ANNUAL REPORT & ACCOUNTS

2025-26

THE BIRLA COTTON SPINNING & WEAVING MILLS LIMITED

CORPORATE INFORMATION

Board of Directors

Shri Rajendra Kumar Agrawal
Shri Ankush Singhal
Smt Jaya Saurabh Srivastava

Chief Executive Officer
Shri Anil Shankar Bhatnagar

Chief Financial Officer
Mr. Sunil Kumar Sahu

Company Secretary
Ms. Sanchi Sharma

Auditors
M.L. Garg & Co.

Registered Office
Hindustan Times House, Mezzanine Floor 18-20,
Kasturba Gandhi Marg, New Delhi 110 001
Tel.: +91-011-66561306
Fax: +91-011-66561306
Email: secretarial.ht@hindustantimes.com
Website: www.birlacotton.com

THE BIRLA COTTON SPINNING & WEAVING MILLS LIMITED
CIN: L65100DL1920PLC099621
Registered office: Hindustan Times House, Mezzanine Floor, 18-20, Kasturba Gandhi Marg, New Delhi -110001
Tel: 011- 66561306; Email:secretarial.ht@hindustantimes.com Fax : 011- 66561306
website:www.birlacotton.com

DIRECTOR'S REPORT

To,
The Members,

Your Directors have pleasure in presenting the Financial Statement for the year ended 31st March, 2026.

Standalone Financial summary:

(Amount in Lacs)

Particulars	**2025-2026**	**2024-2025**
Total Income	692.21	718.37
Less: Expenses	73.66	70.72
Profit/(Loss) before Tax	618.55	647.65
Less: Tax Expense		
1) Current Tax	105.32	166.80
2) Deferred tax expense/(income)	46.93	29.56
3) Excess provision of income tax for earlier years	(0.21)	-
Profit/(Loss) after Tax	466.51	451.29
Add: Other comprehensive Income		
(i) Item will be reclassified to Profit or loss	(221.33)	7.21
(a) Equity instrument through other comprehensive income	31.65	(1.03)
(ii) Income tax relating to items that will not be reclassified to profit and loss		
(iii) Profit on sale of equity instruments through OCI	23.01	42.43
Total Comprehensive income for the period	(166.67)	48.61
Less: Transfer to Statutory Reserve	93.30	90.26

Dividend
In order to conserve the resources of the Company, your Directors do not recommend any divided for the year.

Deposits
The Company has not accepted deposits covered under Chapter V of the Companies Act, 2013 and no deposit have been remained unpaid or unclaimed at the end of the year. Further, the Company has not defaulted in repayments of deposits or payment of interest thereon during the year. The Company has no deposits which are not in compliance with the requirement of Chapter V of the Companies Act, 2013.

Reserve

During the year under review the Company had transferred 93.30 Lacs to statutory reserve pursuant to section 45-IC of the Reserve Bank of India (Amendment) Act, 1997.

Company's working & State of Company's affair

A detailed analysis and insight into the financial performance and operations of your Company for the year under review and future outlook, is appearing in Management Discussion and Analysis, which forms part of the Annual Report as **Annexure –D**.

There was no change in the nature of the business in the preceding financial year.

During the year, the Company did not Issue equity shares with differential rights as to dividend, voting or otherwise (including sweat equity shares) to employees of the Company under any scheme of the Company.

There was no change in the share capital of the Company during the year under review.

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the 'going concern' status and Company's operations in future.

Risk Management Policy

Your Company has a robust risk management framework to identify, evaluate and mitigate risk. The risk is periodically reviewed by the management keeping in view the changing economic and business environment. The Audit Committee and Board of Directors are periodically apprised of key risks and mitigation measures.

Subsidiary/Joint Ventures/Associate Companies/Body Corporate

During the year under review your company has no subsidiary, joint venture and associate companies.

Directors and Key Managerial Personnel (KMP)

Directors

All the Independent Directors of the Company have confirmed that they meet the criteria of independence as prescribed under both, the Companies Act, 2013 and SEBI Listing Regulations. The Independent Directors have also confirmed that they have complied with the 'Code of Conduct' of the Company.

The Board is of opinion that the Independent Directors of our Company possess requisite qualifications, expertise and experience and they hold highest standards of integrity.

Audit Reports and Auditors

A. Statutory Auditor

The members of the Company in their Annual General Meeting held on 30th September, 2022 appointed, M/s M.L. Garg & Co. Chartered Accountants, as Statutory Auditors of the Company to hold office, till the conclusion of the Annual General Meeting to be held in calendar year 2027.

In terms of requirements under Section 139, 141 and other applicable provisions of the Companies Act, 2013 M/s M.L Garg & Co, Chartered Accountants, (FRN 001604N),have confirmed their eligibility to continue as statutory auditor of the Company.

Further, there are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report.

B. Secretarial Audit Report:

Pursuant to the provision of section 204 of the Companies Act, 2013 and Rules made there under, the shareholders in its Annual General Meeting held on 30th June, 2025 has appointed Shri Arun Kumar Soni Company Secretary–in-practice, as Secretarial Auditor to conduct the Secretarial Audit of the Company for a term of five(5) consecutive years from financial year April 1, 2025 upto March 31, 2030. The Secretarial Audit report is annexed as **"Annexure- A".**

C. Cost Audit

The Central Government has not prescribed the maintenance of cost records under Section 148 (1) of the Companies Act, 2013 for any activities carried out by the Company and hence the provisions are not applicable to the Company.

Related Party Transactions

All related party transactions that were entered into during the year ended 31st March, 2026 were in compliance with Section 177 and 188 of the Companies Act,2013.

Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (*c*) of sub-section (*3*) of Section 134 of the Companies Act, 2013, shall state that—

(*a*) in the preparation of the annual accounts for the Financial year ended on March 31, 2026, the applicable accounting standards have been followed and there are no material departures;

(*b*) such accounting policies have been selected and applied them consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the company as on March 31, 2026; and of the profit of the Company for that period;

(*c*) proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(*d*) the annual accounts have been prepared on a going concern basis; and

(*e*) internal financial controls were in place and that such internal financial control were adequate operating effectively.

(*f*) systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Internal Financial Control Systems and their adequacy

Your Company has in place adequate internal financial controls with reference to the financial statements. The internal control system is supplemented with an extensive program of internal audits and their reviews by the management.

Material changes and commitments

There were no material changes and commitments, affecting the financial position of the Company, which have occurred after closure of financial year except during the year.

Disclosures under Companies Act, 2013

(I) **Annual Return**

The abstract of annual return shall be available at the website of the company i.e. www.birlacotton.com.

(II) **Borrowings and Debt Servicing:** During the year ended on 31st March, 2026**, t**he Company has made no borrowings.

(III) **Particulars of loans given, investments made, guarantees /securities given:** The Company has complied with the provisions of Section 185 and 186 of Companies Act, 2013 in respect of loan granted and investment made.

(IV) **Board Meetings:** During the financial year ended on March 31, 2026 the Board met six times on April 28, 2025, May 30, 2025, August 13, 2025, September 8, 2025, 14th November, 2025, and February 12, 2026.

(V) Audit Committee

The Audit Committee of the Board presently comprises of Shri Rajendra Kumar Agrawal, Shri Ankush Singhal and Smt Jaya Saurabh Srivastava.

During the year, the Committee met 5 times respectively on April 28, 2025, May 30, 2025, August 13, 2025, November 14, 2025 and February 12, 2026.

(VI) Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Board presently comprises of Shri Rajendra Kumar Agrawal, Shri Ankush Singhal and Smt Jaya Saurabh Srivastava.

During the year, the meeting of the committee held on April 28, 2025 and 30th May 2025.

(VII) Stakeholder Relationship Committee

The Stakeholder Relationship Committee of the Board presently comprises of Shri Rajendra Kumar Agrawal, Shri Ankush Singhal and Smt Jaya Saurabh Srivastava.

During the year, the meeting of the committee held on 08th September, 2025.

(VIII) Corporate Social Responsibility Committee

The provision of Corporate Social Responsibility (CSR) was not applicable during the year and last three financial year.

(IX) Details of establishment of vigil mechanism for Directors and Employees

Pursuant to the provisions of Section 177 of the Companies Act, 2013 read with Companies (Meeting of Board and its Power) Rules, 2014 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has established a mechanism called 'Whistle Blower Policy' for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company's code of conduct or ethics policy.

Further during the year under review, no case was reported under the vigil mechanism.

(X) Remuneration Policy

The Board on the recommendation of the Nomination and Remuneration Committee, framed a policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178.

The Remuneration policy of the Company is directed to create a high-performance culture and takes into account the competitive circumstance of the business so as to attract, retain and motivate employees to improve the performance and achieve the goals and objectives of the Company. The remuneration policy is available on the website of the Company i.e. www.birlacotton.com.

(XI) Conservation of energy, technology absorption and foreign exchange earnings and outgo:

A) Conservation of energy:

(i) the steps taken or impact on conservation of energy:- The Company is Non-banking Financial Company registered with Reserve Bank of India, as such there is no much requirement of energy.

(B) Technology absorption

(i) The Company don't require any technology due to its nature of business of investment activities.

(C) Foreign exchange earnings and Outgo

During the year neither Company has earned in foreign exchange nor incurred any expenditure in foreign exchange.

(XII) Formal Annual Evaluation

Pursuant to the provisions of Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the formal annual evaluation has been carried out by the Board of its own performance and that of its Committees and individual Independent Directors as per the manner formulated by Nomination and Remuneration Committee.

(XIII) Managerial Remuneration

The information required to be disclosed pursuant to Rule 5 (1) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **"Annexure-B"**.
None of the employees drawing remuneration in excess of amount prescribed in Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Corporate Governance & Management Analysis Report

Pursuant to regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has complied with all mandatory requirements on Corporate Governance. The report on Corporate Governance and Management Discussion & Analysis Report forms part of the Annual Report as **"Annexure-C."** and **"Annexure-D"** respectively.

Certificate on Corporate Governance

As required by SEBI (Listing Obligation & Disclosure Requirement) Regulations 2015, a certificate on corporate governance is enclosed as **"Annexure-E"** to the Board Report.

