

**To the members of Kitex Babywear Limited  
Report on the Audit of the Financial Statements**

**Opinion**

We have audited the accompanying financial statements of Kitex Babywear Limited (the 'Company'), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the statement of changes in equity and the cash flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements ("the financial statements") give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and its loss (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Emphasis of matter**

We draw attention to note 21 to the financial statements, which indicates that the Company incurred a net loss of Rs.34.11 lakhs during the year ended March 31, 2024 (previous year Rs.2.32 lakhs) and, as of that date, the accumulated loss of Rs.123.5 lakhs (previous year Rs.89.39 lakhs) which has eroded the net worth of the Company. Consequent to the shelving of expansion plan in Kerala, there exists a significant uncertainty on the Company's ability to continue as a going concern. However, as stated in the note, having regard to the management initiative to monetise the asset and repay the liabilities, the financial statements of the Company have been prepared on a going concern basis.

Our opinion is not modified in respect of this matter.

**Information other than the financial statements and auditor's report thereon**

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Management report, Chairman's statement, Director's Report, etc., but does not include the financial statements and our auditor's report thereon.

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

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

**Responsibilities of Management and those charged with governance for the financial statements**

The accompanying financial statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under Section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate



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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.

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

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

**Auditor's responsibilities for the audit of the financial statements**

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

As part of an audit in accordance with Standards on Auditing, specified under Section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

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



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

**Report on other legal and regulatory requirements**

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, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

Further to our comments in Annexure A, as required by Section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying financial statements;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The financial statements dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2024 and the operating effectiveness of such controls, refer to our separate Report in Annexure B wherein we have expressed an unmodified opinion; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. the Company does not have any pending litigations which would impact its financial position;
  - ii. the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv.
    - a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf 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 person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
    - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
  - v. The Company has neither declared nor paid any dividend during the year.





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- vi. Based on our examination, which included test checks, the Company has used accounting softwares for maintaining its books of accounts for the financial year ended March 31, 2024 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 softwares. Further during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

**For Cyriac & Associates**  
**Chartered Accountants**  
Firm No.014033S



**Manoj TG**  
(Partner)  
Mem No. 214383.



UDIN : 24214383BJZWS1485  
Kochi  
May 10, 2024

**Annexure A to Independent Auditor's Report of even date to the members of Kitex Babywear Limited on the financial statements for the year ended 31 March 2024**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i a The Company has maintained proper records showing full particulars, including quantitative details and situation of its property, plant and equipment and investment property.
- b Property, Plant and Equipment have been physically verified by the management at reasonable intervals during the year and no material discrepancies were identified on such verification.
- c According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties as disclosed in the financial statements are held in the name of the Company.
- e The Company has not revalued its property, plant and equipment or intangible assets during the year.
- f According to the information and explanation provided to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- ii a The Company does not have any inventory during the year. Accordingly the provisions stated in paragraph 3(ii) of the Order are not applicable to the Company.
- b The Company has no working capital loans sanctioned by banks hence the requirement of quarterly statements, are not applicable.
- iii a According to the information and explanation provided to us, the Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, the requirements under paragraph 3(iii) of the Order are not applicable to the Company.
- iv In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of sections 186 of the Act. Accordingly, provisions stated in paragraph 3(iv) of the Order are not applicable to the Company.
- v In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- vi The Company has not commenced commercial operations. Hence the provisions of clause 3(vi) of the Order are not applicable to the Company.
- vii a In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company during the year. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.



