presentation: The financial statements are prepared under the historical cost convention except for certain financial assets and liabilities (including derivative financial instruments) that are measured at fair value or amortised cost.

All assets and liabilities have been classified as current or non current according to the Company's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities.

Functional and Presentation Currency

The financial statements are presented in ₹ which is its functional & presentational currency and all values are rounded to the nearest Lakhs upto two decimal places except otherwise stated.

Going Concern

The board of directors have considered the financial position of the Company at March 31, 2025 and the projected cash flows and financial performance of the Company for at least twelve months from the date of approval of these financial statements as well as planned cost and cash improvement actions, and believe that the plan for sustained profitability remains on course.

The board of directors have taken actions to ensure that appropriate long-term cash resources are in place at the date of signing the accounts to fund the Company's operations.

Recent accounting pronouncements notified by Ministry of Corporate Affairs are as under:-

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified some amendments in IND AS 21 " The Effect of Change in Foreign Exchange Rates" on May 07, 2025 which comes into force from that date only. The amendment is with respect to determination of appropriate exchange rate. Based on preliminary assessment, the Company does not expect the amendments to have any significant impact on its financial statements.

3. Material accounting policies information

a) Material accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amount of revenues and expenses for the years presented. Actual results may differ from the estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods affected.

Use of Estimates and Judgements

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

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to standalone financial statements for the year ended March 31, 2025

Such changes are reflected in the assumptions when they occur. Also, the Company has made certain judgements in applying accounting policies which have an effect on amounts recognised in the financial statements.

i) Income taxes

The Company is subject to income tax laws as applicable in India. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Where tax positions are uncertain, accruals are recorded within income tax liabilities for management's best estimate of the ultimate liability that is expected to arise based on the specific circumstances and the Company's historical experience. Factors that may have an impact on current and deferred taxes include changes in tax laws, regulations or rates, changing interpretations of existing tax laws or regulations, future levels of research and development spending and changes in pre-tax earnings.

ii) Contingencies

Contingent Liabilities may arise from the ordinary course of business in relation to claims against the Company, including legal and other claims. By virtue of their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

iii) Recoverability of deferred taxes

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment.

iv) Defined benefit plans

The present value of the gratuity and compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

v) Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

vi) Leases

Where the Company is the lessee, key judgements include assessing whether arrangements contain a lease and determining the lease term. To assess whether a contract contains a lease requires judgement about whether it depends on a specified asset, whether the Company obtains substantially all the economic benefits from the use of that asset and whether the Company has a right to direct the use of the asset. In order to determine the lease term judgement is required as extension and termination options have to be assessed along with all facts and circumstances that may create an economic incentive to exercise an extension option, or not exercise a termination option. The Company revises the lease term if there is a change in the non-cancellable period of a lease. Estimates include calculating the discount rate which is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Where the Company is the lessor, the treatment of leasing transactions is mainly determined by whether the lease is considered to be an operating or finance lease. In making this assessment, management looks at the substance of the lease, as well as the legal form, and makes a judgement about whether substantially all of the risks and rewards of ownership are transferred. Arrangements which do not take the legal form of a lease but that nevertheless convey the right to use an asset are also covered by such assessments.

vii) Amortisation of Government Grants

Grants are amortised to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

viii) Hedging

It is measured on judgement of highly probable forecast transactions.

ix) Impairment of financial instruments

The Company analyses regularly for indicators of impairment of its financial instruments by reference to the requirements under relevant Ind AS.

The management's estimates and assessments were based in particular on assumptions regarding the development of the economy as a whole, the development of textiles markets, and the development of the basic legal parameters.

b) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets:

An asset is treated as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle

b) Held primarily for the purpose of trading

c) Expected to be realised within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liabilities:

A liability is current when:

(a) It is expected to be settled in normal operating cycle

(b) It is held primarily for the purpose of trading

(c) It is due to be settled within twelve months after the reporting period, or

(d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period All other liabilities are classified as non-current.

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

Operating cycle: The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

c) Property, Plant and Equipment (PPE) and Depreciation

Property, plant and equipment and capital work in progress are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct services, any other costs directly attributable to bringing the assets to its working condition for their intended use and cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When parts of an item of PPE having significant costs have different useful lives, then they are accounted for as separate items (major components) of property, plant & equipment.

An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-

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to standalone financial statements for the year ended March 31, 2025

recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss.

Items of stores and spares that meet the definition of property, plant and equipment are capitalised at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

Transition to Ind AS: On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

Subsequent costs: The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in statement of profit and loss as and when incurred.

Decommissioning Costs: The present value of the expected cost for the decommissioning of an asset, if any, after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. (as applicable).

Capital work in progress: Capital work in progress comprises the cost of property, plant & equipment that are not ready for their intended use at the reporting date.

Cost comprises of purchase cost, related acquisition expenses, borrowing costs and other direct expenditure.

Depreciation

Depreciation is provided on a pro-rata basis on the straight-line basis on the estimated useful life prescribed under Schedule II to Companies Act , 2013 with the following exception:

- Property, plant & equipment costing upto ₹ 5,000 has been fully depreciated during the financial year
- Leasehold land has been amortised over the lease term.
- Freehold Land is not depreciated.

Category of Asset	Estimated Useful life
Factory Building	30 years
Other Building	60 years
Plant and Machinery	15 years
Furniture and Fixtures	10 years
Electrical Equipment	10 years
Vehicles	8 years
Office Equipment	5 years
Computer Equipment	3 years

Depreciation Method, useful lives and residual values are reviewed at each financial year end and adjusted, if appropriate.

d) Investment Property

Property that is held for rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any.

The Company, based on technical assessment made by management, depreciates the building over estimated useful life of 60 years. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used. **Transition to Ind AS:** On transition to Ind AS, the Company has elected to continue with the carrying value of all its investment properties as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such investment properties.

e) Other Intangible assets

Recognition and measurement

Intangible assets that are acquired by the Company are measured initially at cost. Intangible assets with finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses, if any. All expenditures, qualifying as Intangible Assets are amortised over estimated useful life.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its intangible assets recognised as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Subsequent Expenditure: Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in Statement of Profit and Loss as incurred.

Amortisation and useful lives: Intangible assets with finite lives are amortised over the useful life and these are assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. The amortisation method, residual value and the useful lives of intangible assets are reviewed annually and adjusted as necessary. Specialised softwares are amortised over a period of 5 years or license period whichever is earlier.

f) Borrowing costs

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

g) Foreign Currency Transactions and Translations

Functional and presentational currency

The Company's financial statements are presented in Indian Rupees (₹ in Lakhs) which is also the Company's functional currency. Functional currency is the currency of the primary economic environment in which a company operates and is normally the currency in which the Company primarily generates and expends cash. All the financial information presented in ₹ except where otherwise stated.

Transactions and balances

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the date the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currencies are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured in terms of historical cost are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

Advances received or paid in foreign currency are recognised at exchange rate on the date of transaction and not re-translated.

h) Revenue Recognition

The Company derives revenue primarily from export of manufactured and traded goods.

Revenue from contract with customers

Revenue from contract with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding the amount collected on behalf of third parties(for example, taxes and duties collected on behalf of government) and net of returns & discounts. The Company has concluded that it is acting as principal in its revenue arrangements.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of products, the Company considers the effect of variable consideration, the existence of significant financing component, non-cash consideration, and consideration payable to the customer (if any).

The Company assesses its revenue arrangements against specific recognition criterior like exposure to significant risks & rewards associated with the

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to standalone financial statements for the year ended March 31, 2025

sale of goods or services. When deciding the most appropriate basis for presenting revenue or costs of revenue, both the legal form and substance of the agreement between the Company and its Customers are reviewed to determine each party's respective role in the transaction.

Specific revenue recognition criteria:

(i) Sale of products

Revenue from sale of products is recognised at the point in time when control of product is transferred to the customer. In case of Export sale it is on the basis of date of airway bill/bill of lading.

(ii) Job work income

Revenue from job work on the product is recognised at the point in time when control of services is transferred to the customer, generally on the delivery of the product after completion of job work.

(iii) Export Incentives

Export Incentives under various schemes are accounted in the year of export.

(iv) Recovery from Customers / Claim or Penalty

a) Recovery from customers & Claim / Penalty Income is recognised when the right to receive is established.

(v) Other Incomes

a) Sale of software/ SAP income is recognised at the delivery of complete module & patches (through reimbursement from group companies).

b) Rental Income is recognised on accrual basis as per the terms of agreement.

c) In respect of interest income, revenue is recognised on the time proportion basis, taking into account the amount outstanding and the rate of interest applicable.

d) Dividend Income is recognised when the right to receive is established.

Variable Consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Significant Financing Component

Generally, the Company does not receive short term or long term advances from its customers except in certain scenarios. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of promised good or service to the customer and when the customer pays for good or service will be one year or less. The Company does not expect to have any contracts where the period between the transfer of promised goods and services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section Financial instruments – initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Cost to obtain a contract

The Company does not capitalise costs to obtain a

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to standalone financial statements for the year ended March 31, 2025

contract because majorly the contracts have terms that do not extend beyond one year. The Company does not have a significant amount of capitalised costs related to fulfilment.

i) Inventories

i) Inventories of finished goods manufactured by the Company are valued style-wise and at lower of cost and estimated net realizable value. Cost includes material cost on weighted average basis and appropriate share of overheads incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

ii) Inventories of finished goods (traded) are valued at lower of procurement cost (FIFO method) or estimated net realizable value.

iii) Inventories of raw material, work in progress, accessories & consumables are valued at cost (weighted average method) or at estimated net realizable value whichever is lower. WIP cost includes appropriate portion of allocable overheads. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realizable value.

iv) Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. The comparison of cost and net realizable value is made on a item by item basis. Obsolete or slow moving inventories are identified from time to time and a provision is made for such inventories as appropriate on periodic basis.

j) Leases

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

Company as a lessee

The Company's lease asset classes primarily comprise of lease for land and building. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset. The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below:

i) 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 includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets (i.e. 30 and 60 years) If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease Liabilities

At the commencement date of the lease, the Company 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

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residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The Company's lease liabilities are included in other current and non-current financial liabilities.

(iii) 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 the lease of low-value assets recognition exemption to leases that are considered to be 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. "Lease liability" and "Right of Use" asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Company as a lessor

Leases for which the Company is a lessor is classified as finance or operating lease. Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

k) Employee's benefits

Short term employee benefits: All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. When an employee has rendered service to the Company during an accounting period, the Company recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense unless another Ind AS requires or permits the inclusion of the benefits in the cost of an asset. Benefits such as salaries, wages and short-term compensated absences, bonus and ex-gratia etc. are recognised in statement of profit and loss in the period in which the employee renders the related service.

A liability is recognised for the amount expected to be paid after deducting any amount already paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably. If the amount already paid exceeds the undiscounted amount of the benefits, the Company recognises that excess as an asset /prepaid expense to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts.

Retirement benefits in the form of Provident Fund, Employee State Insurance Scheme and Labour Welfare Fund Scheme are defined contribution plans. The contributions paid/payable to government administered respective funds are recognised as an expense in the Statement of Profit and loss during the period in which the employee renders the related service.

Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

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The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation report using the projected unit credit method as at the year end.

The obligations are measured at the present value of the estimated future cash flows. The discount rate is generally based upon the market yields available on Government bonds at the reporting date with a term that matches that of the liabilities.

Re-measurements, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest and if applicable), is reflected immediately in Other Comprehensive Income in the statement of profit and loss. All other expenses related to defined benefit plans are recognised in statement of profit and loss as employee benefit expenses. Re-measurements recognised in Other Comprehensive Income will not be reclassified to statement of profit and loss hence it is treated as part of retained earnings in the statement of changes in equity. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Curtailment gains and losses are accounted for as past service costs.

Other long term employee benefits

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during the service, on early retirement, on withdrawal of scheme, at resignation by employee and upon death of employee. The scale of benefits is determined based on the seniority and the respective employee's salary. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Employees Share Based Payment

Employees (including senior executives) of the Company receive component of remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

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

Expense relating to options granted to employees of the subsidiaries under the Company's share-based payment plan, is cross charged for their share of the ESOP cost by equity settlement.

l) Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will

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be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit and loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The unwinding of discount is recognised in the statement of profit and loss as a finance cost.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

m) Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

(i) Financial assets

Initial recognition and measurement

A financial asset is initially recognised at fair value. In case of financial assets which are recognised at fair value through profit and loss, its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Subsequent measurement

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

- Financial Asset carried at amortised cost
- Financial Asset at Fair Value Through Other Comprehensive Income (FVTOCI)
- Financial Asset at Fair Value Through Profit and Loss (FVTPL)

Financial asset carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset at Fair Value Through Other Comprehensive Income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset at Fair Value Through Profit and Loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised (i.e. removed from the Company's Balance Sheet) when:

(i) The contractual rights to receive cash flows from the asset has expired, or

(ii) The Company has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(ii) Financial liabilities

Initial recognition and measurement

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

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

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costs. The Company's financial liabilities include borrowings, trade and other payables, security deposits received etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at amortised cost
- Financial liabilities at fair value through profit and loss (FVTPL)

A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such as initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the Statement of Profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense is recognised in the Statement of Profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(iv) Derivative financial instruments

Till March 31, 2019, the Company used derivative financial instruments, such as forward currency contracts, to hedge its foreign currency risks. Such derivative financial instruments were initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

(v) Hedge Accounting

With effect from April 2019, the Company adopted Hedge Accounting. The derivatives that are designated as hedging instrument under Ind AS 109 to mitigate risk arising out of foreign currency transactions are accounted for as cash flow hedges. The Company enters into hedging instruments in accordance with policies as approved by the Board of Directors with written principles which is consistent with the risk management strategy of the Company.

The hedge instruments are designated and documented as hedges at the inception of the contract. The effectiveness of hedge instruments is assessed and measured at inception and on an ongoing basis.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI, e.g., cash flow hedging reserve and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the statement of profit and loss. The amount accumulated is retained in cash flow hedge reserve and reclassified to profit or loss in the same period or periods during which the hedged item affects the statement of profit and loss.

If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument is terminated or exercised prior to its maturity/ contractual term, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is reclassified to the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified immediately in the statement of profit and loss.

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n) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increases in credit risk. Expected credit loss is the weighted average of the difference between all contractual cash flows that are due to the Company in accordance with the contracts and all the cash flows that the Company expects to receive, discounted at original effective interest rate with the respective risk of defaults occurring as the weights.

o) Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

An impairment loss is recognised, if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount and is recognised in statement of profit and loss.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

p) Fair value measurement

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

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

q) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax relating to items recognised directly in equity/other comprehensive income is recognised in respective head and not in the statement of profit & loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

r) Investment in subsidiaries

Investment in subsidiaries

There is an option to measure investments in subsidiaries at cost in accordance with Ind AS 27 at either:

(a) Fair value on date of transition; or

(b) Previous GAAP carrying values

The Company had decided to use the previous GAAP carrying values to value its investments in its subsidiaries as on the date of transition, April 01, 2016.

s) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash balance on hand, cash balance at banks and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

t) Statement of Cash flows

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows.

u) Earnings per share (EPS)

In determining earnings per share, the Company considers the net profit after tax and includes the post tax effect of any extraordinary items.

Basic EPS amounts are calculated by dividing the profit for the year attributable to the shareholders of the Company by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. A transaction is considered to be antidilutive if its effect is to increase the amount of

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EPS, either by lowering the share count or increase the earnings.

v) Government grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

w) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

x) Dividend

The Company recognises a liability to make the payment of dividend to owners of equity, when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

y) Exceptional items

When items of income and expense within statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the Company for the period, the nature and amount of such material items are disclosed separately as exceptional items.

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4. Property, plant and equipment

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land-Freehold	Land-Leasehold	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Total
Gross carrying amount								
As At April 01, 2023	**1,624.07**	**711.25**	**3,853.95**	**710.61**	**11,005.84**	**1,311.54**	**995.91**	**20,213.17**
Add: Additions made during the year	-	-	699.97	604.87	2,510.87	120.83	104.44	4,040.98
(Less): Disposals during the year	-	-	-	-	(310.70)	-	(48.73)	(359.43)
(Less)/Add: Adjustments during the year	64.96	-	-	-	-	-	-	64.96
As At March 31, 2024	**1,689.03**	**711.25**	**4,553.92**	**1,315.48**	**13,206.01**	**1,432.37**	**1,051.62**	**23,959.68**
Add: Additions made during the year	-	151.54	1,807.02	36.79	1,539.46	97.86	70.17	3,702.84
(Less): Disposals during the year	-	(862.79)	(460.22)	-	(872.45)	(43.32)	(60.78)	(2,299.56)
(Less)/Add: Adjustments during the year	-	-	-	-	-	-	-	-
As At March 31, 2025	**1,689.03**	**-**	**5,900.72**	**1,352.27**	**13,873.02**	**1,486.91**	**1,061.01**	**25,362.96**
Accumulated depreciation/ amortisation								
As At April 01, 2023	**-**	**19.34**	**987.47**	**296.59**	**4,793.26**	**677.86**	**613.91**	**7,388.40**
Add: Depreciation charge for the year	-	8.20	145.60	156.08	911.28	131.67	80.14	1,432.97
(Less): Disposals during the year	-	-	-	-	(161.64)	-	(42.07)	(203.71)
As At March 31, 2024	**-**	**27.54**	**1,133.07**	**452.67**	**5,542.90**	**809.53**	**651.98**	**8,617.67**
Add: Depreciation charge for the year	-	1.48	189.11	194.31	1,023.88	129.26	83.87	1,621.91
(Less): Disposals during the year	-	(29.02)	(6.96)	-	(551.69)	(31.89)	(40.65)	(660.21)
As At March 31, 2025	**-**	**-**	**1,315.22**	**646.98**	**6,015.09**	**906.90**	**695.20**	**9,579.37**
Net carrying amount								
As At March 31, 2025	**1,689.03**	**-**	**4,585.50**	**705.29**	**7,857.93**	**580.01**	**365.81**	**15,783.59**
As At March 31, 2024	1,689.03	683.71	3,420.85	862.81	7,663.11	622.84	399.64	**15,342.01**

a) For Information on Property, plant and equipment pledged as security by the Company refer Note 21 and 22

b) The above property, plant and equipment includes assets given on lease given in the below table:

Particulars	Plant and Equipment	Furniture and Fixtures	Total
As At March 31, 2025			
Gross carrying amount	27.77	21.22	48.99
Accumulated depreciation	(22.09)	(19.71)	(41.80)
Net carrying amount	**5.68**	**1.51**	**7.19**
As At March 31, 2024			
Gross carrying amount	27.77	21.22	48.99
Accumulated depreciation	(22.09)	(19.71)	(41.80)
Net carrying amount	**5.68**	**1.51**	**7.19**

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5. Capital work in progress

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	1,432.34	691.69
Add: Addition made during the year	123.53	1,431.18
(Less): Disposals during the year	(1,432.34)	(690.53)
Balance at the end of the year	**123.53**	**1,432.34**

a) Breakup of capital work in progress is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Building	-	1,280.31
Plant and machinery	123.53	110.69
Furniture and fittings	-	24.44
Other expenses	-	16.90
	123.53	**1,432.34**

b) Ageing schedule of CWIP as at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	123.53	-	-	-	123.53
Projects temporarily suspended	-	-	-	-	-

b) Ageing schedule of CWIP as at March 31, 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	1,431.18	1.16	-	-	1,432.34
Projects temporarily suspended	-	-	-	-	-

c) There are no capital-work-in progress as at March 31, 2025 and as at March 31, 2024 whose completion is overdue or has exceeded its cost as compared to its original plan.

d) During the year interest expense amounting to Nil relating to capital expenditure has been transferred to capital work in progress. (March 31, 2024: ₹ 16.90 Lakhs)

6. INVESTMENT PROPERTIES

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land freehold	Building	Total
Gross carrying amount			
As At April 01, 2023	**1,900.41**	**4,328.22**	**6,228.63**
Add: Additions made during the year	45.76	-	45.76
Less: (Disposals)/adjustments during the year	(64.97)	-	(64.97)
As At March 31, 2024	**1,881.21**	**4,328.22**	**6,209.43**

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land freehold	Building	Total
Add: Additions made during the year	-	-	-
Less: (Disposals)/adjustments during the year	-	-	-
As At March 31, 2025	**1,881.21**	**4,328.22**	**6,209.43**
Accumulated depreciation and amortisation			
As At April 01, 2023	**-**	**492.58**	**492.58**
Add: Depreciation & amortisation charge for the year	-	73.81	73.81
Less: (Disposals)/adjustments during the year	-	-	-
As At March 31, 2024	**-**	**566.39**	**566.39**
Add: Depreciation & amortisation charge for the year	-	73.81	73.81
Less: (Disposals)/adjustments during the year	-	-	-
As At March 31, 2025	**-**	**640.20**	**640.20**
Net carrying amount			
As At March 31, 2025	**1,881.21**	**3,688.02**	**5,569.23**
As At March 31, 2024	1,881.21	3,761.83	5,643.04

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	**Amounts recognised in Statement of Profit and Loss for investment property**		
	Rental Income	875.09	728.92
	Less: Direct operating expenses of property that generated rental income	(41.13)	(62.05)
	Less: Direct operating expenses of property that did not generated rental income	-	-
	Income arising from Investment properties before charging depreciation	833.96	666.87
	(Less): Depreciation & amortisation	(73.81)	(73.81)
	Income from Investment properties (net)	**760.15**	**593.06**
(b)	**Fair value of investment properties**	**12,105.27**	**12,187.78**

Estimation of fair value

The fair valuation is based on current prices in the active market for similar properties. The main inputs used are quantum, area, location, demand, restrictive entry to the complex, age of building and trend of fair market rent. This valuation is based on valuations performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

7. Other Intangible assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Computer Software	Total
Gross carrying amount		
As At April 01, 2023	**444.15**	**444.15**
Add: Additions made during the year	106.02	106.02
(Less): Disposals during the year	-	-
As At March 31, 2024	**550.17**	**550.17**
Add: Additions during the year	73.81	73.81
(Less): Disposals during the year	(320.56)	(320.56)
As At March 31, 2025	**303.42**	**303.42**
Accumulated amortisation		
As At April 01, 2023	**287.94**	**287.94**

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Computer Software	Total
Add: Amortisation charge for the year	52.63	52.63
(Less): Disposals during the year	-	-
As At March 31, 2024	**340.57**	**340.57**
Add: Amortisation charge for the year	63.51	63.51
(Less): Disposals during the year	(317.83)	(317.83)
As At March 31, 2025	**86.25**	**86.25**
Net carrying amount		
As At March 31, 2025	**217.17**	**217.17**
As At March 31, 2024	209.58	209.58

8. Investment in subsidiaries

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Non- Current		
A) Investments in equity instruments		
(At Cost)		
Pearl Global Fareast Limited, Hong Kong		
1195000 (March 31, 2024: 1195000) Equity Shares of USD 1 Each fully paid up	3,283.39	3,283.39
Pearl Global (HK) Limited, Hong Kong		
1771644 (March 31, 2024: 1610000) Equity Shares of USD 1 each fully paid up	8,483.55	5,932.20
Norp Knit Industries Limited, Bangladesh		
3381211 (March 31, 2024: 3381211) Equity Shares of Taka 100 Each fully paid up	2,201.64	2,201.64
Pearl Global USA Inc. (Refer note (d) below)		
1001000 (March 31, 2024: 301000) Equity Shares of USD 1 each fully paid up	824.20	239.42
Pearl GT HoldCo Ltd		
18000 (March 31, 2024: 5500) Equity Shares of USD 1 each fully paid up	462.84	451.94
Pearl Knitting & Dyeing Industries Limited		
12136 (March 31, 2024: Nil) Equity Shares of Taka 100 each fully paid up	8.66	-
GoGreen Apparel Limited (formerly SBUYS E-commerce Limited)		
24950 (March 31, 2024: 10000) Equity Shares of ₹ 10 each fully paid up	611.14	1.00
Pearl Global Kaushal Vikas Limited		
50000 (March 31, 2024: 50000) Equity Shares of ₹ 10 each fully paid up	5.00	5.00
Sead Apparel Private limited		
10000 (March 31, 2024: 10000) Equity Shares of ₹ 10 each fully paid up	1.00	1.00
Total (A)	**15,881.42**	**12,115.59**
B) Equity Component : Employee Stock Option Plan (ESOP) (Refer Note 52)		
Pearl Global (HK) Limited	12.68	12.22
Pearl Global Vietnam Co Ltd	131.69	89.19
P.T. Pinnacle Apparels	71.66	67.39
Norp Knit Industries Limited	283.91	207.16
GoGreen Apparel Limited	17.46	-
Total (B)	**517.40**	**375.96**
Total (A+B)	**16,398.82**	**12,491.55**
i) Aggregate value of unquoted investments	16,398.82	12,491.55
ii) Aggregate amount of impairment in value of unquoted investments	-	-
iii) Aggregate value of unquoted investments (net of impairment)	16,398.82	12,491.55

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(a) Information about subsidiaries

(All amounts are in ₹ Lakhs, unless otherwise stated)

Name of Company	Country of incorporation	Principal activities	Proportion (%) of equity interest	
			As At March 31, 2025	As At March 31, 2024
Pearl Global Fareast Limited	Hong Kong	Trading of garments	100.00	100.00
Pearl Global (HK) Limited	Hong Kong	Manufacturing and trading of garments	100.00	100.00
Norp Knit Industries Limited	Bangladesh	Manufacturing and trading of garments	99.99	99.99
Pearl Global USA Inc.	USA	Trading of garments	100.00	100.00
Pearl GT HoldCo Ltd	British Virgin Islands	Manufacturing and trading of garments	80.00	55.00
Pearl Knitting & Dyeing Industries Limited	Bangladesh	Manufacturing and trading of garments	99.90	-
Gogreen Apparel Limited (Formerly SBUYS E-Commerce Limited)	India	Manufacturing and Trading of garments	100.00	100.00
Pearl Global Kaushal Vikas Limited	India	Skill Development	100.00	100.00
Sead Apparels Private Limited	India	Manufacturing and Trading of Garments	100.00	100.00

b) During 2024-25, the Company has made investment of ₹ 10.90 Lakhs in the subsidiary "Pearl GT HoldCo Ltd." Consequently, Company's stake in the subsidiary has been increased to 80% from 55%.

c) During 2024-25, the Company has made investment of ₹ 8.66 Lakhs in Pearl Knitting & Dyeing Industries Limited, a Subsidiary incorporated in Bangladesh.

d) The number of shares in note above represents absolute numbers.

9. Investments Others

(All amounts are in ₹ Lakhs, unless otherwise stated)

Non- Current	As At March 31, 2025	As At March 31, 2024
Investments in Government securities -Unquoted		
(At Amortised cost)		
Investments in Government securities		
- Gold Sovereign Bond- Nil (March 31, 2024: 15 units of 1 gram each) issued by Reserve Bank of India	**-**	**0.47**
Total	**-**	**0.47**
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments	-	0.47
Aggregate value of unquoted investments (net of impairment)	-	0.47

The number of units and number of shares in note above represents absolute numbers.

NOTES
to standalone financial statements for the year ended March 31, 2025

10. Loans

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good unless otherwise stated)				
Loans to related parties (Refer Note No. 47)				
- Loans Receivables considered good – Unsecured	-	-	2,431.22	484.78
Loans to employees				
- Loans Receivables considered good – Unsecured	26.45	8.85	115.70	67.09
	26.45	**8.85**	**2,546.92**	**551.87**

a) The Company has no loans which have significant increase in credit risk and loans which are credit impaired. (Refer Note No. 44)

b) Details of Loans or Advances granted to promoters, directors, KMPs and the related parties :

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As At March 31, 2025		As At March 31, 2024	
Type of Borrower	Amount of Loan or Advance in the nature of loan outstanding	Percentage to Total Loan and Advances in the nature of Loan	Amount of Loan or Advance in the nature of loan outstanding	Percentage to Total Loan and Advances in the nature of Loan
Related Parties (Refer note 47)	2,431.22	94.48%	484.78	86.46%

11. Other financial assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good unless otherwise stated)				
Security deposits	792.11	615.00	146.15	103.21
Interest accrued but not due on				
- Term deposits and others	-	1.93	67.41	68.81
Deposits with original maturity of more than 12 months (Refer note 18)	-	55.10	-	-
Other receivables	-	-	-	5.87
	792.11	**672.03**	**213.56**	**177.89**

Note:

a) Other receivables of ₹ Nil Lakhs (March 31, 2024 : ₹ 5.87 Lakhs represents amount receivable from banks on hedged instruments).

NOTES
to standalone financial statements for the year ended March 31, 2025

12. Income Tax

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

Statement of profit and loss:

Profit or loss section

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As at March 31, 2025	As at March 31, 2024
Tax Expense:		
a) Current tax	929.33	501.66
b) Adjustments in respect of relating to earlier years	(83.10)	(127.95)
c) Deferred tax	(41.68)	(149.79)
Income tax expense reported in the statement of profit or loss	**804.55**	**223.92**

OCI section

Deferred tax related to items recognised in OCI during the year.

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As at March 31, 2025	As at March 31, 2024
Net loss/(gain) on remeasurements of defined benefit plans	25.80	(11.71)
Income tax on items that will be reclassified subsequently to statement of profit and loss	45.09	(46.38)
Income tax charged/(reversed) to OCI	**70.89**	**(58.09)**

a) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2025 and March 31, 2024.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Accounting profit before tax from continuing operations	6,294.62	3,047.69
Accounting profit before income tax		
At India's statutory income tax rate of 25.168% (March 31, 2024 : 25.168%)	1,584.23	767.04
Adjustments in respect of current income tax of previous years	(83.10)	(127.95)
Tax effect of the amounts which are Non-deductible/(taxable) for tax purposes:		
Expenses not deducted for tax purposes	21.57	74.27
Expenses Permanently disallowed for Income tax	28.04	51.06
Impact of charging tax at lower rate on capital gain income	(35.18)	(64.59)
Income exempted from income tax	(710.07)	(556.85)
Impact of tax at different tax rate and Others	(0.94)	80.94
At the income tax rate of 25.168 % (March 31, 2024: 25.168%)	804.55	223.92
Income tax expense reported in the statement of profit and loss	804.55	223.92

b) Deferred tax:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Balance sheet	
	As at March 31, 2025	As at March 31, 2024
Deferred tax assets relates to the following:		
Provision for employee benefits	709.86	576.29
Expenses allowed in the year of payment	116.94	137.36
Unaborsbed Losses	49.66	154.22
Lease Liabilities	1,377.20	966.92
Mark to Mark Forward Contracts - Cash Flow Hedge	63.82	1.69
Others	106.38	81.79
(A)	**2,423.86**	**1,918.27**
Deferred tax liability relates to the following:		
Property, plant and equipment	898.03	921.35

NOTES
to standalone financial statements for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		Balance sheet	
		As at March 31, 2025	As at March 31, 2024
Right to use assets		1,224.40	800.98
Borrowing (EIR)		4.86	8.18
Others		20.35	24.11
	(B)	**2,147.64**	**1,754.62**
Total deferred tax assets/(liabilities) (Net)	**(A-B)**	**276.22**	**163.65**

c) **The movement between net deferred tax assets /(liabilities) is as under :**

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As at March 31, 2024	Recognised in Statement of Profit and Loss	Recognised in Statement of Other Comprehensive Income	As at March 31, 2025
Deferred tax assets relates to the following:				
Provision for employee benefits	576.29	107.77	25.80	709.86
Expenses allowed in the year of payment	137.36	(20.42)	-	116.94
Unabsorbed Losses	154.22	(104.56)	-	49.66
Lease Liabilities	966.91	410.29	-	1,377.20
Mark to Mark Forward Contracts - Cash Flow Hedge	1.70	17.03	45.09	63.82
Others	81.79	24.59	-	106.38
	1,918.27	**434.70**	**70.89**	**2,423.86**
Deferred tax liability relates to the following:				
Property, plant and equipment	921.35	(23.32)	-	898.03
Right to use assets	800.98	423.42	-	1,224.40
Borrowing (EIR)	8.18	(3.32)	-	4.86
Others	24.11	(3.76)	-	20.35
	1,754.62	**393.02**	**-**	**2,147.64**
MAT Credit Entitlement	-	-	-	-
Total deferred tax assets/(liabilities) (Net)	**163.65**	**41.68**	**70.89**	**276.22**

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As At April 01, 2023	Recognised in Statement of Profit and Loss	Recognised in Statement of Other Comprehensive Income	As At March 31, 2024
Deferred tax assets relates to the following:				
Provision for employee benefits	440.91	147.09	(11.71)	576.29
Expenses allowed in the year of payment	85.58	51.78	-	137.36
Unabsorbed Losses	322.52	(168.30)	-	154.22
Lease Liabilities	885.93	80.98	-	966.91
Mark to Mark Forward Contracts - Cash Flow Hedge	76.42	(28.34)	(46.38)	1.70
Others	16.88	64.91		81.79
	1,828.24	**148.12**	**(58.09)**	**1,918.27**
Deferred tax liability relates to the following:				
Property, plant and equipment	943.00	(21.65)	-	921.35
Right to use assets	756.06	44.92	-	800.98
Fair valuation of mutual fund	25.66	(25.66)	-	0.00
Borrowing (EIR)	3.00	5.18	-	8.18
Others	28.56	(4.45)	-	24.11
	1,756.29	**(1.67)**	**-**	**1,754.62**
MAT Credit Entitlement	-	-	-	-
Total deferred tax assets/(liabilities) (Net)	**71.95**	**149.79**	**(58.09)**	**163.65**

d) The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

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to standalone financial statements for the year ended March 31, 2025

13. Non current tax asset

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance income tax	283.37	518.68
(Net of provision of ₹ 2,752.43 Lakhs (March 31, 2024 : ₹ 2,186.53 Lakhs)		
	283.37	**518.68**

14. Other assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good, unless otherwise stated)				
Capital advances (Refer Note No. 46b)	424.89	45.44	-	-
Balance with government authorities - considered good	-	-	2,698.64	2,267.17
Balance with government authorities - considered doubtful	-	22.74	-	-
Less: Loss Allowance	-	(22.74)	-	-
Deferred Assets - Security Deposit	1.04	0.26	1.82	0.78
Prepaid expenses	693.84	534.87	659.69	424.76
Export incentive receivable	-	-	3,957.17	1,924.04
Advances to related parties (Refer note no. 47)	-	-	2.49	110.87
Advances to suppliers - considered good	-	-	655.53	1,657.18
Advances to suppliers - considered doubtful	-	-	12.20	212.20
Less : Provision for doubtful advances	-	-	(12.20)	(212.20)
Other receivables - considered good	-	-	391.18	418.19
Other receivables - considered doubtful	-	-	2,639.50	2,639.50
Less: Loss Allowance	-	-	(2,639.50)	(2,639.50)
	1,119.77	**580.57**	**8,366.52**	**6,802.99**

a) Other Receivables considered doubtful of ₹ 2,639.50 Lakhs (March 31, 2024 ₹ 2,639.50 Lakhs) includes enhanced compensation of ₹ 2,335.15 Lakhs receivable by the Company from National Highways Authority of India pursuant to land acquisition by the Central Government under National Highways Act, 1956 (Refer note 37). Also, it includes expenditure recoverable from Jharkhand State Livelihood Promotion Society (Ministry of Rural Development) regarding Project cost component for skilling candidates in state of Jharkhand of ₹ 304.35 Lakhs (March 31, 2024 : ₹ 304.35 Lakhs)

b) Other Receivables considered good of ₹ 391.18 Lakhs (March 31, 2024: ₹ 418.19 Lakhs) includes rent receivable and GST input credit which is not reflected in GST portal as on balance sheet date.