Code of Conduct

The Company has adopted a Code of Conduct for all employees including the members of the Board and Senior Management Personnel. All members of the Board and Senior Management have affirmed the compliance of the said code. A declaration to the effect signed by the CEO Sh. Anil Shankar Bhatnagar is annexed as **"Annexure-F".**

Internal Complaint Committee

The Company has not employed more than Ten (10) employees during the year, therefore, the provisions relating to the constitution of Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 are not applicable to the Company.
During the year, the Company has not received any complaints and there were no outstanding cases pending for more than 90 days. Further, the Company has complied with the provisions relating to the Maternity Benefit Act,1961.

Secretarial Standards

The Directors state that applicable revised secretarial standards i.e. SS-1 and SS-2 relating to meetings of "Board of Directors" and "General Meetings" respectively have been duly complied by the Company.

Other information's

- No significant or material order was passed by the regulators or courts imparting the going concern status and Company's operation in future.
- There was an adequacy of internal financial control system with reference to the financial statements during the preceding financial year.
- The Company has not issued equity shares with differential rights, sweat equity shares and employees stock options during the year.
- There was no change in the share capital of the Company during the year under review.
- There is no proceeding pending under Insolvency and Bankruptcy Code, 2016.

- The Company has not entered into any one time settlement with any Bank or Financial Institutions, therefore there is no difference between amount of valuation done at the time of one time settlement and the valuation done while taking loan from Bank or Financial Institutions.

Acknowledgements

Your Directors place on record their deep appreciation for the committed services of Executives, staff and workers of your Company.

For and on behalf of the Board of Directors
For The Birla Cotton Spinning and Weaving Mills Limited

	Sd/-	**Sd/-**
Place: New Delhi	**Rajendra Kumar Agrawal**	**Ankush Singhal**
Date: 26.06.2026	**Director**	**Director**
	DIN-00043371	**DIN-10061148**

Form No. MR-3

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

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

To,
The Members,
The Birla Cotton Spinning & Weaving Mills Limited
Hindustan Times House, Mezzanine Floor,
18-20, Kasturba Gandhi Marg
New Delhi - 110001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by The Birla Cotton Spinning & Weaving Mills Limited(hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I report that

1. The Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I 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. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

4. Wherever required, I have obtained the Management representation, about the compliance of laws, rules and regulation and happenings of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulation, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

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

(i) 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;*

(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 Employees Benefits and Sweat Equity) Regulations, 2021;*
(e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 *;
(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding compliance of the Companies Act and dealing with client;
(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021*;and
(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018*;

** Not applicable because the Company did not carry out the activities covered by the regulations/guidelines during the audit period*

vi)The Company has identified the following laws as specifically applicable to the Company:

1. Rules, Regulations and Guidelines issued by Reserve Bank of India as are applicable to non-deposit taking Non-Banking Financial Companies

I have also examined compliance with the applicable clauses of (i) Secretarial Standards with respect to meeting of the Board of Directors(SS-1) and General Meeting(SS-2) issued by The Institute of Company Secretaries of India and (ii) Listing Agreement entered into by the Company with Calcutta Stock Exchange read with the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015

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

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through and based on the information given by the Company, I report that there were no instances of any dissenting members' views being recorded or captured as part of the minutes.

I further report that there are reasonable 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.

I further report that during the audit period the Company has carried a specific events/action having major bearing on the Company affairs which is appointment of an Independent director for a period of five years by passing a special resolution in Annual General Meeting.

For Arun Kumar Soni & Co

Sd/-
Arun Kumar Soni
ACS No. 5441
CP No.: 1726
UDIN:A005441H000696175

Place: Delhi
Date:26.06.2026

“Annexure-B”

DISCLOSURE UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

1. Ratio of remuneration of each Director to the Median remuneration of the employees of the Company for the financial year ended March 31, 2026**:** Company is not paying any Remuneration to its Directors.

2. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Name of the KMP& Designation	**Remuneration (Amt in lacs)**	**% increase in Remuneration in the F.Y. 2025-2026**	**Ratio to median remuneration**	**Comparison of the Remuneration of the KMP against the performance of the Company**
Ms. Sanchi Sharma Company Secretary	7.92	20%	150.85:1	Profit before Tax decreased by 4.49% % and Profit After Tax increased by 3.37%
Mr. Anil Shankar Bhatnagar Chief Executive Officer	7.20	11.11%	137.14:1	
Mr. Sunil Kumar Sahu Chief Financial Officer	8.83	15%	168.19:1	

2. There was 3.49 % decrease in the median remuneration paid to the employees as compared to the financial year 2025-26.
3. There were 9 permanent employees on the rolls of the Company.
4. The average percentage increase made in the salaries of total employees other than Key Managerial Personnel for financial year 2026 was around 15.08 %, while the percentage increase in the remuneration of the Key Managerial Personnel was 15.37%.

5. The Remuneration paid is as per the Company’s policy.

TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN DURING THE YEAR

Name of the employee	Designation	Remuneration (in Lacs)	Nature of employment, whether contractual or otherwise	Qualification & experience	Date of commencement of employment	Age (Years)	Last employment held	Percentage of equity shares held	Whether relative of director or manager
Anil Shankar Bhatnagar	CEO	7.20	Otherwise	B.com 56 years	14.02.2023	78	Hindustan Benevolent Trust	Nil	Nil
Kedar Singh Chauhan	Manager	5.25	Otherwise	Graduate, 28 Years	16.08.2016	54	Hotal Grace, Mount, Mussoorie	Nil	Nil
Sunil Kumar Sahu	CFO	8.83	Otherwise	Graduate, 26 years	01.12.2022	51	Earthstone Holding (Three) LLP	Nil	Nil
Pawan Kumar Sharma	Cook	5.70	Otherwise	8th pass, 28 years	01.05.2010	46	Shree Services & Trading Co. Ltd.	Nil	Nil
Kamla Rathore	Telephone Operator	4.01	Otherwise	Graduate, 29 years	01.05.2010	54	Shree Services & Trading Co. Ltd.	Nil	Nil
Pradeep Jena	Driver	3.12	Otherwise	10th Pass, 35 years	01.05.2010	59	Shree Services & Trading Co. Ltd.	Nil	Nil
Jagan Nath	Driver	2.89	Otherwise	9th Pass, 30 years	30.06.2025	52	-	Nil	Nil
Khushi Ram	Electrician	3.44	Otherwise	12th + ITI Diploma, 31 years	01.05.2010	54	Shree Services & Trading Co. Ltd.	Nil	Nil
Sanchi Sharma Company Secretary	Company Secretary	7.92	Otherwise	B.com(H), Associates member of Company Secretaries of India 4 years	01.09.2022	33	Swastik Pipes Limited	Nil	Nil

Annexure-C

REPORT ON CORPORATE GOVERNANCE

1. OUR CORPORATE GOVERNANCE PHILOSOPHY

Corporate Governance is all about maximizing shareholders value legally, ethically and sustainably. The Management of The Birla Cotton Spinning and Weaving Mills Limited has always believed that Corporate Governance is the process which will be useful for direction and managing the affairs of the Company with the ultimate objective of realizing long term shareholder value whilst taking into account the interest of other stakeholders.

The members of the board and senior management personnel have affirmed the compliance with Code applicable to them during the year ended March 31, 2026. The annual report of the Company contains a certificate by the CEO in terms of SEBI Listing Regulations on the compliance declarations received from Independent Directors, and Senior Management of the Company. The Certificate is enclosed as **"Annexure-G"**

2. BOARD OF DIRECTORS

A) Composition of the Board

The Composition of the Board as on 31st March, 2026 is as follows:

S.No	Name of Director	Category	Relationship between Directors
1	Shri Rajendra Kumar Agrawal	Non-executive Independent director	None
2	Shri Ankush Singhal	Non-executive Independent director	None
3	Smt Jaya Saurabh Srivastava	Non-executive Independent Director	None

The Non Executive Directors do not hold any shares/convertible instruments of the Company.

None of the Directors serve as Independent Director in more than seven listed companies or three listed companies, in case he/ she serves as Whole-time Director in any listed company, as the case may be.

B) Board meetings &Attendance at Board Meetings

(XIV) During the financial year ended on March 31, 2025 the Board met six times on April 28, 2025, May 30, 2025, August 13, 2025, September 8, 2025, 14th November, 2025, and February 12, 2026.

Attendance record of the directors at the above Board Meetings and at previous Annual General Meetings (AGM)along with the name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies as on March 31, 2026 are given herein below. Other directorships do not include directorships of private limited companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he/she is a Director. For the purpose of determination of limit of the Board Committees, chairpersonship and membership of the Audit Committee and Stakeholders' Relationship Committee has been considered as per Regulation 26(1)(b) of SEBI Listing Regulations.

Name of the Director	No. Of Board meetings attended during FY 25-26	Attendance at the last AGM held on 30.06.2025	Committee positions held in other companies		Number of other directorship held *(private and section 8 companies excluded)*	Director ship in other listed companies
			Chairman	Member		
Shri Rajendra Kumar Agrawal	6	Yes	-	-	5	None
Shri Ankush Singhal	6	No	1	3	-	None
Smt Jaya Saurabh Srivastava	6	No	-	-	-	None

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board:

1. Strategy and Planning Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.

2. Governance Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long-term effective stakeholder engagements and driving corporate ethics and values.

   All Independent Directors inducted into the Board attend an orientation programme. The details of training and familiarization programme is available on the website of the Company www.birlacotton.com

3. **<u>AUDIT COMMITTEE</u>**

A. Terms of Reference

The terms of reference of the Audit Committee are in accordance with the Companies Act, 2013 and SEBI Regulations. The Audit Committee acts as a link between the Statutory and Internal Auditors and the Board of Directors of the Company.

The role of the Committee includes oversight of Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible, recommending the appointment, re-appointment, remuneration and terms of appointment of auditors and approval of payment for any other services rendered by statutory auditors, reviewing with the management quarterly results and annual financial statements before submission to the Board for approval, approval or any subsequent modification of any transactions of the Company with related parties, review and monitor the auditor's independence and performance and effectiveness of audit process, scrutiny of inter corporate loans and investments, if any, evaluation of internal financial controls and risk management system, and reviewing the functioning of the whistle blower mechanism.