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- b According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute.
- viii According to the information and explanations given to us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account. Also there are no previously unrecorded income which has been now recorded in the books of accounts.
- ix a In our opinion, and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender during the year. Terms for repayment of loan and interest on borrowings from holding company were altered during the year based on in principle agreement with borrower/holding company.
- b According to the information and explanations given to us including representations received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- c The company has not raised any money by way of term loans during the year and hence the clause regarding utilisation of loans is not applicable.
- d In our opinion, according to the information and explanation provided to us, there are no funds raised on short term basis. Accordingly the provision stated in paragraph 3(ix)(d) of the Order is not applicable to the Company.
- e The Company does not have subsidiary, associate or joint venture, hence reporting under the clause 3(ix)(e) and (f) of the Order is not applicable to the Company.
- x a The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- b According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- xi a To the best of our knowledge 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 period covered by our audit.
- b No report under Section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- c According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.
- xii The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the financial statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under Section 133 of the Act.
- xiv a In our opinion and according to the information and explanations given to us, provisions of Section 138 are not applicable to the Company. Hence the provisions stated in paragraph 3(xiv) (a) and (b) of the Order are not applicable to the Company.

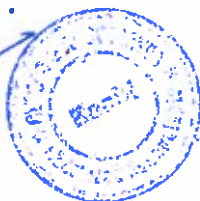


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**Chartered Accountants**

- xv According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of Section 192 of the Act are not applicable to the Company.
- xvi The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi) of the Order is not applicable to the Company.
- xvii Based on review of financial statements, the Company has incurred cash losses in the current financial year and in the preceding financial year. The details of the same as follows:
- | Particulars    | March 31, 2024 (Rs Lakhs) | March 31, 2023 (Rs Lakhs) |
|----------------|---------------------------|---------------------------|
| Loss After Tax | 34.11                     | 2.32                      |
- xvii There has been no resignation of the statutory auditors during the year.
- xix According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, material uncertainty exists as on the date of the audit report. However the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date with the financial support of the holding Company. The Holding Company has provided adequate financial support to enable the company to continue as a going concern. Hence, the financial statements of the company have been prepared on a going concern basis.
- xx According to the information and explanations given to us, the provisions of Section 135(1) of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company.
- xxi The Company does not have subsidiary, Associate or Joint venture. Accordingly reporting under clause 3(xxi) of the order is not applicable.

**For Cyriac & Associates**  
Chartered Accountants  
Firm No.014033S

  
**Manoj TG**  
(Partner)  
Mem No. 214383.  
UDIN: 24214383BJZWS1485



Kochi  
May 10, 2024

**Annexure B to The Independent Auditor's Report – 31 March 2024**

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

(Referred to in paragraph (A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

**Opinion**

We have audited the internal financial controls with reference to financial statements of Kitex Babywear Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with respect to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether 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 respect to financial statements and their operating effectiveness. Our audit of internal financial controls with respect to financial statements included obtaining an understanding of internal financial controls with respect to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 financial statements.

**Meaning of Internal Financial Controls with reference to Financial Statements**






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A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls**

With reference to Financial Statements Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **Cyriac & Associates**  
Chartered Accountants  
Firm No.014033S

  
**Manoj TG**  
(Partner)  
Mem No. 214383.  
UDIN: 24214383BJZWS1485



Kochi  
May 10, 2024

**Kitex Babywear Limited**  
**Balance Sheet as at March 31, 2024**

(Rupees in lakhs)

(Rupees in lakhs)

Sl No.	Particulars	Note No.	As at March 31, 2024	As at March 31, 2023
I	<b>ASSETS</b>			
1	<b>Non-current assets</b>			
	(a) Property, plant and equipment	2	379.42	379.42
2	<b>Current assets</b>			
	(a) Financial assets			
	(i) Cash and cash equivalents	3	6.98	6.98
	<b>TOTAL ASSETS</b>		<b>386.40</b>	<b>386.40</b>
II	<b>EQUITY AND LIABILITIES</b>			
1	<b>Equity</b>			
	(a) Equity share capital	4	10.00	10.00
	(b) Other equity	5	(123.50)	(89.39)
	<b>Liabilities</b>			
2	<b>Non-current liabilities</b>			
	(a) Financial liabilities			
	(i) Borrowings	6	467.44	395.19
	(ii) Other financial liabilities	7	-	-
3	<b>Current liabilities</b>			
	(a) Financial liabilities			
	(i) Other financial liabilities	7	29.05	70.45
	(b) Other current liabilities	8	3.41	0.15
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>386.40</b>	<b>386.40</b>
	Significant accounting policies	1-1.13		
	The accompanying notes are an integral part of these financial statements			