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to standalone financial statements for the year ended March 31, 2025

15. Inventories

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials	6,617.32	6,399.61
Good in transit- raw materials	59.41	20.63
Work in progress	7,744.80	6,090.56
Finished goods	2,506.09	2,432.27
Scrap Stock	39.54	49.45
Stores spares & others	70.12	77.71
	17,037.28	**15,070.23**

a) Refer note 22 for information on above assets being pledged as security by the Company.

16. Trade receivables

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade receivables considered good - secured	-	-
Trade receivables considered good - unsecured	14,319.46	12,632.97
Trade receivables - credit impaired	-	-
Less: Allowance for Expected Credit Loss	-	-
	14,319.46	**12,632.97**

a) Trade receivables ageing schedule as at March 31, 2025:

(All amounts are in ₹ Lakhs, unless otherwise stated)

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	13,583.00	732.20	2.97	1.29	-	-	**14,319.46**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Dispute Trade Receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
Less: Allowances for expected credit loss	-	-	-	-	-	-	**-**
Net Trade receivables	**13,583.00**	**732.20**	**2.97**	**1.29**	**-**	**-**	**14,319.46**

NOTES
to standalone financial statements for the year ended March 31, 2025

Trade receivables ageing schedule as at March 31, 2024:

(All amounts are in ₹ Lakhs, unless otherwise stated)

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	12,577.77	54.78	0.42	-	-	-	**12,632.97**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	**-**
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
(iv) Dispute Trade Receivables considered good	-	-	-	-	-	-	**-**
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	**-**
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	**-**
Less: Allowances for expected credit loss	-	-	-	-	-	-	**-**
Net Trade receivables	**12,577.77**	**54.78**	**0.42**	**-**	**-**	**-**	**12,632.97**

b) Trade receivables are generally on credit terms of 45-60 days (March 31, 2024: 45-60 days).

c) The Company's exposure to credit and currency risk, and loss allowances related to trade receivables are disclosed in note 44.

d) The above includes amount due from related parties is ₹ 2,422.75 Lakhs (March 31, 2024: ₹ 2,878.67 Lakhs) (Refer note no. 47).

e) No trade or other receivables are due from directors and other officers of the Company either severally or jointly with any other persons.

f) For Information on book debts pledged as security by the Company refer Note 22.

17. Cash and cash equivalents

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks:		
- Current account	1,477.43	868.05
- Deposits with original maturity of less than 3 months	12,605.03	5,196.94
- Commercial papers with original maturity of less than 3 months	4,901.98	-
Cash on hand	6.05	7.83
Cheque/drafts on hand	150.33	50.75
Total	**19,140.82**	**6,123.57**

a) For the purpose of the statement of cash flow, the cash and cash equivalent are same given above.

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to standalone financial statements for the year ended March 31, 2025

18. Bank balances other than cash & cash equivalents

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Earmarked balances with banks		
- Unpaid dividend account	33.76	34.59
Deposits with original maturity of more than 3 months but less than 12 months (Refer note (a) below)	2,579.39	2,294.84
Deposits with original maturity of more than 12 months (Refer note (a) below)	227.55	80.54
	2,840.70	**2,409.97**
Less: Amount disclosed under "Other Financial Assets" (Refer Note No.11)	-	55.10
	2,840.70	**2,354.87**

a) Refer note 21 & 22 for information on above assets being pledged as security by the Company.

b) The bank has created as lien/charge on any amount kept by the borrower time to time with the bank as term deposit and other deposit maximum upto ₹ 2,711.23 Lakhs for Letter of credit issued and working capital for the Company (March 31, 2024: ₹ 1,810.36 Lakhs).

19. Share Capital

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Authorised		
10,28,80,000* equity shares of ₹ 5 each (March 31, 2024: 10,28,80,000* equity share of ₹ 5 each)	5,144.00	5,144.00
10,000* (March 31, 2024: 10,000*) 4% Non Cumulative Redeemable Preference Shares of ₹ 10 each	1.00	1.00
32,56,000* (March 31, 2024: 32,56,000*) 10.5% Non Cumulative Redeemable Preference Shares of ₹ 100 each	3,256.00	3,256.00
	8,401.00	**8,401.00**
Issued, subscribed and paid up		
4,59,35,167* equity Shares of ₹ 5 each fully paid up (March 31, 2024: 4,35,83,524 *equity share of ₹ 5 each fully paid up)	2,296.76	2,179.18
	2,296.76	**2,179.18**

*Number of Shares are given in absolute numbers.

a) Reconciliation of issued and subscribed share capital:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	No. of shares	Amount
Balance as at April 01, 2023	**2,16,63,937**	**2,166.39**
Add: Adjustment for sub division of equity shares (refer note (b) below)	2,16,63,937	-
Add: Issued during the year	2,55,650	12.79
Balance as at March 31, 2024	**4,35,83,524**	**2,179.18**
Changes during the year	-	-
Add: Issued during the year	23,51,643	117.58
Balance as at March 31, 2025	**4,59,35,167**	**2,296.76**

*During 2024-25, the Company had issued 20,45,143 equity shares of ₹ 5/- each to Qualified Institutional Buyers and 3,06,500 equity shares ₹ 5/- each to the eligible employees of the Company/Subsidiary companies upon exercise of Stock Options.

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b) Terms/ rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend(if any) proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. During the year, the Company had declared and paid first Interim dividend of ₹ 5/- per share for 2024-25 and has declared second interim dividend of ₹ 6.5/- per share for 2024-25.

The Equity shares of the Company has undergone sub-division from the face value of ₹ 10 per equity share to ₹ 5 per equity share i.e. 1 equity share to be split into 2 equity shares. The record date was fixed as January 05, 2024 and thereafter the sub-division has become effective.

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

Name of Shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of shares (FV of ₹ 5 each)	% of total shares	No. of shares (FV of ₹ 10 each)	% of total shares
Mrs. Payel Seth	88,27,330	19.22	88,27,270	20.25
Dr. Deepak Kumar Seth	57,24,290	12.46	57,24,290	13.13
Mr. Pulkit Seth	1,38,95,242	30.25	1,38,95,242	31.88
Mr. Sanjiv Dhireshbhai Shah	11,04,967	2.41	32,70,536	7.50
HDFC Small Cap Fund	28,05,631	6.11	-	-
Total	**3,23,57,460**	**70.45**	**3,17,17,338**	**72.76**

d) Details of Promotor's shareholding:

Name of Shareholder	As at March 31, 2025		As at March 31, 2024		% change during the year
	No. of shares (FV of ₹ 5 each)	% of total shares	No. of shares (FV of ₹ 5 each)	% of total shares	
Mrs. Payel Seth	88,27,330	19.22	88,27,270	20.25	(1.03)
Dr. Deepak Kumar Seth	57,24,290	12.46	57,24,290	13.13	(0.67)
Mr. Pulkit Seth	1,38,95,242	30.25	1,38,95,242	31.88	(1.63)
Mrs. Shifalli Seth	4,02,956	0.88	4,02,956	0.92	(0.04)
Nim International Commerce LLP	-	-	60	-	-
Total	**2,88,49,818**	**62.81**	**2,88,49,818**	**66.18**	

Name of Shareholder	As at March 31, 2024		As at March 31, 2023		% change during the year
	No. of shares (FV of ₹ 5 each)	Holding %	No. of shares (FV of ₹ 10 each)	Holding %	
Mrs. Payel Seth	88,27,270	20.25	44,13,635	20.37	(0.12)
Dr. Deepak Kumar Seth	57,24,290	13.13	28,62,145	13.21	(0.08)
Mr. Pulkit Seth	1,38,95,242	31.88	69,47,621	32.07	(0.19)
Mrs. Shifalli Seth	4,02,956	0.92	2,01,478	0.93	(0.01)
Nim International Commerce LLP	60	-	30	-	-
Total	**2,88,49,818**	**66.18**	**1,44,24,909**	**66.58**	

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to standalone financial statements for the year ended March 31, 2025

20. Other equity

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
General reserve	4,204.36	4,204.36
Securities premium	32,930.87	17,695.65
Capital redemption reserve	95.00	95.00
Amalgamation reserve	625.95	625.95
Retained earnings	14,835.13	11,716.58
Share Based Payment Reserve	1,303.91	899.19
Cash Flow Hedge Reserve (Net of tax of ₹ 46.97 Lakhs (March 31, 2024 : ₹ 1.87 Lakhs)	(136.67)	(2.61)
	53,858.55	**35,234.13**

I. For Movement during the period in Other Equity, refer "Statement of Changes in Equity".

II. Nature and purpose of reserves

a) General reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	4,204.36	4,204.36

The Company has transferred a portion of the net profit of the Company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

b) Securities Premium

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	32,930.87	17,695.65

The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013. During the year, the Company has issued 23,51,643 equity shares on which security premium of ₹ 15,316.35 Lakhs has been recognised in books of account. Share Issue expenses relating to Qualified Institutional Placement incurred by the Company amounting to ₹ 391.85 Lakhs is netted from securities premium account.

c) Capital Redemption Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	95.00	95.00

This Reserve has been created at the time of merger of other companies in earlier years in accordance with the provisions of the Companies Act, 2013.

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to standalone financial statements for the year ended March 31, 2025

d) Amalgamation Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	625.95	625.95

This Reserve has been created at the time of amalgamation of other companies in earlier years in accordance with the provisions of the Companies Act, 2013.

e) Retained Earnings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	14,835.13	11,716.58

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Out of the above, reserve on account of revaluation of assets of ₹ 412.03 Lakh (March 31, 2024: ₹ 407.15 Lakhs) is not available for distribution. During the year, the Company has paid dividend of ₹ 2,294.80 Lakhs.

f) Share Based Payment Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	1,303.91	899.19

The fair value of equity settled share based payment transactions with employees of the Company / subsidiary company is recognised in share based payment reserve.

g) Cash Flow Hedge Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end/beginning of the year	(136.67)	(2.61)

This reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. This reserve will be reclassified to statement of profit and loss only when the hedged transaction affects the profit or loss.

NOTES
to standalone financial statements for the year ended March 31, 2025

21. Long Term Borrowings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
From banks (secured)				
- Term loan [refer note a(i), a(ii), a(iii), a(iv) & a(v) below]	3,352.96	5,763.00	2,167.45	2,922.44
- Vehicle loans [refer note a(vi) below]	79.48	70.01	36.06	57.24
	3,432.44	**5,833.01**	**2,203.51**	**2,979.68**
Less: Amount disclosed under other financial liabilities as 'Short term borrowings' (refer note 22)	-	-	2,203.51	2,979.68
	3,432.44	**5,833.01**	**-**	**-**

A) Nature of Securities :

i) Term Loan from Kotak Mahindra has been paid in full before March 31, 2025 (March 31, 2024 : secured by Fixed Deposit of ₹ 20.00 Lakhs. and personal guarantee of Mr. Pulkit Seth (Promoter Director)

ii) Term Loan Facility from IndusInd Bank is secured by Fixed Deposit of ₹ 83.00 Lakhs (March 31, 2024: ₹ 83.00 Lakhs)

iii) Term loans from HDFC Bank are secured by charge over assets financed by term Loan, Immovable Properties of the Company situated at (i) Plot No. 51, Sector 32, Gurgaon & (ii) Plot no. 446, Udyog Vihar, Phase IV, Gurgaon.

iv) Term loans from Canara Bank are secured by charge over assets financed by term Loan, Land & building, Plant & Machinery at Survey No. 32/8,31/5A3,31/5B3,31/8CIB,31/8C2,31/13P,31/14,31/15 Melavalam Village, Madurantakam Taluk, Kancheepuram District, TamilNadu. and Personal Guarantee of Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Promoter Director).

v) Emergency credit line guaranteed scheme (ECLGS 2.0) & ECLGS 2.0 (Extension) facilities are secured by second charge over securities provided for base credit facility, except personal guarantees.

vi) Vehicle Loans are secured by Hypothecation over the Vehicle financed by respective loan.

B) Vehicle loans are secured against hypothecation of respective vehicles.

Maturity profile of secured term loans is as set out below :	2025-26	2026-27	2027-28	Beyond 2027-28	Total
Term loan from banks are repayable in monthly/quarterly/yearly instalments	2,167.45	1,280.50	1,152.81	919.65	5,520.41
Vehicle loans from banks and financial institutions are repayable in monthly instalments	36.06	24.56	25.43	29.49	115.54

C) The above term loan(s) and vehicle loan(s) carries rate of interest ranging between 8.30% to 10.55% per annum. (March 31, 2024 : Between 8.45% to 11.30%)

22. Short Term Borrowings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Working capital loan from banks(secured)		
- Rupee loan [refer note A&B below]	20,282.17	14,376.97
Current Maturities of Long Term Borrowings (Refer Note 21)	2,203.51	2,979.68
	22,485.68	**17,356.65**

A. Securities for Working Capital Facilities under Consortium Arrangement

i) Primary Securities offered includes:

NOTES
to standalone financial statements for the year ended March 31, 2025

a) First Pari-Passu Charge by way of hypothecation of the entire current assets both present and future , including but not limited to stocks of raw materials, semi finished and finished goods, raw material, book debts and stock, loans and advances etc.

b) First Pari-Passu charge by way of hypothecation over the entire movable fixed assets belonging to the Borrower, except any assets charged to any banks/financial institutions for securing the terms loans.

ii) **Collateral Securities offered includes:**

a) First pari passu charge over Immoveable properties of the Company situated at (i) Plot No. 16/17, Udyog Vihar, Phase VI, Gurgaon, (ii) Plot No. 751, Pace City-II, Sector 37, Gurgaon & (iii)

Survey No. 30(P), 31(P), 32(P) & 262(P), Ward no 02 in Arryapakkam Village, Madurantakam Taluk, Kancheepuram District, Tamil Nadu.

b) Irrevocable and unconditional personal guarantee of Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Promoter Director).

c) Principal amount of fixed deposits pledged amounting to Nil (March 31, 2024 : ₹ 710.00 Lakhs, Closing Balance as on March 31, 2024 ₹ 747.43 Lakhs).

iii) Refer Note No. 21 for the terms and conditions, nature of security and maturity profile of the current maturities of long-term borrowings (forming part of long term borrowings of the Company).

B. Securities for Working Capital Facilities by HDFC Bank (Adhoc Outside Consortium)

a) Exclusive Charge over corporate office (Land and Building) situated in Gurugram, Haryana.

C. For interest rate & liquidity risk related disclosures, (refer note 44).

D. In respect of working capital loans, quarterly returns or statements of current assets filed by the Company with banks are materially in agreement with the books of account.

E. Summary of reconciliation for the quarterly statements (statement of current assets filed by the Company with the bank) with the books of accounts is as follows :

(all amount are in ₹ Lakhs, unless otherwise stated)

Quarter Ended	Value Date	Stock and debtors as per books of accounts (A)	Stock and debtors as per quarterly statement filed with bank (B)	Variation (A-B)	Remarks
June 2024	June 2024	29,212.24	29,212.24	-	No variation
September 2024	September 2024	23,749.26	23,749.26	-	
December 2024	December 2024	31,740.00	31,740.00	-	
March 2025	March 2025	31,356.74	31,356.74	-	

23. Other financial liabilities

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Security deposit	140.82	122.77	3.00	-
Interest accrued but not due on borrowings	-	-	57.62	123.89
Unpaid dividends (Refer note below b)	-	-	33.76	34.59
Financial Liabilities at Fair Value through OCI - Cash Flow Hedge	-	-	253.57	6.74
Creditors for capital goods	-	-	55.30	101.03
Creditors for capital goods- MSME	-	-	64.66	54.56
	140.82	**122.77**	**467.91**	**320.81**

Notes:

a) The Company's exposure to currency and liquidity risk related to trade payables is disclosed in note 44.

b) There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at the year end (March 31, 2024: Nil)

NOTES
to standalone financial statements for the year ended March 31, 2025

24. Provisions

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits				
Provision for compensated absences	513.89	409.00	101.27	24.90
Provision for gratuity (Refer note 40)	1,268.11	1,073.94	155.89	109.23
	1,782.00	**1,482.94**	**257.16**	**134.13**

25. Other liabilities

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Deferred government grant	3.58	4.58	145.60	145.60
Deferred rental income	54.41	69.15	14.78	14.82
Statutory dues	-	-	1,372.45	1,177.35
Advance from customers	-	-	1,683.50	-
	57.99	**73.73**	**3,216.33**	**1,337.77**

26. Trade payables

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As At March 31, 2025	As At March 31, 2024
Total Outstanding dues of Micro and Small enterprises	1,075.25	1,137.67
Total Outstanding dues of Creditors other than Micro and Small enterprises	15,294.08	14,890.89
	16,366.05	**16,028.56**

a) Trade Payables ageing schedule as at March 31, 2025:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	726.00	345.97	-	-	-	**1,071.97**
(ii) Others	561.58	11,159.94	3,152.03	17.49	8.28	394.76	**15,294.08**
(iii) Disputed dues — MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues — Others	-	-	-	-	-	-	**-**

Trade Payables ageing schedule as at March 31, 2024:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	799.54	328.68	9.44	-	-	**1,137.66**
(ii) Others	384.40	10,709.19	3,267.69	134.85	-	394.76	**14,890.89**
(iii) Disputed dues — MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues — Others	-	-	-	-	-	-	**-**

NOTES
to standalone financial statements for the year ended March 31, 2025

b) Trade payable are non- interest bearing and are generally on a credit period of not more than 90 days except in case of Micro & Small Enterprises (if any) which are settled within 45 days.

c) This amount includes amount due to related parties amounting to ₹ 1,175.86 Lakhs (March 31, 2024: ₹ 519.08 Lakhs) (Refer Note No. 47)

d) As per Schedule III of the Companies Act, 2013 and as certified by the Management, the amount due to Micro & Small Enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006 is as under:

(i) The amount due thereon remaining unpaid to any supplier at the end of each accounting year

(All amounts are in ₹ Lakhs, unless otherwise stated)

	Capital Creditors		Trade Payables		Total Payables	
	As At March 31, 2025	As At March 31, 2024	As At March 31, 2025	As At March 31, 2024	As At March 31, 2025	As At March 31, 2024
- Principal amount due	64.66	54.56	1,071.49	1137.29	1,136.15	1,191.85
- Interest accrued and due on above	-	-	0.48	0.38	0.48	0.38
	64.66	**54.56**	**1,071.97**	**1,137.67**	**1,136.63**	**1,192.23**

(ii)	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iii)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.48	0.38
(v)	The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006.	-	-

e) 'Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act and as per the intimation received from them on requests made by the Company. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date except disclosed above.

f) The Company's exposure to market and liquidity risk related to trade payables are disclosed in Note no. 44.

27. Current tax Liabilities (net)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for income tax	86.72	14.16
(Net of advance tax ₹ 842.64 Lakhs (March 31, 2024 : ₹ 487.50 Lakhs)		
	86.72	**14.16**

28. Revenue from operations

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sale of product	1,10,927.16	88,037.74
Job receipts	162.79	702.15
Other operating revenues	8,526.41	6,626.82
Revenue from operations	**1,19,616.36**	**95,366.71**

NOTES
to standalone financial statements for the year ended March 31, 2025

a) **Performance obligation**

Revenue is recognised upon transfer of control of products.

During the year, The Company has not entered into long term contracts with Customers and accordingly disclosure of unsatisfied or remaining performance obligation (which is affected by several factors like changes in scope of Contracts, periodic revalidations, adjustment for revenue that has not been materialised, tax laws etc.) is not applicable to the Company.

b) **Disaggregation of revenue:** The table below presents disaggregated revenues from contracts with customers on the basis of geographical spread of the operations of the Company. The Company believes that this disaggregation best depicts how the nature, amount of revenues and cash flows are affected by market and other economic factors:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Revenue based on Geography	For the year ended March 31, 2025	For the year ended March 31, 2024
India	1,186.06	2,119.26
Outside India	1,18,430.30	93,247.45
Revenue from operations	**1,19,616.36**	**95,366.71**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Revenue based on Customer-wise	For the year ended March 31, 2025	For the year ended March 31, 2024
Related Party	28,128.92	23,743.07
Non- Related Party	91,487.44	71,623.64
Revenue from operations	**1,19,616.36**	**95,366.71**

c) **Reconciliation of revenue from operations with contracted price**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Contracted Price	1,20,595.74	95,858.70
(Less): Sales Returns	-	(2.42)
(Less): Rebates and discounts	(979.38)	(489.57)
	1,19,616.36	**95,366.71**

d) **Trade Receivables, Contract Balances**

For Trade Receivables, Refer note no. 16.

Further, the Company has no contracts where the period between the transfer of the promised goods or services to the customer and payment terms by the customer exceeds one year. In light of above;

- it does not adjust any of the transaction prices for the time value of money, and
- there is no unbilled revenue as at March 31, 2025.

Further, the Company doesn't have any contract liabilities as at March 31, 2025 and March 31, 2024.

e) **Other Operating Revenue**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Export Incentive	7,898.57	6,043.69
Other Operating Income	627.84	583.13
	8,526.41	**6,626.82**

NOTES
to standalone financial statements for the year ended March 31, 2025

29. Other income

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the Year ended March 31, 2025	For the Year ended March 31, 2024
Interest Income			
- On fixed deposits		381.69	216.79
- On loans and advances		72.09	65.99
- On income tax refund		25.45	4.22
Other non-operating income:			
IT/ SAP income		200.72	157.99
Rental income		875.09	728.92
Foreign exchange fluctuation		737.19	824.64
Profit on sale of current investment - mutual fund		710.57	379.50
Dividend Income		2,228.29	1,492.11
Excess provision written back	222.74		
Less: Bad Debt written off	184.75	37.99	-
Sundry balances written back		2.39	80.10
Gain on termination of lease		16.79	-
Miscellaneous income		226.76	282.01
		5,515.02	**4,232.27**

30. Cost of raw material consumed

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Raw Material		
Balance at the beginning of the year	6,399.61	5,974.66
Add:- Purchases during the year	55,674.20	42,343.95
	62,073.81	**48,318.61**
Less:- Balance at the end of the Year	6,617.32	6,399.61
Total raw material consumption	**55,456.49**	**41,919.00**

31. Purchase of Stock-in-trade

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Purchases during the year	-	673.12
	-	**673.12**

NOTES
to standalone financial statements for the year ended March 31, 2025

32. Changes in inventories of finished goods, Stock-in-Trade and work-in-progress

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Inventories at the beginning of the year			
Work-in-progress		6,090.56	5,018.42
Finished goods		2,432.27	2,417.75
Scrap Stock		49.45	48.81
	(A)	**8,572.28**	**7,484.98**
Inventories at the end of the year			
Work-in-progress		7,744.80	6,090.56
Finished goods		2,506.09	2,432.27
Scrap Stock		39.54	49.45
	(B)	**10,290.43**	**8,572.28**
(Increase) / Decrease in inventory	**(A-B)**	**(1,718.15)**	**(1,087.30)**

33. Employee benefits expense

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Salaries, wages & bonus	24,079.27	20,703.29
Contribution to provident and other fund (Refer note 40)	1,853.01	1,553.55
Gratuity expense (Refer note 40)	481.03	415.76
Compensated absences	520.81	309.91
Share Based Payment	573.99	600.38
Staff training & welfare expenses	501.89	421.47
	28,010.00	**24,004.36**

34. Finance cost

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Interest expense		
- on term loans & working capital facilities	1,926.95	1,507.91
- delayed payment of taxes	39.17	23.26
- lease liabilities	479.48	414.61
Unwinding of discount on security deposit	13.25	11.83
Other borrowing cost	655.08	1,050.56
	3,113.93	**3,008.17**

NOTES
to standalone financial statements for the year ended March 31, 2025

35. Depreciation and amortisation expense

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation of property, plant and equipment (Refer note 4)	1,621.91	1,432.97
Depreciation & amortisation of Investment Properties (Refer note 6)	73.81	73.81
Amortisation of intangible assets (Refer note 7)	63.51	52.63
Amortisation of Right-of-use assets (Refer note 50)	947.41	879.98
	2,706.64	**2,439.38**

36. Other expenses

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Manufacturing expense	19,211.42	15,350.08
Consumption of stores & spare parts	619.18	503.12
Power & fuel	1,661.20	1,424.79
Rent	80.05	63.46
Rates & taxes	311.29	239.68
Travelling & conveyance	1,273.72	1,355.02
Freight & clearing charges	2,661.17	1,546.90
Repair & maintenance		
Plant & machinery	170.14	138.12
Buildings	18.85	6.90
Others	699.11	610.98
Commission	824.26	178.43
Legal & professional expenses	815.67	653.19
Security charges	343.38	306.61
Bank charges	280.37	232.08
Insurance Expenses	155.08	134.98
Marketing Support fees	761.22	745.08
Inspection fees	639.32	282.99
Payment to the auditors (refer note 'a' below)	59.60	52.89
Sundry Balances written off	-	319.78
Corporate social responsibility (refer note 'b' below)	35.80	15.82
Loss Allowance for doubtful debts and advances	-	200.01
Loss on sale of Licenses	30.54	68.32
Miscellaneous expenses	1,141.48	1,096.41
Total	**31,792.85**	**25,525.64**

NOTES
to standalone financial statements for the year ended March 31, 2025

a) Details of payment made to auditors is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
i) Payment to Auditor		
- Statutory audit fee (including Limited Review)	45.00	40.00
- Tax audit fee	6.00	5.50
- Other Taxation matters	2.95	1.25
- Company law matters	15.08	2.45
- Reimbursement of Expenses	2.57	3.69
	71.60	**52.89**

The above fees is inclusive of professional fees charged for Qualified Institutional Placement for issue of shares which is netted from Security premium in Statement of Changes in Equity.

b) Details of Corporate Social Responsibility (CSR) expenditure is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
i) Gross amount required to be spent by the Company during the year (i.e. 2% of Average Net profits of last three years)	35.80	15.82
ii) Amount spent during the year		
- Construction/acquisitions of any asset	-	-
- For purpose other than above	228.95	398.16
'During the year, the Company has spent ₹ 228.95 Lakhs on CSR activities. However, gross amount required to be spent as per Companies Act, 2013 is Nil, since opening prepaid amount of ₹ 495.68 Lakhs is still available in compliance with Rule 7(3) of the CSR Rules, 2014 as the Company has spent an amount in excess of requirement provided under section 135 (5) of Companies Act, 2013 which is disclosed in prepaid expenses. As on March 31, 2025, ₹ 688.83 Lakhs is shown under prepaid assets.		
iii) Shortfall at the end of the year	-	-
iv) Total of previous years shortfall	-	-
v) The Company does not have any ongoing projects as at March 31, 2025 and March 31, 2024.		
vi) The Company does not have any transactions with related parties for CSR expenditure as at March 31, 2025 and March 31, 2024.		

37. Exceptional Items

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
(Profit)/loss on sale of property, plant and equipment and investment property	(490.66)	68.92
Insurance Claim received for loss of inventory by fire	(34.34)	-
	(525.00)	**68.92**

NOTES
to standalone financial statements for the year ended March 31, 2025

38. Components of other comprehensive income

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
A (i) Items that will not be reclassified to profit or loss		
Re-measurement gains/ (losses) on defined benefit plans	(102.52)	46.52
Income tax expense on items that will not be reclassified to profit or loss	25.80	(11.71)
B (i) Items that will be reclassified to profit or loss		
Cash Flow Hedging reserve on forward contract	(179.15)	184.28
Income tax expense on items that will be reclassified to profit or loss	45.09	(46.38)
Foreign currency translation reserve	-	(25.00)
	(210.78)	**147.71**

39. Earnings per share (EPS)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to the equity shareholders **(A)**	5,490.07	2,823.77
Number/Weighted average number of equity shares outstanding at the end of the year **(B)**	4,51,83,437	4,34,23,828
Dilutive effect on Weighted average number of equity shares outstanding at the end of the year **(C)**	17,90,163	3,58,484
Number/Weighted average number of diluted equity shares outstanding at the end of the year **(D = B + C)**	4,69,73,600	4,37,82,312
Nominal value of Equity shares	5.00	5.00
Basic Earning per share **(A/B) (in ₹)**	12.15	6.50
Diluted Earning per share **(A/D) (in ₹)**	11.69	6.45

40. Gratuity and other post-employment benefit plans

a) Defined contribution plans

The Company makes contribution towards Employees Provident Fund, Employee's State Insurance scheme and other welfare schemes. Under the rules of these schemes, the Company is required to contribute a specified percentage of payroll costs. The Company during the year recognised the following amount in the Statement of profit and loss under company's contribution to defined contribution plan.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Employer's Contribution to Provident Fund/ Pension Fund	1,419.75	1,191.34
Employer's Contribution to Employee State Insurance	414.22	344.95
Employer's Contribution to Welfare Fund	19.04	17.26
Total	**1,853.01**	**1,553.55**

The contribution payable to these schemes by the Company are at the rates specified in the rules of the schemes.

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b) Defined benefit plans

In accordance with Ind AS 19 "Employee benefits", an actuarial valuation on the basis of "Projected Unit Credit Method" was carried out, through which the Company is able to determine the present value of obligations. "Projected Unit Credit Method" recognises each period of service as giving rise to additional unit of employees benefit entitlement and measures each unit separately to built up the final obligation.

i) Gratuity scheme

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The gratuity is funded in current year for all the units and maintained by Life Insurance Corporation of India.

ii) Other long term employee benefits

As per the Company's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during the service, on early retirement, on withdrawal of scheme, at resignation by employee and upon death of employee. The scale of benefits is determined based on the seniority and the respective employee's salary. The Company records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest and if applicable), is reflected immediately in Other Comprehensive Income in the statement of profit and loss in case of Gratuity. All other expenses related to defined benefit plans are recognised in statement of profit and loss as employee benefit expenses. Re-measurements recognised in Other Comprehensive Income will not be reclassified to statement of profit and loss hence it is treated as part of retained earnings in the statement of changes in equity. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Curtailment gains and losses are accounted for as past service costs.

c) The following tables summarise the components of net benefit expense recognised in the Statement of profit and loss and the funded status and amounts recognised in the balance sheet for the defined benefit plan and other long term benefits. These have been provided on accrual basis, based on year end actuarial valuation.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Change in benefit obligation	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Opening defined benefit obligation	**1,348.73**	**1,109.00**
Interest cost	95.63	81.62
Service cost	397.15	348.57
Benefits paid	(339.95)	(143.29)
Actuarial (gain) / loss on obligations	99.35	(47.16)
Present value of obligation as at the end of the year	**1,600.91**	**1,348.73**

d) The following tables summarise the components of net benefit expense recognised in the Statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Cost for the year included under employee benefit	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Current service cost	397.15	348.57
Interest cost	83.88	67.19
Net cost	**481.03**	**415.76**

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(All amounts are in ₹ Lakhs, unless otherwise stated)

e) Changes in the fair value of the plan assets are as follows:

	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Fair value of plan assets at the beginning	165.56	196.09
Expected return on plan assets	11.74	14.43
Contributions	5.00	101.92
LIC charges	(2.22)	(2.94)
Benefits paid	-	(143.29)
Actuarial gains / (losses) on the plan assets	(3.17)	(0.65)
Fair value of plan assets at the end	**176.91**	**165.56**

(All amounts are in ₹ Lakhs, unless otherwise stated)

f) Detail of actuarial gain/loss recognised in OCI is as follows:

	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Actuarial gain / (loss) for the year – obligation	(99.35)	47.16
Actuarial gain / (loss) for the year - plan assets	(3.17)	(0.65)
Unrecognised actuarial gains / (losses) at the end of year	**(102.52)**	**46.52**

(All amounts are in ₹ Lakhs, unless otherwise stated)

g) Principal actuarial assumptions at the balance sheet date are as follows:

	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Economic assumptions		
1. Discount rate	6.70%	7.09%
2. Rate of increase in compensation levels	5.00%	5.00%
Demographic assumptions		
1. Retirement Age (years)	58	58
2. Mortality Rate	Indian Assured Lives Mortality (2012-14) (modified) ultimate	Indian Assured Lives Mortality (2012-14) (modified) ultimate
Withdrawal Rate (Average in case of unfunded amounts)		
1. Ages from 18 to 30 Years	9.00%	3.00%
2. Ages from 30 to 45 Years	6.00%	2.00%
3. Ages Above 45 years	3.00%	1.00%

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

h) Net (assets) / liabilities recognised in the Balance Sheet and experience adjustments on actuarial gain / (loss) for benefit obligation and plan assets.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Present value of obligation	1,600.91	1,348.73
Less: Fair value of plan assets	176.91	165.56
Net assets /(liability)	**(1,424.00)**	**(1,183.17)**

i) Expected contribution for the next year is ₹ 1,991.50 Lakhs (March 31, 2024: ₹ 1,698.87 Lakhs) in respect of Gratuity.

j) A quantitative sensitivity analysis for significant assumptions is as shown below:

(All amounts are in ₹ Lakhs, unless otherwise stated)

A. Discount rate	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
Effect on DBO due to 1% increase in Discount Rate	(133.98)	(136.25)
Effect on DBO due to 1% decrease in Discount Rate	155.49	162.27
B. Salary escalation rate		
Effect on DBO due to 1% increase in Salary Escalation Rate	156.59	164.10
Effect on DBO due to 1% decrease in Salary Escalation Rate	(137.21)	(139.95)

C. Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated. Further, there are no changes in current year from the previous corresponding period in the methods and assumptions used in preparing the sensitivity analysis.