B. Composition of Audit committee

The composition of Audit Committee and attendance of Directors at the above meetings is as follows:

Name of the Director	Position in the Committee	Number of meetings attended
Shri. Rajendra Kumar Agrawal	Chairman	5
Shri Ankush Singhal	Member	5
Smt Jaya Saurabh Srivastava	Member	5

C. Meeting and Attendance

During the year ended March 31, 2026 the Committee met 5 times respectively on April 28, 2025, May 30, 2025, August 13, 2025, November 14, 2025 and February 12, 2026.

4. <u>NOMINATION AND REMUNERATION COMMITTEE</u>

A. Terms of reference

The terms of reference of the Nomination & Remuneration Committee are in accordance with the requirements of the Companies Act, 2013 and SEBI Regulations, which includes identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal, carry out evaluation of every director's performance; formulate the criteria for determining qualifications, positives attributes and independence of a director, recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees.

The Board, have adopted the Remuneration Policy for Directors, Senior Management Personnel, including Key Managerial Personnel and other employees. The Remuneration Policy is designed to attract, motivate and retain talent by offering an appropriate remuneration package and also by way of providing a healthy work environment.

B. Composition of Nomination & Remuneration Committee

The composition of Nomination and Remuneration Committee is as follows:

Name of the Director	Position in the Committee
Shri. Rajendra Kumar Agrawal	Chairman
Shri Ankush Singhal	Member
Smt Jaya Saurabh Srivastava	Member

Meeting & Attendance

The Meeting of Nomination & Remuneration Committee was held during the year dated April 28, 2025 and 30th May 2025 Shri Rajendra Kumar Agrawal, chairman of the committee were present in all the meeting.

C. Performance evaluation criteria for Independent Directors

The performance of the Independent Directors and Board was assessed on select parameters related to roles, responsibilities and obligations of the Board and functioning of the Committees including assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The evaluation criteria for the Independent Directors was based on their participation, contribution and offering guidance to and understanding of the areas which were relevant to them in their capacity as members of the Board.

5. STAKEHOLDERS RELATIONSHIP COMMITTEE

A. The composition of Stakeholders Grievance Committee is as follows:

Name of the Director	Position in the Committee
Shri Rajendra Kumar Agrawal	Chairman
Shri Ankush Singhal	Member
Smt Jaya Saurabh Srivastava	Member

B. Name and designation of Compliance Officer: Ms. Sanchi Sharma Company Secretary/ Compliance Officer.

C. No Complaint was received from the shareholder during the financial year 2025-26

5A. RISK MANAGEMENT COMMITTEE: Not Applicable

5B. SENIOR MANAGAEMENT

There is no change in senior management of the Company during the year.

6. REMUNERATION OF DIRECTORS

A. **Disclosure of Pecuniary Relationship or transactions of non-executive directors:** Not Applicable

B. **Disclosure of criteria of making payments to non-executive directors:** Not Applicable

C. **Disclosures with respect to remuneration :** Not Applicable

7. GENERAL BODY MEETINGS

Details of date, time and venue of the last three Annual General Meetings are as under:

Date & Time	29th September 2023 at 11.30 A.M.	21st August 2024 at 11:30 A.M.	30th June 2025 at 11:30 A.M.
Venue	Hindustan Times House, Mezzanine Floor, 18-20,K.G.Marg, New Delhi-110001	Hindustan Times House, Mezzanine Floor, 18-20,K.G.Marg, New Delhi-110001	Hindustan Times House, Mezzanine Floor, 18-20,K.G.Marg, New Delhi-110001
Special resolution passed	No Special resolution were passed	One Special Resolution passed: 1. To appoint Mr. Ankush Singhal as an Independent Director of the Company.	One Special Resolutions passed: 1. To appoint Mrs. Jaya Saurabh Srivastava as Non Executive Independent Director for a period of five years with effect from 31st March,2025.

8. MEANS OF COMMUNICATION

The quarterly and annual financial results etc. are published in The financial express(English newspaper) and Jansatta(Hindi newspaper) and are also available on Company’s website: www.birlacotton.com

9. GENERAL SHAREHOLDER INFORMATION

a) 130th Annual General Meeting

Day, date and time– Friday, 31st July, 2026 at 11.30 A.M
Venue – Hindustan Times House, Mezzanine Floor, 18-20, K.G. Marg, New Delhi-110001.

b) Financial Year

1st April of each year to 31st March of next year.

c) Dividend payment date: No dividend declared by the Company during the Financial Year.

d) Listing on Stock Exchange

The equity shares of the Company are listed on Calcutta Stock Exchange.
Address: The Calcutta Stock Exchange Limited
7, Lyons Range,
Calcutta – 700001

The annual listing fee for the financial year 2026-27 has been paid to Calcutta Stock Exchange.

As per SEBI's note which is available in public domain has de recognized Delhi Stock Exchange Limited, with effect from 19th November, 2014 where the equity shares of the Company were listed.

h) in case the securities are suspended from trading, the directors report shall explain the reason thereof- Not applicable

i) Registrars & Share Transfer Agents

Zuari Finserv Limited :- Address:- A-32, First Floor, Block B, Mohan Cooperative Industrial Estate, Badarpur, New Delhi – 110044.

j) Share Transfer System

The Company has registered the transfer of shares within the time from receipt of transfer request and obtains a certificate on half-yearly basis from a Company Secretary-in-practice, regarding share transfer formalities, copy of which was filed with the Stock Exchange under regulation 40(9) of (Listing Obligation & Disclosure Requirements) Regulations 2015.

k) Distribution of shareholding as on 31st March 2026:

Category		No. of shares held	Percentage of shareholding %
(A)	**Shareholding of Promoters and Promoter's Group**	763874	66.76
(B)	**Public Shareholding:**		
(a)	Financial Institutions/Banks	683	0.06
(b)	Bodies Corporate	277868	24.29
(c)	Individuals	59817	5.22
(d)	Insurance Company	41330	3.61
(d)	Others	557	0.05
	Total Public Shareholding	380255	33.24
	TOTAL (A)+(B)	**1144129***	**100.00**

l) Dematerialization of Shares:

The Company is providing the demat facility to its shareholders and it has obtained ISIN from NSDL i.e. INE07D201017

Status of Dematerialization as on March 31, 2026:

Particulars	No. of equity Shares	% to total equity share capital
National Securities Depository Limited	1084096	94.75
Central Depository Services (India)	Nil	Nil
Total Dematerialized	1084096	94.75
Physical*	60033	5.25
Grand Total	1144129*	100.00

* The Issued & Subscribed Equity Shares 1144180 includes 44 Shares remaining to be allotted against surrender of shares in merged Company and 21 fractional certificates of one-third each not yet surrendered for consolidation into fully paid ordinary shares.

m) outstanding global depository receipts or american depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity: Not Applicable

n) commodity price risk or foreign exchange risk and hedging activities- Not applicable

o) Plant Location : Not Applicable

p) Address for correspondence : Hindustan Times House, Mezzanine Floor, 18-20 Kasturba Gandhi Marg, New Delhi-110001

q) list of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad.]- Not Applicable

10. <u>OTHER DISCLOSURES</u>

a) During the year ended on 31st March 2026, there were no materially significant transactions with related parties viz. promoters and their relatives or the management that may have potential conflict with the interest of the Company at large. The policy on materiality of related party transactions & dealing with related parties as approved by the Board may be accessed on the Company's website- www.birlacotton.com

b) During the last three years there were no strictures or penalties imposed by either Securities and Exchange Board of India (SEBI) or the Stock Exchanges or any Statutory Authority, on the Company, for non-compliance of any matter related to the capital market except *the Calcutta Stock Exchange via mail dated 10.04.2025 levy fine of Rs.46020/- for late compliance of SEBI(LODR) 2015 for which Company has filed an application for waiver of penalty under their amnesty scheme to Calcutta Stock Exchange on 14.04.2025 and made payment of Rs.461/- as fine and the same is accepted by the Exchange.*

c) The Company has established a mechanism called 'Whistle Blower Policy' for employees to report to the management instances of unethical behavior actual or suspected, fraud or violation of the company's code of conduct or ethics policy and no personnel has been denied access to the Audit Committee. Further, no case was reported under the vigil mechanism during the year ended March 2026.

d) The Company is complying with all the mandatory requirements of Companies Act and all other laws and Regulations applicable to the Company.

e) web link where policy for determining 'material' subsidiaries is disclosed- there is no subsidiary of the Company.

f) Web link policy on dealing with related party transactions are placed on the website of the Company i.e. www.birlacotton.com.

g) disclosure of commodity price risks and commodity hedging activities: Not Applicable.

h) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).- Not Applicable

i) The Company has obtained a certificate from Practicing Company Secretary that none of the Directors on the Board of Company has been debarred or disqualified from being appointed as or continuing as Director of Company by SEBI , MCA or any other statutory authority.

j) where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof: Not Applicable

Provided that the clause shall only apply where recommendation of / submission by the committee is required for the approval of the Board of Directors and shall not apply where prior approval of the relevant committee is required for undertaking any transaction under these Regulations.

k) total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.]- disclosed in financial statements

l) disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013- Company directly and indirectly has not employed more than 10 (Ten) employees. Therefore, the provisions relating to the constitution of Internal Complaint Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 are not applicable to the Company.

a. Number of complaints filed during the financial year-0
b. Number of complaints disposed of during the financial year-0
c. number of companies pending as on end of the financial year-0

m) disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount': NIL

Provided that this requirement shall be applicable to all listed entities except for listed banks.

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- Not applicable as there is no subsidiary.

11) Non-compliance of any requirement of corporate governance report of sub paras (2) to (10) above, with reasons thereof shall be disclosed.-Not Applicable

12. DISCRETIONARY REQUIREMENTS

The Company is not complying with the discretionary requirements as specified in Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

13. CORPORATE GOVERNANCE REQUIREMENTS

The Company has duly complied with corporate governance requirements as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

D. Declaration signed by the chief executive officer stating that the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management as Annexure- F.

E. Compliance certificate from either the auditors or practicing company secretaries regarding compliance of conditions of corporate governance shall be annexed with the directors' report as Annexure-E.

F. Disclosures with respect to demat suspense account/ unclaimed suspense account- There are no shares required to be transferred in demat suspense account or unclaimed suspense account.
(1) The listed entity shall disclose the following details in its annual report, as long as there are shares in the demat suspense account or unclaimed suspense account, as applicable :
(a) aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;
(b) number of shareholders who approached listed entity for transfer of shares from suspense account during the year;
(c) number of shareholders to whom shares were transferred from suspense account during the year;
(d) aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year;
(e) that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

G. [Disclosure of certain types of agreements binding listed entities
(1) Information disclosed under clause 5A of paragraph A of Part A of Schedule III of these regulations.]

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,
The Birla Cotton Spinning & Weaving Mills Limited
Hindustan Times House, Mezzanine Floor,
18-20, Kasturba Gandhi Marg
New Delhi - 110001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of The Birla Cotton Spinning & Weaving Mills Limited having CIN - **L65100DL1920PLC099621** and having registered office at Hindustan Times House, Mezzanine Floor, 18-20, Kasturba Gandhi Marg, New Delhi -110001 (hereinafter referred to as 'the Company') and produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the **Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**.
In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Jaya Saurabh Srivastava	11015909	31/03/2025
2.	Rajendra Kumar Agrawal	00043371	30/05/2018
3	Ankush Singhal	10061148	24/05/2024

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my 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.

Date:26.06.2026

Place: New Delhi

For Arun Kumar Soni & Co.

Sd/-
Arun Kumar Soni
ACS No. 5441
CP No.: 1726
UDIN:A005441H000696252

Annexure-D

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

*1.**Operating Results & Financial Performance***

The Birla Cotton Spinning & Weaving Mills Limited is a registered NBFC. The mainstay of Company's operations continued to be investments in various companies, under which steady dividend income flows. The company's total income for the year is Rs. 692.21 lakhs as compared to Rs. 718.37 lakhs in the previous year. During the year under review Profit before tax amounts to Rs. 618.55 lakhs as compared to Rs. 647.65 lakhs in the previous year.

*2. **Industry structure and Developments***

The NBFC sector in India has become mature with reduced dependence on the acceptance of public deposits as part of overall funding.

*3. **Opportunities and Threats***

With the globalization and electronic age, Indian stock market has changed over the past decade. The developments of high-tech and transparent markets with an increasingly wide geographic footprint have increased the number of trading avenues offering diverse pools of liquidity.

Capital Markets around the globe have been going through somewhat uncertain times due to European Sovereign Debt crises. The international global crisis has lesser impact on our financial markets. Therefore, the Indian growth story is intact in spite of all these odds over the long term.

*4. **Segment-Wise Performance***

The Company's main business is giving loans, investment securities of listed and unlisted companies, etc. All the activities of the Company are related to its main business. As such there are no separate reportable segments.

*5. **Future Prospects and Outlook***

The Company's present business operations are that of an investment company, future of which is largely depends upon financial and capital markets. Your Company has investments in financially sound companies. Company will continue to earn good dividend income. The management is optimistic about the future outlook of the Company.
The NBFC's industry witnessed testing times with global economic slowdown and weakening profitability and tightening of financial conditions from foreign and non-bank sources. The Company has demonstrated its ability to withstand the challenges posed by the current environment and has emerged as a strong player in registering growth and profitability.

*6. **Risks and concerns***

The Company like any other Company is exposed to specific risks that are particular to its business and the environment within which it operates. The company is exposed to the market risk, which inter alia includes economic/business cycle, interest rate volatility, and credit risk.

While the Indian economy has shown sustained growth over the years The Company is confident of managing these risks by maintaining a conservative financial profile, and by following prudent business and risk management practices.

7. ***Internal control system and their adequacy***

The Company has proper and adequate system of internal controls to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition of assets and that the transactions are properly recorded.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

Besides, the Audit Committee reviews the internal controls at periodic intervals.

8. ***Human Resources***

Our Company believes that our human capital is our greatest strength and is the driver of growth, efficiency and productivity. Year-on-year, we continue to deepen our philosophy by investing in developing our talent and leadership through a number of well designed measures. The company has adequate human resources, which commensurate with the current volume of activity.

9. ***Cautionary Statement***

Statements in this 'Management's Discussion and Analysis' describing the company's objectives, projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include interest rates and changes in the Government regulations, tax regimes, economic developments and other factors such as litigation etc.

10. ***Ratio Analysis***

There were significant changes in key financial ratios as compared to the immediately previous financial years, the detailed financial ratios are given hereunder:

Ratio	FY 26	FY 25
Debtors Turnover Ratio	0.94:1	1.15:1
Inventory Turnover	Not Applicable	Not Applicable
Interest Coverage Ratio	-	-
Current Ratio	492.03:1	182.35 : 1
Debt Equity Ratio	-	-
Operating Profit Margin (%)	89.36%	90.16%
Net Profit Margin (%)	67.39%	62.82%

11. details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof.
    Return on Net Worth in year 2025 and 2026 is 5.84% and 5.65% respectively, there is a decrease in return due to prevailing stock market conditions.

Annexure-E

CERTIFICATE OF COMPLIANCE OF CORPORATE GOVERNANCE

The Members,
The Birla Cotton Spinning & Weaving Mills Limited,
Hindustan Times House, Mezzanine Floor,
18-20 Kasturba Gandhi Marg, New Delhi-110001

I have examined the compliance of conditions of Corporate Governance by **The Birla Cotton Spinning and Weaving Mills Limited**, for the period ended on 31st March, 2026 as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied, in all material respect with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations for the period 01st April, 2025 to 31st March, 2026.

I further 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 Arun Kumar Soni & Co.

Sd/-
Arun Kumar Soni
Company Secretary-in-Practice
CP No. 1726
UDIN:A005441H000696230

Date:26.06.2026
Place: New Delhi

Annexure-F

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees and Non-Executive Directors, Independent Directors. These Codes are available on the Company's website.
I confirm that the Company has in respect of the year ended March 31, 2026, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.
For the purpose of this declaration, Senior Management Team means the Chief Executive Officer, Chief Financial Officer and Company Secretary/ Compliance Officer as on 31st March, 2026.

Sd/-
Anil Shankar Bhatnagar
Chief Executive Officer

Place: New Delhi
Date:26.06.2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF THE BIRLA COTTON SPINNING AND WEAVING MILLS LIMITED

I. Report on the Audit of Financial Statements for the year ended 31st March, 2026

1. Opinion

A. We have audited the Financial Statements of **THE BIRLA COTTON SPINNING AND WEAVING MILLS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to Financial Statements including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

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

2. Basis for Opinion

We conducted our audit 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 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 independence requirements that are relevant to our audit of the 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 Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to be communicated in our report.

4. Information Other than the Financial Statements and Auditor's Report thereon

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

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

B. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

A. 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 Financial Statements that give a true and fair view of the financial position, financial performance, other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) specified under section 133 of company Act. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

6. Auditor's Responsibilities for the Audit of the Financial Statements

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

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

i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii) 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 Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v) Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

C. 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.

D. 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.

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

II. 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 in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraph 3 and 4 of the Order, to the extent applicable.

2. (A) 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;

   c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account;

   d. In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

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

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B**".

(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, in our opinion and to the best of our information and according to the explanations given to us:

i) The Company has disclosed the impact of pending litigation, if any, on its Financial Statements .

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

iii) The company did not have any dues in respect of Investor Education and Protection Fund.

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

In our opinion and to the best of our information and according to the explanations given to us, no remuneration paid by the Company to its directors during the year.

(D) (a) The management has represented that, to the best of its knowledge and belief, 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or

provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or

provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(c) Based on such audit procedures as 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 (iv) (a) and (iv) (b) contain any material mis-statement.

(E) The company has neither declared or nor paid any dividend during the year.

(F) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

FOR M.L. GARG & CO.

CHARTERED ACCOUNTANTS
FRN 001604N

Sd/-
(M.L. GARG)
PARTNER
M.NO. 008850
UDIN:26008850NPLVEG8190

DATED: 25th MAY, 2026

PLACE : NEW DELHI

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph II point 1 under "Report on Other Legal and Regulatory Requirements" section of our report to the members of THE BIRLA COTTON SPINNING AND WEAVING MILLS LIMITED of even date)

i) (a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of its Property, Plant and Equipment.

B. As the Company does not hold any intangible assets, reporting under clause 3(i) of the Order is not applicable.

(b) As explained to us, physical verification of Property, Plant and Equipment has been carried out by the Company and no discrepancy was noticed on such verification. In our opinion the frequency of verification is reasonable, having regard to the size of the Company and nature of its business.

(c) Title deed of an immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii) (a) There is no inventory held by the Company, hence, paragraph 3 (ii) of the Order is not applicable to Company.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 500 lakhs, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii) (a) The Company is registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(iii)(a) of the Order is not applicable.

(b) Based on our examination of the books of accounts and other records of the Company and based on the information and explanation provided by the management, the terms and conditions of the grant of all loans, investment made and advances in the nature of loans are not prima facie prejudicial to the Company's interest. The Company has not provided guarantees or security to companies, firms, Limited Liability Partnerships or any other parties and hence not commented upon.

(c) The Company has granted loans which are payable on demand. Having regard to the fact that the loans given are repayable on demand, in our opinion, the repayments of principal amounts and receipts of interest are regular. (Refer reporting under clause (iii)(f) below).

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount outstanding as at the balance sheet date.

(e) The Company is registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(iii)(e) of the Order is not applicable.

(f) The Company has granted Loans which are repayable on demand, details of which are given below:

(Rupees in Lakhs)

Particulars	All Parties	Others	Related Parties and Promoter
Aggregate of loans - Repayable on demand (A)	2715.00	2715.00	-
Total (A)	2715.00	2715.00	-
Percentage of loans in nature of loans to total loans	100%	100%	-

iv) The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans granted and investments made, as applicable. The Company has not provided any guarantee or securities that are covered under the provisions of sections 185 and 186 of the Companies Act, 2013.

v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

vi) The Central Government has not prescribed the maintenance of cost records under Sub Section (1) of Section 148 of the Companies Act, 2013 for any of the products/services of the Company.

vii) (a) According to the records examined by us , the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income tax, Goods and Service Tax sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues wherever applicable.

According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as on the last date of the financial year for a period of more than six months from the date they became payable.