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k) Risk

Discount Rate	Reduction in discount rate in subsequent valuations can increase the liability.
Salary Increases	Actual salary increases will increase the defined benefit liability. Increase in salary increase rate assumption in future valuations which inturn also increase the liability.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawals rates at subsequent valuations can impact defined benefit liability.
Morality and disability	Actual details and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

l) Maturity profile of cash outflows relating to defined benefit obligation are as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As at March 31, 2025	As at March 31, 2024
	Gratuity (Funded)	Gratuity (Funded)
0 to 1 years	156.91	110.26
1 to 2 years	119.11	62.45
2 to 3 years	169.71	96.31
3 to 4 years	256.45	148.66
4 to 5 years	277.88	219.01
From 5 years onwards	2,036.73	1,521.54

41. Capital management

The Company's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an appropriate capital structure of debt and equity.

The Board of Directors have the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management in deployment of funds and sourcing by leveraging opportunities in domestic and international markets so as to maintain investors, creditors and markets confidence and to sustain future development of the business.

The Company monitors capital, using a medium term view ranging between three to five years, on the basis of a number of financial ratios generally used by the industry. The Company monitors capital structure using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt comprises of long term and short term borrowings less cash and cash equivalents. Equity includes equity share capital and reserves that are managed as capital. The gearing ratio at the end of reporting periods were as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Borrowings (Refer note 21 and 22)	25,918.12	23,189.66
Lease Liabilities (Refer Note 50)	5,472.04	3,841.85
Interest accrued but not due on borrowings (refer note 23)	57.62	123.89
Less: Cash and Cash Equivalents (Refer note 17)	(19,140.82)	(6,123.57)
Net debt (A)	**12,306.96**	**21,031.83**
Equity share capital (Refer note 19)	2,296.76	2,179.18
Other equity (Refer note 20)	53,858.55	35,234.13
Total Capital (B)	**56,155.31**	**37,413.31**
Capital and net debt (A+B=C)	**68,462.27**	**58,445.14**
Gearing ratio (A/C)	**17.98%**	**35.99%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

In order to achieve overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

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42. Derivative instruments and unhedged foreign currency exposure

I) Hedge Accounting

(i) The Company enters into hedging instruments in accordance with policies as approved by the Board of Directors with written principles which is consistent with the risk management strategy of the Company. The Company applied hedge accounting for certain derivative contracts that meets the qualifying criteria of hedging relationship. Hedging strategies are decided and monitored periodically by Chief Financial Officer and Board of Directors of the Company.

Cash Flow Hedges

Foreign exchange forward contracts are designated as hedging instruments in cash flow hedges of forecasted hedged items in US dollar. These forecast transactions are highly probable. The foreign exchange forward contract balances vary with the level of expected foreign currency sales and changes in foreign exchange forward rates.

(ii) **The fair value of derivative financial instruments is as follows:**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Asset/(Liability) As at March 31, 2025	Asset/(Liability) As at March 31, 2024
Fair value of foreign currency forward exchange contract designated as hedging instruments	(253.57)	(6.74)

The critical terms of the foreign currency forward contracts match the terms of the expected highly probable forecast sale transactions.

The cash flow hedges of the forecasted sale transactions for the year ended March 31, 2025 were assessed to be highly effective and unrealised profit/(loss) of ₹ (179.15) Lakhs, with a deferred tax asset / (liability) of ₹ 45.09 Lakhs relating to the hedging instruments, is included in OCI. [March 31, 2024: Unrealised profit of ₹ 184.28 Lakhs with a corresponding deferred tax asset / (liability) of ₹ (46.38) Lakhs relating to the hedging instruments, is included in OCI].

(iii) **Maturity Profile:** The following table includes the maturity profile of the foreign exchange forward contracts:

Particulars	Less than 1 month	1 to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	Total
As at March 31, 2025 (₹ in Lakhs)	7,060.61	4,998.61	8,557.19	4,741.48	-	25,357.89
Notional amount (in USD in Lakhs)	82.08	59.00	100.25	55.00	-	296.33
Average forward rate (USD/₹)	86.02	84.72	85.36	86.21	-	85.57
As at March 31, 2024 (₹ in Lakhs)	4,238.01	12,983.44	5,176.41	2,821.98	2,783.32	28,003.16
Notional amount (in USD in Lakhs)	50.69	155.50	61.60	33.50	33.00	334.29
Average forward rate (USD/₹)	83.61	83.49	84.03	84.24	84.34	83.77

(iv) **The impact of the hedging instruments on the balance sheet is as follows:**

The line item in Balance Sheet where hedge instrument is disclosed under other current financial liabilities. The changes in fair value of forward exchange contract are disclosed as under:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount
Foreign currency risk forward contract- As at March 31, 2025 [Asset / (Liability)]	(253.57)
Foreign currency risk forward contract- As at March 31, 2024 [Asset / (Liability)]	(6.74)

(v) **The effect of the cash flow hedge in the statement of profit or loss and other comprehensive income is, as follows:**

Particulars	Total hedging gain/(loss) recognised in OCI	Line item in Statement of profit and loss	Amount reclassified from OCI to profit or loss	Line item in Statement of profit and loss
As At March 31, 2025 (₹ in Lakhs) Highly probable forecast sales	(179.15)	Cash Flow Hedge Reserve (OCI)	(183.37)	Revenue from Operations
As At March 31, 2024 (₹ in Lakhs) Highly probable forecast sales	184.28	Cash Flow Hedge Reserve (OCI)	79.04	Revenue from Operations

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(vi) Impact of hedging on equity

Set out below are the details of each component of equity and the analysis of other comprehensive income in respect of CFHR.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Cash Flow Hedge Reserve	Tax Amount	Movement net of tax
As at April 01, 2024	**(4.48)**	**(1.87)**	**(2.61)**
Effective Portion of Changes in fair Value arising from Foreign Exchange Forward Contracts	4.21	1.06	3.15
Amount reclassified to profit & loss	(183.37)	(46.16)	(137.21)
As at March 31, 2025	**(183.64)**	**(46.97)**	**(136.67)**
As at April 01, 2023	**(188.76)**	**(48.25)**	**(140.51)**
Effective Portion of Changes in fair Value arising from Foreign Exchange Forward Contracts	105.24	26.49	78.75
Amount reclassified to profit & loss	79.04	19.89	59.15
As at March 31, 2024	**(4.48)**	**(1.87)**	**(2.61)**

Note: The Company did not have any forecast transactions for which cash flow hedge accounting had been used in the previous period, but which is no longer expected to occur.

(vii) Valuation Technique

The Company enters into derivative financial instruments which are valued using valuation techniques which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing models, using present value calculations. Where quoted market prices are not available, fair values are based on Management best estimates, which are arrived at by the reference to market prices.

II) Particulars of Unhedged foreign currency exposures:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Foreign Currency (In absolute no.)	Amount	Foreign Currency (In absolute no.)	Amount
Foreign currency receivable	44,560.00	49.35	-	-
Foreign currency payable	-	-	-	-
Foreign currency loan receivable	7,88,720.00	674.99	-	-

III) In respect of the derivative contracts entered into by the Company, the Management asessess no material foreseeable losses as at the reporting date.

43. Fair value measurements

I Financial instruments

a) Financial instruments by category

Except Investment in equity instruments (Quoted) and investment in mutual funds which are measured at fair value through profit or loss, all other financial assets and liabilities viz. trade receivables, security deposits, cash and cash equivalents, other bank balances, interest receivable, other receivables, trade payables, employee related liabilities and borrowings, are measured at amortised cost. Derivative financial instruments are measured at fair value through other comprehensive income.

b) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the standalone financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

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The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

As At March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying amount					Fair value			
	FVOCI	FVTPL	Financial Assets - amortised cost	Financial Liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets not measured at fair value									
Investment in equity shares (Unquoted)	-	-	16,398.82	-	16,398.82	-	-	-	-
Investment in government securities	-	-	-	-	-	-	-	-	-
Loan to employees	-	-	142.15	-	142.15	-	-	-	-
Loan to related parties	-	-	2,431.22	-	2,431.22	-	-	-	-
Security Deposits	-	-	938.26	-	938.26	-	-	-	-
Interest accrued but not due on term deposits	-	-	67.41	-	67.41	-	-	-	-
Trade receivables	-	-	14,319.46	-	14,319.46	-	-	-	-
Cash and cash equivalents	-	-	19,140.82	-	19,140.82	-	-	-	-
Other bank balances	-	-	2,840.70	-	2,840.70	-	-	-	-
	-	**-**	**56,278.84**	**-**	**56,278.84**	**-**	**-**	**-**	**-**
Financial liabilities measured at fair value									
Financial Liabilites at Fair Value through OCI - Cash Flow Hedge	253.57	-	-	-	253.57	253.57	-	-	253.57
Financial liabilities not measured at fair value									
Borrowings	-	-	-	25,918.12	25,918.12	-	-	-	-
Lease Liabilities	-	-	-	5,472.04	5,472.04	-	-	-	-
Security Deposits	-	-	-	143.82	143.82	-	-	-	-
Interest accrued but not due on borrowings	-	-	-	57.62	57.62	-	-	-	-
Unpaid dividends	-	-	-	33.76	33.76	-	-	-	-
Trade payables	-	-	-	16,366.05	16,366.05	-	-	-	-
Creditors for capital goods	-	-	-	119.96	119.96	-	-	-	-
	253.57	**-**	**-**	**48,111.37**	**48,364.94**	**253.57**	**-**	**-**	**253.57**

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As At March 31, 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying amount					Fair value			
	FVOCI	FVTPL	Financial Assets - amortised cost	Financial Liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value									
Investment in equity shares (Quoted)	-	-	-	-	-	-	-	-	-
Investment in mutual funds	-	-	-	-	-	-	-	-	-
Financial assets not measured at fair value	**-**				**-**	**-**			**-**
Investment in equity shares (Unquoted)	-	-	12,491.55	-	12,491.55	-	-	-	-
Investment in government securities	-	-	0.47	-	0.47	-	-	-	-
Loan to employees	-	-	75.94	-	75.94	-	-	-	-
Loan to related parties	-	-	484.78	-	484.78	-	-	-	-
Security Deposits	-	-	718.21	-	718.21	-	-	-	-
Interest accrued but not due on term deposits	-	-	70.74	-	70.74	-	-	-	-
Interest accrued but not due on loan to related parties	-	-	-	-	-	-	-	-	-
Deposits with original maturity of more than 12 months	-	-	55.10	-	55.10	-	-	-	-
Other receivables			5.87		5.87				-
Trade receivables	-	-	12,632.97	-	12,632.97	-	-	-	-
Cash and cash equivalents	-	-	6,123.57	-	6,123.57	-	-	-	-
Other bank balances	-	-	2,354.87	-	2,354.87	-	-	-	-
	-	**-**	**35,014.06**	**-**	**35,014.06**	**-**	**-**	**-**	**-**
Financial liabilities measured at fair value									
Financial Liabilites at Fair Value through OCI - Cash Flow Hedge	6.74	-	-	-	6.74	6.74	-	-	6.74
Financial liabilities not measured at fair value									
Borrowings	-	-	-	23,189.66	23,189.66	-	-	-	-
Lease Liabilities	-	-	-	3,841.85	3,841.85	-	-	-	-
Security Deposits	-	-	-	122.77	122.77	-	-	-	-
Interest accrued but not due on borrowings	-	-	-	123.89	123.89	-	-	-	-
Unpaid dividends	-	-	-	34.59	34.59	-	-	-	-
Trade payables	-	-	-	16,028.56	16,028.56	-	-	-	-
Creditors for capital goods	-	-	-	155.59	155.59	-	-	-	-
	6.74	**-**	**-**	**43,496.91**	**43,503.65**	**6.74**	**-**	**-**	**6.74**

c) The Company has an established control framework with respect to the measurement of fair values. The finance and accounts team that has overall responsibility for overseeing all significant fair value measurements and reports directly to the board of directors. The team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Significant valuation issues are reported to the Company's board of directors.

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d) Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs). There have been no transfers in either direction for the year ended March 31, 2025 and March 31, 2024.

e) Fair value of financial assets and liabilities measured at amortised cost

The carrying amounts of short-term trade and other receivables, trade payables, cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature. For other financial liabilities/ assets that are measured at fair value, the carrying amounts are equal to the fair values.

f) Specific Valuation techniques used to value financial instruments include:

Type	Valuation technique	Significant unobservable data	Inter-relationship between fair valuation and significant unobservable data
Derivative financial instruments (forward exchange contract)	Mark to Market valuation	Not Applicable	Not Applicable
Investments in mutual fund measured at FVTPL (quoted)	Net asset value ('NAV') technique, as stated by the issuers of these mutual fund units as at Balance Sheet date	Not Applicable	Not Applicable
Investment in quoted equity instruments of entities other than subsidiaries	On the basis of quoted rates available from securities markets in India	Not Applicable	Not Applicable
Fair Value of security deposits paid & received (Other than perpetual security deposits)	Based on the discounting factor as at reporting date.	Not Applicable*	Not Applicable

Discount rate used in determining fair value

The interest rate used to discount estimated future cash flows, where applicable, are based on the incremental borrowing rate of borrower which in case of financial liabilities is average market cost of borrowings of the Company and in case of financial asset is the average market rate of similar credit rated instrument. The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available.

44. Financial risk management objectives and policies

The Company's principal financial liabilities comprises of trade and other payables, borrowings, current maturity of borrowings, interest accrued and capital creditors. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets includes Investment in mutual funds, loans to related parties, security deposits, trade receivables, cash and cash equivalents, deposits with bank, interest accrued in deposits, receivables from related and other parties and interest accrued thereon.

The Company has exposure to the following risks arising from financial instruments:

- credit risk,
- liquidity risk and
- market risk.

The Company's senior level management oversees the management of these risks and is supported by finance department that advises on the appropriate financial risk governance framework.

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A. Credit Risk

Credit risk is the risk that counterparty will default on its contractual obligations resulting in finance loss to the Company. Credit risk arise from Cash and cash equivalents, deposit with banks, trade receivables and other financial assets measure at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporate this information into its credit risk control.

(i) Trade Receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The credit risk is managed by the Company based on credit approvals, establishing credit limits and continuously monitoring the credit worthiness of the customers, to whom the Company grants credit period in the normal course of business including taking credit insurance against export receivables. The Company uses expected credit loss model to assess the impairment loss in trade receivables and makes an allowance of doubtful trade receivables using this model.

(ii) Other Financial Assets: The Company maintains exposure in cash & cash equivalents, term deposits with banks, investments, advances and security deposits etc. Credit risk from balances with banks, investment in mutual funds and loan to related parties is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's finance committee. The Company's maximum exposure to the credit risk as at March 31, 2025 and March 31, 2024 is the carrying value of each class of financial assets.

(iii) Exposure to Risk, in respect of the guarantees given by the Company: The disclosure in respect of credit risk exposures which are not credit impaired or where there has not been a significant increase in credit risk since initial recognition are as under:

- **Quantitative data about exposure and maturity profile**

Guarantee Given to	Details of Subsidiary	Purpose of Guarantee	Amount As at March 31, 2025	Guarantee Valid Upto
Vietnam Technological and Commercial Joint Stock Bank	Pearl Global Vietnam Company Limited	Securing Credit Facilities	USD 75.00 Lakhs equivalent to ₹ 6,418.50 Lakhs	August 27, 2025
Heng Seng Bank Limited, Hong Kong	DSSP Global Limited	Securing Credit Facilities	USD 30.00 Lakhs equivalent to ₹ 2,567.40 Lakhs	December 25, 2025
Heng Seng Bank Limited, Hong Kong	DSSP Global Limited	Securing Credit Facilities	USD 20.00 Lakhs equivalent to ₹ 1,711.60 Lakhs	May 12, 2025

- **Policy of managing risk:** To assess whether there is a significant increase in credit risk the Company compares the risk of default as at the reporting date with the risk of default as at the date of initial recognition. The Company considers reasonable and supportive forward-looking information such as significant changes in the value of guarantee or in the quality of exposure or credit enhancements.

B. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's objective is to, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

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The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
As at March 31, 2025					
Borrowings	20,784.50	1,701.18	3,432.44	-	**25,918.12**
Lease Liabilities	154.25	491.31	3,013.91	1,812.57	**5,472.04**
Trade payables	16,366.05	-	-	-	**16,366.05**
Other financial liabilities	467.91	-	78.71	62.11	**608.73**
Total	**37,772.71**	**2,192.49**	**6,525.06**	**1,874.68**	**48,364.94**
As at March 31, 2024					
Borrowings	15,130.65	2,226.00	5,706.51	126.50	**23,189.66**
Lease Liabilities	142.10	718.16	2,377.19	604.40	**3,841.85**
Trade payables	16,028.56	-	-	-	**16,028.56**
Other financial liabilities	320.81	-	122.77	-	**443.58**
Total	**31,622.12**	**2,944.16**	**8,206.47**	**730.90**	**43,503.65**

C. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. The objective of market risk management is to manage and control market risk exposures withing acceptables parameters, while optimising the return. The Board of Directors is responsible for setting up the policies and procedures to amange risks of the Company.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its net exposure to interest rate risk related to borrowings, by balancing a proportion of fixed rate and floating rate borrowing in its total borrowing portfolio.

Interest Rate Sensitivity: The sensitivity analysis in the following sections relate to the position as at March 31, 2025 and March 31, 2024. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on the portion of borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(all amount are in ₹ Lahks, unless otherwise stated)

Particulars	Increase or decrease in basis points	Decrease / (increase) in profit before tax
March 31, 2025	+50	122.77
	-50	(122.77)
March 31, 2024	+50	109.56
	-50	(109.56)

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

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ii) Foreign currency risk

The Company is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. The following tables demonstrate the sensitivity (strengthening or weakening of Indian Rupee) to a reasonably possible change in exchange rates, with all other variables held constant.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Changes in exchange rate	Decrease / (increase) in profit before tax
March 31, 2025	+5%	(36.22)
	-5%	36.22
March 31, 2024	+5%	-
	-5%	-

45. Segment Information

a) The Company's operating segments are established on the basis of those components that are evaluated regularly by the Executive Committee (the 'Chief Operating Decision Maker' as defined in Ind AS 108 - 'Operating Segments'). In light of Para 4 of Ind AS 108- Operating Segments, the Company has presented segment information on geographical basis in its consolidated financial statements.

b) Revenue from major customer: During the year, the Company generates 90% of its external revenues from 8 customers (March 31, 2024: 7 customers).

46. Contingent liabilities and commitments

a) Contingent liabilities (To the extent not provided for)

I (i) The Company has reviewed all its pending claims, litigations and other proceedings and has adequately provided for wherever required. The Company does not expect the outcome of these proceedings to have a material or adverse effect on financial position of the Company. In certain cases, it is difficult for the Company to estimate the timings of cash outflows, if any, as it is determinable only on receipt of judgement/decisions pending with various forums/ authorities. The Company does not expect any reimbursements in respect of the below contingent liabilities.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
- Tax Demand as per Sec 154 and Sec 16(1) of Income Tax Act , 1961 (with respect to Assessment Year 2015-16) -Issue restored to file of CIT(A) for re-adjudication based on order received from ITAT	15.57	15.57
- Tax Demand as per Sec 250 of Income Tax Act, 1961 (with respect to Assessment Year 2016-17) - Matter restored to AO by ITAT for recalculating the tax liability	3.49	3.49
- Tax Demand as per Sec 143(3) of Income Tax Act, 1961 (with respect to Assessment Year 2017-18) - Appeal pending before CIT(A)	3.83	3.83
- Tax Demand as per Sec 270A of Income Tax Act, 1961 (with respect to Assessment Year 2020-21) - Appeal pending before CIT(A)	2.90	2.90
- Demand as per TDS (TRACES) portal - CPC	7.67	14.13

(ii) Various legal cases of labour are pending at labour Court, Civil Court and High Court. The Company has assessed and believe that none of these cases, either individually or in aggregate, are expected to have any material adverse effect on its financial statements.

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(All amounts are in ₹ Lakhs, unless otherwise stated)

	Particulars	As at March 31, 2025	As at March 31, 2024
II	Irrevocable letter of credit outstanding with banks (net of margin of ₹ 712.36 Lakhs (March 31, 2024:₹ 1,100.37 Lakhs))	2,344.40	2,913.08
III	Counter Guarantees given by the group to the Sales Tax Department for entities over which Key Managerial Personnel have Significant influence		
	- For enterprise	1.00	1.00
	- For others	0.50	0.50
IV	The Company has given the corporate guarantees to banks of its foreign subsidiaries amounting to ₹ 10,697.50 Lakhs (March 2024 ₹ 10,421.25 Lakhs.) Refer note 44 & 47		

b) Commitments

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Commitment: Estimated amount of contracts remaining to be executed on the capital account (net of capital advances of ₹ 424.89 Lakhs) (March 31, 2024 : ₹ 45.44 Lakhs)	3,667.41	467.55

The Company does not have any other long term Commitments or material non cancellable contractual commitments, which may have a material impact on the standalone financial statement.

47. Related party transactions

a) List of related parties

Nature of Relationship	Name of the Related Party
Subsidiary (Direct / Indirect)	**Domestic (Direct)**
	Gogreen Apparel Limited (Formerly SBUYS E-Commerce Limited)
	Pearl Global Kaushal Vikas Limited
	Sead Apparels Private Limited
	Overseas (Direct)
	Pearl Global Fareast Limited
	Pearl Global (HK) Limited
	Norp Knit Industries Limited
	Pearl Global USA, Inc.
	Pearl GT Holdco Ltd (Refer note (g) below)
	Pearl Knitting & Dyeing Industries Limited (w.e.f. March 23, 2025) (Refer note (h) below)
	Overseas (Indirect)
	A & B Investment Limited (Liquidated w.e.f. October 15, 2024)
	Pearl Global F.Z.E. (Liquidated w.e.f November 08, 2023)
	DSSP Global Limited
	Pearl Global Vietnam Company Limited
	Pearl Unlimited Inc.
	Pearl Grass Creations Limited
	PGIC Investment Limited
	Prudent Fashions Limited
	PT Pinnacle Apparels
	Vin Pearl Global Vietnam Limited

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Nature of Relationship	Name of the Related Party	
	Alpha Clothing Limited	
	Trinity Clothing Limited (w.e.f May 10, 2023)	
	Corporacion de Productos Y Servicios Asociados, Sociedad Anonima (CORPASA)	
	Shoretex, Sociedad Anonima (SHORETEX)	
	Pearl Global Industries FZCO	
Enterprise over which Key Managerial Personnel exercise Significant influence	PDS Limited	
Key Management Personnel (KMP) & their relative	Dr. Deepak Kumar Seth	Chairman, Non-Executive Director
	Mr. Pulkit Seth	Vice Chairman, Non-Executive Director
	Mrs. Shifalli Seth	Non-Executive Director
	Mr. Pallab Banerjee	Managing Director
	Mr. Shailesh Kumar	Whole-Time Director
	Mr. Deepak Kumar	Whole-Time Director
	Mr. Sanjay Gandhi	Group Chief Financial Officer
	Mr. Narendra Kumar Somani	Chief Financial Officer
	Ms. Shilpa Saraf	Company Secretary

b) Disclosure of Related Parties Transactions:

(i) Subsidiary Companies

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sale of goods - raw material	71.34	28.05
Sale of goods – readymade garments	27,430.81	23,174.62
Source support income	626.78	540.40
Income on corporate guarantee	110.32	122.00
SAP income	200.72	157.99
Rental income	-	5.30
Interest income	49.85	21.64
Commission Expenses	562.40	-
Processing Charges	14.70	-
Dividend Income	2,228.29	1,492.11
Marketing Fees Paid	761.23	745.06
Sale of Property, plant and equipment	171.29	2.25
SAP maintenance charges recovered	46.39	149.55
Investment in equity shares	3,765.83	451.94
ESOP related investments	141.44	260.37
Loan Given (After Reinstatement)	2,583.70	232.00
Loan Repayment received	666.14	-

Corporate Guarantee given by the Company (as per Section 186(4) of the Companies Act 2013)

- To Standard Chartered Bank, Hongkong Branch for securing credit facilities to its wholly owned subsidiary Pearl Global (HK) Limited, Hong Kong equivalent to Nil (March 31, 2024 : USD 20.00 Lakhs equivalent to ₹ 1,667.40 Lakhs).

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- To Vietnam Technological and Commercial Joint Stock Bank for securing credit facilities to its wholly owned subsidiary Pearl Global Vietnam Company Limited for USD 75.00 Lakhs equivalent to ₹ 6,418.50 Lakhs. (March 31, 2024 : USD 55.00 Lakhs equivalent to ₹ 4,585.35 Lakhs)
- To Heng Seng Bank Limited, Hong Kong for securing credit facilities to its wholly owned subsidiary Pearl Global (HK) Limited, Hong Kong and its step down subsidiary DSSP Global Limited for USD 30.00 Lakhs equivalent to ₹ 2,567.40 Lakhs. (March 31, 2024 :USD 30.00 Lakhs equivalent to ₹ 2,501.10 Lakhs)
- To Heng Seng Bank Limited, Hong Kong for securing credit facilities to its wholly owned subsidiary Pearl Global (HK) Limited, Hong Kong and its step down subsidiary DSSP Global Limited for USD 20.00 Lakhs equivalent to ₹ 1,711.60 Lakhs. (March 31, 2024 : USD 20.00 Lakhs equivalent to ₹ 1,667.40 Lakhs)

Above Corporate Guarantees have been given for business purpose.

Closing Balance

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Loan given to subsidiary (inclusive of interest)	2,431.22	484.78
Trade Receivables	2,422.75	2,878.67
Trade Payables	1,175.86	519.08
Advance Receivables	2.49	110.87

(ii) Key Management Personnel (KMP)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Short-term employee benefits	511.09	574.49
Expenses paid by the Company on their behalf (EPF paid)	14.71	12.28
Expenses incurred on behalf of the Company	90.45	93.10
Share based payments	1,595.64	503.80
Loan recovered back	-	100.00
Interest Income	-	5.92

(All amounts are in ₹ Lakhs, unless otherwise stated)

Closing Balance	As at March 31, 2025	As at March 31, 2024
Trade Payable - Payable to KMP	16.86	20.70

c) Disclosure of transactions between Company and Related parties during the year which are more than 1% of Revenue

(i) Subsidiary Companies

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sale of goods - readymade garments		
Pearl Global (HK) Limited	24,256.33	23,047.80
Pearl Unlimited Inc.	-	126.820
Pearl Global USA Inc	1,972.41	-
Pearl Global Industries FZCO	1,202.07	-
Dividend Income		
Norp Knit Industries Limited	2,228.29	-

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Pearl Global (HK) Limited	-	1,492.11
Investment in equity shares		
Pearl Global (HK) Limited	2,551.35	-
Loan Given (after reinstatement)		
GoGreen Apparel Limited	1,260.00	-
Pearl GT Holdco Ltd	1,283.70	-

d) Terms and conditions of transactions with related parties

All the transaction with the related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and interest free except the interest bearing loan and settlement occurs in cash.

e) Personal Guarantee given by Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Director) against the Borrowings (refer note no. 21 & 22).

f) The remuneration of Key managerial Personnel does not include amount in respect of gratuity and leave encashment payable as the same are not determinable as individual basis for the KMP. The liabilities of gratuity and leave encashment are provided for Company as whole on the basis of acturial valuation.

g) During the year the Company had acquired additional equity interest in substance in Pearl GT HoldCo Limited and now shareholding comes at 80% (March 31, 2024 - 55%). Further, Pearl GT HoldCo Limited is the Holding Company of Corporacion de Productos Y Servicios Asociados, Sociedad Anonima (CORPASA) and Shoretex, Sociedad Anonima (SHORETEX), thereby making both CORPASA and SHORTEX, step down subsidiaries of the Company.

h) During the year the Company had acquired 99.90% equity interest in substance in Pearl Knitting and Dyeing Industries Limited.

48. Disclosures pursuant to regulation 34 of Securities and Exchange Board of India (listing obligations and disclosure requirements) regulations, 2015 and section 186 of the Companies Act, 2013.

(All amounts are in ₹ Lakhs, unless otherwise stated)

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	**Loans to subsidiaries**		
	Loan to subsidiary: Sead Apparels Private Limited		
	Closing Balance as at the year end	284.77	234.67
	Maximum amount outstanding at any time during the year	292.68	234.67
	(Sead Apparels Private Limited has utilised the loan for meeting operating and working capital requirements. It carries an average rate of interest at 7.25% p.a.)		
	Loan to subsidiary: GoGreen Apparel Limited		
	Closing Balance as at the year end	857.82	-
	Maximum amount outstanding at any time during the year	1,100.00	-
	(Gogreen Apparel Limited has utilised the loan for meeting operating and working capital requirements. It carries an average rate of interest at 7.25% p.a.)		
	Loan to subsidiary: Pearl GT Holdco Ltd		
	Closing Balance as at the year end	1,288.63	-
	Maximum amount outstanding at any time during the year	1,314.42	-

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(All amounts are in ₹ Lakhs, unless otherwise stated)

	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
	(Pearl GT Holdco Ltd has utilised the loan for meeting operating and working capital requirements. It is given in foreign currency and carries an average rate of interest at 7% p.a.)		
	Loan to wholly owned subsidiary: Pearl Global USA Inc.		
	Closing Balance as at the year end	-	250.11
	Maximum amount outstanding at any time during the year	250.35	250.11
	(Pearl Global US INC. has utilised the loan for meeting operating and working capital requirements. It is given in foreign currency and carries an average rate of interest at 7.5% p.a.)		
(b)	Investments made are given under the respective heads (Refer Note No. 8)	16,398.82	12,491.55
(c)	Corporate guarantees given are disclosed in Note 47	10,697.50	10,421.25

49. Event occurring after balance sheet date

(a) Interim Dividend:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Declared for the year:		
Second Interim dividend declared on May 20, 2025 ₹ 6.50 per share (2023-24 - Nil)	2,986.73	-
[₹ 6.50 on 4,59,49,817 equity shares (2023-24 - Nil)]		

(b) No other material events have occurred between the balance sheet date to the date of issue of these financial statements that could affect the values stated in the financial statements.

50. Leases

a) Lease contracts entered by the Company majorly pertains for buildings taken on lease to conduct its business in the ordinary course. The Company does not have any lease restrictions and commitment towards variable rent as per the contract.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Right-of-use assets: movements in carrying value of assets	Buildings
Gross Block As At April 01, 2023	**4,655.16**
Add: Additions during the year	1,058.44
Less: (Disposals) / adjustments during the year	-
Gross Block As At March 31, 2024	**5,713.60**
Add: Additions during the year	2,665.08
Less: (Disposals) / adjustments during the year	(724.02)
Add: Adjustment due to Addition of Prepaid Component of Security Deposit	147.01
Gross Block As At March 31, 2025	**7,801.67**
Accumulated Depreciation :	
As At April 01, 2023	**1,651.09**
Add: Depreciation charge for the year	879.98

NOTES
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(All amounts are in ₹ Lakhs, unless otherwise stated)

Right-of-use assets: movements in carrying value of assets	Buildings
Less: (Disposals) / adjustments during the year	-
As At March 31, 2024	**2,531.07**
Add: Depreciation charge for the year	947.41
Less: (Disposals) / adjustments during the year	(541.72)
As At March 31, 2025	**2,936.76**
Net Block :	
As At March 31, 2025	**4,864.91**
As At March 31, 2024	**3,182.53**

In 2024-25, there were no impairment charges recorded for right-of-use assets.

Leases: movements in carrying value of recognised liabilities	
As At April 01, 2023	**3,520.08**
Add: Additions during the year	1,047.66
Add: Interest expense on lease liabilities	414.60
Less: (Disposals) / adjustments during the year	-
Less: Repayment of lease liabilities	(1,140.49)
As At March 31, 2024	**3,841.85**
Add: Additions during the year	2,665.08
Add: Interest expense on lease liabilities	479.48
Less: (Disposals) / adjustments during the year	(199.08)
Less: Repayment of lease liabilities	(1,315.29)
As At March 31, 2025	**5,472.04**
Non-current lease liabilities	4,826.48
Current lease liabilities	645.56
Total lease liabilities	**5,472.04**

The maturity analysis of lease liabilities is given in Note 44 in the 'Liquidity risk' section.

Cash flows from operating activities includes cash flow from short term lease & leases of low value. Cash flows from financing activities includes the payment of interest and the principal portion of lease liabilities.

Leases committed and not yet commenced: There are no leases committed which have not yet commenced as on reporting date.

Company as a Lessor

The Company is not required to make any adjustments on transition to Ind AS 116 for leases in which it acts as a lessor. The Company accounted for its leases in accordance with Ind AS 116 from the date of initial application. The Company does not have any significant impact on account of sub-lease on the application of this standard.

The Company has given its building space, lying under property, plant and equipments, on operating lease through operating lease arrangements. Income from operating leases is recognised as revenue on a straight-line basis over the lease term.

Lease income of ₹ 875.09 Lakhs (March 31, 2024: ₹ 728.92 Lakhs) has been recognised and included under Other Income. (Refer Note No. 29)

The following table sets out a maturity analysis of lease receivable, showing the undiscounted lease payments to be received after the reporting date.

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Less than one year	857.94	778.67
One to two years	892.52	797.30
Two to three years	851.22	841.89
Three to Four Years	670.42	813.25
Four to five years	683.22	670.42
More than five years	1,289.86	1,973.08

51. Ratio Analysis

(All amounts are in ₹ Lakhs, unless otherwise stated)

Description	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for variance
Current ratio (in times)	Current Assets	Current Liabilities	1.48	1.21	22.15%	NA
Debt- Equity Ratio (in times)	Total Debt (excluding lease liabilities in debt)	Shareholder's Equity	0.46	0.62	(25.77%)	Due to increase in shareholder's Equity the ratio declined
	Total Debt (including lease liabilities in debt)	Shareholder's Equity	0.56	0.73	(22.84%)	NA
Debt Service Coverage ratio (in times)	Earnings available for debt service (Refer note (a) below)	Debt Service (Refer note (b) below)	1.86	1.32	40.20%	Increase in profitability led to increased Debt Service Coverage Ratio
Return on Equity ratio (in %)	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	11.73%	7.48%	4.25%	NA
Inventory Turnover ratio (in times)	Revenue	Average Inventory	3.35	2.90	15.46%	NA
Trade Receivable Turnover Ratio (in times)	Revenue	Average Trade Receivable:	8.24	7.50	9.96%	NA
Trade Payable Turnover Ratio (in times)	Purchases of goods and services	Average Trade Payables	3.44	3.01	14.36%	NA
Net Capital Turnover Ratio (in times)	Revenue	Working capital (Refer note (c) below)	7.77	9.17	(15.31%)	NA
Net Profit ratio (in %)	Net Profit after tax.	Revenue	4.94%	3.18%	1.76%	NA

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Description	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for variance
Return on Capital Employed (in %)	Earnings before interest and taxes	Capital Employed (Refer note (d) below)	10.02%	7.54%	2.48%	NA
	Earnings before interest and taxes	Capital Employed (Refer note (e) below)	9.94%	7.73%	2.21%	NA
Return on Investment (in %)	Income from Investments	Cost of Investments	17.92%	14.98%	2.94%	NA

Notes:

a) Net Profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of Fixed assets etc. “Net Profit after tax” means reported amount of “Profit / (loss) for the period” and it does not include items of other comprehensive income.

b) Interest, Lease Payments and Principal Repayments of long term debt

c) Current assets – Current liabilities

d) Tangible Net Worth + Total Debt(excluding lease liabilities in debt) + Deferred Tax Liability

e) Tangible Net Worth + Total Debt(including lease liabilities in debt) + Deferred Tax Liability

f) Reasons have been explained for variance in which % change is more than 25% as compared to ratio of previous year.