(b) According to the records of the Company, there was no dues in respect of income tax, Goods and Service Tax, Sales Tax, Service Tax, duty of customs, duty of excise, value added tax, cess and other statutory duties which have not been deposited on account of disputes .

viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable.

(b) The Company has not been declared wilful defaulter by any bank or financial institutions or government or any government authorities.

(c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) The Company has not raised funds on short-term basis, hence reporting under clause (d) of the Order is not applicable.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix) (e) of the Order is not applicable.

`

(f) The Company has not raised any loans during the year and hence reporting on clause (f) of the Order is not applicable.

x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors 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 were no whistle blower complaints received by the Company during the year and upto the date of report.

xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence paragraph 3 (xii) of the Order is not applicable to the Company.

xiii) As explained to us and as per the records of the company, in our opinion the transactions with the related parties are in Compliance with Section 177 and Section 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable Ind AS.

xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

xv) On the basis of records made available to us and according to information and explanations given to us and based on the examination of the records of the Company, the Company has not entered into non-cash transactions with the directors or persons connected with him covered within the meaning of section 192 of the Act. Accordingly, paragraph 3(xv) of the order is not applicable.

xvi) (a) The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and has obtained registration.

(b) The Company has conducted non-banking financial activities with valid Certificate of Registration from Reserve Bank of India and company is not dealing with housing finance activities.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanation given to us by the management, the Group does not have any Core Investment Company (CIC) as part of the Group as per the definition of Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence the reporting under clause (xvi)(d) of the Order is not applicable.

xvii) The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable / paragraph 3(xviii) of the Order is not applicable.

xix) 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx) Section 135 of the Companies Act, 2013 is not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

FOR M.L. GARG & CO.

CHARTERED ACCOUNTANTS
FRN 001604N

Sd/-
(M.L. GARG)
PARTNER
M.NO. 008850
UDIN:26008850NPLVEG8190

DATED: 25th MAY, 2026

PLACE : NEW DELHI

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph II point 2 A (f) under "Report on Other Legal and Regulatory Requirements" section of our report to the members of THE BIRLA COTTON SPINNING AND WEAVING MILLS LIMITED of even date)

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

We have audited the internal financial controls with reference to financial statements of BIRLA COTTON SPINNING AND WEAVING MILLS LIMITED ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the 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 the 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 the financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of internal financial controls with reference to the financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to the financial statements

A company's internal financial control with reference to the 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 the 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 the financial statements

Because of the inherent limitations of internal financial controls with reference to the 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 the financial statements to future periods are subject to the risk that the internal financial control with reference to the 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 explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to the financial statements and such internal financial controls with reference to the financial statements were operating effectively as of March 31, 2026, based on the internal financial controls with reference to the 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 M.L. GARG & CO.

CHARTERED ACCOUNTANTS
FRN 001604N

Sd/-
(M.L. GARG)
PARTNER
M.NO. 008850
UDIN:26008850NPLVEG8190

DATED: 25th MAY, 2026

PLACE : NEW DELHI

The Birla Cotton Spinning & Weaving Mills Limited

Balance Sheet as at March 31, 2026

(Rupees in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Assets			
Financial Assets			
(a) Cash and cash equivalents	3	4,076.74	3,602.03
(b) Bank balances other than (a) above	4	16.02	20.00
(c) Loans	5	2,715.00	2,715.00
(d) Investments	6	2,612.47	2,954.42
(e) Other financial assets	7	354.15	177.66
		9,774.38	**9,469.11**
Non Financial Assets			
(a) Property, plant, and equipment	8	193.58	194.30
(b) Other Non Financials assets	9	1.05	2.29
		194.63	**196.59**
Total Assets		**9,969.01**	**9,665.70**
LIABILITIES AND EQUITY			
Liabilities			
Financial Liabilities			
(a) Payables			
(1) Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(II) Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(b) Borrowings (other than Debt Securities)		-	-
(c) Other financial liabilities	10	0.83	1.95
		0.83	**1.95**
Non Financial Liabilities			
(a) Provisions	11	5.24	6.45
(b) Current tax liabilities (Net)		2.43	12.39
(c) Deferred tax liabilities (Net)	12	409.81	394.53
(d) Other Non Financials liabilities	13	0.54	0.06
		418.02	**413.43**
Equity			
(a) Equity share capital	14	114.42	114.42
(b) Other Equity	15	9,435.74	9,135.90
Total Equity		**9,550.16**	**9,250.32**
Total Liabilities and Equity		**9,969.01**	**9,665.70**

The accompanying notes are integral part of the financial statements.

As per our attached Report of even date

For M. L. Garg & Company
Chartered Accountants
FRN 001604N

Sd/-
(M .L Garg)
Partner
M. NO. 008850
UDIN:26008850NPLVEG8190
Place: New Delhi
Date: 25th May 2026

For and on behalf of Board of Directors

Sd/-
Rajendra Kumar Agrawal
(Director)
DIN 00043371

Sd/-
Ankush Singhal
(Director)
DIN 10061148

Sd/-
Anil Shankar Bhatnagar
(Chief Executive Officer)

Sd/-
Sunil Kumar Sahu
(Chief Financial Officer)

Sd/-
Sanchi Sharma
(Company Secretary)

The Birla Cotton Spinning & Weaving Mills Limited

Statement of Profit & Loss for the year ended March 31, 2026

(Rupees in Lakhs)

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
	Revenue from Operations			
i)	Interest income	16	236.36	171.37
ii)	Dividend Income		75.25	107.19
iii)	Net Gain on fair value changes		204.60	258.33
iv)	Other income	17	-	5.48
I	**Total Revenue from operations**		**516.21**	**542.37**
	Other Income			
i)	Rental Income		128.00	128.00
ii)	Sale of Services		48.00	48.00
II	**Total Other Income**		**176.00**	**176.00**
III.	**Total Income (I+II)**		**692.21**	**718.37**
IV.	**Expenses**			
	(a) Employees benefit expenses		48.37	49.16
	(b) Depreciation	8	0.72	0.73
	(c) Other Expenses	18	24.57	20.83
	Total Expenses (IV)		**73.66**	**70.72**
V	**Profit/(loss) before tax (III - IV)**		**618.55**	**647.65**
VI.	Tax Expense	12A		
	(a) Current Tax		105.32	166.80
	(b) Excess provision of income tax for earlier years		(0.21)	-
	(c) Deferred Tax expense/(Income)		46.93	29.56
	Total tax expense		**152.04**	**196.36**
VII.	**Profit/(loss) for the year (V-VI)**		**466.51**	**451.29**
VIII.	**Other comprehensive income / (Loss)**			
	(i) Items that will not be reclassified to profit or loss			
	(a) Equity instruments through other comprehensive income		(221.33)	7.21
	(ii) Income tax relating to items that will not be reclassified to profit or loss		31.65	(1.03)
	(iii) Profit on sale of equity instruments through OCI		23.01	42.43
	Other comprehensive income (i) +(ii)		**(166.67)**	**48.61**
IX.	**Total comprehensive income for the year (VII + VIII)**		**299.84**	**499.90**
X.	**Earnings per share**			
	(i) Basic	19	40.77	39.44
	(ii) Diluted		40.77	39.44

The accompanying notes are integral part of the financial statements.

As per our attached Report of even date

For M. L. Garg & Company
Chartered Accountants
FRN 001604N

Sd/-
(M .L Garg)
Partner
M. NO. 008850
UDIN:26008850NPLVEG8190

Place: New Delhi
Date: 25th May 2026

For and on behalf of Board of Directors

Sd/-
Rajendra Kumar Agrawal
(Director)
DIN 00043371

Sd/-
Ankush Singhal
(Director)
DIN 10061148

Sd/-
Anil Shankar Bhatnagar
(Chief Executive Officer)

Sd/-
Sunil Kumar Sahu
(Chief Financial Officer)

Sd/-
Sanchi Sharma
(Company Secretary)

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

Statement of change in equity

A. Equity Share Capital

Particulars	**No. of Shares**	**Amount (Rupees in Lakhs)**
Balance as at March 31, 2025	**1,144,180**	**114.42**
Changes in Equity Share Capital during the year	-	-
Balance as at March 31, 2026	**1,144,180**	**114.42**

B. Other Equity

	Reserves & Surplus							**Equity Instruments through other comprehensive income**	
Particulars	**Capital Reserve**	**Capital Reserve (Revaluation of Investments)**	**Capital Redemption Reserve**	**Statutory Reserve**	**Share Premium Account**	**General Reserve**	**Retained earnings**		**Total**
Balance as at March 31, 2025	180.72	0.10	25.00	1,727.40	4,105.50	1,508.30	240.97	1,347.91	9,135.90
Profit/(loss) for the year	-	-	-	-	-	-	466.51	-	466.51
Transfer to statutoty Reserve	-	-	-	93.30	-	-	(93.30)	-	-
Other Comprehensive Income (Net of Tax)	-	-	-	-	-	-	-	(166.67)	(166.67)
Transfer to Retained earnings from OCI on sale of Equity Shares (Net of Tax)	-	-	-	-	-	-	59.13	(59.13)	-
Balance as at March 31, 2026	**180.72**	**0.10**	**25.00**	**1,820.70**	**4,105.50**	**1,508.30**	**673.31**	**1,122.11**	**9,435.74**

As per our attached Report of even date

For M. L. Garg & Company
Chartered Accountants
FRN 001604N

Sd/-
(M .L Garg)
Partner
M. NO. 008850
UDIN:26008850NPLVEG8190

Place: New Delhi
Date: 25th May 2026

For and on behalf of Board of Directors

Sd/-
Rajendra Kumar Agrawal
(Director)
DIN 00043371

Sd/-
Ankush Singhal
(Director)
DIN 10061148

Sd/-
Anil Shankar Bhatnagar
(Chief Executive Officer)

Sd/-
Sunil Kumar Sahu
(Chief Financial Officer)

Sd/-
Sanchi Sharma
(Company Secretary)

The Birla Cotton Spinning & Weaving Mills Limited

Cash Flow Statement for the year ended 31st March' 2026

(Rupees in Lakhs)