52. Employee Share Based Payment

A. The Board of Directors had accorded their consent for the implementation of Pearl Global Industries Limited Employee Stock Option Plan 2022 (the Plan) on June 30, 2022 which was approved by the shareholders of the Company vide Postal Ballot on August 28, 2022. Pursuant to the terms of the said plan, the Company had granted 14,15,300 options till date to eligible employees of the Company/ subsidiary company. During the year ended March 31, 2025, the Company has granted 1,35,100* (March 31, 2024: 4,54,000*) stock options to the eligible employees of the Company/subsidiary companies. Each option when exercised would be converted into one fully paid-up equity share of ₹ 5/- each of the Company. The options granted under ESOP scheme carry no rights to dividends and no voting rights till the date of exercise. The fair value of the share options is estimated at the grant date using Black and Scholes Model, taking into account the terms and conditions upon which the share options were granted.

Further, during the year ended March 31, 2025, the Company has accelerated the vesting of 3,200 options based on the approval of Nomination and Remuneration Committee in accordance with ‘the Plan’, due to which an additional amount of ₹ 0.05 Lakhs has been charged to statement of profit and loss account.

The Company has recognised an expense of 573.99 Lakhs (March 31, 2024: ₹ 600.38 Lakhs) arising from equity settled share based payment transactions for employee services received during the year. The carrying amount of Employee stock options outstanding reserve as at March 31, 2025 is 1,303.91 Lakhs (March 31, 2024: ₹ 899.19 Lakhs).

*The movement of options & the fair value assumptions have been restated to give effect of share split of equity shares of face value of ₹ 10 each sub-divided into 2 equity shares of face value of ₹ 5 each held vide shareholder’s approval dated December 19, 2023 through postal ballot.

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B. Options granted under ESOP Scheme

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025*	As at March 31, 2024*
Options outstanding at the beginning of the year	9,81,150	8,26,200
Options granted during the year	1,35,100	4,54,000
Options forfeited during the year	-	-
Options expired/lapsed during the year	1,28,750	43,400
Options exercised during the year	3,06,500	2,55,650
Options outstanding at the end of the year	6,81,000	9,81,150
Exercisable at the end of the year	1,60,300	75,050
For options outstanding at the end of the year:		
Exercise price range (₹)	150-720	150-375
Weighted average remaining contractual life (in years)	3.45 years	2.33 years

C. Fair value of options granted

(i) Fair value of each option is estimated on the date of grant i.e. October 10, 2022, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	0.95%	0.95%	0.95%	0.95%
Expected life (years)	2.5 years	3 years	3.5 years	4 years
Risk free interest rate (%)	7.05%	7.15%	7.23%	7.29%
Volatility (%)	58.21%	57.92%	55.93%	54.70%
Share price on date of grant*(in ₹)	230.68			
Fair value of options *(in ₹)	122.88	128.65	132.22	135.81

(ii) Fair value of each option is estimated on the date of grant i.e. May 15, 2023, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.06%	1.06%	1.06%	1.06%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	6.83%	6.85%	6.88%	6.91%
Volatility (%)	56.05%	54.82%	53.24%	52.03%
Share price on date of grant*(in ₹)	222.95			
Fair value of options *(in ₹)	114.02	122.86	129.34	134.71

(iii) Fair value of each option is estimated on the date of grant i.e. August 10, 2023, based on the following assumptions:

Particulars	Vest 1	Vest 2		
	Tranche I	Tranche I	Tranche II	Tranche III
Dividend yield (%)	0.93%	0.93%	0.93%	0.93%
Expected life (years)	3 years	3 years	4 years	5 years
Risk free interest rate (%)	6.99%	6.99%	7.02%	7.03%
Volatility (%)	56.73%	56.73%	55.73%	53.73%
Share price on date of grant*(in ₹)	322.88			
Fair value of options *(in ₹)	208.28	171.84	184.97	193.81

NOTES
to standalone financial statements for the year ended March 31, 2025

(iv) Fair value of each option is estimated on the date of grant i.e. October 10, 2023, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.17%	1.17%	1.17%	1.17%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	7.21%	7.26%	7.29%	7.31%
Volatility (%)	57.23%	56.15%	53.97%	52.38%
Share price on date of grant*(in ₹)	507.13			
Fair value of options *(in ₹)	259.93	280.82	294.32	305.53

(v) Fair value of each option is estimated on the date of grant i.e. April 16, 2024, based on the following assumptions:

Particulars (GRANT 1)	Tranche I	Tranche II	Tranche III
Dividend yield (%)	1.54%	1.54%	1.54%
Expected life (years)	3 years	4 years	5 years
Risk free interest rate (%)	7.04%	7.07%	7.08%
Volatility (%)	57.87%	54.59%	53.73%
Share price on date of grant*(in ₹)	598.10		
Fair value of options *(in ₹)	299.44	316.55	334.11

Particulars (GRANT 2)	Tranche I	Tranche II	Tranche III
Dividend yield (%)	1.54%	1.54%	1.54%
Expected life (years)	3 years	4 years	5 years
Risk free interest rate (%)	7.04%	7.07%	7.08%
Volatility (%)	57.87%	54.59%	53.73%
Share price on date of grant*(in ₹)	598.10		
Fair value of options *(in ₹)	330.11	344.26	358.72

Particulars (GRANT 3)	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.50%	1.50%	1.50%	1.50%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	7.04%	7.07%	7.08%	7.09%
Volatility (%)	57.87%	54.59%	53.73%	52.82%
Share price on date of grant*(in ₹)	598.10			
Fair value of options *(in ₹)	299.94	317.15	334.90	348.28

(vi) Fair value of each option is estimated on the date of grant i.e. August 09, 2024, based on the following assumptions:

Particulars	Tranche I	Tranche II
Dividend yield (%)	1.79%	1.79%
Expected life (years)	3 years	3.64 years
Risk free interest rate (%)	6.71%	6.72%
Volatility (%)	55.54%	56.45%
Share price on date of grant*(in ₹)	945.30	
Fair value of options *(in ₹)	469.47	497.36

NOTES
to standalone financial statements for the year ended March 31, 2025

(vii) **Fair value of each option is estimated on the date of grant i.e. October 10, 2024, based on the following assumptions:**

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.79%	1.79%	1.79%	1.79%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	6.57%	6.60%	6.64%	6.66%
Volatility (%)	76.61%	71.37%	67.41%	63.95%
Share price on date of grant*(in ₹)	959.30			
Fair value of options *(in ₹)	545.11	566.78	581.64	590.48

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The volatility is based on annualised standard deviation of the continuously compounded rates of return based on the peer companies and competitive stocks over a period of time. The Company has determined the market price on grant date based on latest equity valuation report available with the Company preceding the grant date.

D. Expenses arising from share-based payment transactions

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Stock based compensation expense determined under fair value method recognised in statement of profit or loss	573.99	600.38
Stock based compensation expense pertaining to employees of subsidiaries, determined under fair value method recognised as cost of investment as at balance sheet date	517.40	375.96

53. Pursuant to transfer pricing legislations under the Income-tax Act, 1961, the Company is required to use specified methods for computing arm's length price in relation to specified international transactions with its associated enterprises. Further, the Company is required to maintain prescribed information and documents in relation to such transactions. The appropriate method to be adopted will depend on the nature of transactions/ class of transactions, class of associated persons, functions performed and other factors, which have been prescribed. The Company is in the process of updating its transfer pricing documentation for the current financial year. Based on the preliminary assessment, the management is of the view that the update would not have a material impact on the tax expense recorded in these financial statements. Accordingly, these financial statements do not include any adjustments for the transfer pricing implications, if any.

54. 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 or entity, including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

The Company has not received any fund from any party (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entity identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

55. Disclosure of transactions with struck off companies

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the financial years.

NOTES
to standalone financial statements for the year ended March 31, 2025

56. A) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

(a) Crypto Currency or Virtual Currency

(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies.

(d) Relating to borrowed funds:

i) Wilful defaulter

ii) Utilisation of borrowed funds & share premium

iii) Borrowings obtained on the basis of security of current assets

iv) Discrepancy in utilisation of borrowings

57. Figures have been rounded off to the nearest Lakhs upto two decimal places except otherwise stated.

For & on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M.No. A23564

Place of Signature: Gurugram
Date: May 20, 2025

INDEPENDENT AUDITOR'S REPORT

To

The Members of Pearl Global Industries Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated Financial Statements of **Pearl Global Industries Limited** (hereinafter referred to as " the Holding Company") and its Subsidiaries (the Holding Company and its subsidiaries together referred as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and notes to the consolidated financial statement, including a summary of the material accounting policy information and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditors on separate financial statements of subsidiaries audited by the other auditors, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, the consolidated profit (including Other Comprehensive Income), consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each key audit matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the 'Auditor's responsibilities for the audit of the consolidated financial statements' section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Independent Auditor's Report (Contd.)

Key Audit Matter	How our audit addressed the Key Audit Matter
Recognition, measurement, presentation and disclosures of revenues as per Ind AS 115 "Revenue from Contracts with Customers In accordance with the requirements of Ind AS 115 - Revenue from Contracts with Customers, an entity shall recognise revenue when the entity satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when the customer obtains control of that asset. Revenue is one of the key measures of performance. Revenue is identified as an area of significant risk. As per the accounting policy, the Holding Company derives its revenue primarily from sale of garments with revenue recognised at a point in time when control of the goods has transferred to the customer. At the year end, management has to exercise significant judgement & control as the volume of transactions are high. Accordingly, Revenue recognition is identified as a Key Audit Matter.	Our procedures included, but were not limited to the following: • Assessed the appropriateness of the Holding Company's revenue recognition accounting policies as per Ind AS 115 -Revenue from Contracts with Customers. • Obtained an understanding and assessed the design, implementation and operating effectiveness of key internal controls over recognition and measurement of revenue in accordance with customer contracts, including correct timing of revenue recognition. • Performed substantive testing (including year-end cut-off testing) by selecting samples of revenue transactions recorded during the year, verifying with the underlying documents i.e sales invoices, dispatch documents including shipping bill, airway bill, bill of lading, forwarder cargo receipt etc. • Performed cut off testing, on sample basis to ensure that the revenue from sale of goods is recognized in the appropriate period. • Assessed manual journals posted to revenue to identify unusual items and tested the same on a sample basis. • Performed analytical procedures for reasonableness of revenues disclosed vis-à-vis the direct and indirect costs involved. • Considered adequacy of the Group's disclosures in respect of revenue and related estimates and judgements in the Consolidated Ind AS financial statements. Based on our procedures as mentioned above, we did not identify any findings that are significant for the financial statements as whole in respect of accounting, presentation and disclosure of Revenue recognition.

Information other than Consolidated Financial Statements and Auditor's Reports thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibility of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Company included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Group respective companies or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing their financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company and Subsidiaries which are incorporated in India has adequate internal financial controls with reference to the financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to which we are independent auditors to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the entities consolidated in the consolidated financial statements, which have been audited by other auditors, such other auditors are responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Independent Auditor's Report (Contd.)

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

(a) We did not audit the financial statements of seven subsidiaries included in the consolidated financial statements whose financial statements reflect total assets (before eliminating of inter-company transaction of ₹ 16,098.93 lakh) of ₹ 1,87,002.39 lakh as at March 31,2025, total revenues (before eliminating of inter-company transaction of ₹ 1,10,437.16 lakh) of ₹ 4,70,007.32 lakh, total net profit after tax (before eliminating of inter-company transaction of ₹ Nil) of ₹ 19,815.76 lakh & total comprehensive income (before eliminating of inter-company transaction of ₹ (79.50) lakh) of ₹ 17,992.89 lakh for year ended March 31, 2025 respectively and total net cash inflow of ₹ 4,375.46 lakh for the year ended March 31, 2025, as considered in the consolidated financial statements. These financial statements and other information have been audited by other auditors whose reports have been furnished to us by the Management and our conclusion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of Regulation read with the Circulars, in so far as it relates to the aforesaid subsidiaries, are based on the reports of the other auditors and the procedures performed by us as stated in paragraph below.

(b) Further, of these subsidiaries, five subsidiaries are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financial statements of such subsidiaries from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company management in India. Our opinion in so far as it relates to the balances and affairs of such subsidiary companies located outside India are based on the report of other auditor in their respective countries and conversion adjustments prepared by the Management and audited by us.

    Our opinion on the consolidated financial statement is not modified in respect of the matters stated in "a" & "b" above with respect to our reliance on the work done and the reports of the other auditors.

(c) The Consolidated Financial Statements also include the financial statements of one foreign subsidiary included in the consolidated financial statements, whose financial statements reflect total assets (before eliminating of inter-company transaction of ₹ Nil) ₹ 11.07 lakh as at March 31,2025, total revenues (before eliminating of inter-company transaction of ₹ Nil) of ₹ Nil, total net profit after tax (before eliminating of inter-company transaction of ₹ Nil) of ₹ Nil & total comprehensive income (before eliminating of inter-company transaction of ₹ Nil) of ₹ (0.07) lakh for the year ended March 31,2025 and net cash inflow of ₹ 8.59 lakh for the year ended March 31,2025, as considered in the consolidated financial statements, which have not been audited. These financial statements have been certified by the respective Management and furnished to us by Holding Company's Management. Our conclusion, in so far as it relates to the amounts included in respect of aforesaid subsidiary, is based solely on such financial statements. In our view and according to the information and explanations given to us by the Holding Company's Management, these financial statements are not material to the Group.

    Our conclusion is not modified in respect of this matter with respect to our reliance on these unaudited financial statements of aforesaid subsidiary, as certified by the respective Management.

Report on Other Legal and Regulatory Requirements

1. With respect to the matters specified in the paragraph 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order"/"CARO"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Holding Company and CARO reports issued by respective statutory auditors of the subsidiaries which have been included in the consolidated financial statements of the Group & to which reporting under CARO is applicable, we report that there are no qualifications and adverse remarks in those CARO reports.

2 A. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the auditor on a separate financial statement and the other

information of the subsidiaries, as noted in the 'Other Matters' paragraph, we report to the extent applicable that:

a) We/the other auditors whose reports we have relied upon have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books, except for the matters stated in the paragraph 2B (f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

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

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of the subsidiary's companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2025, from being appointed as a director in terms of Section 164 (2) of the Act.

f) The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A (b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B (f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g) With respect to the adequacy and the operating effectiveness of the internal financial controls with reference to these consolidated financial statements of the Holding Company and its subsidiaries incorporated in India, refer to our separate report in **Annexure - A**.

2 B. With respect to the other matters to be included in the Auditor's report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanation given to us and based on the report of other auditors as separate financial statements of the subsidiaries, as noted in the "Other Matters" paragraph:

a) The Consolidated Financial Statements disclose impact of pending litigations on the consolidated financial position of the Group - Refer Note No. 46 of the Consolidated financial statements.

b) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended March 31, 2025.

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiaries companies incorporated in India for the year ended March 31, 2025.

d) i. The respective Managements of the Holding Company and its subsidiaries incorporated in India whose financial statements have been audited in the Act have represented to us and the other auditors of such subsidiaries have reported that, to the best of its knowledge and belief, as disclosed in the Note 53 to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

ii. The respective Managements of the Holding Company and its subsidiaries incorporated in India have represented, that, to the best of its knowledge and belief, as disclosed in the Note 53 to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or any of such subsidiaries from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise,

Independent Auditor's Report (Contd.)

that the Holding Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

iii. Based on such audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) & (ii) above, contain any material misstatement.

e) The first interim dividend declared for current financial year and paid by the Holding Company during the year is in accordance with section 123 of the Companies Act 2013. The second interim dividend declared by the Company during the year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to declaration of dividend. However, the said dividend was not paid on the date of this audit report.

Further, the interim dividend paid by the Holding Company during the year in respect of the dividend declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend.

Further, the subsidiaries companies incorporated in India, consolidated in the group, have not declared any dividend during the year.

f) Based on our examination which included test checks, performed by us on the Holding Company and based on the consideration of reports of the component auditors of the subsidiaries which are Companies incorporated in India whose financial statements have been audited under the Act, except for the instances mentioned below, the Holding Company and subsidiaries have used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility, audit trail has been operated throughout the year for all relevant transactions recorded in the software and the same has been preserved by the Company as per the statutory requirements for record retention:

i. In the case of Holding Company, the feature of recording audit trail (edit log) facility:

- At the database level is not enabled to log any direct data changes for the accounting software used for maintaining the books of account as well as payroll software used for maintaining its payroll records.
- At the application level for its payroll software, during the year, the Holding Company has initiated the implementation of audit trail feature in a phased manner. While the audit trail functionality has been activated for certain components, it is yet to be fully deployed across all relevant modules.

ii. In case of subsidiaries incorporated in India, in one subsidiary the feature of recording audit trail (edit log) facility at the database level is not enabled to log any direct data changes for the accounting software used for maintaining the books of account while in one subsidiary, the books of account are maintained manually, therefore, assessment and reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

3. With respect to the matter to be included in the Auditors' report under Section 197(16):

In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries, the managerial remuneration for the year ended March 31, 2025, has been paid/ provided by Holding Company and its subsidiaries incorporated in India to their directors in accordance with the provisions of Section 197 read with Schedule V of the Act.

For S.R. Dinodia & Co. LLP.
Chartered Accountants,
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number 083689
UDIN: 25083689BMIUEL6903

Place of Signature: New Delhi
Date: May 20, 2025

ANNEXURE 'A'

to the Independent Auditors' Report of even date on the Consolidated Financial Statement of Pearl Global Industries Limited

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

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to financial statements of Pearl Global Industries Limited (the "Holding Company") and its Subsidiaries, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiaries companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting 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 respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to these consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls with reference to these consolidated financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to these consolidated financial statements, including the possibility of collusion or improper

Annexure 'A' (Contd.)

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

Opinion

In our opinion to the best of our information and according to the explanation given to us and based on consideration of the reports of the other auditors referred to in Other Matter paragraph below, the Holding and its Subsidiary Companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to these consolidated financial statements and such internal financial controls with reference to these consolidated financial statements were operating effectively as at March 31, 2025, based on the internal control criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

Our aforesaid report under Section 143 (3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls, in so far as it relates to two subsidiary companies, which are incorporated in India and where such reporting under section 143(3) of the companies Act 2013, is applicable is based on the corresponding report of the auditor of such subsidiary incorporated in India. Our opinion is not modified in respect of the above matters.

For S.R. Dinodia & Co. LLP.
Chartered Accountants,
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number 083689
UDIN: 25083689BMIUEL6903

Place of Signature: New Delhi
Date: May 20, 2025

CONSOLIDATED BALANCE SHEET
as at March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
I. Assets			
1. Non-current assets			
(a) Property, plant and equipment	4	41,337.08	36,918.69
(b) Capital work-in-progress	5	4,396.36	3,487.90
(c) Right-of-use asset	49	23,267.11	16,173.35
(d) Investment property	6	5,569.23	5,643.04
(e) Goodwill	7	2,231.91	2,189.20
(f) Other Intangible assets	8	274.38	232.20
(g) Financial assets			
(i) Investment	9	2,427.24	2,996.65
(ii) Loans	10	1,020.95	8.85
(iii) Other financial assets	11	1,053.78	1,415.14
(h) Non current tax assets (net)	13	357.96	553.10
(i) Deferred tax assets (net)	12	659.95	253.52
(j) Other non current assets	14	1,196.23	780.68
Total Non-current assets		**83,792.18**	**70,652.33**
2. Current assets			
(a) Inventories	15	70,512.65	50,273.12
(b) Financial assets			
(i) Investments	9	-	-
(ii) Trade receivables	16	32,440.39	26,535.45
(iii) Cash and cash equivalents	17	51,000.81	32,795.29
(iv) Bank balances other than cash and cash equivalents	18	5,638.94	3,854.99
(v) Loans	10	2,335.11	2,264.32
(vi) Other financial assets	11	724.05	1,056.06
(c) Other current assets	14	13,135.80	11,114.71
Total current assets		**1,75,787.75**	**1,27,893.95**
Total Assets		**2,59,579.93**	**1,98,546.28**
II. Equity And Liabilities			
1. Equity			
(a) Equity share capital	19	2,296.76	2,179.18
(b) Other equity	20	1,13,273.19	78,023.55
Equity attributable to equity shareholders		**1,15,569.95**	**80,202.73**
Non - controlling interest		(920.55)	1,543.17
Total Equity		**1,14,649.40**	**81,745.90**
2. Liabilities			
Non- current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	7,963.16	10,420.10
(ia) Lease Liabilities	49	20,282.18	12,666.79
(ii) Others financial liabilities	23	140.84	1,774.69
(b) Provisions	24	4,606.91	3,505.79
(c) Deferred tax liabilities	12	45.46	48.51
(d) Other non current liabilities	25	57.99	73.73
Total non- current liabilities		**33,096.54**	**28,489.61**
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	22	47,191.74	34,094.82
(ia) Lease Liabilities	49	1,861.20	1,656.85
(ii) Trade payables	26		
Total outstanding dues of micro enterprises and small enterprises		1,075.25	1,141.66
Total outstanding dues of creditors other than micro enterprises and small enterprises		54,581.15	47,503.01
(iii) Other financial liabilities	23	1,080.37	628.35
(b) Other current liabilities	25	3,475.39	1,912.92
(c) Provisions	24	1,146.69	663.77
(d) Current tax liabilities (net)	27	1,422.20	709.39
Total current liabilities		**1,11,833.99**	**88,310.77**
Total Equity and Liabilities		**2,59,579.93**	**1,98,546.28**
Summary of Material Accounting Policies Information	3		

The accompanying notes form an integral part of these consolidated financial statements

As per our Report of even date attached

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

Place of Signature: New Delhi
Date: May 20, 2025

For and on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: Gurugram
Date: May 20, 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars				Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I	**Income**					
	Revenue from operations			28	4,50,628.79	3,43,615.11
	Other income			29	3,355.40	3,236.87
	Total income				**4,53,984.19**	**3,46,851.98**
II	**Expenses**					
	(a)	Cost of materials consumed		30	1,85,575.66	1,54,692.59
	(b)	Purchases of Stock-in-Trade		31	58,130.97	16,384.97
	(c)	Changes in inventories of finished goods, stock in trade and work in progress		32	(6,498.98)	(1,288.70)
	(d)	Employee benefits expense		33	83,929.26	67,036.33
	(e)	Finance costs		34	9,918.53	8,331.33
	(f)	Depreciation and amortisation expense		35	7,521.51	6,419.79
	(g)	Other expenses		36	89,130.27	76,009.56
	Total expenses				**4,27,707.22**	**3,27,585.87**
III	**Profit/ (loss) before exceptional items and tax (I-II)**				**26,276.97**	**19,266.11**
IV	**Exceptional Items ((gain)/loss)**			37	(456.32)	60.14
V	**Profit/ (loss) before tax (III-IV)**				**26,733.29**	**19,205.97**
VI	**Tax expense:**			12		
	(a)	Current tax			3,946.16	2,553.62
	(b)	Deferred tax			(239.65)	(217.53)
	(c)	Adjustment of tax relating to earlier periods			(50.29)	(42.48)
VII	**Profit/ (loss) for the year (V-VI)**				**23,077.07**	**16,912.36**
VIII	**Other comprehensive income**			38		
(A)	(i)	Items that will not be reclassified to profit or loss				
		(a)	Re-measurement gains/ (losses) on defined benefit plans		(698.85)	5.31
		(b)	Gain on Bargain Purchase		-	67.76
		(c)	Changes in fair value of financial assets designated at fair value		-	(185.85)
	(ii)	Income tax on items that will not be reclassified to profit and loss			78.08	(26.87)
(B)	(i)	Items that will be reclassified to profit or loss				
		(a)	Foreign exchange translation reserve		(1,216.36)	(556.25)
		(b)	Fair valuation of investment in mutual fund		-	-
		(c)	Net movement in effective portion of cash flow hedge reserve		(179.15)	184.28
		(d)	Changes in fair value of financial assets designated at fair value		-	70.38
	(ii)	Income tax on items that will be reclassified to profit and loss			45.09	(46.38)
	Other Comprehensive Income for the year, net of tax				**(1,971.19)**	**(487.62)**
IX	**Total comprehensive income for the year, net of tax**				**21,105.88**	**16,424.74**
	Profit Attributable to:					
	Equity shareholders				24,833.17	17,483.38
	Non-controlling interests				(1,756.10)	(571.02)
	Other comprehensive income attributable to:					
	Equity shareholders				(2,010.25)	(565.93)
	Non-controlling interests				39.06	78.31
	Total comprehensive income attributable to:					
	Equity shareholders				22,822.92	16,917.45
	Non-controlling interests				(1,717.04)	(492.71)
X	**Earnings per share: (Face value ₹ 5 per share)**			39		
	1)	Basic (amount in ₹)			54.96	40.26
	2)	Diluted (amount in ₹)			52.87	40.05
Summary of Material Accounting Policies Information				3		

The accompanying notes form an integral part of these Consolidated financial statements

As per our Report of even date attached

For and on behalf of Board of Directors of Pearl Global Industries Limited

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: New Delhi
Date: May 20, 2025

Place of Signature: Gurugram
Date: May 20, 2025

CONSOLIDATED STATEMENT OF CASH FLOWS
for the year ended March 31, 2025

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Cash Flows From Operating Activities			
Profit before tax		**26,733.29**	**19,205.97**
Adjustments to reconcile profit before tax to net cash flows:			
Profit on sale of current investment - Mutual Fund		(710.57)	(379.50)
Rental Income		(875.09)	(723.63)
Interest Income		(1,042.53)	(739.95)
Interest Paid and other borrowing cost		9,905.28	8,319.50
Depreciation and amortisation		7,521.51	6,419.79
Unwinding of discount on security deposit - Expense		13.25	11.83
Sundry balances written back		(2.39)	(104.39)
Provision written back		(37.99)	-
Gain on lease modification		(35.32)	-
Allowance for bad and doubtful debts and Advances		-	219.37
Sundry balance written off		-	319.78
Net Unrealised Forex (Gain)/Loss		896.37	-
Grant Amortised during the year		(1.00)	(1.00)
Amortisation of deferred Rental Income		(14.78)	(14.89)
Unwinding of discount on security deposits - Income		(36.72)	(33.35)
Dividend Income		(0.22)	(8.14)
Fair value loss /(gain) on financial assets measured at fair value through profit and loss		(75.75)	-
Insurance claim received		(34.34)	
Stock compensation expenses		717.54	860.85
Foreign currency translation reserve		(1,216.36)	(556.25)
Operating Profit Before Working Capital Changes		**41,704.18**	**32,795.99**
Changes In Operating Assets And Liabilities:			
(Increase)/Decrease in other non-current financial assets		396.15	(591.00)
(Increase)/Decrease in other non-current assets		(162.59)	(478.29)
(Increase)/Decrease in Inventories		(20,239.53)	1,056.57
(Increase)/Decrease in Trade Receivables		846.60	(6,105.08)
(Increase)/Decrease in other current financial assets		366.25	(109.09)
(Increase)/Decrease in other current assets		(1,910.49)	(625.69)
Increase/(Decrease) in other non-current financial liabilities		(1,633.85)	1,328.07
Increase/(Decrease) in non-current provisions		480.35	597.59
Increase/(Decrease) in other non-current liabilities		0.05	(21.81)
Increase/(Decrease) in Trade Payables		(595.81)	9,580.37
Increase/(Decrease) in other current financial liabilities		(112.65)	(678.52)
Increase/(Decrease) in current provisions		482.92	522.80
Increase/(Decrease) in other current liabilities		1,562.49	(24.11)
Cash Generated From Operations		**21,184.07**	**37,247.80**
Direct Tax paid (Net of Refunds)		(3,157.75)	(2,099.36)
Cash flow before exceptional items		**18,026.32**	**35,148.44**
Exceptional items		(387.64)	60.14
Net Cash Inflow From/(Used In) Operating Activities	**(A)**	**17,638.68**	**35,208.58**
Cash Flows From Investing Activities			
Purchase of property, plant and equipment (including capital work in progress)		(11,756.78)	(12,551.45)
Sale proceeds of property, plant and equipment (net of expenses)		2,417.76	656.67
Purchase of Investment Property		0.00	(45.76)
Purchase of Intangible assets including Goodwill		(153.79)	(375.38)
(Increase)/decrease in capital advances		(252.96)	(138.78)
Increase/(decrease) in capital creditor		549.29	31.32

CONSOLIDATED STATEMENT OF CASH FLOWS
for the year ended March 31, 2025 (Contd.)

(Amount in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
(Increase)/Decrease in non-current Investments		569.41	2,302.98
(Increase)/Decrease in current Investments		786.32	941.66
Capital reserve on acquisition of Subsidiary		-	67.76
Proceeds from NCI		187.83	167.45
Acquisition of non-controlling interest		(1,604.44)	(5,479.35)
(Increase)/Decrease in non-current Loans		(1,012.10)	18.31
(Increase)/Decrease in current Loans		(70.79)	273.68
(Increase)/Decrease in bank deposit		(1,784.78)	(22.76)
Interest Income		1,010.22	739.95
Rental Income		764.49	592.11
Dividend Income		0.22	8.14
Net Cash Inflow From/ (Used In) Investing Activities (B)		**(10,350.10)**	**(12,813.45)**
Cash Flows From Financing Activities			
Issue of share capital (inclusive of security premium net of related expenses)		15,042.09	383.47
Proceeds from/ (Repayment of) Long Term Borrowings		(2,456.94)	1,489.91
Lease Rental Paid		(3,911.52)	(3,438.56)
Proceeds from/ (Repayment of) Short Term Borrowings		12,290.62	(1,813.52)
Dividend Paid (inclusive of tax paid)		(2,543.29)	(4,881.89)
Interest paid		(8,308.21)	(6,953.75)
Net cash inflow from/(used in) Financing Activities (C)		**10,112.75**	**(15,214.34)**
Net Increase (Decrease) In Cash And Cash Equivalents (A+B+C)		**17,401.33**	**7,180.79**
Opening Balance of Cash and Cash Equivalents		32,795.29	25,614.50
Total Cash And Cash Equivalent (Note 17)		**50,196.62**	**32,795.29**
Components Of Cash And Cash Equivalents			
Cash, Cheque/drafts on hand		424.19	317.51
With banks - current account		21,632.56	18,278.53
Bank Overdraft		(804.19)	-
With banks - deposits with banks		24,042.08	14,199.25
With banks - commercial papers		4,901.98	-
Total Cash and Cash Equivalent ((Note 17)		**50,196.62**	**32,795.29**

Notes :

a) The above Consolidated statement of Cash Flows has been prepared under the Indirect Method as set out in IND AS 7 'Statement of Cashflow'.

b) For the Increase/ (Decrease) in liabilities arising from financing activities in respect of non-cash transactions, refer respective standalone financial statements of holding company & subsidiary companies.

Summary of Material Accounting Policies Information (Note-3)

The accompanying notes form an integral part of these consolidated financial statements

As per our Report of even date attached

For **S.R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number : 083689

Place of Signature: New Delhi
Date: May 20, 2025

For and on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: Gurugram
Date: May 20, 2025

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended March 31, 2025

A. Equity Share Capital

(Amount in ₹ Lakhs, unless otherwise stated)

As at April 01, 2023	2,166.39
Changes during the year	12.79
As at March 31, 2024	**2,179.18**
Changes during the year	117.58
As at March 31, 2025	**2,296.76**

B. Other Equity

Particulars	Reserve & Surplus							Items of other comprehensive income			Total Other Equity	Non-controlling interest	Total Equity
	General Reserve	Security Premium	Capital Redemption Reserve	Amalgamation Reserve	Capital reserve	Retained earnings	Share Based Payment Reserve	Change in investment through other comprehensive income	Effective Portion of Cash Flow Hedge	Currency Translation Reserve			
Balance As at April 01, 2023	**4,204.36**	**17,103.90**	**95.00**	**625.95**	**506.98**	**43,728.78**	**259.51**	**(292.88)**	**(140.51)**	**3,989.08**	**70,080.17**	**2,030.67**	**72,110.84**
Profit / (loss) for the year	-	-	-	-	-	17,483.38	-	-	-	-	17,483.38	(571.02)	16,912.36
Purchase on subsidiary acquired during the period	-	-	-	-	-	-	-	-	-	-	-	167.45	167.45
Gain on Bargain Purchase on subsidiary acquired during the year	-	-	-	-	67.76	-	-	-	-	-	67.76	-	67.76
Acquisition of non-controlling interest	-	-	-	-	(5,317.11)	-	-	-	-	-	(5,317.11)	(162.24)	(5,479.35)
Security Premium	-	591.75	-	-	-	-	-	-	-	-	591.75	-	591.75
Share based payment Reserve	-	-	-	-	-	-	639.68	-	-	-	639.68	-	639.68
Net movement in effective portion of cash flow hedge reserve, net of tax effect	-	-	-	-	-	-	-	-	137.90	-	137.90	-	137.90
Remeasurement of the benefit plan, net of tax effect	-	-	-	-	-	(59.31)	-	-	-	-	(59.31)	37.75	(21.56)
Other Comprehensive Income	-	-	-	-	-	-	-	(115.47)	-	(596.81)	(712.28)	40.56	(671.72)
Dividend paid	-	-	-	-	-	(4,888.39)	-	-	-	-	(4,888.39)	-	(4,888.39)
Balance As at March 31, 2024	**4,204.36**	**17,695.65**	**95.00**	**625.95**	**(4,742.37)**	**56,264.46**	**899.19**	**(408.35)**	**(2.61)**	**3,392.27**	**78,023.55**	1,543.17	**79,566.72**

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
for the year ended March 31, 2025 (Contd.)