Particulars	Year ended 2025-26	Year ended 2024-25
CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before Exceptional Items and Tax as per Statement of Profit and Loss	618.55	647.65
Adjustment for :		
Depreciation	0.72	0.73
Fixed assets discarded	-	0.11
Dividend Income	(75.25)	(107.19)
Interest paid/(received) from Income Tax Department	0.12	(0.60)
Net Gain on fair value changes	(204.60)	(258.33)
(-)Gain/Loss on sale of Investments	-	(5.48)
Interest Income	(236.36)	(171.37)
Operating Profit before working Capital changes	103.18	105.52
Adjustment for changes in working capital:		
(-) Increase/Decrease in financials assets	-	(755.00)
(-) Increase/Decrease in other financials assets	(176.49)	(38.58)
(-) Increase/Decrease in other non financials assets	1.24	4.12
Increase/ (-) Decrease in Other Financials Liabilities	(1.12)	(80.66)
Increase/ (-) Decrease in Other non Financials Liabilities	0.48	(0.58)
Increase/ (-) Decrease in Provisions	(1.21)	-
Cash Generated from Operations	(73.92)	(765.18)
Income Tax paid (Net of refund)	(115.19)	(138.81)
Net Cash from Operating Activities	**(189.11)**	**(903.99)**
CASH FLOW FROM INVESTING ACTIVITIES		
Dividend Income	75.25	107.19
(-)Gain/Loss on sale of Investments	-	5.48
Interest Income	236.36	171.37
Fixed Deposits (placed) / redeemed	3.98	-
(Purchase)/ Sale of Investments	348.23	978.75
Net Cash from investing activities	**663.82**	**1,262.79**
CASH FLOW FROM FINANCING ACTIVITIES:		
Net Cash from Financing activities	**-**	**-**
NET INCREASE IN CASH AND CASH EQUIVALENTS	474.71	358.80
Cash and cash equivalents as at (Opening)	3,602.03	3,243.23
Cash and cash equivalents as at (Closing)	**4,076.74**	**3,602.03**

For M. L. Garg & Company
Chartered Accountants
FRN 001604N

Sd/-
(M .L Garg)
Partner
M. NO. 008850
UDIN:26008850NPLVEG8190
Place: New Delhi
Date: 25th May 2026

For and on behalf of Board of Directors

Sd/-
Rajendra Kumar Agrawal
(Director)
DIN 00043371

Sd/-
Ankush Singhal
(Director)
DIN 10061148

Sd/-
Anil Shankar Bhatnagar
(Chief Executive Officer)

Sd/-
Sunil Kumar Sahu
(Chief Financial Officer)

Sd/-
Sanchi Sharma
(Company Secretary)

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

3 Cash & Cash Equivalents (Rupees in Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Cash on hand	0.10	0.77
Balances with banks		
in current accounts	18.48	47.71
Short term Liquid Investments		
25,911.063 units (PY 25911.063) of Axis Banking & PSU Debt Fund- Regular Plan- Growth	705.35	668.27
58,56,232.291 units (PY 58,56,232.291) of HDFC Banking & PSU Debt Fund- Regular Plan- Growth	1,386.77	1,318.49
286899.214 units (PY 286899.214) of Bandhan Banking & PSU Debt Fund- Regular Plan- Growth	72.99	69.15
2357161.209 units (PY 2357161.209) of ICICI Prudential Banking & PSU Debt Fund- Direct Plan- Growth	833.36	786.69
1199.137 units (PY 1199.137) of HDFC Liquid Fund- Direct Plan- Growth	64.14	60.44
1154916.729 units (PY 1154916.729) of ICICI Prudential corporate Bond Fund- Direct Plan- Growth	374.87	352.84
551.723 units (PY 551.723) of HDFC Liquid Fund- Direct Plan- Growth	29.85	28.10
5987.050 units (PY 5987.050) of Axis Liquid Fund- Direct Plan- Growth	183.48	172.65
2641.890 units (PY 2641.890) of Axis Liquid Fund- Direct Plan- Growth	80.96	76.18
719.259 units (PY 719.259) of Axis Liquid Fund- Direct Plan- Growth	22.04	20.74
4173.338 units (PY Nil) of Axis Liquid Fund- Direct Plan- Growth	127.90	-
1658.578 units (PY Nil) of Axis Liquid Fund- Direct Plan- Growth	50.83	-
4098.862 units (PY Nil) of Axis Liquid Fund- Direct Plan- Growth	125.62	-
Total Short term Liquid Investments	4,058.16	3,553.55
Total- Cash and cash equivalents	**4,076.74**	**3,602.03**

4 Other Bank Balances (Rupees in Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Long Term Deposits with maturity more then 3 months but less then 12 months	16.02	20.00
Total - Other Bank Balances	**16.02**	**20.00**

5 Loans (Rupees in Lakhs)

	As at 31 March, 2026	As at 31 March, 2025
Term Loans :-		
Krishna Shobhana Bhartia Family Trust	1,470.00	1,470.00
The Tingamira Tea Seed Co. Ltd.	330.00	330.00
Birla Real Estate Ltd.	915.00	915.00
	2,715.00	**2,715.00**

The Birla Cotton Spinning & Weaving Mills Limited
Notes to the financial statements for the Year Ended 31st March 2026

(Rupees in Lakhs)

6 investments	**As at 31 March, 2026**	**As at 31 March, 2025**
Quoted		
Investment in fully paid up equity shares		
In Others (at FVTOCI)		
1082 (PY 1082) in Tungabhadra Industries Limited (amount written off in earlier year)	-	-
100000 (PY 100000) in Vardhman Textiles Limited	523.70	395.15
125 (PY 125) in ICICI Bank Limited	1.51	1.69
Nil (PY 12900) in Hindalco Industries Limited	-	88.04
250400 (PY 250400) in ITC Limited	720.40	1,026.01
25040 (PY 25040) in ITC Hotels Limited	34.52	49.45
177000 (PY 177000) in Power Finance Corporation Limited	671.71	733.22
40000 (PY 40000) in Power Grid Corporation Limited (Received as Bonus Share)	118.44	116.14
200000 (PY 200000) in Altius Telecom Infrastructure Trust	312.00	290.50
1810 (PY Nil) in Chambal Fertilisers & Chemicals Ltd.	7.72	-
Nil (PY 6880) in CMS Info Limited	-	31.75
Total of Quoted Investments	**2,390.00**	**2,731.95**
Unquoted		
Investment in fully paid up equity shares		
In others (at FVTOCI)		
200 (PY 200) in Akhil Bharat Printers Limited (In Liquidation, amount written off in earlier year)	-	-
9750 (PY 9750) in Pramanand Commercial Pvt. Ltd. (Received as Bonus in an earlier year)	1.00	1.00
	1.00	**1.00**
Investment in fully paid up Preference shares (at FVTPL)		
2,30,000 (PY 230000) in 9% Non Participating , Non Cumulative & Non convertible Redeemable Preference Shares of Pramanand Commercial Private Ltd.	221.47	221.47
	221.47	**221.47**
Total of UnQuoted Investments	**222.47**	**222.47**
Total Investments	**2,612.47**	**2,954.42**
Aggregate amount of quoted investments	2,390.00	2,731.95
Market Value of quoted investments	2,390.00	2,731.95
Aggregate amount of unquoted investments	222.47	222.47
Aggregate cost of total investments	1,311.67	1,390.14

(Rupees in Lakhs)

7 Other Financial Assets

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**
Interest accrued on ICD	338.59	165.36
Interest accrued on Fixed deposits	0.19	0.56
<u>Other Advance</u>		
Doubtful	9.64	9.64
Less: Provision for doubtful advance	(9.64)	(9.64)
<u>Security Deposits</u>		
Unsecured, Considered Good	6.87	6.87
Other receivable	8.50	4.87
	354.15	**177.66**

(Rupees in Lakhs)

8 Property, plant and equipment

	As at 31 March, 2026	**As at 31 March, 2025**
<u>Carrying amounts of:</u>		
Freehold Land (Conversion fees)	177.55	177.55
Building	15.77	16.49
Plant & Machinery	0.26	0.26
Sub-total	**193.58**	**194.30**

Particulars	**Freehold Land (Conversion fees)**	**Building**	**Plant & Machinery**	**Office Equipment**	**Total**
<u>Cost or deemed cost</u>					
Balance as at 31 March, 2025	177.55	47.19	5.08	-	229.82
Additions during the year	-	-	-	-	-
Assets disposed / written off during the year	-	-	-	-	-
Balance as at 31 March, 2026	**177.55**	**47.19**	**5.08**	**-**	**229.82**
<u>Accumulated depreciation</u>					
Accumulated depreciation as at 31 March, 2025	-	30.70	4.82	-	35.52
Charge for the year	-	0.72	-	-	0.72
Depreciation on assets disposed / written off during the year	-	-	-	-	-
Accumulated depreciation as at 31 March, 2026	**-**	**31.42**	**4.82**	**-**	**36.24**
Carrying amount					
Balance as at 31 March, 2025	**177.55**	**16.49**	**0.26**	**-**	**194.30**
Balance as at 31 March, 2026	**177.55**	**15.77**	**0.26**	**-**	**193.58**

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

9 Other Non Financials Assets **(Rupees in Lakhs)**

Particulars	As at 31 March, 2026	As at 31 March, 2025
Prepaid expenses	0.35	0.13
Advance with government authorities	-	0.26
Advances to Employees	0.70	1.90
	1.05	**2.29**

10 Other financial liabilities **(Rupees in Lakhs)**

Particulars	As at 31 March, 2026	As at 31 March, 2025
Stale Cheque	0.25	-
Liability for expenses	0.58	1.95
	0.83	**1.95**

11 Provisions **(Rupees in Lakhs)**

Particulars	As at 31 March, 2026	As at 31 March, 2025
Provisions for employees benefits- Leave Encashment	5.24	6.45
Total	**5.24**	**6.45**

12 Deferred Tax Liabilities (Net) **(Rupees in Lakhs)**

Particulars	As at 31 March, 2026	As at 31 March, 2025
Deferred tax liabilities		
Effect of difference in carrying value & tax base of investments	413.49	398.70
Gross deferred tax liabilities	**413.49**	**398.70**
Deferred tax assets		
Effect of difference in carrying value & tax base of investments	-	-
Effect of difference in carrying value & tax base of Property, plant & equipment	3.68	4.17
Gross deferred tax assets	**3.68**	**4.17**
Net Deferred Tax	**409.81**	**394.53**