Particulars	Reserve & Surplus							Items of other comprehensive income			Total Other Equity	Non-controlling interest	Total Equity
	General Reserve	Security Premium	Capital Redemption Reserve	Amalgamation Reserve	Capital reserve	Retained earnings	Share Based Payment Reserve	Change in investment through other comprehensive income	Effective Portion of Cash Flow Hedge	Currency Translation Reserve			
Profit / (loss) for the year	-	-	-	-	-	24,833.17	-	-	-	-	**24,833.17**	(1,756.10)	**23,077.07**
Purchase on subsidiary acquired during the period												187.83	**187.83**
Acquisition of non-controlling interest					(420.99)	(248.94)					**(669.93)**	(934.51)	**(1,604.44)**
Security Premium		15,627.07									**15,627.07**		**15,627.07**
Share based payment Reserve	-	-	-	-	-		404.72	-	-	-	**404.72**		**404.72**
Share issue expenses related to Qualified Institutional Placement		(391.85)									**(391.85)**		**(391.85)**
Net movement in effective portion of cash flow hedge reserve, net of tax effect	-	-	-	-	-	-	-	-	(134.06)	-	**(134.06)**	-	**(134.06)**
Remeasurement of the benefit plan, net of tax effect	-	-	-	-	-	(618.31)	-	-	-	-	**(618.31)**	(2.46)	**(620.77)**
Other Comprehensive Income	-	-	-	-	-	-	-	-	-	(1,257.88)	**(1,257.88)**	41.52	**(1,216.36)**
Release on disposal of financial assets						(195.79)		195.79			-		-
Dividend paid(inclusive of taxes paid)	-	-	-	-	-	(2,543.29)	-	-	-	-	**(2,543.29)**	-	**(2,543.29)**
Balance As at March 31, 2025	**4,204.36**	**32,930.87**	**95.00**	**625.95**	**(5,163.36)**	**77,491.30**	**1,303.91**	**(212.56)**	**(136.67)**	**2,134.39**	**1,13,273.19**	**(920.55)**	**1,12,352.64**

Summary of Material Accounting Policies Information (Note No. 3)

The accompanying notes form an integral part of these Consolidated financial statements

As per our Report of even date attached

For **S. R. Dinodia & Co. LLP**
Chartered Accountants
Firm's Registration Number 001478N/N500005

(Sandeep Dinodia)
Partner
Membership Number: 083689

Place of Signature: New Delhi
Date: May 20, 2025

For and on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: Gurugram
Date: May 20, 2025

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to consolidated financial statements for the year ended March 31, 2025

1. Corporate Information

Pearl Global Industries Limited (the "Holding Company") is a public limited Company domiciled in India and incorporated under the provisions of the Companies Act,1956, and now under the Companies Act, 2013. The holding company along with its subsidiaries (collectively referred to as "the group"), is primarily engaged in manufacturing, sourcing, distribution and export of ready to wear apparels through its domestic and global facilities and operations. The shares of the Company are listed on BSE Limited and National Stock Exchange of India Limited in India.

The Consolidated Financial Statements were authorised for issue in accordance with a resolution of the Board of Directors on May 20, 2025.

The Company, its subsidiaries (jointly referred to as the 'group' herein under) considered in these consolidated financial statements includes:

Name of Company	Country of incorporation	Principal activities	Porportion (%) of equity interest	
			As at March 31, 2025	As at March 31, 2024
Holding Company				
Pearl Global Industries Limited	India	Manufacturing and Trading of garments	NA	NA
Subsidiaries				
Pearl Global (HK) Limited	Hong Kong	Trading of garments	100.00	100.00
Pearl Global Fareast Limited	Hong Kong	Trading of garments	100.00	100.00
Norp Knit Industries Limited	Bangladesh	Manufacturing and Trading of garments	99.99	99.99
Pearl Global USA Inc.	USA	Trading and Marketing of garments	100.00	100.00
Pearl GT Holdco Limited	British Virgin Islands	Manufacturing and Trading of garments	80.00	55.00
Pearl Knitting & Dyeing Industries Limited	Bangladesh	Manufacturing and Trading of garments	99.90	-
Gogreen Apparel Limited (Formerly known as SBUYS E-Commerce Limited)	India	Online Trading of garments	100.00	100.00
Sead Apparels Private Limited	India	Trading of garments	100.00	100.00
Pearl Global Kaushal Vikas Limited	India	Skill development	100.00	100.00

During the year, A&B Investment Limited, a wholly owned subsidiary of the Company had gone into voluntarily liquidation. The Company has liquidated on October 15, 2024. Accordingly, the same is not considered in these consolidated financial statements as at March 31, 2025.

2. Basis of preparation and measurement

Statement of Compliance: The Financial Statements are prepared on an accrual basis under historical cost convention except for certain financial instruments which are measured at fair value. These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Companies Act, 2013, as applicable. The accounting policies are applied consistently to all the periods presented in the financial statements.

Basis of Preparation and presentation: The financial statements are prepared under the historical cost convention except for certain financial assets and liabilities (including derivative financial instruments) that are measured at fair value or amortised cost. All assets and liabilities have been classified as current or non-current according to the group's operating cycle and other criteria set out in the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the group has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

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Going Concern

The board of directors have considered the financial position of the group at March 31, 2025 and the projected cash flows and financial performance of the group for at least twelve months from the date of approval of these financial statements as well as planned cost and cash improvement actions, and believe that the plan for sustained profitability remains on course.

The board of directors have taken actions to ensure that appropriate long-term cash resources are in place at the date of signing the accounts to fund the group's operations.

Recent accounting pronouncements notified by Ministry of Corporate Affairs are as under:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified some amendments in IND AS 21 "The Effect of Change in Foreign Exchange Rates" on May 07, 2025 which comes into force from that date only. The amendment is with respect to determination of appropriate exchange rate. Based on preliminary assessment, the group does not expect the amendments to have any significant impact on its financial statements.

Basis of Consolidation:

The Consolidated Financial Statements have been prepared on the following basis:

i) The consolidated financial statements of the group and its subsidiary companies have been prepared in accordance with the Ind AS 110 "Consolidated financial statements", on a line-by-line basis by adding together the book values of like items of assets, liabilities, income, and expenses, after eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group (including consideration to materiality impact, if any).

   Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

ii) The difference of the cost of investment in subsidiaries over its share in the equity of the investee group as at the date of acquisition of stake is recognised in financial statements as Goodwill or Capital Reserve, as the case may be.

iii) Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately within equity as at reporting date.

   Non-controlling interests in the net assets of consolidated subsidiaries consists of :

   - The amount of equity attributable to Non-controlling interests at the date on which investment in a subsidiary is made; and
   - The Non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence. The profit and other comprehensive income attributable to Non-controlling interests of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

iv) The Consolidated Financial Statements are presented, to the extent possible, in the same format as adopted by the holding company for its individual financial statements.

v) Translation of Financial Statements of Foreign Operations

   - In view of Ind As-"21" 'The effects of Changes in Foreign Exchange Rates', the operations of all the foreign subsidiaries are identified as non integral operations of the group in the current year and translated into Indian Rupee (₹).
   - The Assets and Liabilities of Foreign operations, including Goodwill/ Capital Reserve arising on consolidation, are translated in Indian Rupee (₹) at foreign exchange rate at closing rate ruling as at the balance sheet date and the revenue and expenses of foreign operations are translated in Indian Rupee (₹) at yearly average currency exchange rate, of the respective years.
   - Foreign exchange differences arising on translation of "Non-integral Foreign Operations" are recognised as, 'foreign exchange translation

reserve' in balance sheet under the head items of other comprehensive income as items that will be reclassified subsequently to statement of profit and loss.

The revenue and expenses of foreign operations are translated in Indian Rupee (₹) at yearly average currency exchange rate, of the respective years.

3. Summary of Material Accounting Policies Information

a) Material accounting judgements, estimates and assumptions

In preparing these financial statements, Management has made judgements, estimates and assumptions that affect the application of the group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Use of Estimates and Judgements

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

i) Income taxes

The group is subject to Income Tax laws as applicable in respective countries. Significant judgment is required in determining provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Where tax positions are uncertain, accruals are recorded within income tax liabilities for management's best estimate of the ultimate liability that is expected to arise based on the specific circumstances and the group's historical experience. Factors that may have an impact on current and deferred taxes include changes in tax laws, regulations or rates, changing interpretations of existing tax laws or regulations, future levels of research and development spending and changes in pre-tax earnings.

ii) Contingencies

Contingent Liabilities may arise from the ordinary course of business in relation to claims against the group, including legal and other claims. By virtue of their nature, contingencies will be resolved only when one or more uncertain future events occur or fail to occur. The assessment of the existence, and potential quantum, of contingencies inherently involves the exercise of significant judgements and the use of estimates regarding the outcome of future events.

iii) Recoverability of deferred taxes

In assessing the recoverability of deferred tax assets, management considers whether it is probable that taxable profit will be available against which the losses can be utilised. The ultimate realisation of deferred tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment.

iv) Defined benefit plans

The present value of the gratuity and compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All

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assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the actuary considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation. The mortality rate is based on publicly available mortality tables for the specific countries. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates for the respective countries.

v) Useful lives of property, plant and equipment

The group reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

vi) Leases

Where the group is the lessee, key judgements include assessing whether arrangements contain a lease and determining the lease term. To assess whether a contract contains a lease requires judgement about whether it depends on a specified asset, whether the group obtains substantially all the economic benefits from the use of that asset and whether the group has a right to direct the use of the asset. In order to determine the lease term judgement is required as extension and termination options have to be assessed along with all facts and circumstances that may create an economic incentive to exercise an extension option, or not exercise a termination option. The group revises the lease term if there is a change in the non-cancellable period of a lease. Estimates include calculating the discount rate which is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Where the group is the lessor, the treatment of leasing transactions is mainly determined by whether the lease is considered to be an operating or finance lease. In making this assessment, management looks at the substance of the lease, as well as the legal form, and makes a judgement about whether substantially all of the risks and rewards of ownership are transferred. Arrangements which do not take the legal form of a lease but that nevertheless convey the right to use an asset are also covered by such assessments.

vii) Amortisation of Government Grants

Grants are amortised to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

viii) Impairment of financial instruments

The group analyses regularly for indicators of impairment of its financial instruments by reference to the requirements under relevant Ind AS.

The management's estimates and assessments were based in particular on assumptions regarding the development of the economy as a whole, the development of textiles markets, and the development of the basic legal parameters.

b) Current versus non-current classification

The group presents assets and liabilities in the balance sheet based on current/ non-current classification.

Assets:

An asset is treated as current when it is:

a) Expected to be realised or intended to be sold or consumed in normal operating cycle.

b) Held primarily for the purpose of trading

c) Expected to be realised within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

Liabilities:

A liability is current when:

(a) It is expected to be settled in normal operating cycle

(b) It is held primarily for the purpose of trading

(c) It is due to be settled within twelve months after the reporting period, or

(d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

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

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Operating cycle: The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

c) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the group, liabilities assumed by the group to the former owners of the acquiree and the equity interests issued by the group in exchange for control of the acquiree. For each business combination, the group elects whether to measure the non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

The group determines that it has acquired a business when the acquired set of activities and assets includes an input and a substantive process that together significantly contribute to the ability to create outputs.

When the group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in statement of profit and loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the group's previously held equity interests in the acquiree over the identifiable net assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in other comprehensive income as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The group performs its annual impairment test of goodwill as at 31 March. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

d) Property, Plant and Equipment (PPE) and Depreciation

Property, plant and equipment and capital work in progress are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct services, any other costs directly attributable to bringing the assets to its working condition for their intended use and cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When parts of an item of PPE having significant costs have different useful lives, then they are accounted for as separate items (major components) of property, plant & equipment.

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An item of property, plant and equipment and any significant part initially recognised is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss.

Transition to Ind AS: On transition to Ind AS, the group has elected to continue with the carrying value of all its property, plant and equipment as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such property, plant and equipment.

Subsequent costs: The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the group and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in statement of profit and loss as and when incurred.

Decommissioning Costs: The present value of the expected cost for the decommissioning of an asset, if any, after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. (as applicable)

Capital work in progress: Capital work in progress comprises the cost of fixed assets that are not ready for their intended use at the reporting date.

Cost comprises of purchase cost, related acquisition expenses, borrowing costs and other direct expenditure.

Depreciation :

In case of Holding Company and subsidiaries incorporated in India:

Depreciation is provided on a pro-rata basis on the straight-line basis on the estimated useful life prescribed under Schedule II to Companies Act , 2013 with the following exception:

- Fixed asset costing upto ₹ 5,000 has been fully depreciated during the financial year
- Leasehold land has been amortised over the lease term.
- Freehold Land is not depreciated.

In case of foreign subsidiaries:

Depreciation is provided on a pro-rata basis on the straight-line basis on the estimated useful life with the following exception:

- Leasehold land has been amortised over the lease term.
- Freehold Land is not depreciated.

Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted, if appropriate.

e) Investment Properties

Property that is held for rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property. Investment property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any.

The group, based on technical assessment made by management, depreciates the building over estimated useful life of 60 years. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Transition to Ind AS: On transition to Ind AS, the group has elected to continue with the carrying value of all its investment properties as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such investment properties.

f) Other Intangible assets

Recognition and measurement

Intangible assets that are acquired by the group are measured initially at cost. Intangible assets with finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses, if any. All expenditures, qualifying as Intangible Assets are amortised over estimated useful life. Specialised softwares are amortised over a period of 3 years or license period whichever is earlier.

Transition to Ind AS

On transition to Ind AS, the group has elected to continue with the carrying value of all its intangible assets recognised as at April 01, 2016, measured as per the previous GAAP, and use that carrying value as the deemed cost of such intangible assets.

Subsequent Expenditure: Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in Statement of Profit and Loss as incurred.

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Amortisation and useful lives: Intangible assets with finite lives are amortised over the useful life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset. The amortisation method, residual value and the useful lives of intangible assets are reviewed annually and adjusted as necessary.

g) Borrowing costs

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

h) Foreign Currency Transactions and Translations

Functional and presentational currency

The Consolidated financial statements are presented in Indian Rupees (₹). Items included in the Consolidated Financial statements of the group are recorded using the currency of the primary economic environment in which the group operates (the 'functional currency'). All the financial information presented in ₹ except where otherwise stated and the values are rounded to nearest Lakh upto two decimal places.

Transactions and balances

Transactions in foreign currencies are translated into the functional currency of the group at the exchange rates at the date the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currencies are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured in terms of historical cost are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

Advances received or paid in foreign currency are recognised at exchange rate on the date of transaction and not re-translated.

Group Companies

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities are translated at the closing rate at the date of that balance sheet
- income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), On Consolidation, all resulting exchange differences on translation are recognised in other comprehensive income, that will be reclassified subsequently to statement of profit and loss.

i) Revenue Recognition

The group derives revenue primarily from export of manufactured and traded goods.

Revenue from contract with customers

Revenue from contract with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the group expects to be entitled in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding the amount collected on behalf of third parties(for

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example, taxes and duties collected on behalf of government) and net of returns & discounts.

The group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of products, the group considers the effect of variable consideration, the existence of significant financing component, non-cash consideration, and consideration payable to the customer (if any).

The group assesses its revenue arrangements against specific recognition criteria like exposure to significant risks & rewards associated with the sale of goods or services. When deciding the most appropriate basis for presenting revenue or costs of revenue, both the legal form and substance of the agreement are reviewed to determine each party's respective role in the transaction.

Specific revenue recognition criteria:

(i) Sale of products

Revenue from sale of products is recognised at the point in time when control of product is transferred to the customer. In case of Export sale, transfer of control generally takes place at the time of expected date of departure which is specified in airway bill / bill of lading.

(ii) Job work income

Revenue from job work on the product is recognised at the point in time when control of services is transferred to the customer, generally on the delivery of the product after completion of job work.

(iii) Export Incentives

Export Incentives under various schemes are accounted in the year of export.

(iv) Other Incomes

a) Sale of software/ SAP income is recognised at the delivery of complete module & patches (through reimbursement from group companies).

b) Rental Income is recognised on accrual basis as per the terms of agreement.

c) In respect of interest income, revenue is recognised on the time proportion basis, taking into account the amount outstanding and the rate of interest applicable.

d) Dividend Income is recognised when the right to receive is established.

Variable Consideration

If the consideration in a contract includes a variable amount, the group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Significant Financing Component

Generally, the group does not receive short term or long term advances from its customers except in certain scenarios. Using the practical expedient in Ind AS 115, the group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of promised good or service to the customer and when the customer pays for good or service will be one year or less. The group does not expect to have any contracts where the period between the transfer of promised goods and services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section Financial instruments

– initial recognition and subsequent measurement.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the group has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the group performs under the contract.

Cost to obtain a contract

The group does not capitalise costs to obtain a contract because majorly the contracts have terms that do not extend beyond one year. The group does not have a significant amount of capitalised costs related to fulfilment.

j) Inventories

i) Inventories of finished goods are valued style-wise and at lower of cost and estimated net realizable value. Cost includes material cost on weighted average basis and appropriate share of overheads incurred in bringing them to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

ii) Inventories of raw material, work in progress, accessories & consumables are valued at cost (weighted average method) or at estimated net realisable value whichever is lower. WIP cost includes appropriate portion of allocable overheads. Raw materials and other supplies held for use in the production of finished products are not written down below cost except in cases where material prices have declined and it is estimated that the cost of the finished products will exceed their net realisable value.

iii) Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. The comparison of cost and net realisable value is made on a item by item basis. Obsolete or slow moving inventories are identified from time to time and a provision is made for such inventories as appropriate on periodic basis.

k) Leases

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

Group as a lessee

The group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether: (i) the contract involves the use of an identified asset (ii) the group has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the group has the right to direct the use of the asset. The group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. For these short-term and low value leases, the group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease. The group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets as below:

i) Right-of-use assets

The group 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 includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the underlying assets If ownership of the leased asset transfers to the group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease Liabilities

At the commencement date of the lease, the group 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 group and payments of penalties for terminating the lease, if the lease term reflects the group exercising the option to terminate. Variable lease

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payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. The group's lease liabilities are included in other current and non-current financial liabilities.

iii) Short-term leases and leases of low-value assets

The group 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 the lease of low-value assets recognition exemption to leases that are considered to be 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. "Lease liability" and "Right of Use" asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Group as a lessor

Leases for which the group is a lessor is classified as finance or operating lease. Leases in which the group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

l) Employee's benefits

Short term employee benefits: All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. When an employee has rendered service to the group during an accounting period, the group recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense unless another Ind AS requires or permits the inclusion of the benefits in the cost of an asset. Benefits such as salaries, wages and short-term compensated absences, bonus and ex-gratia etc. are recognised in statement of profit and loss in the period in which the employee renders the related service.

A liability is recognised for the amount expected to be paid after deducting any amount already paid under short-term cash bonus or profit-sharing plans if the group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably. If the amount already paid exceeds the undiscounted amount of the benefits, the group recognises that excess as an asset /prepaid expense to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a statutory authority and will have no legal or constructive obligation to pay further amounts.

Retirement benefits in the form of Provident Fund, Employee State Insurance Scheme and Labour Welfare Fund Scheme are defined contribution plans. The contributions paid/payable to government administered respective funds are recognised as an expense in the Statement of Profit and loss during the period in which the employee renders the related service.

Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan.

The group has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount based

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on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of five years of service. The group accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation report using the projected unit credit method as at the year end.

The obligations are measured at the present value of the estimated future cash flows. The discount rate is generally based upon the market yields available on Government bonds at the reporting date with a term that matches that of the liabilities.

Re-measurements, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest and if applicable), is reflected immediately in Other Comprehensive Income in the statement of profit and loss. All other expenses related to defined benefit plans are recognised in statement of profit and loss as employee benefit expenses. Re-measurements recognised in Other Comprehensive Income will not be reclassified to statement of profit and loss hence it is treated as part of retained earnings in the statement of changes in equity. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Curtailment gains and losses are accounted for as past service costs.

Other long term employee benefits

As per the group's policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during the service, on early retirement, on withdrawal of scheme, at resignation by employee and upon death of employee. The scale of benefits is determined based on the seniority and the respective employee's salary. The group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Employees Share Based Payment

Employees (including senior executives) of the group receive component of remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is determined by the fair value at the date when the grant is made using an appropriate valuation model.

That cost is recognised, together with a corresponding increase in share-based payment (SBP) reserves in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the group's best estimate of the number of equity instruments that will ultimately vest. The expense or credit in statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

When the terms of an equity-settled award are modified, the minimum expense recognised is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

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

m) Provisions

General

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

The expense relating to a provision is presented in the statement of profit and loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. The unwinding of discount is recognised in the statement of profit and loss as a finance cost.

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Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

n) Financial instruments

A financial instrument is a contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity. Financial assets and financial liabilities are recognised when the group becomes a party to the contractual provisions of the instruments.

(i) Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value, plus in case of financial assets not recorded at fair value through profit and loss (FVTPL), transaction cost that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

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

- Financial Asset carried at amortised cost
- Financial Asset at fair value through other comprehensive income (FVTOCI)
- Financial Asset at fair value through profit and loss (FVTPL)

Financial asset carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset at Fair Value Through Other Comprehensive Income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial asset at Fair Value Through Profit and Loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset) is primarily derecognised when:

(i) The contractual rights to receive cash flows from the asset has expired, or

(ii) The group has transferred its contractual rights to receive cash flows from the financial asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement and either (a) the group has transferred substantially all the risks and rewards of the asset, or (b) the group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

(ii) Financial liabilities

Initial recognition and measurement

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

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The group financial liabilities include borrowings, trade and other payables, security deposits received etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial Liabilities at Amortised Cost
- Financial Liabilities at Fair Value Through Profit and Loss (FVTPL)

A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such as initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the Statement of Profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense is recognised in the Statement of Profit and loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(iv) Derivative financial instruments

Till March 31, 2019, the forward currency contracts were used to hedge foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

(v) Hedge Accounting

With effect from April 2019, the group adopted Hedge Accounting. The derivatives that are designated as hedging instrument under Ind AS 109 to mitigate risk arising out of foreign currency transactions are accounted for as cash flow hedges. The group enters into hedging instruments in accordance with policies as approved by the Board of Directors with written principles which is consistent with the risk management strategy of the group.

The hedge instruments are designated and documented as hedges at the inception of the contract. The effectiveness of hedge instruments is assessed and measured at inception and on an ongoing basis.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI, e.g., cash flow hedging reserve and accumulated in the cash flow hedging reserve. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in the statement of profit and loss. The amount accumulated is retained in cash flow hedge reserve and reclassified to profit or loss in the same period or periods during which the hedged item affects the statement of profit and loss.

If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument is terminated or exercised prior to its maturity/ contractual term, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is reclassified to the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified immediately in the statement of profit and loss.

o) Impairment of financial assets

The group measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increases in credit risk. Expected credit loss is the weighted average of the difference between all contractual cash flows that are due to the group in accordance with the contracts and all the cash flows that the group expects to receive, discounted at original effective interest rate with the respective risk of defaults occurring as the weights.

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p) Impairment of non-financial assets

The carrying amounts of the group's non-financial assets, other than deferred tax assets, are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or Cash-Generating Unit ('CGU') is the greater of its value in use or its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets ('CGU').

An impairment loss is recognised, if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount and is recognised in statement of profit and loss.

Impairment losses recognised in prior periods are assessed at end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

q) Fair value measurement

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

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

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

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

r) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

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

Current tax assets are offset against current tax liabilities if, and only if, a legally enforceable right exists to set off the recognised amounts and there is an intention either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based

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on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax relating to items recognised directly in equity/other comprehensive income is recognised in respective head and not in the statement of profit & loss.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

s) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash balance on hand, cash balance at banks and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the group's cash management.

t) Statement of Cash flows

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows.

u) Earnings per share (EPS)

In determining earnings per share, the group considers the net profit after tax and includes the post tax effect of any extraordinary items.

Basic EPS amounts are calculated by dividing the profit for the year attributable to the shareholders of the group by the weighted average number of equity shares outstanding as at the end of reporting period.

Diluted EPS amounts are calculated by dividing the profit attributable to the shareholders of the group by the weighted average number of equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. A transaction is considered to be antidilutive if its effect is to increase the amount of EPS, either by lowering the share count or increase the earnings.

v) Government grants

Grants from the government are recognised at their fair value where there is reasonable assurance that the grant will be received and the group will comply with all attached conditions.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to Profit and Loss on a straight - line basis over the expected lives of related assets and presented within other income.

w) Contingent liabilities and contingent assets

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs.

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x) Dividend

The Holding Company recognizes a liability to make the payment of dividend to owners of equity, when the distribution is authorised and the distribution is no longer at the discretion of the Holding Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

y) Exceptional items

When items of income and expense within statement of profit and loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the group for the period, the nature and amount of such material items are disclosed separately as exceptional items.

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4. Property, plant and equipment

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land-Freehold	Land-Leasehold	Buildings	Leasehold Improvements	Plant and Equipment	Furniture and Fixtures	Vehicles	Total
Gross carrying amount								
As at April 01, 2023	**3,879.27**	**711.25**	**9,854.87**	**3,041.16**	**27,963.99**	**3,025.76**	**1,564.30**	**50,040.60**
Add: Additions made during the year	-	-	3,143.61	637.61	6,831.17	459.92	394.99	11,467.30
Add: Business Combination	-	-	505.74	50.33	341.71	162.39	-	1,060.17
(Less): Disposals during the year	64.96	-	(45.38)	-	(799.61)	-	(149.42)	(929.45)
(Less)/Add: Adjustments during the year	(24.22)	-	694.43	(709.49)	(451.16)	(41.87)	11.73	(520.58)
As at March 31, 2024	**3,920.01**	**711.25**	**14,153.27**	**3,019.61**	**33,886.10**	**3,606.20**	**1,821.60**	**61,118.04**
Add: Additions made during the year	-	362.43	2,844.46	618.59	6,316.27	852.29	683.07	11,677.11
(Less): Disposals during the year	-	(862.79)	(460.23)	(200.63)	(1,414.74)	(45.43)	(119.83)	(3,103.65)
(Less)/Add: Adjustments during the year	(50.14)	-	(53.08)	(204.15)	(1,162.10)	(106.97)	(34.16)	(1,610.60)
As at March 31, 2025	**3,869.87**	**210.89**	**16,484.42**	**3,233.42**	**37,625.53**	**4,306.09**	**2,350.68**	**68,080.90**
Accumulated depreciation								
As at April 01, 2023	**-**	**19.34**	**2,826.56**	**1,026.40**	**15,059.38**	**1,499.84**	**786.50**	**21,218.01**
Add: Depreciation charge for the year	-	8.20	678.69	289.20	2,386.84	296.87	164.97	3,824.77
Add: Business Combination	-	-	19.43	4.11	29.56	12.47	-	65.57
(Less): Disposals during the year	-	-	(6.38)	-	(208.46)	-	(64.36)	(279.20)
(Less)/Add: Adjustments during the year	-	-	(90.93)	(2.12)	(508.68)	(19.16)	(8.92)	(629.81)
As at March 31, 2024	**-**	**27.54**	**3,427.38**	**1,317.58**	**16,758.63**	**1,790.02**	**878.19**	**24,199.34**
Add: Depreciation charge for the year	-	2.94	587.88	533.99	2,775.29	367.50	201.86	4,469.46
(Less): Disposals during the year	-	(29.02)	(6.96)	(4.12)	(1,018.12)	(33.56)	(78.45)	(1,170.23)
(Less)/Add: Adjustments during the year	-	-	(62.11)	(37.21)	(593.85)	(48.36)	(13.22)	(754.75)
As at March 31, 2025	**-**	**1.46**	**3,946.19**	**1,810.24**	**17,921.95**	**2,075.60**	**988.38**	**26,743.82**
Net Carrying Amount								
As at March 31, 2025	**3,869.87**	**209.43**	**12,538.23**	**1,423.18**	**19,703.58**	**2,230.49**	**1,362.30**	**41,337.08**
As at March 31, 2024	3,920.01	683.71	10,725.90	1,702.01	17,127.46	1,816.18	943.40	**36,918.69**

a) For Information on Property, plant and equipment pledged as security by the Group refer Note 21 & 22.

b) The above property, plant and equipment includes certain assets given on lease, details are as under:

Particulars	Plant and Equipment	Furniture and Fixtures	Total
As at March 31, 2025			
Gross carrying amount	27.77	21.22	48.99
Accumulated depreciation	(22.09)	(19.71)	(41.80)
Net carrying amount	**5.68**	**1.51**	**7.19**
As at March 31, 2024			
Gross carrying amount	27.77	21.22	48.99
Accumulated depreciation	(22.09)	(19.71)	(41.80)
Net carrying amount	**5.68**	**1.51**	**7.19**

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5. Capital work in progress

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance at the beginning of the year	3,487.90	3,312.61
Add: Addition made during the year	5,859.85	4,788.45
(Less): Capitalization/adjustments during the year	(4,951.39)	(4,613.16)
Balance at the end of the year	**4,396.36**	**3,487.90**

a) Breakup of Capital Work in Progress is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Land and Building	3,473.44	1,740.39
Plant and Machinery	697.61	1,706.17
Furniture and Fittings	57.80	24.44
Others	167.51	16.90
	4,396.36	**3,487.90**

b) Ageing schedule of CWIP as at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,882.83	512.37	1.16	-	4,396.36

b) Ageing schedule of CWIP as at March 31, 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	3,486.74	1.16	-	-	3,487.90

c) There are no capital-work-in progress as at March 31, 2025 and as at March 31, 2024 whose completion is overdue or has exceeded its cost as compared to its original plan.

d) During the year interest expense amounting to Nil relating to capital expenditure has been transferred to capital work in progress. (March 31, 2024: 16.90 Lakhs)

6. INVESTMENT PROPERTIES

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land freehold	Building	Total
Gross carrying amount			
As at April 01, 2023	**1,900.41**	**4,328.22**	**6,228.63**
Add: Additions made during the year	45.77	-	45.77
(Less): Disposals /adjustments during the year	(64.97)	-	(64.97)
As at March 31, 2024	**1,881.21**	**4,328.22**	**6,209.43**

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Land freehold	Building	Total
Add: Additions made during the year	-	-	-
(Less): Disposals /adjustments during the year	-	-	-
As at March 31, 2025	**1,881.21**	**4,328.22**	**6,209.43**
Accumulated depreciation			
As at April 01, 2023	**-**	**492.58**	**492.58**
Add: Depreciation charge for the year	-	73.81	73.81
(Less): Disposals /adjustments during the year	-	-	-
As at March 31, 2024	**-**	**566.39**	**566.39**
Add: Depreciation charge for the year	-	73.81	73.81
(Less): Disposals /adjustments during the year	-	-	-
As at March 31, 2025	**-**	**640.20**	**640.20**
Net Carrying Amount			
As at March 31, 2025	**1,881.21**	**3,688.02**	**5,569.23**
As at March 31, 2024	1,881.21	3,761.83	5,643.04

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
(a)	**Amounts recognised in statement of profit and loss for investment properties**		
	Rental Income	875.09	728.92
	(Less): Direct operating expenses of property that generated rental income	(41.13)	(62.05)
	Income arising from Investment properties before charging depreciation	**833.96**	**666.87**
	(Less) : Depreciation & amortisation	(73.81)	(73.81)
	Income from Investment properties (net)	**760.15**	**593.06**
(b)	**Fair value of investment properties**		
	Estimation of fair value	**12,105.27**	**12,187.78**

The fair valuation is based on current prices in the active market for similar properties. The main inputs used are quantum, area, location, demand, restrictive entry to the complex, age of building and trend of fair market rent. This valuation is based on valuations performed by an accredited independent valuer. Fair valuation is based on replacement cost method. The fair value measurement is categorised in level 2 fair value hierarchy.

7. Goodwill

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Goodwill on acquisition of subsidiaries	2,189.20	1,924.67
Add: Additions during the year (Refer note 52(a))	-	242.30
Add/(Less): Foreign Exchange Fluctuation	42.71	22.23
	2,231.91	**2,189.20**

NOTES
to consolidated financial statements for the year ended March 31, 2025

8. Other intangible assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Computer Software	Total
Gross carrying amount		
As at April 01, 2023	**444.15**	**444.15**
Add: Additions during the year	110.85	110.85
(Less): Disposals during the year	(10.32)	(10.32)
(Less)/ Add : Adjustments during the year	176.71	176.71
As at March 31, 2024	**721.39**	**721.39**
Add: Additions during the year	115.32	115.32
(Less): Disposals during the year	(320.56)	(320.56)
(Less)/ Add : Adjustments during the year	(10.40)	(10.40)
As at March 31, 2025	**505.75**	**505.75**
Amortisation and impairment		
As at April 01, 2023	**287.94**	**287.94**
Add: Amortisation charge for the year	60.37	60.37
(Less): Disposals during the year	(8.73)	(8.73)
(Less)/Add : Adjustments during the year	149.61	149.61
As at March 31, 2024	**489.19**	**489.19**
Add: Amortisation charge for the year	68.90	68.90
(Less): Disposals during the year	(317.83)	(317.83)
(Less)/Add: Adjustments during the year	(8.89)	(8.89)
As at March 31, 2025	**231.37**	**231.37**
Net Carrying Amount		
As at March 31, 2025	**274.38**	**274.38**
As at March 31, 2024	232.20	232.20

9. Investments

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		As at March 31, 2025	As at March 31, 2024
Non Current Investment			
A.	**Investments Others**		
	At Fair value through other comprehensive income		
	Investment in Debt Instruments - (Unquoted)	-	696.95
	Investments in key man insurance policy (Refer 'a' below)	2,427.24	2,299.23
		2,427.24	**2,996.18**
B.	**Investments in Government securities - (Unquoted)**		
	At Amortised cost		
	Gold Sovereign Bond- Nil (March 31, 2024: 15 units of 1 gram each) issued by Reserve Bank of India	-	0.47
		-	**0.47**
	Total (A + B)	**2,427.24**	**2,996.65**

NOTES
to consolidated financial statements for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Current Investment		
Aggregate book value of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate value of unquoted investments	2,427.24	2,996.65
Aggregate value of unquoted investments (net of impairment)	2,427.24	2,996.65

a) The amount invested in key man insurance policy by Pearl Global (HK) Limited has been pledged to bank to secure banking facilities by the said subsidiary.

b) The number of units and number of shares in note above represents absolute numbers.

10. Loans

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good unless otherwise stated)				
Loans to employees	26.45	8.85	185.02	99.92
Loans to others	994.50	-	2,150.09	2,164.40
Loans receivable from others - credit impaired	21.45	-	9.20	23.58
Less: Loss Allowance	(21.45)	-	(9.20)	(23.58)
	1,020.95	**8.85**	**2,335.11**	**2,264.32**

Note :

(a) The group has no loans which have significant increase in credit risk and loans which are credit impaired. (Refer Note No. 44)

11. Other financial assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good unless otherwise stated)				
Security deposits	1,026.27	1,328.62	602.72	960.55
Interest accrued but not due on				
- Term deposits and others	-	1.93	121.33	87.08
- Loan to related parties	-	-	-	-
Deposits with original maturity of more than 12 months (Refer note 18)	27.51	84.59	-	-
Other receivables (refer note (a) below)	-	-	-	8.43
	1,053.78	**1,415.14**	**724.05**	**1,056.06**

NOTES
to consolidated financial statements for the year ended March 31, 2025

Note:

Other receivables of ₹ Nil represents amount receivable from banks on hedged instruments (March 31, 2024 : ₹ 8.43 lakh represents claim receivables from bank on hedged instruments ₹ 5.87 lakh and Insurance claim receivables ₹ 2.56 lakh respectively.)

12. Income Tax

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

a) Income Tax recognised in Statement of Profit and Loss

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Tax Expense:		
a) Current tax	3,946.16	2,553.62
b) Adjustments in respect of current income tax of previous year	(50.29)	(42.48)
c) Deferred tax	(239.65)	(217.53)
Income tax expense reported in the statement of profit or loss	**3,656.22**	**2,293.61**

b) Income Tax recognised in Other Comprehensive Income

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Net loss/(gain) on remeasurements of defined benefit plans	78.08	(26.87)
Income tax on items that will be reclassified subsequently to statement of profit and loss	45.09	(46.38)
Income tax charged to OCI	**123.17**	**(73.25)**

c) Net Deferred Tax Asset/(Liability)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Recognised DTA- Pearl Global Industries Limited	276.22	163.65
Recognised DTA- Pearl Global (HK) Limited	4.87	31.52
Norp Knit Industries Limited	197.50	58.35
GoGreen Apparel Limited	181.36	-
Total Deferred Tax Assets	**659.95**	**253.52**
Recognised DTL- Pearl Global (HK) Limited	45.46	48.51
Total Deferred Tax Liabilities	**45.46**	**48.51**

d) Reconciliation of Effective tax Rate and item wise movement of deferred tax

Since the Holding Company and its subsidiaries operates in different tax jurisdictions and has different tax laws, refer standalone financial statements of Holding Company and subsidiaries as at reporting date for effective tax reconciliation and item wise movement of deferred tax.

e) The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

NOTES
to consolidated financial statements for the year ended March 31, 2025

13. Non current tax asset

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance income tax	357.96	553.10
(Net of provision of ₹ 2,752.43 lakh (March 31, 2024 : ₹ 2,186.53 lakh)		
	357.96	**553.10**

14. Other assets

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
(Unsecured, considered good, unless otherwise stated)				
Capital advances (Refer note no. 46(b) for capital commitments)	498.51	245.55	-	-
Balance with government authorities	-	-	3,357.99	2,845.66
Balance with government authorities - considered doubtful	-	22.74	-	-
Less: Loss allowance	-	(22.74)	-	-
Deferred Assets- Security Deposit	1.04	0.26	1.82	0.78
Prepaid expenses	696.68	534.87	1,175.96	787.15
Export incentive receivable	-	-	4,912.59	3,206.89
Advances to suppliers - considered good	-	-	2,630.03	3,868.20
Advances to suppliers - considered doubtful			12.20	239.75
Less: Provision for doubtful advances			(12.20)	(239.75)
Other receivables - considered good (Refer note (a) below)	-	-	1,057.41	406.03
Other receivables - considered doubtful (Refer note (b) below)			2,639.50	2,639.50
Less: Loss allowance	-	-	(2,639.50)	(2,639.50)
	1,196.23	**780.68**	**13,135.80**	**11,114.71**

a) Other receivables considered good of ₹ 1,057.41 lakh (March 31 2024: ₹ 406.03 lakh) includes rent receivable, advances recoverable from employees and GST input credit which is not reflected in GST portal as on balance sheet date.

b) Other Receivables considered doubtful of ₹ 2,639.50 Lakhs (March 31, 2024 ₹ 2,639.50 Lakhs) includes enhanced compensation of ₹ 2,335.15 Lakhs receivable by the Company from National Highways Authority of India pursuant to land acquisition by the Central Government under National Highways Act, 1956 (Refer note 37). Also, it includes expenditure recoverable from Jharkhand State Livelihood Promotion Society (Ministry of Rural Development) regarding Project cost component for skilling candidates in state of Jharkhand of ₹ 304.35 Lakhs (March 31, 2024 : ₹ 304.35 Lakhs).

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to consolidated financial statements for the year ended March 31, 2025

15. Inventories

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Raw materials	36,150.26	21,919.09
Good in transit- raw material	1,097.12	1,405.86
Work in progress	21,305.27	17,214.05
Finished goods	11,171.19	9,127.14
Scrap Stock	39.54	49.45
Stores spares & others	749.27	557.53
	70,512.65	**50,273.12**

Note: Refer note 22 for information on above assets being pledged as security by the Group.

16. Trade receivables

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - secured	-	-
Considered good - unsecured	32,440.39	26,535.45
Trade receivables which have significant increase in credit risk	-	-
Trade receivables - credit impaired	-	4.07
Less: Loss allowance	-	(4.07)
	32,440.39	**26,535.45**

a) Trade receivables ageing schedule as at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

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	31,208.38	1,181.22	49.50	1.29	-	-	32,440.39
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Dispute Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
Less: Allowances for expected credit loss	-	-	-	-	-	-	-
Net Trade receivables	**31,208.38**	**1,181.22**	**49.50**	**1.29**	**-**	**-**	**32,440.39**

NOTES
to consolidated financial statements for the year ended March 31, 2025

Trade receivables ageing schedule as at March 31, 2024

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	25,505.86	1,013.15	7.24	9.20	-	-	26,535.45
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-
(iv) Dispute Trade Receivables considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivables which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	-	4.07	-	-	-	-	4.07
Less: Allowances for expected credit loss	-	(4.07)	-	-	-	-	(4.07)
Net Trade receivables	**25,505.86**	**1,013.15**	**7.24**	**9.20**	**-**	**-**	**26,535.45**

b) **The movement in allowance for bad and doubtful debts is as follows:**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at beginning of the year	**4.07**	**4.30**
Loss Allowance during the year	-	-
Trade receivables written off / written back during the year	(4.07)	(0.23)
Balance as at the end of the year	**-**	**4.07**

c) Trade receivables are generally on credit terms of 30-90 days (March 31, 2024: 30-90 days).

d) The Group exposure to credit and currency risk, and loss allowances related to trade receivables are disclosed in note 44.

e) No trade or other receivables are due from directors and other officers of the Group either severally or jointly with any other persons.

f) For information on trade receivables pledged as security, Refer note no. 21.

17. Cash and cash equivalents

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks:		
- Current account	21,632.56	18,278.53
- Deposits with original maturity of less than 3 months	24,042.08	14,199.25
- Commercial paper with original maturity less than 3 months	4,901.98	-
Cash on hand	251.62	192.32
Cheque/drafts on hand	172.57	125.19
Total	**51,000.81**	**32,795.29**

NOTES
to consolidated financial statements for the year ended March 31, 2025

a) For the purpose of the statement of cash flows, the cash and cash equivalent are given below:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Cash, Cheque/drafts on hand	424.19	317.51
With banks - current account	21,632.56	18,278.53
Bank Overdraft	(804.19)	-
With banks - deposits with banks	24,042.08	14,199.25
With banks - commercial papers	4,901.98	-
Total Cash and Cash Equivalents	**50,196.62**	**32,795.29**

18. Bank balances other than cash & cash equivalents

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Earmarked balances with banks		
Unpaid dividend account	33.76	34.59
Deposits with original maturity of more than 3 months but less than 12 months (Refer note 'a' below)	5,605.18	3,794.96
Deposits with original maturity of more than 12 months (Refer note 'a' below)	-	110.03
	5,638.94	**3,939.58**
Less: Amount disclosed under "other financial assets" (Refer Note No. 11)	-	(84.59)
	5,638.94	**3,854.99**

a) Refer note 21 & 22 for information on above assets being pledged as security by the Group.

b) The bank has created as lien/charge on any amount kept by the borrower time to time with the bank as term deposit and other deposit maximum upto ₹ 2,711.23 lakh for Letter of credit issued and working capital for the Group (March 31, 2024: ₹ 1,810.36 lakh).

19. Share Capital

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Authorised		
10,28,80,000* equity shares of ₹ 5 each (March 31, 2024: 10,28,80,000* equity share of ₹ 5 each)	5,144.00	5,144.00
10,000* (March 31, 2024: 10,000) 4% Non Cumulative Redeemable Preference Shares of ₹ 10 each	1.00	1.00
32,56,000* (March 31, 2024: 32,56,000) 10.5% Non Cumulative Redeemable Preference Shares of ₹ 100 each	3,256.00	3,256.00
	8,401.00	**8,401.00**
Issued, subscribed and paid up		
4,59,35,167* equity Shares of ₹ 5 each fully paid up (March 31, 2024: 4,35,83,524* equity Shares of ₹ 5 each fully paid up)	2,296.76	2,179.18
	2,296.76	**2,179.18**

* Number of Shares are given in absolute numbers.

NOTES
to consolidated financial statements for the year ended March 31, 2025

a) Reconciliation of issued and subscribed share capital:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	No. of shares	Amount
Balance as at April 01, 2023	**2,16,63,937**	**2,166.39**
Changes during the year		
Add: Adjustment for sub divison of equity shares (refer note (b) below)	2,16,63,937	-
Add: Issued during the year	2,55,650	12.79
Balance As at March 31, 2024	**4,35,83,524**	**2,179.18**
Changes during the year		
Add: Issued during the year	23,51,643	117.58
Balance As at March 31, 2025	**4,59,35,167**	**2,296.76**

Note: During the FY 2024-25, the Company had issued 20,45,143 equity shares of ₹ 5/- each to Qualified Institutional Buyers and 3,06,500 equity shares ₹ 5/- each to the eligible employees of the Group upon exercise of Stock Options.

b) Terms/ rights attached to equity shares:

The Holding company has only one class of equity shares having a par value of ₹ 5 per share. Each holder of equity shares is entitled to one vote per share. The Holding company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Holding company, the holders of equity shares will be entitled to receive remaining assets of the group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders. During the year, the Holding company had declared and paid first Interim dividend of ₹ 5/- per share for FY 2024-25.

The Equity shares of the Holding Company has undergone sub-division from the face value of ₹ 10 per equity share to ₹ 5 per equity share i.e. 1 equity share to be split into 2 equity shares. The record date was fixed as January 5, 2024 and thereafter the sub-division has become effective.

c) Details of shareholders holding more than 5% shares

Name of Party	As at March 31, 2025		As at March 31, 2024	
	No. of shares (FV of ₹ 5 each)	Holding %	No. of shares (FV of ₹ 5 each)	Holding %
Mrs. Payel Seth	88,27,330	19.22	88,27,270	20.25
Dr. Deepak Kumar Seth	57,24,290	12.46	57,24,290	13.13
Mr. Pulkit Seth	1,38,95,242	30.25	1,38,95,242	31.88
Mr. Sanjiv Dhireshbhai Shah	11,04,967	2.41	32,70,536	7.50
HDFC Small Cap Fund	28,05,631	6.11	-	-
Total	**3,23,57,460**	**70.45**	**3,17,17,338**	**72.76**

d) Details of Promotor's shareholding:

Name of Shareholder	As at March 31, 2025		As at March 31, 2024		% change during the year
	No. of shares (FV of ₹ 5 each)	% of total shares	No. of shares (FV of ₹ 5 each)	% of total shares	
Mrs. Payel Seth	88,27,330	19.22	88,27,270	20.25	(1.03)
Dr. Deepak Kumar Seth	57,24,290	12.46	57,24,290	13.13	(0.67)
Mr. Pulkit Seth	1,38,95,242	30.25	1,38,95,242	31.88	(1.63)
Mrs. Shifalli Seth	4,02,956	0.88	4,02,956	0.92	(0.04)
Nim International Commerce LLP	-	-	60.00	0.00	(0.00)
Total	**2,88,49,818**	**62.81**	**2,88,49,818**	**66.18**	

NOTES
to consolidated financial statements for the year ended March 31, 2025

Name of Shareholder	As at March 31, 2024		As at March 31, 2023		% change during the year
	No. of shares (FV of ₹ 5 each)	Holding %	No. of shares (FV of ₹ 10 each)	Holding %	
Mrs. Payel Seth	88,27,270	20.25	44,13,635	20.37	(0.12)
Dr. Deepak Kumar Seth	57,24,290	13.13	28,62,145	13.21	(0.08)
Mr. Pulkit Seth	1,38,95,242	31.88	69,47,621	32.07	(0.19)
Mrs. Shifalli Seth	4,02,956	0.92	2,01,478	0.93	(0.01)
Nim International Commerce LLP	60.00	0.00	30.00	0.00	-
Total	**2,88,49,818**	**66.18**	**1,44,24,909**	**66.58**	

20. Other equity

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
General Reserve	4,204.36	4,204.36
Securities Premium	32,930.87	17,695.65
Capital Redemption Reserve	95.00	95.00
Amalgamation Reserve	625.95	625.95
Capital Reserve	(5,163.36)	(4,742.37)
Foreign Currency Translation Reserve	2,134.39	3,392.27
Change in investment through other comprehensive income	(212.56)	(408.35)
Retained Earnings	77,491.30	56,264.46
Share Based Payment reserve	1,303.91	899.19
Cash Flow Hedge Reserve Net of tax of ₹ 46.97 lakh (March 31, 2024 : ₹ (1.87) lakh)	(136.67)	(2.61)
	1,13,273.19	**78,023.55**

I. For Movement during the period in Other Equity, Refer Statement of Changes in Equity.

II. Nature and purpose of reserves

a) General reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	4,204.36	4,204.36

The holding company has transfered a portion of the net profit of the holding company before declaring dividend to general reserve pursuant to the earlier provisions of Companies Act, 1956. Mandatory transfer to general reserve is not required under the Companies Act, 2013.

b) Securities Premium

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	32,930.87	17,695.65

The amount received in excess of face value of the equity shares is recognised in securities premium. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013. During the year, the company has issued 23,51,643 equity shares on which security premium of ₹ 15,316.35 lakh has been recognised in books of account. Share Issue expenses relating to Qualified Institutional Placement incurred by the company amounting to ₹ 391.85 lakh is netted from securities premium account.

NOTES
to consolidated financial statements for the year ended March 31, 2025

c) Capital Redemption Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	95.00	95.00

This Reserve has been created at the time of merger with other companies in earlier years in accordance with the provisions of the Companies Act, 2013.

d) Amalgamation Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	625.95	625.95

This Reserve has been created at the time of amalgamation of other companies in earlier years in accordance with the provisions of the Companies Act, 2013.

e) Capital reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	(5,163.36)	(4,742.37)

This Reserve pertains to gain on bargain purchase on subsidiary acquired.

f) Foreign currency translation reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	2,134.39	3,392.27

The exchange differences arising from the translation of financial statements is recognised in other comprehensive income and is presented within equity.

g) Retained earnings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	77,491.30	56,264.46

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. Out of the above, reserve on account of revaluation of assets of ₹ 412.03 Lakh (March 31, 2024: ₹ 407.15 lakh) is not available for distribution. During the year, the company has paid dividend(inclusive of tax) of ₹ 2,543.29 lakh.

h) Share Based Payment Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	1,303.91	899.19

The fair value of equity settled share based payment transactions with employees of the Company / subsidiary company is recognised in share based payment reserve.

NOTES
to consolidated financial statements for the year ended March 31, 2025

i) Cash Flow Hedge Reserve

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	(136.67)	(2.61)

This reserve represents the cumulative effective portion of gains or losses arising on changes in fair value of designated portion of hedging instruments entered into for cash flow hedges. This reserve will be reclassified to statement of profit and loss only when the hedged transaction affects the profit or loss.

j) Change in investment through Other Comprehensive Income (OCI)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Balance as at end of the year	(212.56)	(408.35)

Change in investment through Other Comprehensive Income (OCI) represents fair valuation of investments of subsidiary company routed through OCI.

21. Long Term Borrowings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
From Banks (Secured)				
- Term Loan*	6,403.73	9,467.43	3,162.50	4,649.86
- Vehicle Loans	79.48	70.01	36.06	57.25
From others - unsecured (Refer note "E" below)	1,479.95	882.66	-	-
	7,963.16	**10,420.10**	**3,198.56**	**4,707.11**
Less: Amount disclosed under other financial liabilities as 'Current maturities of long-term borrowings' (Refer note 22)	-	-	3,198.56	4,707.11
	7,963.16	**10,420.10**	**-**	**-**

*includes loans which are carried at amortised cost

A) Nature of Security in respect of Holding Company:

i) Term Loan from Kotak Mahindra has been paid in full before 31.03.2025 (March 31, 2024 : secured by fixed deposit of ₹ 20.00 lakh and personal guarantee of Mr. Pulkit Seth (Promoter Director)).

ii) Term Loan Facility from IndusInd Bank is secured by Fixed Deposit of ₹ 83.00 lakh (March 31, 2024: ₹ 83.00 lakh).

iii) Term loans from HDFC Bank are secured by charge over assets financed by term Loan, Immovable Properties of the Company situated at (i) Plot No. 51, Sector 32, Gurgaon & (ii) Plot no. 446, Udyog Vihar, Phase IV, Gurgaon.

iv) Term loans from Canara Bank are secured by charge over assets financed by term Loan, Land & building, Plant & Machinary at Survey No. 32/8,31/5A3,31/5B3,31/8CIB,31/8C2,31/13P,31/14,31/15 Melavalam Village, Madurantakam Taluk, Kancheepuram District, TamilNadu. and Personal Guarantee of Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Promoter Director).

v) Emergency credit line guaranteed scheme (ECLGS 2.0) & ECLGS 2.0 (Extension) facilities are secured by second charge over securities provided for base credit facility, except personal guarantees.

NOTES
to consolidated financial statements for the year ended March 31, 2025

vi) Vehicle Loans are secured by Hypothecation over the Vehicle financed by respective loan.

B) Security in respect of Pearl Global (HK) Limited

i) The bank borrowing facilities are secured by Group's property, plant and equipment, inventories, trade receivables, corporate guarantee of the holding company and a fellow subsidiary and director's (Mr. Pulkit Seth) personal guarantee.

C) Security in respect of Gogreen Apparel Limited : Term loan from Axis Bank is secured by way of hypothecation on entire current assets and fixed assets of the company.

D) Maturity Profile

Particulars	2025-26	2026-27	2027-28	Beyond 2027-28	Total
Term loan from Banks and Financial Institution are repayable in monthly/quarterly/yearly installments	3,162.50	1,935.17	1,844.27	2,624.29	**9,566.23**
Vehicle loans from banks and financial institutions are repayable in monthly installments	36.06	24.56	25.43	29.49	**115.54**
From others - unsecured	-	597.29	882.66	-	**1,479.95**

E) It represents loan from Non-Controlling shareholders which is unsecured, interest free and not expected to be repayable within one year.

F) Vehicle loans are secured against hypothecation of respective vehicles.

G) The above loan(s) carries rate of interest ranging between 4.90% to 14% per annum (March 31, 2024 : Between 6.15% to 12.43% per annum)

22. Short Term Borrowings

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Working capital loan from banks(secured)		
- Rupee loan	43,993.18	29,200.13
Borrowings From Others-Current (Refer note (D) below)	-	187.58
Current maturities of long-term borrowings (Refer no. 21)	3,198.56	4,707.11
	47,191.74	**34,094.82**

A. Securities for Working Capital Facilities under Consortium Arrangement of Holding Company:

i) Primary Securities offered includes:

a) First Pari-Passu Charge by way of hypothecation of the entire current assets both present and future, including but not limited to stocks of raw materials, semi finished and finished goods, raw material, book debts and stock, loans and advances etc.

b) First Pari-Passu charge by way of hypothecation over the entire movable fixed assets belonging to the Borrower, except any assets charged to any banks/financial institutions for securing the terms loans

ii) Collateral Securities offered includes:

a) First pari passu charge over Immoveable properties of the Company situated at (i) Plot No. 16/17, Udyog Vihar, Phase VI, Gurgaon, (ii) Plot No. 751, Pace City-II, Sector 37, Gurgaon & (iii) Survey No. 30(P), 31(P), 32(P) & 262(P), Ward no 02 in Arryapakkam Village, Madurantakam Taluk, Kancheepuram District, TamilNadu.

b) Irrevocable and unconditional personal guarantee of Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Promoter Director)

NOTES
to consolidated financial statements for the year ended March 31, 2025

c) Principal amount of fixed deposits pledged amounting to Nil (March 31, 2024 : ₹ 710.00 lakh, Closing Balance as on 31 March 2024 ₹ 747.43 lakh).

iii) Refer Note No. 21 for the terms and conditions, nature of security and maturity profile of the current maturities of long-term borrowings (forming part of long term borrowings of the Holding Company)

B. Securities for Working Capital Facilities by HDFC Bank (Adhoc Outside Consortium)

a) Exclusive Charge over corporate office (Land and Building) situated in Gurugram, Haryana.

C. Security in respect of Pearl Global (HK) Limited,

i) As at March 31, 2025, certain of the Company's property, plant & equipment with a net carrying amount of approximately ₹ 7,123.65 lakh (March 31, 2024: ₹ 7,149.03 lakh) were pledged to secure banking facilities granted to the Company.

ii) As at March 31, 2025, certain of the Company's leasehold land with a net carrying amount of approximately ₹ 2,566.88 lakh (March 31, 2024: ₹ 2615.53 lakh) were pledged to secure banking facilities granted to the Company.

iii) As at March 31, 2025, certain of the Company's Inventories with a net carrying amount of approximately ₹ 3,945.24 lakh (March 2024: ₹ 4043.45 lakh) were pledged to secure banking facilities granted to the Company.

iv) As at March 31, 2025, certain of the Company's trade receivable with a net carrying amount of approximately ₹ 2,233.34 lakh (March 31, 2024: ₹ 3,818.35 lakh) were pledged to secure banking facilities granted to the Company.

D. In respect to loan from Non-Controlling shareholders of PGHK which was unsecured, it is interest free and was paid during the year.

E. Security in respect of Norp Knit Industries Limited,

- First Pari-Passu charge on movable fixed assets and whole of current assets including stocks of raw material, semi-finished goods, finished goods, book debts, consumable stores and spares.

F. For interest rate & liquidity risk related disclosures, (refer note 44).

23. Other Financial Liabilities

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Security deposit	140.84	122.78	3.00	-
Book overdraft	-	-	-	215.17
Interest accrued but not due on borrowings	-	-	85.16	216.26
Unpaid dividends (Refer Note (b) below)	-	-	33.76	34.59
Creditors for capital goods	-	-	640.22	101.03
Creditors for capital goods-MSME	-	-	64.66	54.56
Financial Liabilities at Fair Value through OCI - Cash Flow Hedge	-	-	253.57	6.74
Others (Refer Note (c) below)	-	1,651.91	-	-
	140.84	**1,774.69**	**1,080.37**	**628.35**

Notes:

a) The Group's exposure to market and liquidity risk related to other financial liabilities is disclosed in note 44.

b) There are no amounts due for payment to the Investor Education and Protection Fund under Section 125 of the Companies Act, 2013 as at the year end (March 31, 2024: Nil)

c) Other payables under non current financial liabilities of ₹ Nil (March 31, 2024: ₹ 1,651.91 Lakhs represents payable for acquisition of Non-Controlling interest of Pearl Grass Creation Limited).

NOTES
to consolidated financial statements for the year ended March 31, 2025

24. Provisions

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits				
Provision for compensated absences	592.34	569.49	843.54	438.13
Provision for gratuity (Refer to note 40)	4,014.57	2,936.30	300.06	225.64
Other employee benefits	-	-	3.09	-
	4,606.91	**3,505.79**	**1,146.69**	**663.77**

25. Other liabilities

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Non - Current		Current	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Advance from customers	-	-	1,683.50	240.66
Deferred government grant	3.58	4.58	145.60	145.60
Deferred rental income	54.41	69.14	14.78	14.82
Statutory dues	-	-	1,628.04	1,511.84
Others	-	-	3.47	-
	57.99	**73.73**	**3,475.39**	**1,912.92**

26. Trade payables

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As At March 31, 2025	As At March 31, 2024
Total outstanding dues of micro and small enterprises	1,075.25	1,141.66
Total outstanding dues of creditors other than micro and small enterprises	54,581.15	47,503.01
	55,656.40	**48,644.67**

a) Trade Payables ageing schedule as at March 31, 2025:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	726.00	349.25	-	-	-	**1,075.25**
(ii) Others	4,428.03	31,362.45	18,764.41	17.49	8.28	0.49	**54,581.15**
(iii) Disputed dues — MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues — Others	-	-	-	-	-	-	**-**

NOTES
to consolidated financial statements for the year ended March 31, 2025

b) Trade Payables ageing schedule as at March 31, 2024:

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled dues	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	799.55	332.67	9.44	-	-	**1,141.66**
(ii) Others	4,350.54	24,685.93	18,231.34	219.11	14.17	1.92	**47,503.01**
(iii) Disputed dues — MSME	-	-	-	-	-	-	**-**
(iv) Disputed dues — Others	-	-	-	-	-	-	**-**

c) Trade payable are non- interest bearing and are generally on a credit period of not more than 90 days except in case of Micro & Small Enterprises (if any) which are settled within 45 days. However, in respect of Pearl Global (HK) Limited, trade payables are normally settled within one year.

d) The Group's exposure to market and liquidity risk related to trade payables is disclosed in note 44.

e) As per Schedule III of the Companies Act, 2013 and as certified by the Management, the amount due to Micro & Small Enterprises as defined in Micro, Small and Medium Enterprises Development Act, 2006 is as under:

(i) The amount due thereon remaining unpaid to any supplier at the end of each accounting year

Particulars	Capital Creditors		Trade Payables		Total Payables	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
- Principal amount due	64.66	54.56	1,074.77	1,141.28	1,139.43	1,195.84
- Interest accrued and due on above	-	-	0.48	0.38	0.48	0.38
	64.66	**54.56**	**1,075.25**	**1,141.66**	**1,139.91**	**1,196.22**

(ii) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.48	0.38
(v) The amount of further interest remaining due and payable even in the succeeding year,until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	-	-

f) The Company's exposure to market and liquidity risk related to trade payables are disclosed in Note no. 44.

27. Liabilities for current tax (net)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for income tax [Net of advance tax ₹ 2,523.96 lakh (March 31, 2024 ₹ 2,285.57 lakh)]	1,422.20	709.39
	1,422.20	**709.39**

NOTES
to consolidated financial statements for the year ended March 31, 2025

28. Revenue from operations

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Sale of Product	4,41,024.14	3,37,124.00
Job Receipts	477.68	902.85
Other Operating Revenues	9,126.97	5,588.26
	4,50,628.79	**3,43,615.11**

a) Performance obligation

Revenue is recognised upon transfer of control of products and customers.

During the year, the Group has not entered into long term contracts with customers and accordingly disclosure of unsatisfied or remaining performance obligation (which is affected by several factors like changes in scope of Contracts, periodic revalidations, adjustment for revenue that has not been materialised, tax laws etc.) is not applicable to the Group.

b) Disaggregation of revenue

The table below presents disaggregated revenues from contracts with customers on the basis of geographical spread of the operations of the Group. The Group believes that this disaggregation best depicts how the nature, amount of revenues and cash flows are affected by market and other economic factors:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Revenue based on Geography	For the year ended March 31, 2025	For the year ended March 31, 2024
India	1,202.49	2,511.56
Outside India	4,49,426.30	3,41,103.55
	4,50,628.79	**3,43,615.11**

c) Reconciliation of revenue from operations with contracted price

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Contracted Price	4,52,196.77	3,44,226.96
(Less): Sales Returns	-	(2.42)
(Less): Rebates and discounts	(1,567.98)	(609.43)
	4,50,628.79	**3,43,615.11**

d) Trade Receivables, Contract Balances

For Trade Receivables, Refer note no. 16.

Further, the Company has no contracts where the period between the transfer of the promised goods or services to the customer and payment terms by the customer exceeds one year. In light of above;

- it does not adjust any of the transaction prices for the time value of money, and
- there is no unbilled revenue as at March 31, 2025.

Further, the Company doesn't have any contract liabilities as at March 31, 2025 and March 31, 2024

e) Variable Consideration associated with Sales:

The companies under the Group estimates the variable consideration using the most likely amount or expected value method, whichever approach best predicts the amount of consideration based on the terms of contract and available information and updates the estimates in each reporting year.

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to consolidated financial statements for the year ended March 31, 2025

29. Other income

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Interest income			
- On bank and fixed deposits		893.29	556.81
- On loans and advances		119.67	127.13
- On income tax refund		25.45	4.21
- On Investment		4.12	51.80
Other non-operating income:			
- Rental income		875.09	723.63
- Foreign exchange fluctuation		-	825.09
- Amortisation of deferred rental income		14.78	14.89
- Profit on sale of current investment - mutual fund		710.57	379.50
- Fair value gain on investments measured at fair value through profit and loss(net)		75.75	-
- Dividend Income		0.22	8.14
- Excess provision written back	250.29	-	-
- Less: Bad Debt written off	212.30	37.99	-
- Sundry balances written back		2.39	104.39
- Gain on lease modification		35.32	59.97
- Miscellaneous income		522.02	381.31
		3,355.40	**3,236.87**

30. Cost of material consumed

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the Year	21,919.09	24,473.89
Add:- Purchase during the year	1,99,964.41	1,53,403.88
Add: Impact of exchange fluctuation & re-instatement	(157.58)	(1,266.09)
	2,21,725.92	**1,76,611.68**
Less:- Balance at the end of the Year	(36,150.26)	(21,919.09)
	1,85,575.66	**1,54,692.59**

31. Purchase of stock in trade

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Purchases during the year	58,130.97	16,384.97
	58,130.97	**16,384.97**

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to consolidated financial statements for the year ended March 31, 2025

32. Changes in inventories of finished goods, stock in trade and work in progress

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Inventories at the beginning of the year			
Work-in-progress		17,214.05	15,980.33
Finished goods		9,127.14	9,227.00
Scrap Stock		49.45	48.81
	(A)	**26,390.64**	**25,256.14**
Inventories at the end of the year			
Work-in-progress		21,305.27	17,214.05
Finished goods		11,171.19	9,127.14
Scrap Stock		39.54	49.45
	(B)	**32,516.00**	**26,390.64**
Impact of exchange fluctuation & re-instatement	**(C)**	**(373.62)**	**(154.20)**
	(A-B+C)	**(6,498.98)**	**(1,288.70)**

33. Employee benefits expense

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Salaries, Wages & Bonus	74,964.66	59,508.31
Contribution to Provident and Other funds	2,481.77	2,064.79
Gratuity expense (Refer note 40)	1,092.46	1,006.98
Compensated absences	1,792.86	1,003.31
Stock compensation expense (Refer Note 51)	717.54	860.85
Staff welfare expense	2,879.97	2,592.09
	83,929.26	**67,036.33**

34. Finance cost

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Interest Expense		
- On Term loans & Working Capital Facilities	3,642.40	4,691.82
- Delayed Payment of Taxes	39.29	26.30
- lease liabilities	1,728.17	1,365.75
Unwinding of discount on security deposit	13.25	11.83
Other borrowing cost	4,495.42	2,235.63
	9,918.53	**8,331.33**

NOTES

to consolidated financial statements for the year ended March 31, 2025

35. Depreciation and amortisation expense

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Depreciation of Property, plant and equipment (Refer note no. 4)	4,469.46	3,824.77
Depreciation of Investment Properties (Refer note no. 6)	73.81	73.81
Amortisation of intangible assets (Refer note no. 8)	68.90	60.37
Amortisation of Right-of-use assets (Refer note no. 49)	2,909.34	2,460.82
	7,521.51	**6,419.79**

36. Other expenses

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the year ended March 31, 2025	For the year ended March 31, 2024
Manufacturing Expense		42,352.58	34,682.97
Consumption of Stores & Spare Parts		2,308.09	2,023.58
Power & fuel		4,914.50	3,933.09
Rent		395.73	247.71
Rates & Taxes		829.93	405.53
Travelling & Conveyance		3,538.29	3,610.50
Freight & clearing Charges		8,380.14	5,908.19
Claim to Buyers		13.52	-
Repair & Maintenance			
- Plant & Machinery		715.54	579.76
- Buildings		76.31	13.74
- Other		2,074.33	1,796.58
Commission		745.75	827.90
Legal & Professional Expenses		13,452.90	9,128.12
Security Charges		470.22	402.25
Bank charges		1,327.99	1,659.08
Insurance Expenses		1,048.66	862.24
Inspection Fees		997.59	591.88
Payment to the Auditors		230.12	212.60
Sundry Balances written off	4.07		
Less: Loss allowance for receivable and advances written back	4.07	-	319.78
Foreign Exchange Fluctuation		401.51	3,653.28
Corporate social responsibility		35.80	15.82
Loss allowance for doubtful debts and advances		-	219.37
Loss on sale of Licenses		30.54	68.32
Miscellaneous Expenses		4,803.75	4,847.27
		89,130.27	**76,009.56**

NOTES
to consolidated financial statements for the year ended March 31, 2025

37. Exceptional Items

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
(Profit)/Loss on sale of property, plant and equipment and investment property	(421.98)	60.14
Insurance Claim received for loss of inventory by fire	(34.34)	-
	(456.32)	**60.14**

38. Components of other comprehensive income

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars		For the Year ended March 31, 2025	For the Year ended March 31, 2024
A	**Items that will not be reclassified to profit or loss**		
	Re-measurement gains/ (losses) on defined benefit plans	(698.85)	5.31
	Income tax expense	78.08	(26.87)
	Gain on Bargain Purchase	-	67.76
	Changes in fair value of financial assets designated at fair value OCI Movement will not be reclassified	-	(185.85)
B	**Items that will be reclassified to profit or loss**		
	Foreign exchange translation reserve	(1,216.36)	(556.25)
	Hedging Reserve through OCI	(179.15)	184.28
	Changes in fair value of financial assets designated at fair value OCI Movement will be reclassified	-	70.38
	Income tax expense	45.09	(46.38)
Total		**(1,971.19)**	**(487.62)**

39. Earnings per share (EPS)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Profit attributable to the equity shareholders **(A)**	24,833.17	17,483.38
Number/Weighted average number of equity shares outstanding at the end of the year **(B)**	4,51,83,437	4,34,23,828
Dilutive effect on Weighted average number of equity shares outstanding at the end of the year **(C)**	17,90,163	2,25,932
Number/Weighted average number of diluted equity shares outstanding at the end of the year **(D = B + C)**	4,69,73,600	4,36,49,760
Nominal value of equity shares	₹ 5	₹ 5
Basic Earning per share **(A/B) (in ₹)**	54.96	40.26
Diluted Earning per share **(A/D) (in ₹)**	52.87	40.05

NOTES
to consolidated financial statements for the year ended March 31, 2025

40. Gratuity and other post-employment benefit plans

a) Defined contribution plans

The Group makes contribution towards Employees Provident Fund, Employee's State Insurance scheme and other welfare schemes. Under the rules of these schemes, the Group is required to contribute a specified percentage of payroll costs. The Group during the year recognised the following amount in the Statement of Profit and Loss account under Group's contribution to defined contribution plan.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Employer's Contribution to Provident Fund/ Pension Fund	2,044.18	1,702.58
Employer's Contribution to Employee State Insurance	417.95	344.95
Employer's Contribution to Welfare Fund	19.64	17.26
Total	**2,481.77**	**2,064.79**

The contribution payable to these schemes by the Group are at the rates specified in the rules of the schemes.

b) Employee Benefit Obligation in case of Pearl Global HK Limited

Policy for the Group's operation in the Republic of Indonesia

The Group determines its post-employment benefits obligation under the Labor Law of the Republic of Indonesia No. 13/2003. The cost of providing post-employment benefits is determined using "Projected Unit Credit" method. Actuarial gains or losses are recognised as income or expense when the net cumulative unrecognised actuarial gains and losses at the end of the previous reporting year exceeded the higher of 10% of the defined benefit obligation and 10% of the fair value of plan assets at that date. These gains or losses are recognised on a straight-line basis method over the expected average remaining working lives of the employees. Past service cost arising from the introduction of a defined benefit plan or changes in the benefits obligation of an existing plan are required to be amortised over the period until the benefits concerned become vested.