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

(Rupees in Lakhs

12A Income Tax :-

	As at 31 March, 2026	As at 31 March, 2025
(A) Amounts recognised in Statement of Profit and Loss		
Current Tax	105.32	166.80
Excess provision of income tax for earlier years	(0.21)	-
Total	**105.11**	**166.80**
Deferred Tax		
- Relating to Origination and Reversal of Temporary Differences	46.93	29.56
Income Tax Expense Reported in the Statement of Profit and Loss	**152.04**	**196.36**
(B) Income Tax recognised in Other Comprehensive Income		
Current Income Tax on Re-measurement Losses on Defined Benefit Plans	-	-
Current Income Tax on Fair value of Equity Instruments	31.65	(1.03)
Total	**31.65**	**(1.03)**
(C) Reconciliation of Effective Tax Rate		
Profit before Tax	618.55	647.65
Tax using the domestic tax rate @ 25.168%	155.68	163.00
Adjustments in respect of current income tax of earlier year	-	-
Excess provision of income tax for earlier years	(0.21)	-
Non-deductible tax expenses	(3.43)	33.36
Income Tax Expense Reported in the Statement of Profit and Loss	**152.04**	**196.36**
(D Deferred Tax Assets (Net)		
Deferred Tax Liabilities		
Effect of difference in carrying value & tax base of investments	413.49	398.70
	413.49	**398.70**
Deferred Tax Assets		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purpose on payment basis		
Effect of difference in carrying value & tax base of investments	(3.68)	(4.17)
	(3.68)	**(4.17)**
(Deferred Tax Assets)/Liabilities (NET)	**409.81**	**394.53**
(E) The Movement in Deferred tax assets and liabilities during the year ended 31st March 2025 and 31st March 2026		
Opening Balance	394.53	363.94
Effect of difference in carrying value & tax base of investments and others	15.28	30.59
Closing Balance	**409.81**	**394.53**

13 Other Non financials liabilities

(Rupees in Lakhs)

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**
Statutory Liabilities	0.54	0.06
Total other current liabilities	**0.54**	**0.06**

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

14 Share Capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of Shares	(Rupees in Lakhs)	No. of Shares	(Rupees in Lakhs)
Authorised				
Equity shares of Rs. 10 each	1,750,000	175.00	1,750,000	175.00
Preference shares of Rs. 100 each	25,000	25.00	25,000	25.00
		200.00		**200.00**
Issued, Subscribed and Paid-up				
Equity shares of Rs. 10 each fully paid	1,144,180	114.42	1,144,180	114.42
		114.42		**114.42**

(i) Reconciliation of number of shares

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of Shares	(Rupees in Lakhs)	No. of Shares	(Rupees in Lakhs)
Equity Shares				
Opening Balance	1,144,180	114.42	1,144,180	114.42
Changes during the year	-	-	-	-
Closing Balance	**1,144,180**	**114.42**	**1,144,180**	**114.42**

(ii) Rights, preferences and restrictions attached to shares

Equity Shares

The Company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held. The dividend, if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proporation to their shareholding.

(iii) Details of Promoter's shareholding

Name of the Promoter	As at 31 March, 2026			As at 31 March, 2025	
	No. of Shares	% holding of share capital	% change during the year	No. of Shares	% holding of share capital
Earthstone Holding (Two) Private Ltd.	642,290	56.14	-	642,290	56.14
Earthstone Holding (one) Private Ltd.	74,000	6.47	-	74,000	6.47
The Hindustan Times Ltd.	47,584	4.16	-	47,584	4.16

(iv) Details of Equity shareholders holding more than 5%

Name of the Shareholders	As at 31 March, 2026			As at 31 March, 2025	
	No. of Shares	% holding of share capital	% change during the year	No. of Shares	% holding of share capital
Earthstone Holding (Two) Private Ltd. (the holding Company)	642,290	56.14	-	642,290	56.14
Earthstone Holding (one) Private Ltd.	74,000	6.47	-	74,000	6.47
The Punjab Produce & Trading Co. Ltd.	88,000	7.69	-	88,000	7.69

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

15 Other Equity **(Rupees in Lakhs)**

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**
Capital Reserve	180.72	180.72
Capital Reserve (Revaluation of Investments)	0.10	0.10
Capital Redemption Reserve	25.00	25.00
Statutory Reserve	1,820.70	1,727.40
Share Premium Account	4,105.50	4,105.50
General Reserve	1,508.30	1,508.30
Retained earnings	673.31	240.97
Other comprehensive income	1,122.11	1,347.91
	9,435.74	**9,135.90**

Capital Reserve

Particulars	**Amount**
As at March 31, 2025	**180.72**
Changes during the year	-
As at March 31, 2026	**180.72**

Capital Reserve (Revaluation of Investments)

Particulars	**Amount**
As at March 31, 2025	**0.10**
Changes during the year	-
As at March 31, 2026	**0.10**

Capital Redemption Reserve

Particulars	**Amount**
As at March 31, 2025	**25.00**
Changes during the year	-
As at March 31, 2026	**25.00**

Statutory Reserve

Particulars	**Amount**
As at March 31, 2025	**1,727.40**
Transfer from Retained Earnings	93.30
As at March 31, 2026	**1,820.70**

Statutory reserve represents the reserve created as per Section 45IC of the RBI Act, 1934, pursuant to which a Non-Banking Financial Company shall create a reserve fund and transfer therein a sum not less than twenty per cent of its net profit every year as disclosed in the Statement of Profit and Loss account, before any dividend is declared.

Share Premium Account

Particulars	**Amount**
As at March 31, 2025	**4,105.50**
Changes during the year	-
As at March 31, 2026	**4,105.50**

General Reserve

Particulars	**Amount**
As at March 31, 2025	**1,508.30**
Changes during the year	-
As at March 31, 2026	**1,508.30**

Retained Earnings

Particulars	**Amount**
As at March 31, 2025	**240.97**
Net Profit for the year	466.51
Transfer from OCI	59.13
Transfer to Statutory Reserve	(93.30)
As at March 31, 2026	**673.31**

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

16 Interest Income

(Rupees in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
on ICD	214.51	159.75
on FDR with Banks	1.22	1.71
on Advance paid	-	0.03
From Investment	20.63	9.28
From Others	-	0.60
Total Revenue from Operations	**236.36**	**171.37**

17 Revenue from operations

(Rupees in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit on sale of investments (net)	-	5.48
	-	**5.48**

18 Other Expenses

(Rupees in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Auditor remuneration	0.53	0.42
House Tax	15.10	15.10
Legal & Professional charges	1.89	1.38
Rent paid	1.20	1.20
Insurance	1.23	0.56
Interest paid to Income Tax Department	0.12	-
Miscellaneous Expenses	4.50	2.17
	24.57	**20.83**

19 Earnings per share

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit/(loss) as per the statement of profit & loss	466.51	451.29
Weighted average number of equity shares of Rs. 10 each outstanding during the year	1144180	1,144,180
Earnings per share (Basic & Diluted)	**40.77**	**39.44**

20 Micro, Small and Medium Enterprises

The company during the year has not entered into transactions with the vendors registered under the Micro, Small and Medium Enterprises Development Act, 2006. There is no need of disclosures under section 22 of the said act.

21 Other additional information as required under part II of schedule III of Companies Act, 2013 is not applicable

22 Related Party Disclosure as per Ind AS 24- Related Party Disclosure

Name of Related parties as on March 31, 2026

Holding Company	Earthstone Holding (Two) Private Limited
Fellow Subsidiaries	SPS Securities (Singapore) Private Limited HT Information Services Limited
Key Management Personnel	Shri Anil Shankar Bhatnagar (Chief Executive Officer) Shri Sunil Kumar Sahu (Chief Financial Officer) Ms. Sanchi Sharma (Company Secretary)

Transactions during the year	Mar-26	Mar-25
Key Management Personnel		
Remuneration paid	23.95	20.76
Balance Outstanding at the end of the year	-	-

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

23 Segment Reporting

In terms of Accounting Standard on Segment Reporting, for the year ended March 31, 2026, the company has two basic Business Segments, namely:

a. Investments & Finance

b. Others

Particulars	Year Ended March 31, 2026 (Amount in lacs)			Year Ended March 31, 2025 (Amount in lacs)		
	Investment & finance	Others	Total	Investment & finance	Others	Total
Revenue						
Turnover	516.21	176.00	692.21	542.37	176.00	718.37
Segment Revenue	**516.21**	**176.00**	**692.21**	**542.37**	**176.00**	**718.37**
Segment Results	492.26	133.33	**625.59**	514.42	137.20	**651.62**
Unallocated Corporate expenses			**7.04**			**3.97**
Profit before tax from continuing operations			**618.55**			**647.65**
Current tax			152.04			196.36
Net profit/(loss) for the year			**466.51**			**451.29**
Other Information						
Segment Assets	9,724.41	210.00	9,934.41	9,388.89	208.33	9,597.22
Unallocated Corporate Assets			34.60			68.48
Total Assets			**9,969.01**			**9,665.70**
Segment Liabilities	409.81	6.61	416.42	394.53	8.46	402.99
Unallocated Corporate Liabilities			2.43			12.39
Total Liabilities			**418.85**			**415.38**

24 Financial risk management objectives & policies

The Company's principal financial liabilities comprise Trade and other payables. The Company's principal financial assets include loans, equity shares, Preference shares, Mutual Funds, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to various financial risks such as market risk, credit risk and liquidity risk. A team of qualified finance professionals with appropriate skills and experience provides assurance to the management that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The policies for managing each of these risks, which are summarised below:-

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.

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 exposure to the risk of changes in market interest rates relates primarily to the long-term obligations with floating interest rates.

The exposure of the financial liabilities as at March 31, 2026 to interest rate risk is as follows:

	Total	Floating rate financial liability	Fixed rate financial liability
Financial Liabilities	-	-	-

The exposure of the financial liabilities as at March 31, 2025 to interest rate risk is as follows:

	Total	Floating rate financial liabilities	Fixed rate financial liabilities
Financial Liabilities	-	-	-

Interest rate sensitivity

Since the Company does not have any financial obligations, hence no interest rate sensitivity analysis is done.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. Exposure to the risk of changes in foreign exchange rates relates primarily to the companies operating activities (when revenue or expense is denominated in a foreign currency), investment & borrowing in foreign currency etc.

There is no outstanding balance in foreign currency as at year end, hence there is no foreign currency risk.

Foreign currency sensitivity

There is no foreign currency outstanding balance as at year end, hence no Foreign currency sensitivity analysis is done.

Other price risk

The Company invests its surplus funds in various debt instruments and debt mutual funds. These comprise of mainly liquid schemes of mutual funds (liquid investments) and fixed deposits.

Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments. However due to the very short tenure of the underlying portfolio in the liquid schemes, these do not pose any significant price risk.

Equity price risk

The Entity invests in listed and non-listed equity securities which are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Entity manages the equity price risk through diversification and by placing limits on individual and total equity instruments. The Company also invests in preference shares. Reports on the portfolio are submitted to the senior management on a regular basis.

25 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves . The primary objective of the Company's capital management is to maximise the shareholder value.

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

Particulars	March 31, 2026	March 31, 2025
Borrowing	-	-
Less: Cash & Cash equivalents	4,076.74	3,602.03
Less: Bank balance other than mentioned above	16.02	20.00
Net debt	(4,092.76)	(3,622.03)
Equity and other equity	9,550.16	9,250.32
Total capital	9,550.16	9,250.32
Gearing ratio	NA	NA

26 Fair Values

Set out below, is a comparison by class of the carrying amounts and fair value of the companies financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying Value		Fair Value	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Financial Assets measured at Fair Value				
Investments valued at FVTPL	4,279.63	3,775.02	4,279.63	3,775.02
Equity Shares measured at FVTOCI	2,391.00	2,732.95	2,391.00	2,732.95
Financial assets measured at Amortised Cost				
Cash & Cash Equivalents	18.58	48.48	18.58	48.48
Bank Balance other than mentioned above	16.02	20.00	16.02	20.00
Loans (Current)	2,715.00	2,715.00	2,715.00	2,715.00
Other current financial assets	354.15	177.66	354.15	177.66
Total	**9,774.38**	**9,469.11**	**9,774.38**	**9,469.11**
Financial laibilities measured at fair value	-	-	-	-
Financial liabilities measured at amortised cost				
Other financial liabilities	0.83	1.95	0.83	1.95
	0.83	**1.95**	**0.83**	**1.95**

The management assessed that cash and cash equivalents, other bank balances, trade receivables, loans, other current financial asset, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- The fair values of the investment in unquoted equity shares/ debt instruments/ preference shares have been estimated using a DCF model or comparable investment price such as last round of funding made in the investee company. The valuation requires to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted investments. The valuation has been carried out by independent valuer
- The Entitiy has investments in quoted mutual funds being valued at Net Asset Value.
- The Entity invests in quoted equity shares valued at closing price of stock on recognized stock exchange.
- The loans are evaluated based on parameters such as interest rate, risk factors, risk characteristics and individual credit-worthiness of the counterparty. Based on this evaluation, no allowances for expected losses are taken into account.
- The Entity has investment in quoted bonds and are recorded at amortised cost. Fair value of quoted bonds are determined basis the closing price of the bonds on recognised stock exchange.

27 Fair Value hierarchy

The following table provides the fair value measurement hierarchy of the companies assets and liabilities.

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2026

		Fair value measurement using		
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:				
Investment in liquid mutual funds	4,058.16	4,058.16	-	-
Investment in equity securities	2,391.00	2,390.00	-	1.00
Investment in preference securities	221.47	-	-	221.47

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2025:

		Fair value measurement using		
	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Assets measured at fair value:				
Investment in liquid mutual funds	3,553.55	3,553.55	-	-
Investment in equity securities	2,732.95	2,731.95	-	1.00
Investment in preference securities	221.47	-	-	221.47

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

28 Other Statutory Information

a. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

b. There are no transactions and / or balance outstanding with companies struck off under section 248 of the Companies Act, 2013

c. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period

d. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

ii) provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

e. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

ii) provided any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

f. The Company does not any transactions which are not recorded in the books of accounts that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

g. The company does not have any investments through more than two layers of investment companies as per section 2(87) (d) and section 186 of Companies Act, 2013.

h. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

`

The Birla Cotton Spinning & Weaving Mills Ltd.

29. Schedule to the Balance Sheet of a non -deposit taking non -banking financial company

(as required in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding Companies Prudential Norms (Reserve Bank) Directions, 2007)

(Amount Rupees in Lakhs)

	Particulars		
	Liabilities side :		
(1)	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:	Amount out-standing	Amount overdue
	(a) Debentures : Secured	NIL	NIL
	: Unsecured (other than falling within the meaning of public deposits)	NIL	NIL
	(b) Deferred Credits	NIL	NIL
	(c) Term Loans	NIL	NIL
	(d) Inter-corporate loans and borrowing	NIL	NIL
	(e) Commercial Paper	NIL	NIL
	(f) Other Loans (specify nature)	NIL	NIL

	Assets side :	
		Amount outstanding
(2)	**Break-up of Loans and Advances including bills receivables [other**	
	(a) Secured	NIL
	(b) Unsecured	2715.00
(3)	**Break up of Leased Assets and stock on hire and other assets counting towards AFC activities**	
	(i) Lease assets including lease rentals under sundry debtors :	
	(a) Financial lease	NIL
	(b) Operating lease	NIL
	(ii) Stock on hire including hire charges under sundry debtors :	
	(a) Assets on hire	NIL
	(b) Repossessed Assets	NIL
	(iii) Other loans counting towards AFC activities	
	(a) Loans where assets have been repossessed	NIL
	(b) Loans other than (a) above	NIL
(4)	**Break-up of Investments :**	
	Current Investments :	
	1. Quoted :	
	(i) Shares : (a) Equity	2,390.00
	(b) Preference	Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (Please specify)	Nil
	2. Unquoted :	
	(i) Shares : (a) Equity	Nil
	(b) Preference	Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (Please specify)	Nil
	Long Term Investments :	
	1. Quoted :	
	(i) Shares : (a) Equity	Nil
	(b) Preference	Nil
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (Please specify)	Nil

	2. Unquoted :	
	(i) Shares : (a) Equity	1.00
	(b) Preference	221.47
	(ii) Debentures and Bonds	Nil
	(iii) Units of mutual funds	Nil
	(iv) Government Securities	Nil
	(v) Others (Please specify)	Nil

(5)	**Borrower group-wise classification of assets financed as in (2) and (3) above:**			
	Category	Amount net of provisions		
		Secured	**Unsecured**	**Total**
	1. Related Parties	NIL	NIL	NIL
	(a) Subsidiaries	NIL	NIL	NIL
	(b) Companies in the Same Group	NIL	NIL	NIL
	(c)Other related Parties	NIL	NIL	NIL
	2. Other than Related Parties	NIL	2715.00	2715.00
	Total	NIL	2715.00	2715.00

(6)	**Investor group-wise classification of all investments (current and long term) in shares and securities (both**		
	Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
	1. Related Parties		
	(a) Subsidiaries	Nil	Nil
	(b) Companies in the same group	Nil	Nil
	(c) Other related parties	Nil	Nil
	2. Other than related parties	2612.47	2612.47
	Total	**2612.47**	**2612.47**

(7)	**Other Information**		
	Particulars		Amount
	(I)	Gross Non- performing Assets	
	(a)	Related parties	NIL
	(b)	Other than related parties	NIL
	(ii)	Net Non Performing Assets	
	(a)	Related parties	NIL
	(b)	Other than related parties	NIL
	(iii)	Assets acquired in satisfaction of debt.	NIL

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

30. Ratio

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025

Ratio	Numerator	Denominator	2025-26	2024-25	% Change	Reason for Change of more than 25%
Current ratio (in times)	Total current assets	Current liabilities = Total current liabilities - Current maturities of long term borrowings	492.03	182.35	169.83%	Increase in Current Assets
Debt-Equity ratio (in times)	Total debts	Total equity	-	-	-	
Debt service coverage ratio (in times)	Earning for Debt Service = Net Profit after taxes+ Depreciation + Other non-cash adjustments	Debt service = Interest on term loan and + Term loan Principal repayments	-	-	-	
Return on equity ratio (in %)	Net Profit after tax for the year	Average total equity	4.96%	5.01%	-1.02%	
Inventory Turnover ratio (in times)	Net Turnover (exclude excise duty)	Average Inventory	-	-	-	
Trade receivables turnover ratio (in times)	Net Turnover (exclude excise duty)	Average trade receivables	0.94	1.15	-18.53%	
Trade payables turnover ratio (in times)	Net credit purchases	Average trade payables	-	-	-	
Net capital turnover ratio (in times)	Net Turnover (exclude excise duty)	Average working capital (i.e. Total current assets less current liabilities)(Current liabilities = Total current liabilities - Current maturities of long term borrowings)	0.17	0.20	-16.59%	
Net profit ratio (in %)	Net Profit after tax for the year	Net Turnover (exclude excise duty)	67.39%	62.82%	7.28%	
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed = Net worth + Total Debts + Deferred tax liabilities	6.21%	6.71%	-7.51%	
Return on investment (in %	Income generated from invested funds	Average invested funds	5.67%	5.05%	12.28%	

The Birla Cotton Spinning & Weaving Mills Limited

Notes to the financial statements for the Year Ended 31st March 2026

31 The figures of the previous period/year have been restated/regrouped wherever necessary, to make them comparable.

As per our report of even date attached

For M. L. Garg & Company
Chartered Accountants
FRN 001604N

Sd/-
(M .L Garg)
Partner
M. NO. 008850
UDIN:26008850NPLVEG8190
Place: New Delhi
Date: 25th May 2026

For and on behalf of Board of Directors

Sd/-
Rajendra Kumar Agrawal
(Director)
DIN 00043371

Sd/-
Ankush Singhal
(Director)
DIN 10061148

Sd/-
Anil Shankar Bhatnagar
(Chief Executive Officer)

Sd/-
Sunil Kumar Sahu
(Chief Financial Officer)

Sd/-
Sanchi Sharma
(Company Secretary)