Policy for the Group's operation in the Socialist Republic of Vietnam

The severance allowance for employees is accrued at the end of each reporting period for all employees having worked at the Group for full 12 months and above. Working time serving as the basis for calculating severance allowance shall be the total actual working time subtracting the time when the employees have made unemployment insurance contributions as prescribed by law, and the working time when severance allowance has been paid to the employees. The allowance made for each year of service equals to a half of an average monthly salary under the Vietnamese Labour Code, Social Insurance Code and relevant guiding documents. The average monthly salary used for calculation of severance allowance shall be adjusted to be the average of the 6 consecutive months nearest to the date of the financial statements at the end of each reporting period. The increase or decrease in the accrued amount shall be recorded in the statement of profit or loss or other comprehensive income.

Policy for the Group's operation in the Hong Kong Special Administrative Region of the People's Republic of China

The Group participates in Mandatory Provident Fund Scheme ("MPF Scheme") for its employees in Hong Kong. The MPF Scheme is registered with the Mandatory Provident Fund Scheme Authority under the Mandatory Provident Fund Schemes Ordinance. The assets of the MPF Scheme are held separately from those of the Group in funds under the control of an independent trustee. Pursuant to the rules of the MPF Scheme, each of the employer and employees are required to make contributions to the scheme at rates specified in the rules. The MPF Scheme is a defined contribution plan and the Group is only obliged to make the required contributions under the scheme. No forfeited contribution is available to reduce the contribution payable in the future years. The retirement benefit cost arising from the MPF Scheme charged to the consolidated statement of profit or loss and other comprehensive income represent contribution payable to the funds by the Group in accordance with the rules of the MPF Scheme.

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c) Defined benefit plans

In accordance with Ind AS 19 "Employee benefits", an actuarial valuation on the basis of "Projected Unit Credit Method" was carried out, through which the Group is able to determine the present value of obligations. "Projected Unit Credit Method" recognises each period of service as giving rise to additional unit of employees benefit entitlement and measures each unit separately to built up the final obligation.

i) Gratuity scheme in case of holding company

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and salary at retirement age. The gratuity is funded in current year for all the units and maintained by Life Insurance Corporation of India .

ii) Other long term employee benefits

As per the Group policy, eligible leaves can be accumulated by the employees and carried forward to future periods to either be utilised during the service, or encashed. Encashment can be made during the service, on early retirement, on withdrawal of scheme, at resignation by employee and upon death of employee. The scale of benefits is determined based on the seniority and the respective employee's salary. The Group records an obligation for such compensated absences in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest and if applicable), is reflected immediately in Other Comprehensive Income in the statement of profit and loss. All other expenses related to defined benefit plans are recognised in statement of profit and loss as employee benefit expenses. Re-measurements recognised in Other Comprehensive Income will not be reclassified to statement of profit and loss hence it is treated as part of retained earnings in the statement of changes in equity. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. Curtailment gains and losses are accounted for as past service costs.

d) The following tables summarise the components of net benefit expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the balance sheet for the defined benefit plan (viz. gratuity and compensated absences). Leave encashment include earned leaves and sick leaves. These have been provided on accrual basis, based on year end actuarial valuation by actuary's of respective companies consolidated in these financial statements.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Change in benefit obligation	**As at March 31, 2025**		**As at March 31, 2024**	
	Gratuity (Funded)	**Gratuity (Unfunded)**	**Gratuity (Funded)**	**Gratuity (Unfunded)**
Opening defined benefit obligation	1,348.74	1,978.76	1,109.00	1,525.13
Adjustment in opening obligation	-	-	-	102.14
Interest cost	95.63	215.19	81.62	146.45
Service cost	397.15	424.48	348.57	480.89
Past Service cost	-	(28.24)	-	(36.12)
Benefits paid	(339.95)	(163.36)	(143.29)	(235.52)
Foreign currency translation reserve	-	(132.54)	-	(45.41)
Actuarial (gain) / loss on obligations	99.35	596.33	(47.16)	41.20
Present value of obligation as at the end of the year	**1,600.92**	**2,890.62**	**1,348.74**	**1,978.76**

e) The following tables summarise the components of net benefit expense recognised in the Statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

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Cost for the year included under employee benefit

(All amounts are in ₹ Lakhs, unless otherwise stated)

	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
Current service cost	397.15	424.48	348.57	480.89
Past service cost	-	(28.24)	-	(36.12)
Interest cost	83.88	215.19	67.19	146.45
Expected return on plan assets	-	-	-	-
Actuarial (gain) / loss	-	-	-	-
Net cost	**481.03**	**611.43**	**415.76**	**591.22**

f) Changes in the fair value of the plan assets are as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
Fair value of plan assets at the beginning	165.56	-	196.09	-
Difference amount in opening fund	-	-	-	-
Expected return on plan assets	11.74	-	14.43	-
Contributions	5.00	-	101.92	-
LIC charges	(2.22)	-	(2.94)	-
Benefits paid	-	-	(143.29)	-
Actuarial (gain)/losses on the plan assets	(3.17)	-	(0.65)	-
Fair value of plan assets at the end	**176.91**	**-**	**165.56**	**-**

g) Detail of actuarial (gain)/loss recognised in OCI is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
Actuarial (gain) / loss for the year – obligation	99.35	596.33	(47.16)	41.20
Actuarial (gain) / loss for the year - plan assets	3.17	-	0.65	-
Total (gain) / loss for the year	**102.52**	**596.33**	**(46.51)**	**41.20**

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. The actuarial assumptions include economic assumptions of discount rate and rate of increase in compensation levels. Other assumptions considered are demographic assumptions and withdrawal rate while calculating the obligations as at year end.

h) Net (assets) / liabilities recognised in the Balance Sheet and experience adjustments on actuarial gain / (loss) for benefit obligation and plan assets -

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
Present value of obligation	1,600.92	2,890.62	1,348.74	1,978.76

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
Less: Fair value of plan assets	176.91	-	165.56	-
Net assets /(liability)	**(1,424.01)**	**(2,890.62)**	**(1,183.18)**	**(1,978.76)**

i) **A quantitative sensitivity analysis for significant assumptions is as shown below:**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Gratuity (Funded)	Gratuity (Unfunded)	Gratuity (Funded)	Gratuity (Unfunded)
A. Discount rate				
Effect on DBO due to increase in Discount Rate (1% in funded and 0.5% in unfunded)	(133.98)	(2,352.75)	(136.25)	(1,245.65)
Effect on DBO due to decrease in Discount Rate (1% in funded and 0.5% in unfunded)	155.49	2,569.45	162.27	1,346.18
B. Salary escalation rate				
Effect on DBO due to increase in Salary Escalation Rate (1% in funded and 0.5% in unfunded)	156.59	2,574.63	164.10	1,353.24
Effect on DBO due to decrease in Salary Escalation Rate (1% in funded and 0.5% in unfunded)	(137.21)	(2,357.07)	(139.95)	(1,245.55)

C. **Sensitivities due to mortality & withdrawals are not material & hence impact of change due to these not calculated for group as a whole.**

j) **Risk Profile**

Discount Rate	Reduction in discount rate in subsequent valuations can increase the liability.
Salary Increases	Actual salary increases will increase the defined benefit liability. Increase in salary increase rate assumption in future valuations which inturn also increase the liability.
Withdrawals	Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawals rates at subsequent valuations can impact defined benefit liability.
Morality and disability	Actual details and disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

k) Refer respective standalone financial statements of Holding Company and the Subsidiary Companies forming part of the Group for Maturity Profile of Defined Benefit obligation.

41. Capital management

The Group's objectives when managing capital are to:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an appropriate capital structure of debt and equity.

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to consolidated financial statements for the year ended March 31, 2025

The Board of Directors have the primary responsibility to maintain a strong capital base and reduce the cost of capital through prudent management in deployment of funds and sourcing by leveraging opportunities in domestic and international markets so as to maintain investors, creditors and markets confidence and to sustain future development of the business.

The Group monitors capital, using a medium term view ranging between three to five years, on the basis of a number of financial ratios generally used by the industry. The Group monitors capital structure using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt comprises of long term and short term borrowings (Including lease liabilities) less cash and cash equivalents. Equity includes equity share capital and reserves that are managed as capital. The gearing ratio at the end of financial years are as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Borrowings (Refer to note 21 & 22)	55,154.90	44,514.92
Lease Liabilities (Refer to note 49)	22,143.38	14,323.64
Interest accrued but not due on borrowings (Refer note no. 23)	85.16	216.26
Less: Cash and cash equivalents (Refer to note 17)	(51,000.81)	(32,795.29)
Net debt (A)	**26,382.63**	**26,259.53**
Equity share capital (Refer to note 19)	2,296.76	2,179.18
Other equity (Refer to note 20)	1,13,273.19	78,023.55
Total Capital (B)	**1,15,569.95**	**80,202.73**
Capital and net debt (A+B=C)	**1,41,952.58**	**1,06,462.26**
Gearing ratio (A/C)	**18.59%**	**24.67%**

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

In order to achieve overall objective, the company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

42. Derivative instruments and unhedged foreign currency exposure

I) Hedge Accounting

(i) The Group enters into hedging instruments in accordance with policies as approved by the Board of Directors with written principles which is consistent with the risk management strategy of the Group. The Group has decided to apply hedge accounting for certain derivative contracts that meets the qualifying criteria of hedging relationship entered post April 01, 2019. Hedging strategies are decided and monitored periodically by the Risk Management Committee of the Board. The Hedging Practice and its corresponding hedge accounting is mainly followed by the holding company.

Cash Flow Hedges

Foreign exchange forward contracts are designated as hedging instruments in cash flow hedges of forecasted hedged items in US dollar. These forecast transactions are highly probable. The foreign exchange forward contract balances vary with the level of expected foreign currency sales and changes in foreign exchange forward rates.

(ii) The fair value of derivative financial instruments is as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Asset/(Liability) As at March 31, 2025	Asset/(Liability) As at March 31, 2024
Fair value of foreign currency forward exchange contract designated as hedging instruments	(253.57)	(6.74)

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to consolidated financial statements for the year ended March 31, 2025

The critical terms of the foreign currency forward contracts match the terms of the expected highly probable forecast sale transactions.

The cash flow hedges of the forecasted sale transactions for the year ended March 31, 2025 were assessed to be highly effective and unrealised profit/(loss) of ₹ (179.15) lakh, with a deferred tax asset / (liability) of ₹ 45.09 lakh relating to the hedging instruments, is included in OCI. [March 31, 2024: Unrealised profit of ₹ 184.28 lakh with a corresponding deferred tax asset / (liability) of ₹ (46.38) lakh relating to the hedging instruments, is included in OCI].

(iii) Maturity Profile: The following table includes the maturity profile of the foreign exchange forward contracts:

Particulars	Less than 1 month	1 to 3 months	3 to 6 months	6 to 9 months	9 to 12 months	Total
As At March 31, 2025 (₹ in Lakhs)	7,060.61	4,998.61	8,557.19	4,741.48	-	25,357.89
Notional amount (in USD in Lakhs)	82.08	59.00	100.25	55.00	-	296.33
Average forward rate (USD/₹)	86.02	84.72	85.36	86.21	-	85.57
As At March 31, 2024 (₹ in Lakhs)	4,238.01	12,983.44	5,176.41	2,821.98	2,783.32	28,003.16
Notional amount (in USD in Lakhs)	50.69	155.50	61.60	33.50	33.00	334.29
Average forward rate (USD/₹)	83.61	83.49	84.03	84.24	84.34	83.77

(iv) The impact of the hedging instruments on the balance sheet is as follows:

The line item in Balance Sheet where Hedge instrument is disclosed under other current financial liabilities. The changes in fair value of forward exchange contract are disclosed as under:

Particulars	Amount (₹)
Foreign currency risk forward contract- As At March 31, 2025 (₹ in Lakhs) [Asset / (Liability)]	(253.57)
Foreign currency risk forward contract- As At March 31, 2024 (₹ in Lakhs) [Asset / (Liability)]	(6.74)

(v) The effect of the cash flow hedge in the statement of profit or loss and other comprehensive income is, as follows:

Particulars	Total hedging gain/(loss) recognised in OCI	Line item in Statement of profit and loss	Amount reclassified from OCI to profit or loss.	Line item in Statement of profit and loss
As At March 31, 2025 Highly probable forecast sales	(179.15)	Cash Flow Hedge Reserve (OCI)	(183.37)	Revenue from Operations
As At March 31, 2024 Highly probable forecast sales	184.28	Cash Flow Hedge Reserve (OCI)	79.04	Revenue from Operations

(vi) Impact of hedging on equity

Set out below is the reconciliation of each component of equity and the analysis of other comprehensive income in respect of cash flow hedge reserve:

Particulars	Cash Flow Hedge Reserve	Tax Amount	Movement net of tax
As at April 01, 2024	**(4.48)**	**(1.87)**	**(2.61)**
Effective Portion of Changes in fair Value arising from Foreign Exchange Forward Contracts	4.21	1.06	3.15
Amount reclassified to profit & loss	(183.37)	(46.16)	(137.21)
As at March 31, 2025	**(183.64)**	**(46.97)**	**(136.67)**
As at April 01, 2023	**(188.76)**	**(48.25)**	**(140.51)**
Effective Portion of Changes in fair Value arising from Foreign Exchange Forward Contracts	105.24	26.49	78.75
Amount reclassified to profit & loss	79.04	19.89	59.15
As at March 31, 2024	**(4.48)**	**(1.87)**	**(2.61)**

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to consolidated financial statements for the year ended March 31, 2025

Note: The Group did not have any forecast transactions for which cash flow hedge accounting had been used in the previous period, but which is no longer expected to occur.

(vii) Valuation Technique

The Group enters into derivative financial instruments which are valued using valuation techniques which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing models, using present value calculations. Where quoted market prices are not available, fair values are based on Management best estimates, which are arrived at by the reference to market prices.

II) Particulars of Unhedged foreign currency exposures:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025		As at March 31, 2024	
	Foreign Currency in Lakhs	₹ in Lakhs	Foreign Currency in Lakhs	₹ in Lakhs
Foreign currency receivable	IDR 14,569.90	74.81	IDR 75,455.50	417.66
	BDT 2,708.95	1,915.97	BDT 2,326.87	1,763.56
	GBP 44,560.00	49.35	GBP -	-
	VND 5,68,017.84	1,899.05	VND 4,23,550.58	1,422.93
Foreign currency payable	IDR 22,435.04	115.20	IDR 25,680.07	135.05
	VND 14,30,896.82	4,783.91	VND 8,24,465.57	2,769.81
	USD 5.11	436.92	USD -	-
	BDT 5,556.61	3,930.04	BDT 5,500.10	4,168.57

III) In respect of the derivative contracts entered into by the Group. The Management assesses no material foreseeable losses as at the reporting date.

43. Fair value measurements

I Financial instruments

a) Financial instruments by category

Derivative financial instruments are measured at fair value through other comprehensive income and certain investments are measured at fair value through profit or loss. Apart from these, all other financial assets and liabilities viz. trade receivables, security deposits, cash and cash equivalents, other bank balances, interest receivable, other receivables, trade payables, employee related liabilities and borrowings, are measured at amortised cost.

b) Fair value hierarchy

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

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As At March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying amount					Fair value			
	FVOCI	FVTPL	Financial Assets - amortised cost	Financial Liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value									
Investments in key man insurance policy	-	2,427.24	-	-	2,427.24	2,427.24	-	-	2,427.24
Financial assets not measured at fair value									
Loan to employees	-	-	211.47	-	211.47	-	-	-	-
Loan to Others	-	-	3,144.59	-	3,144.59	-	-	-	-
Security Deposits	-	-	1,628.99	-	1,628.99	-	-	-	-
Interest accrued but not due on term deposits	-	-	121.33	-	121.33	-	-	-	-
Deposits with original maturity of more than 12 months	-	-	27.51	-	27.51	-	-	-	-
Trade receivables	-	-	32,440.39	-	32,440.39	-	-	-	-
Cash and cash equivalents	-	-	51,000.81	-	51,000.81	-	-	-	-
Other bank balances	-	-	5,638.94	-	5,638.94	-	-	-	-
Other Financial assets	-	-	-	-	-	-	-	-	-
	-	**2,427.24**	**94,214.03**	**-**	**96,641.27**	**2,427.24**	**-**	**-**	**2,427.24**
Financial liabilities measured at fair value									
Financial Liabilites at Fair Value through OCI - Cash Flow Hedge	253.57	-	-	-	253.57	253.57	-	-	253.57
Financial liabilities not measured at fair value									
Borrowings	-	-	-	55,154.90	55,154.90	-	-	-	-
Lease Liabilities	-	-	-	22,143.38	22,143.38	-	-	-	-
Security Deposits	-	-	-	143.84	143.84	-	-	-	-
Interest accrued but not due on borrowings	-	-	-	85.16	85.16	-	-	-	-
Unpaid dividends	-	-	-	33.76	33.76	-	-	-	-
Trade payables	-	-	-	55,656.40	55,656.40	-	-	-	-
Creditors for capital goods	-	-	-	704.88	704.88	-	-	-	-
Others	-	-	-	-	-	-	-	-	-
	253.57	**-**	**-**	**1,33,922.32**	**1,34,175.89**	**253.57**	**-**	**-**	**253.57**

As At March 31, 2024

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying amount					Fair value			
	FVOCI	FVTPL	Financial Assets - amortised cost	Financial Liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value									

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Carrying amount					Fair value			
	FVOCI	FVTPL	Financial Assets - amortised cost	Financial Liabilities - amortised cost	Total carrying amount	Level 1	Level 2	Level 3	Total
Investment in Units and Debt instrument	696.95	-	-	-	696.95	-	696.95	-	696.95
Investments in key man insurance policy	2,299.23	-	-	-	2,299.23	-	2,299.23	-	2,299.23
Financial assets not measured at fair value									
Investment in government securities	-	-	0.47	-	0.47	-	-	-	-
Loan to employees	-	-	108.77	-	108.77	-	-	-	-
Loan to Others	-	-	2,164.40	-	2,164.40	-	-	-	-
Security Deposits	-	-	2,289.17	-	2,289.17	-	-	-	-
Interest accrued but not due on term deposits	-	-	89.01	-	89.01	-	-	-	-
Deposits with original maturity of more than 12 months	-	-	84.59	-	84.59	-	-	-	-
Trade receivables	-	-	26,535.45	-	26,535.45	-	-	-	-
Cash and cash equivalents	-	-	32,795.29	-	32,795.29	-	-	-	-
Other bank balances	-	-	3,854.99	-	3,854.99	-	-	-	-
Other Financial assets	-	-	8.43	-	8.43	-	-	-	-
	2,996.18	**-**	**67,930.57**	**-**	**70,926.75**	**-**	**2,996.18**	**-**	**2,996.18**
Financial liabilities measured at fair value									
Financial Liabilites at Fair Value through OCI - Cash Flow Hedge	6.74	-	-	-	6.74	6.74	-	-	6.74
Financial liabilities not measured at fair value									
Borrowings	-	-	-	44,514.92	44,514.92	**-**	**-**	**-**	**-**
Lease Liabilities	-	-	-	14,323.64	14,323.64	-	-	-	-
Security Deposits	-	-	-	122.78	122.78	-	-	-	-
Book overdraft	-	-	-	215.17	215.17	-	-	-	-
Interest accrued but not due on borrowings	-	-	-	216.26	216.26	-	-	-	-
Unpaid dividends	-	-	-	34.59	34.59	-	-	-	-
Trade payables	-	-	-	48,644.67	48,644.67	-	-	-	-
Creditors for capital goods	-	-	-	155.59	155.59	-	-	-	-
Others	-	-	-	1,651.91	1,651.91	-	-	-	-
	6.74	**-**	**-**	**1,09,879.53**	**1,09,886.27**	**6.74**	**-**	**-**	**6.74**

c) The holding company has an established control framework with respect to the measurement of fair values. The finance and accounts team that has overall responsibility for overseeing all significant fair value measurements and reports directly to the board of directors. The team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified. Significant valuation issues are reported to the holding company's board of directors.

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d) Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs). There have been no transfers in either direction for the year ended March 31, 2025 and March 31, 2024.

e) **Fair value of financial assets and liabilities measured at amortised cost**

The carrying amounts of short-term trade and other receivables, trade payables, cash and cash equivalents and other bank balances are considered to be the same as their fair values, due to their short-term nature.

For other financial liabilities/ assets that are measured at fair value, the carrying amounts are equal to the fair values.

f) For specific valuation techniques used to value financial instruments, Refer disclosures made in the standalone financials of holding company and subsidiary companies.

44. Financial risk management objectives and policies

The Group principal financial liabilities comprises of trade and other payables, borrowings, current maturity of borrowings, interest accrued and capital creditors. The main purpose of these financial liabilities is to finance the operations and to provide guarantees to support its operations.

The Group principal financial assets includes Investment, loans, security deposits, trade receivables, cash and cash equivalents, deposits with bank, interest accrued in deposits, receivables from other parties and interest accrued thereon.

The Group has exposure to the following risks arising from financial instruments:

- credit risk,
- liquidity risk and
- market risk.

The senior level management of respective companies in the Group oversees the management of these risks and is supported by treasury department that advises on the appropriate financial risk governance framework.

A. Credit risk

Credit risk is the risk that counterparty will default on its contractual obligations resulting in finance loss to the Group. Credit risk arise from Cash and cash equivalents, deposit with banks, trade receivables and other financial assets measure at amortised cost. The respective companies in the Group continuosly monitors defaults of customers and other counterparties and incorporate this information into its credit risk control. The carrying amount of financial assets represents the maximum credit exposure.

i) Trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The credit risk is managed by the Group based on credit approvals, establishing credit limits and continuosly monitoring the credit worthiness of the customers, to whom the Group grants credit period in the normal course of business inlcuding taking credit insurance against export receivables. The Group uses expected credit loss model to assess the impairement loss in trade receivables and makes an allowance of doubtful trade receivables using this model.

ii) Other Financial Assets

The Group maintains exposure in cash & cash equivalents, term deposits with banks, investments, advances and security deposits etc. Credit risk from balances with banks, investment and loan is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the respective company's board of directors on an annual basis, and may be updated throughout the year subject to approval of their finance committee. The Group's maximum exposure to the credit risk as at March 31, 2025 and March 31, 2024 is majorly the carrying value of each class of financial assets.

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- Policy of managing risk: To assess whether there is a significant increase in credit risk The Group compares the risk of default as at the reporting date with the risk of default as at the date of initial recognition. The Group considers reasonable and supportive forward-looking information such as significant changes in the value of guarantee or in the quality of exposure or credit enhancements.

B. Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Group's objective is to, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate sources of financing including loans from banks at an optimised cost.

The table below summarises the maturity profile of the financial liabilities based on contractual undiscounted payments -

As at March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings	35,314.70	11,877.04	7,242.45	720.72	55,154.90
Lease Liabilities	417.96	1,443.24	7,387.92	12,894.26	22,143.38
Trade payables	50,451.08	5,205.32	-	-	55,656.40
Other financial liabilities	1,061.25	19.12	78.73	62.11	1,221.21
Total	**87,244.99**	**18,544.72**	**14,709.10**	**13,677.09**	**1,34,175.89**
As At March 31, 2024					
Borrowings	20,695.33	13,399.50	9,820.50	599.60	44,514.93
Lease Liabilities	336.74	1,320.11	4,915.22	7,751.57	14,323.64
Trade payables	44,976.06	3,668.61	-	-	48,644.67
Other financial liabilities	588.26	40.09	1,774.69	-	2,403.04
Total	**66,596.39**	**18,428.31**	**16,510.41**	**8,351.17**	**1,09,886.28**

C. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk are borrowings, short term deposits and derivative financial instruments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2025 and March 31, 2024.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group exposure to the risk of changes in market interest rates relates primarily to the long-term debt obligations with floating interest rates.

The Group main interest rate risk arises from long-term borrowings with variable rates, which expose the Group to interest rate risk. The Group manages its net exposure to interest rate risk related to borrowings, by balancing a proportion of fixed rate and floating rate borrowing in its total borrowing portfolio. Currently, the Group's borrowings are within acceptable risk levels, as determined by the management, hence the Group has not taken any swaps to hedge the interest rate risk.

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Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on the portion of borrowings affected. With all other variables held constant, the Group profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Increase or decrease in basis points	Decrease / (increase) in profit
March 31, 2025	+50	249.17
	-50	(249.17)
March 31, 2024	+50	223.38
	-50	(223.38)

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in exchange rates. Foreign currency risk senstivity is the impact on the profit before tax is due to changes in the fair value of monetary assets and liabilities on unhedged exposures. The following tables demonstrate the sensitivity to a reasonably possible change in applicable currency exchange rates, with all other variables held constant.

Particulars	Changes in Exchange rate	Decrease / (increase) in profit before tax
March 31, 2025	+5%	266.34
	-5%	(266.34)
March 31, 2024	+5%	173.46
	-5%	(173.46)

45. Segment Information

a) The operating segments are established on the basis of those components of the group that are evaluated regularly by the Executive Committee (the 'Chief Operating Decision Maker' as defined in Ind AS 108 - 'Operating Segments'), in deciding how to allocate resources and in assessing performance. The Group has presented segment information on geographical basis in the consolidated financial statements.

Summary of segment Information as at and for the year ended March 31, 2025 and March 31, 2024 is as follows:

Particulars	Bangladesh	Hong Kong	India	Vietnam	Others	Un-allocable	Total	Elimination	Total
Segment Sales	45,219.68	2,92,130.70	92,168.88	583.08	20,526.45	-	4,50,628.79	-	4,50,628.79
	(7,086.76)	(2,49,986.43)	(71,733.40)	(615.52)	(14,193.01)	-	(3,43,615.11)	-	(3,43,615.11)
Inter Segment Sales	1,03,657.83	68,162.99	27,444.75	63,112.28	16,008.58	-	2,78,386.43	2,78,386.43	-
	(1,32,201.55)	(25,951.10)	(23,942.16)	(49,217.00)	(7,722.08)	-	(2,39,033.89)	(2,39,033.89)	-
Total Segment Sales	**1,48,877.51**	**3,60,293.69**	**1,19,613.63**	**63,695.36**	**36,535.03**	**-**	**7,29,015.22**	**2,78,386.43**	**4,50,628.79**
	(1,39,288.32)	**(2,75,937.52)**	**(95,675.55)**	**(49,832.52)**	**(21,915.09)**	**-**	**(5,82,649.00)**	**(2,39,033.89)**	**(3,43,615.11)**
Other Income	249.13	(522.94)	5,486.57	548.64	2,985.70	-	8,747.10	5,391.70	3,355.40
	(239.27)	36.03	(4,225.62)	(562.40)	(2,207.52)	-	(7,198.77)	(3,959.43)	(3,239.35)
Total Segment Revenue	**1,49,126.64**	**3,59,770.75**	**1,25,100.20**	**64,244.00**	**39,520.73**	**-**	**7,37,762.32**	**2,83,778.13**	**4,53,984.19**
	(1,39,527.59)	**(2,75,901.49)**	**(99,901.17)**	**(50,394.91)**	**(24,122.61)**	**-**	**(5,89,847.78)**	**(2,42,993.32)**	**(3,46,854.46)**

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Particulars	Bangladesh	Hong Kong	India	Vietnam	Others	Un-allocable	Total	Elimination	Total
Total Revenue of each segment as a percentage of total revenue of all segment	20.21	48.77	16.96	8.71	5.36	-	100.00	-	-
	(23.65)	(46.78)	(16.94)	(8.54)	(4.09)	-	(100.00)	-	-
Total Segment Operative Profit	14,319.29	17,863.90	9,312.56	5,387.08	(2,709.51)	-	44,173.33	-	44,173.33
	(14,564.39)	(8,387.12)	(7,227.00)	(3,758.10)	(20.47)	-	(33,957.08)	-	(33,957.08)
Depreciation	2,695.33	176.11	2,806.75	712.91	1,130.41	-	7,521.51	-	7,521.51
	(2,460.80)	(175.43)	(2,439.97)	(466.12)	(877.46)	-	(6,419.78)	-	(6,419.78)
Total Segment Result before Interest & Taxes	11,623.96	17,687.79	6,505.81	4,674.17	(3,839.91)	-	36,651.82	-	36,651.82
	(12,103.59)	(8,211.69)	(4,787.03)	(3,291.98)	856.99	-	(27,537.30)	-	(27,537.30)
Total EBIT of each segment as a percentage of total EBIT of all segment	31.71	48.26	17.75	12.75	(10.48)	-	100.00	-	-
	(43.95)	(29.82)	(17.38)	(11.95)	3.11	-	(100.00)	-	-
Net Financing Cost	-	-	-	-	-	-	-	-	9,918.53
	-	-	-	-	-	-	-	-	(8,331.33)
Income Tax Expenses	-	-	-	-	-	-	-	-	3,656.22
	-	-	-	-	-	-	-	-	(2,293.61)
Profit for the Year	-	-	-	-	-	-	-	-	**23,077.07**
	-	-	-	-	-	-	-	-	**(16,912.36)**
Segment Assets*	71,287.81	66,473.02	95,523.63	36,347.06	21,728.91	(31,780.50)	2,59,579.93	-	2,59,579.93
	(66,110.24)	(44,862.85)	(71,234.94)	(21,307.49)	(17,215.53)	22,184.79	(1,98,546.26)	-	(1,98,546.26)
Segment Assets as a percentage of Total assets of all segments	27.46	25.61	36.80	14.00	8.37	(12.24)	100.00	-	-
	(33.30)	(22.60)	(35.88)	(10.73)	(8.67)	11.17	(100.00)	-	-
Segment Liabilities*	35,928.66	25,752.41	29,501.46	20,262.88	9,548.05	23,937.07	1,44,930.53	-	1,44,930.53
	(30,301.53)	(25,587.76)	(23,366.10)	(11,978.97)	(6,760.34)	(18,805.67)	(1,16,800.38)	-	(1,16,800.38)
Segment Liabilities as a percentage of Total Liabilities of all segments	24.79	17.77	20.36	13.98	6.59	16.52	100.00	-	-
	(25.94)	(21.91)	(20.01)	(10.26)	(5.79)	(16.10)	(100.00)	-	-
Segment Capital Employed	35,359.15	40,720.61	66,022.17	16,084.18	12,180.86	(55,717.57)	1,14,649.40	-	1,14,649.40
	(35,808.71)	(19,275.09)	(47,868.84)	(9,328.52)	(10,455.19)	40,990.46	(81,745.89)	-	(81,745.89)
Segment Capital Employed as a percentage of Total capital employed of all segments	30.84	35.52	57.59	14.03	10.62	(48.60)	100.00	-	-
	(43.80)	(23.58)	(58.56)	(11.41)	(12.79)	50.14	(100.00)	-	-
Capital Expenditure	6,185.02	-	4,460.24	1,058.62	997.01	-	12,700.89	-	12,700.89
	(2,913.90)	(1,271.87)	(4,947.46)	(1,266.00)	(1,399.98)	-	(11,799.21)	-	(11,799.21)
Segment Capital Expenditure as a percentage of Total capital expenditure of all segments	48.70	-	35.12	8.34	7.85	-	100.00	-	-
	(24.70)	(10.78)	(41.93)	(10.73)	(11.87)	-	(100.00)	-	-

* Unallocable segment assets and liabilities have been merged with inter-segment assets and liabilities respectively.

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b) The Group revenue from sale of garments to external customer are as follows:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Local Customers	1,202.49	2,511.56
Foreign Customers	4,49,426.30	3,41,103.55
	4,50,628.79	**3,43,615.11**

c) Non- current assets are located within India and outside India:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Non Current Assets		
- within India	32,653.46	27,967.32
- outside India	51,138.72	42,685.01

d) Revenue from major customer: During the year the Group generates 90% of its external revenues from 23 customers (March 31, 2024: 17 customers).

46. Contingent liabilities and commitments

a) Contingent liabilities (To the extent not provided for)

I (i) The respective companies has reviewed all its pending claims, litigations and other proceedings and has adequately provided for wherever required. The respective companies does not expect the outcome of these proceedings to have a material or adverse effect on financial position of the Company. In certain cases, it is difficult for the respective companies to estimate the timings of cash outflows, if any, as it is determinable only on receipt of judgement/ decisions pending with various forums/authorities. The group does not expect any reimbursements in respect of the below contingent liabilities.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
- Tax Demand as per Sec 154 and Sec 16(1) of Income Tax Act , 1961 (with respect to Assessment Year 2015-16) - Issue restored to file of CIT(A) for re-adjudication based on order received from ITAT.	15.57	15.57
- Tax Demand as per Sec 250 of Income Tax Act, 1961 (with respect to Assessment Year 2016-17) - Matter restored to AO by ITAT for recalculating the tax liability	3.49	3.49
- Tax Demand as per Sec 143(3) of Income Tax Act, 1961 (with respect to Assessment Year 2017-18) - Appeal pending before CIT(A)	3.83	3.83
- Tax Demand as per Sec 270A of Income Tax Act, 1961 (with respect to Assessment Year 2020-21) - Appeal pending before CIT(A)	2.90	2.90
- Demand as per TDS (TRACES) portal - CPC	7.67	14.13

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(ii) Various legal cases of labour pending at labour Court, Civil Court and High Court. The group has assesed and believe that none of these cases, either individually or in aggregate, are expected to have any material adverse effect on its financial statements.

(All amounts are in ₹ Lakhs, unless otherwise stated)

	Particulars	As at March 31, 2025	As at March 31, 2024
II	Irrevocable letter of credit outstanding with banks (net of margin)	26,810.08	17,963.90
III	Counter Guarantees given by the group to the Sales Tax Department for entities over which Key Managerial Personnel have Significant influence		
	- For enterprise	1.00	1.00
	- For others	0.50	0.50
IV	The group is provided with financial guarantee of Nil as at March 31, 2025 (March 31, 2024: Taka 20,79,601 ; ₹ 15.76 lakh) by HSBC to clear the goods from customs.		

b) Commitments

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Capital Commitment: Estimated amount of contracts remaining to be executed on the capital account (net of capital advances of ₹ 498.51 lakh) (March 31, 2024 : ₹ 245.55 lakh)	3,667.41	467.55

The group does not have any other long term Commitments or material non cancellable contractual commitments, which may have a material impact on the standalone financial statement.

47. Related party transactions

a) List of related parties

Nature of Relationship	Name of the Related Party
Subsidiary (Direct / Indirect)	**Domestic (Direct)**
	Gogreen Apparel Limited (Formerly known as SBUYS E-Commerce Limited)
	Pearl Global Kaushal Vikas Limited
	Sead Apparels Private Limited
	Overseas (Direct)
	Pearl Global Fareast Limited
	Pearl Global (HK) Limited
	Norp Knit Industries Limited
	Pearl Global USA, Inc.
	Pearl GT Holdco Ltd
	Pearl Knitting & Dyeing Industried Limited (w.e.f March 23, 2025) (refer note h)
	Overseas (Indirect)
	A & B Investment Limited (Liquidated w.e.f October 15, 2024)
	Pearl Global F.Z.E. (Liquidated w.e.f November 08, 2023)
	DSSP Global Limited

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Nature of Relationship	Name of the Related Party	
	Pearl Global Vietnam Company Limited	
	Pearl Unlimited Inc.	
	Pearl Grass Creations Limited	
	PGIC Investment Limited	
	Prudent Fashions Limited	
	PT Pinnacle Apparels	
	Vin Pearl Global Vietnam Limited	
	Alpha Clothing Limited	
	Trinity Clothing Limited (w.e.f May 10, 2023)	
	Corporacion de Productos Y Servicios Asociados, Sociedad Anonima (CORPASA)	
	Shoretex, Sociedad Anonima (SHORETEX)	
	Pearl Global Industries FZCO	
Enterprise over which Key Managerial Personnel exercise Significant influence	PDS Limited	
Key Management Personnel (KMP) & their relative	Dr. Deepak Kumar Seth	Chairman, Non-Executive Director
	Mr. Pulkit Seth	Vice Chairman, Non-Executive Director
	Mrs. Shifalli Seth	Non-Executive Director
	Mr. Pallab Banerjee	Managing Director
	Mr. Shailesh Kumar	Whole-Time Director
	Mr. Deepak Kumar	Whole-Time Director
	Mr. Sanjay Gandhi	Group Chief Financial Officer
	Mr. Narendra Kumar Somani	Chief Financial Officer
	Ms. Shilpa Saraf	Company Secretary

b) Disclosure of Related Parties Transactions:

(i) Key Management Personnel (KMP)

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Short term employee benefits	1073.48	574.49
Share based payments	1,595.64	503.80
Expenses paid by the Company on their behalf (EPF Paid)	14.71	12.28
Expenses incurred on behalf of the Company	90.45	93.10
Loan recovered back	-	100.00
Interest Income	-	5.92

(All amounts are in ₹ Lakhs, unless otherwise stated)

Closing Balance	As at March 31, 2025	As at March 31, 2024
Trade Payable - Payable to KMP	16.86	20.70

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c) **Disclosure of transactions between group and related parties during the year which are more than 1% of revenue**

As the transactions between group and related party does not exceed 1% of revenue, hence disclosure of transactions has not been made.

Terms and conditions of transactions with related parties

d) All the transaction with the related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year end are unsecured and interest free except the interest bearing loan and settlement occurs in cash.

e) Personal Guarantee given by Dr. Deepak Kumar Seth (Promoter Director) and Mr. Pulkit Seth (Promoter Director) against the Borrowings (refer note no. 21 & 22).

f) The remuneration of Key managerial Personnel does not include amount in repect of gratuity and leave encashment payable as the same are not determinable as individual basis for the KMP. The liabilities of gratuity and leave encashment are provided for Company as whole on the basis of acturial valuation.

g) During the year the Company had acquired addtional equity interest in substance in Pearl GT HoldCo Limited and now shareholding comes at 80% (March 31, 2024 - 55%). Further, Pearl GT HoldCo Limited is the Holding Company of Corporacion de Productos Y Servicios Asociados, Sociedad Anonima (CORPASA) and Shoretex, Sociedad Anonima (SHORETEX), thereby making both CORPASA and SHORTEX, step down subsidiaries of the Company.

h) During the year, the Group has incorporated a new subsidiary in Bangladesh, namely Pearl Knitting & Dyeing Industries Limited on 23rd March 2025 with 99.90% stake at an investment value of USD$ 10,000 (equivalent to ₹ 8.65 Lakh) for the purpose of carrying out the business of Knit Fabric Processing along with garment manufacturing.

i) During the financial year 2024-25, A & B Investment Limited, a step down wholly owned subsidiary of the company had gone into voluntarily liquidation.

48. Disclosures mandated by Schedule III of Companies Act 2013, by way of additional information

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the financial year 2024-25							
	Net Assets i.e. total assets minus total liabilities		Share in profit /(loss)		Share in other Comprehensive Income		Share in total Comprehensive Income	
Name of the Entities	As a % of consolidated net assets	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount
Parent:								
Pearl Global Industries Limited	48.59	56,155.31	23.79	5,490.07	10.69	(210.78)	25.01	5,279.29
Subsidiary:								
- Indian								
Pearl Global Kaushal Vikas Limited	(0.00)	(1.79)	(0.00)	(0.45)	-	-	(0.00)	(0.45)
Gogreen Apparel Limited (Formerly known as SBUYS E-Commerce Limited)	0.43	491.46	(2.36)	(544.26)	-	-	(2.58)	(544.26)
Sead Apparels Private Limited	(0.05)	(55.86)	(0.16)	(37.76)	-	-	(0.18)	(37.76)
- Foreign								
Norp Knit Industries Limited	20.51	23,704.73	26.08	6,018.11	95.53	(1,883.02)	19.59	4,135.09
Pearl Global Fareast Limited	6.85	7,918.96	(0.25)	(57.18)	(10.75)	211.89	0.73	154.71
Pearl Global (HK) Limited	39.73	45,914.40	81.82	18,881.01	4.64	(91.49)	89.03	18,789.52

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the financial year 2024-25							
	Net Assets i.e. total assets minus total liabilities		Share in profit /(loss)		Share in other Comprehensive Income		Share in total Comprehensive Income	
Name of the Entities	As a % of consolidated net assets	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount
Pearl Global USA, Inc.	0.68	789.44	(0.17)	(38.32)	(1.00)	19.74	(0.09)	(18.58)
Pearl GT Holdco Limited	(4.73)	(5,467.54)	(19.09)	(4,405.85)	4.06	(79.99)	(21.25)	(4,485.84)
Pearl Knitting & Dyeing Industried Limited	0.01	8.59	-		0.00	(0.07)	(0.00)	(0.07)
Subtotal	-	**1,29,457.70**	-	**25,305.37**	-	**(2,033.72)**	-	**23,271.65**
Intercompany Elimination & Consolidation Adjustments	(12.02)	(13,887.75)	(9.66)	(2,228.29)	(3.17)	62.53	(10.26)	(2,165.77)
Total	-	**1,15,569.95**	-	**23,077.07**	-	**(1,971.19)**	-	**21,105.88**
Non Controlling Interest in subsidiaries	-	(920.55)	-	1,756.10	-	(39.06)	-	1,717.04
Grand Total	-	**1,14,649.40**	-	**24,833.17**	-	**(2,010.25)**	-	**22,822.92**

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the financial year 2023-24							
	Net Assets i.e. total assets minus total liabilities		Share in profit /(loss)		Share in other Comprehensive Income		Share in total Comprehensive Income	
Name of the Entities	As a % of consolidated net assets	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount	As a % of consolidated Profit	Amount
Parent:								
Pearl Global Industries Limited	46.65	37,413.31	16.70	2,823.77	(30.29)	147.71	18.09	2,971.48
Subsidiary:								
- Indian								
Pearl Global Kaushal Vikas Limited	(0.00)	(1.33)	(0.00)	(0.75)	-	-	(0.00)	(0.75)
Gogreen Apparel Limited (Formerly known as SBUYS E-Commerce Limited)	0.51	408.12	1.07	180.76	-	-	1.10	180.76
Sead Apparels Private Limited	(0.02)	(18.11)	(0.11)	(18.44)	-	-	(0.11)	(18.44)
- Foreign								
Norp Knit Industries Limited	27.40	21,977.66	37.21	6,293.40	120.39	(587.04)	34.74	5,706.35
Pearl Global Fareast Limited	9.69	7,770.83	1.34	227.28	(38.19)	186.22	2.52	413.51
Pearl Global (HK) Limited	31.17	25,000.70	60.91	10,301.71	78.22	(381.42)	60.40	9,920.29
Pearl Global USA, Inc.	0.28	223.24	(0.19)	(31.30)	(0.68)	3.30	(0.17)	(28.01)
Pearl GT Holdco Limited	(1.24)	(993.45)	(8.11)	(1,371.95)	0.90	(4.40)	(8.38)	(1,376.35)

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(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the financial year 2023-24							
	Net Assets i.e. total assets minus total liabilities		Share in profit /(loss)		Share in other Comprehensive Income		Share in total Comprehensive Income	
Name of the Entities	**As a % of consolidated net assets**	**Amount**	**As a % of consolidated Profit**	**Amount**	**As a % of consolidated Profit**	**Amount**	**As a % of consolidated Profit**	**Amount**
Subtotal	**-**	**91,780.97**	**-**	**18,404.48**	**-**	**(635.64)**	**-**	**17,768.84**
Intercompany Elimination & Consolidation	(14.44)	(11,578.24)	(8.82)	(1,492.11)	(30.36)	148.03	(8.18)	(1,344.08)
Total	**-**	**80,202.73**	**-**	**16,912.36**	**-**	**(487.61)**	**-**	**16,424.76**
Non Controlling Interest in subsidiaries	-	1,543.17	-	571.01	-	(78.31)	-	492.70
Grand Total	**-**	**81,745.90**	**-**	**17,483.38**	**-**	**(565.92)**	**-**	**16,917.46**

49. Leases

a) Lease contracts entered by the Group to conduct its business in the ordinary course. The Group does not have any lease restrictions and commitment towards variable rent as per the contract.

(All amounts are in ₹ Lakhs, unless otherwise stated)

Right-of-use assets: movements in carrying value of assets	Land	Buildings	Machinery	Office Premises	Vehicle	Total
Gross Block as at April 01, 2023	**3,188.51**	**15,265.45**	**217.28**	**-**	**-**	**18,671.25**
Add: Additions during the year	398.44	4,186.38	373.35	505.33	-	5,463.50
Add: Disposals/Adjustments	-	(748.61)	-	498.40	174.05	(76.16)
Add: Exchange Fluctuation	44.96	(309.16)	(7.36)	(2.89)	2.43	(272.02)
Gross Block as at March 31, 2024	**3,631.91**	**18,394.06**	**583.27**	**1,000.84**	**176.48**	**23,786.57**
Add: Additions during the year	-	8,874.08	223.41	1,766.64	187.31	11,051.44
Add: Disposals/Adjustments	-	(1,008.76)	-	(151.43)	-	(1,160.19)
Add: Exchange Fluctuation	94.95	(753.48)	(4.07)	27.06	6.92	(628.63)
Gross Block as at March 31, 2025	**3,726.86**	**25,505.90**	**802.61**	**2,643.11**	**370.71**	**33,049.20**
Accumulated Depreciation/Amortisation:						
As at April 01, 2023	**495.22**	**4,710.28**	**72.49**	**-**	**-**	**5,277.99**
Add: Depreciation/Amortisation charge for the year	125.32	1,859.42	99.51	318.15	58.42	2,460.82
Less: (Disposals) / adjustments during the year	-	(342.29)	-	189.41	76.72	(76.16)
Add/(Less): Exchange Fluctuation/Translation	6.20	(53.06)	1.69	(6.40)	2.13	(49.44)
As at March 31, 2024	**626.74**	**6,174.35**	**173.69**	**501.16**	**137.27**	**7,613.21**
Add: Depreciation charge for the year	130.30	2,157.46	197.72	369.67	54.19	2,909.34
Less: (Disposals) / adjustments during the year	-	(572.08)	5.76	(24.45)	-	(590.77)
Add: Exchange Fluctuation	17.26	(179.27)	(1.47)	9.49	4.29	(149.70)
As at March 31, 2025	**774.30**	**7,580.46**	**375.70**	**855.87**	**195.75**	**9,782.08**

NOTES
to consolidated financial statements for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Right-of-use assets: movements in carrying value of assets	Land	Buildings	Machinery	Office Premises	Vehicle	Total
Net Block :						
As at March 31, 2025	**2,952.56**	**17,925.44**	**426.91**	**1,787.24**	**174.96**	**23,267.11**
As at March 31, 2024	**3,005.17**	**12,219.71**	**409.58**	**499.68**	**39.21**	**16,173.35**

In 2024-25, there were no impairment charges recorded for right-of-use assets.

Leases: movements in carrying value of recognised liabilities	Amount
As at April 01, 2023	**10,933.45**
Add: Additions during the year	5,463.50
Add: Interest expense on lease liabilities	1,365.75
Less: (Disposals) / adjustments during the year	-
Less: Repayment of lease liabilities	(3,438.56)
Add: Exchange Realisation/Translation	(0.50)
As at March 31, 2024	**14,323.64**
Add: Additions during the year	11,051.44
Add: Interest expense on lease liabilities	1,728.17
Less: (Disposals) / adjustments during the year	(604.74)
Less: Repayment of lease liabilities	(3,911.52)
Add: Exchange Realisation/Translation	(443.62)
As at March 31, 2025	**22,143.38**
Non-current lease liabilities	20,282.18
Current lease liabilities	1,861.20
Total lease liabilities	**22,143.38**

The maturity analysis of lease liabilities is given in note 44 in the 'Liquidity risk' section.

Leases committed and not yet commenced:

There are no leases committed which have not yet commenced as on reporting date. Cash flows from operating activities includes cash flow from short term lease & leases of low value.

Cash flows from operating activities includes cash flow from short term lease & leases of low value. Cash flows from financing activities includes the payment of interest and the principal portion of lease liabilities.

Group as a Lessor

The group is not required to make any adjustments on transition to Ind AS 116 for leases in which it acts as a lessor. The group accounted for its leases in accordance with Ind AS 116 from the date of initial application. The group does not have any significant impact on account of sub-lease on the application of this standard.

The group has given its building space, lying under property, plant and equipment's, on operating lease through operating lease arrangements. Income from operating leases is recognised as revenue on a straight-line basis over the lease term.

Lease income of ₹ 875.09 Lakhs (March 31, 2024: ₹ 723.63 Lakhs) has been recognised and included under Other Income. (Refer Note No. 29)

The following table sets out a maturity analysis of lease receivable, showing the undiscounted lease payments to be received after the reporting date.

NOTES

to consolidated financial statements for the year ended March 31, 2025

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Less than one year	857.94	778.67
One to two years	892.52	797.30
Two to three years	851.22	841.89
Three to Four Years	670.42	813.25
Four to five years	683.22	670.42
More than five years	1,289.86	1,973.08

50. Event occurring after balance sheet date

(a) Interim Dividend:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Declared for the year:		
Second Interim dividend declared on May 20, 2025 ₹ 6.50 per share for the financial year 2024-25 (2023-24: Nil)	2,986.73	-

(b) Proposed Dividend:

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	For the Year ended March 31, 2025	For the Year ended March 31, 2024
Proposed final dividend for financial year 2024-25: $ 0.56 per share (2023-24: proposed dividend of $ 0.31 per share and interim dividend of $ 0.81 per share).	845.70	416.10

(c) No other material events have occurred between the balance sheet date to the date of issue of these financial statements that could affect the values stated in the financial statements.

51. Employee Share Based Payment

A. The Board of Directors had accorded their consent for the implementation of Pearl Global Industries Limited Employee Stock Option Plan 2022 (the Plan) on June 30, 2022, which was approved by the shareholders of the Company vide Postal Ballot on August 28, 2022. Pursuant to the terms of the said plan, the Company had granted 14,15,300 options till date to employees of the holding company.

During the year ended March 31, 2025, the holding company has granted 1,35,100* (March 31, 2024: 4,54,000*) stock options to the eligible employees of the Company/subsidiary companies. Each option when exercised would be converted into one fully paid-up equity share of ₹ 5/- each of the holding company. The options granted under ESOP scheme carry no rights to dividends and no voting rights till the date of exercise. The fair value of the share options is estimated at the grant date using Black and Scholes Model, taking into account the terms and conditions upon which the share options were granted.

Further, during the previous year ended March 31, 2025, the Holding Company has accelerated the vesting of 3,200 options based on the approval of Nomination and Remuneration Committee in accordance with 'the Plan', due to which an additional amount of ₹ 0.05 Lakhs has been charged to Statement of Profit and Loss Account.

The Group has recognised an expense of ₹ 717.54 Lakhs for the year ended March 31, 2025 (March 31, 2024 ₹ 860.85 Lakhs) arising from equity settled share based payment transactions for employee services received during the year. The

NOTES
to consolidated financial statements for the year ended March 31, 2025

carrying amount of Employee stock options outstanding reserve as at March 31, 2025 is ₹ 1,303.91 Lakhs (March 31, 2024: ₹ 899.19 Lakhs).

* The movement of options & the fair value assumptions have been restated to give effect of share split of equity shares of face value of ₹ 10 each sub-divided into 2 equity shares of face value of ₹ 5 each held vide shareholder's approval dated December 19, 2023 through postal ballot.

B. Options granted under ESOP Scheme

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Options outstanding at the beginning of the year	9,81,150	8,26,200
Options granted during the year	1,35,100	4,54,000
Options forfeited during the year	-	-
Options expired/lapsed during the year	1,28,750	43,400
Options exercised during the year	3,06,500	2,55,650
Options outstanding at the end of the year	6,81,000	9,81,150
Exercisable at the end of the year	1,60,300	75,050
For options outstanding at the end of the year	-	-
Exercise price range (₹)	150-720	150-375
Weighted average remaining contractual life (in years)	3.45 years	2.33 years

C. Fair value of options granted

(i) Fair value of each option is estimated on the date of grant i.e. October 10, 2022, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	0.95%	0.95%	0.95%	0.95%
Expected life (years)	2.5 years	3 years	3.5 years	4 years
Risk free interest rate (%)	7.05%	7.15%	7.23%	7.29%
Volatility (%)	58.21%	57.92%	55.93%	54.70%
Share price on date of grant* (in ₹)	₹ 230.68			
Fair value of options (in ₹)	122.88	128.65	132.22	135.81

(ii) Fair value of each option is estimated on the date of grant i.e. May 15, 2023, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.06%	1.06%	1.06%	1.06%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	6.83%	6.85%	6.88%	6.91%
Volatility (%)	56.05%	54.82%	53.24%	52.03%
Share price on date of grant* (in ₹)	₹ 222.95			
Fair value of options (in ₹)	114.02	122.86	129.34	134.71

NOTES
to consolidated financial statements for the year ended March 31, 2025

(iii) Fair value of each option is estimated on the date of grant i.e. August 10, 2023, based on the following assumptions:

Particulars	Vest 1	Vest 2		
		Tranche I	Tranche II	Tranche III
Dividend yield (%)	0.93%	0.93%	0.93%	0.93%
Expected life (years)	3 years	3 years	4 years	5 years
Risk free interest rate (%)	6.99%	6.99%	7.02%	7.03%
Volatility (%)	56.73%	56.73%	55.73%	53.73%
Share price on date of grant* (in ₹)	₹ 322.88			
Fair value of options (in ₹)	208.28	171.84	184.97	193.81

(iv) Fair value of each option is estimated on the date of grant i.e. October 10, 2023, based on the following assumptions:

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.17%	1.17%	1.17%	1.17%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	7.21%	7.26%	7.29%	7.31%
Volatility (%)	57.23%	56.15%	53.97%	52.38%
Share price on date of grant* (in ₹)	₹ 507.13			
Fair value of options (in ₹)	259.93	280.82	294.32	305.53

(v) Fair value of each option is estimated on the date of grant i.e. April 16, 2024, based on the following assumptions:

Particulars (GRANT 1)	Tranche I	Tranche II	Tranche III
Dividend yield (%)	1.54%	1.54%	1.54%
Expected life (years)	3 years	4 years	5 years
Risk free interest rate (%)	7.04%	7.07%	7.08%
Volatility (%)	57.87%	54.59%	53.73%
Share price on date of grant* (in ₹)	₹ 598.10		
Fair value of options (in ₹)	299.44	316.55	334.11

Particulars (GRANT 2)	Tranche I	Tranche II	Tranche III
Dividend yield (%)	1.54%	1.54%	1.54%
Expected life (years)	3 years	4 years	5 years
Risk free interest rate (%)	7.04%	7.07%	7.08%
Volatility (%)	57.87%	54.59%	53.73%
Share price on date of grant* (in ₹)	₹ 598.10		
Fair value of options (in ₹)	330.11	344.26	358.72

NOTES
to consolidated financial statements for the year ended March 31, 2025

Particulars (GRANT 3)	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.50%	1.50%	1.50%	1.50%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	7.04%	7.07%	7.08%	7.09%
Volatility (%)	57.87%	54.59%	53.73%	52.82%
Share price on date of grant* (in ₹)	₹ 598.10			
Fair value of options (in ₹)	299.94	317.15	334.90	348.28

(vi) **Fair value of each option is estimated on the date of grant i.e. August 09, 2024, based on the following assumptions:**

Particulars	Tranche I	Tranche II
Dividend yield (%)	1.79%	1.79%
Expected life (years)	3 years	3.64 years
Risk free interest rate (%)	6.71%	6.72%
Volatility (%)	55.54%	56.45%
Share price on date of grant* (in ₹)	945.30	
Fair value of options (in ₹)	469.47	497.36

(vii) **Fair value of each option is estimated on the date of grant i.e. October 10, 2024, based on the following assumptions:**

Particulars	Tranche I	Tranche II	Tranche III	Tranche IV
Dividend yield (%)	1.79%	1.79%	1.79%	1.79%
Expected life (years)	3 years	4 years	5 years	6 years
Risk free interest rate (%)	6.57%	6.60%	6.64%	6.66%
Volatility (%)	76.61%	71.37%	67.41%	63.95%
Share price on date of grant* (in ₹)	₹ 959.30			
Fair value of options (in ₹)	545.11	566.78	581.64	590.48

*The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The volatility is based on annualised standard deviation of the continuously compounded rates of return based on the peer companies and competitive stocks over a period of time. The Holding company has determined the market price on grant date based on latest equity valuation report available with the Company preceding the grant date.

D. Expenses arising from share-based payment transactions

(All amounts are in ₹ Lakhs, unless otherwise stated)

Particulars	As at March 31, 2025	As at March 31, 2024
Stock based compensation expense determined under fair value method recognised in statement of profit or loss	1,303.91	899.19

NOTES
to consolidated financial statements for the year ended March 31, 2025

52. Business Combination

a) During the year, the Group has acquired an additional 25% stake in Pearl GT Holdco Limited through fresh issuance of shares. Post this acquisition, the Group is holding 80% stake in Pearl GT Holdco Limited as on 31 March 2025. The acquisition was made as part of Group's strategy to increase its shareholding, and the acquisition was funded from Internal accruals.

During the previous financial year 2023-24, the Group acquired 55% equity interest in Pearl GT Holdco Ltd. (British virgin Islands). Pearl GT Holdco Ltd. is engaged in the manufacture readymade garments item and allied products and has two wholly owned subsidiaries namely Shoretex, Sociedad Anonima and Corporacion de Productos Y Servicious Asociados, Sociedad Anonima. The acquisition was made as part of the Group's strategy to expand the manufacturing footprints in Guatemala and expecting to benefit from the synergies of broader customer base. The purchase consideration for the acquisition was in the form of cash, with USD$ 5,50,000 (equivalent ot ₹ 451.94 lakh) paid at the acquisition date and goodwill on purchase of subsidiary was USD$ 2,93,969 (equivalent ot ₹ 242.30 lakh) .

b) During the year, the Group through its Step-Down Subsidiary, DSSP Global Limited, Hong Kong, has acquired an additional 15% stake from the Minority Shareholder(s) in PT Pinnacle Apparels. Post this acquisition, the Group through its Step-Down Subsidiary, DSSP Global Limited, Hong Kong is holding 84.93% stake in PT Pinnacle Apparels as on 31 March 2025. The acquisition was made as part of the Group's strategy to increase its shareholding, and the acquisition was funded partly from QIP raised funds and partly from Internal accruals.

c) During the previous financial year 2023-24, the Group acquired 100% equity interest in Trinity Clothing Limited from a third party. Trinity Clothing is engaged in the trading of fabrics and interlining. The acquisition was made as part of the Group's strategy to expand its business operation, expecting to benefit from the synergies of broader customer base. The purchase consideration for the acquisition was in the form of cash at the acquisition date.

d) During the previous financial year 2023-24, the group has entered into a sale and purchase agreement with the non-controlling party to acquire the remaining 20% equity interest of a subsidiar, Pearl Grass Creations Limited. The subsidiary became a wholly- owned subsidiary of Pearl Global (HK) Limited upon completion.

53. 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 or entity, including foreign entity ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entity identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

54. Disclosure of transactions with struck off companies

The group did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the financial years.

NOTES
to consolidated financial statements for the year ended March 31, 2025

55. A) No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

(a) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(b) Crypto Currency or Virtual Currency

(c) Relating to borrowed funds:

i) Wilful defaulter

ii) Utilisation of borrowed funds & share premium

iii) Borrowings obtained on the basis of security of current assets

For and on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: Gurugram
Date: May 20, 2025

FORM AOC-1

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES OR ASSOCIATE COMPANIES OR JOINT VENTURES

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part A Subsidiaries

(₹ in Lakh)

Sl. No.	Name of Subsidiary	Date of Acquisition	Reporting Period	Reporting Currency	Exchange rates (INR) as at March 31, 2025	Equity Share Capital	Reserves & surplus	Total assets	Total Liabilities	Investments	Turnover	Profit/ Loss before taxation	Provision for taxation	Profit /Loss after taxation	Proposed dividend	% of shareholding	Other comprehensive (Expenses) Income	Total Comprehensive income for the Year
1	Pearl Global Kaushal Vikas Limited	18-06-2014	31-Mar-25	INR	Not Applicable	5.00	(6.79)	0.25	2.04	-	-	(0.45)	-	(0.45)	-	100.00	-	(0.45)
2	Gogreen Apparels Limited (Formerly 'SBUYS E-Commerce Limited')	20-09-2019	31-Mar-25	INR	Not Applicable	2.50	488.96	4,311.22	3,819.77	-	593.53	(724.79)	-	(544.26)	-	100.00	-	(544.26)
3	Sead Apparels Private Limited	24-06-2022	31-Mar-25	INR	Not Applicable	1.00	(56.86)	232.09	287.95	-	-	(37.60)	0.16	(37.76)	-	100.00	-	(37.76)
4	Norp Knit Industries Limited	22-03-2006	31-Mar-25	BDT	0.71	2,391.54	21,314.10	51,811.03	28,105.38	-	1,03,900.20	7,026.54	1,008.32	6,018.21	-	99.99	(355.10)	5,663.11
5	Pearl Global Fareast Limited	16-03-2009	31-Mar-25	USD	85.58	4,274.72	3,644.24	9,923.95	2,004.99	-	7,135.40	(48.37)	(8.81)	(57.18)	-	100.00	-	(57.18)
6	Peal Global (HK) Limited	22-12-2009	31-Mar-25	USD	85.58	10,278.16	18,207.66	51,324.94	22,839.12	21,529.06	2,27,569.24	8,122.48	19.54	8,102.93	855.80	100.00	-	8,102.93
7	PGIC Investment Limited	16.08.2016	31-Mar-25	USD	85.58	0.00	(707.74)	3,925.77	4,633.51	-	-	48.18	16.44	31.75	-	100.00	-	31.75
8	Pearl Grass Creations Limited	11.07.2016	31-Mar-25	USD	85.58	342.32	5,921.17	11,218.10	4,954.61	-	71,817.09	4,795.13	773.77	4,021.36	-	100.00	-	4,021.36
9	Vin Pearl Global Vietnam Limited#	11.07.2016	31-Mar-25	USD	85.58	3,810.14	(317.28)	3,535.76	42.89	3,529.57	-	(3.73)	-	(3.73)	-	100.00	-	(3.73)
10	Pearl Global Vietnam Co. Ltd.	01.05.2017	31-Mar-25	VND	0.0033	2,381.24	7,137.32	36,212.07	26,693.51	-	62,680.77	4,402.27	457.10	3,945.17	-	100.00	-	3,945.17
11	Prudent Fashions Limited	02.03.2017	31-Mar-25	BDT	0.71	1,140.59	4,268.03	13,753.37	8,344.75	-	28,068.99	1,866.26	311.64	1,554.61	-	99.95	-	1,554.61
12	DSSP Global Limited	08-11-2012	31-Mar-25	USD	85.58	4,026.64	678.05	23,068.92	18,364.23	3,102.26	48,797.82	941.69	154.72	786.97	-	100.00	-	786.97
13	PT Pinnacle Apparels	30-03-2006	31-Mar-25	USD	85.58	2,141.19	5,760.66	11,503.73	3,601.88	-	14,576.73	50.47	23.36	27.11	-	84.93	(16.13)	10.98
14	Pearl Global USA Inc.	29-07-2021	31-Mar-25	USD	85.58	856.66	(67.21)	3,193.67	2,404.23	-	8,953.32	(39.84)	(1.52)	(38.32)	-	100.00	-	(38.32)
15	Alpha Clothing Limited	04-09-2022	31-Mar-25	BDT	0.71	1,222.64	2,656.14	9,276.00	5,397.22	-	19,666.82	937.08	186.32	750.76	-	100.00	(67.35)	683.40
16	Pearl GT Holdco Ltd.	09-06-2023	31-Mar-25	USD	85.58	19.26	(5,486.80)	5,550.37	11,017.91	-	4,859.99	(4,405.84)	-	(4,405.84)	-	80.00	-	(4,405.84)
17	Pearl Global Industries FZCO	08-03-2023	31-Mar-25	AED	23.32	23.32	908.90	2,732.04	1,799.82	-	12,107.09	336.02	-	336.02	-	100.00	-	336.02

Form AOC-1 (Contd.)

(₹ in Lakh)

Sl. No.	Name of Subsidiary	Date of Acquisition	Reporting Period	Reporting Currency	Exchange rates (INR) as at March 31, 2025	Equity Share Capital	Reserves & surplus	Total assets	Total Liabilities	Investments	Turnover	Profit/ Loss before taxation	Provision for taxation	Profit /Loss after taxation	Proposed dividend	% of shareholding	Other comprehensive (Expenses) Income	Total Comprehensive income for the Year
18	Trinity Clothing Limited	10-05-2023	31-Mar-25	USD	85.58	0.00	30.28	193.79	163.51	-	5,575.37	(59.94)	-	(59.94)	-	100.00	-	(59.94)
19	Pearl Unlimited INC	03-02-2023	31-Mar-25	USD	85.58	299.53	(1,213.01)	482.02	1,395.49	-	1,550.05	(566.24)	0.34	(566.58)	-	100.00	-	(566.58)
20	Pearl Knitting & Dyeing Industries Limited	23-03-2025	31-Mar-25	BDT	0.71	8.59	-	11.07	2.48	-	-	-	-	-	-	99.90	-	-

Notes:

1. During the year under review, A&B Investment Limited, UAE, a step-down subsidiary of the Company has been liquidated
2. No operations during the financial year of the following subsidiaries:
    a. Pearl Global Kaushal Vikas Limited (India)
    b. Sead Apparels Private Limited (India)
    c. PGIC Investment Limited (Hong Kong)
    d. Vin Pearl Global Vietnam Limited (Hong Kong)
    e. Pearl Knitting & Dyeing Industries Limited (Bangladesh) operations yet to be commenced

Part B Associates and Joint Ventures: Not Applicable

Average exchange rate taken for Statement of profit & loss items:

1USD= ₹ 84.57
1BDT= ₹ 0.7208
1VND= ₹ 0.0033
1AED= ₹ 23.0436

For and on behalf of Board of Directors of Pearl Global Industries Limited

(Pulkit Seth)
Vice-Chairman
DIN 00003044

(Pallab Banerjee)
Managing Director
DIN 07193749

(Sanjay Gandhi)
Group CFO
M. No. 096380

(Narendra Somani)
Chief Financial Officer
M. No. 092155

(Shilpa Saraf)
Company Secretary
M. No. ACS - 23564

Place of Signature: Gurugram
Date: May 20, 2025

NOTES

NOTES

PEARL GLOBAL

Exceeding Expectations...Always

Pearl Global Industries Limited

Registered Office

C-17/1, Paschimi Marg, Vasant Vihar, New Delhi - 110 057

CIN: L74899DL1989PLC036849

Corporate Office

'Pearl Tower' Plot No. 51, Sector-32, Gurugram - 122 001, Haryana