As per our separate report of even date attached

**For Cyriac & Associates**  
Chartered Accountants  
Firm Registration No. 014033S

**Manoj T G**  
Partner  
Membership No.214383

Place : Kizhakkambalam  
Date: May 10, 2024



**For and on behalf of the Board of Directors of**  
**Kitex Babywear Limited**  
CIN: U18204KL2018PLC055316

**Sabu M Jacob**  
Director  
DIN:00046016

**Sindhu Chandrasekhar**  
Director  
DIN: 06434415

Place : Kizhakkambalam  
Date: May 10, 2024



**Kitex Babywear Limited**  
**Statement of Profit and Loss for the year ended March 31, 2024**

(Rupees in lakhs)

Sl No.	Particulars	Note No.	For the year ended March 31, 2024	For the year ended March 31, 2023
I	Income			
II	Expenses			
	(a) Finance costs	9	32.28	-
	(b) Other expenses	10	1.83	2.32
	<b>Total Expenses</b>		<b>34.11</b>	<b>2.32</b>
III	Loss before tax (I - II)		(34.11)	(2.32)
IV	Tax expense			
	(a) Current tax		-	-
	(b) Deferred tax		-	-
	Total tax expense		-	-
V	Loss for the year (III -IV)		(34.11)	(2.32)
VI	Other comprehensive income		-	-
VII	Total comprehensive income for the year (V+VI)		(34.11)	(2.32)
VIII	Loss per equity share (Face value of Rs. 10 each) Basic & Diluted in Rs.	11	(3.41)	(0.23)
	Significant accounting policies	1-1.13		
	The accompanying notes are an integral part of these financial statements			

As per our separate report of even date attached

**For Cyriac & Associates**

Chartered Accountants

Firm Registration No. 014033S

**Manoj T G**

Partner

Membership No.214383

Place : Kizhakkambalam

Date: May 10, 2024



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

**Kitex Babywear Limited**

CIN: U18204KL2018PLC055316

**Sabu M Jacob**

Director

DIN:00046016

**Sindhu Chandrasekhar**

Director

DIN: 06434415

Place : Kizhakkambalam

Date: May 10, 2024



**Kitex Babywear Limited**  
**Cash Flow Statement for the year ended March 31, 2024**

(Rupees in lakhs)

Sl No.	Particulars	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>A</b>	<b>Cash Flows from Operating Activities</b>		
	Loss before tax	(34.11)	(2.32)
	Adjustments for:		
	Interest expense	32.28	-
	Operating loss before working capital changes	(1.83)	(2.32)
	Changes in working capital:		
	Increase in other payables	0.03	(1.44)
	<b>Cash used in operating activities (A)</b>	<b>(1.80)</b>	<b>(3.76)</b>
<b>B</b>	<b>Cash Flows from Investing Activities</b>		
	Cash generated from investing activities (B)	-	-
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Proceeds from loans received from Holding Company	1.80	(1.25)
	<b>Cash generated from financing activities (C)</b>	<b>1.80</b>	<b>(1.25)</b>
	<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>-</b>	<b>(5.01)</b>
	Cash and cash equivalents at the beginning of the year	6.98	11.99
	Cash and cash equivalents at the end of the year [See note 3]	6.98	6.98
	<b>Net increase in cash and cash equivalents</b>	<b>-</b>	<b>(5.01)</b>

Significant accounting policies

1-1.13

The accompanying notes are an integral part of these financial statements

Note:

- a) The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Ind AS 7 - Statement of Cash Flows.

As per our separate report of even date attached

**For Cyriac & Associates**

Chartered Accountants

Firm Registration No. 014033S

**Manoj T G**

Partner

Membership No.214383

Place : Kizhakkambalam

Date: May 10, 2024

**For and on behalf of the Board of Directors of  
Kitex Babywear Limited**

CIN: U18204KL2018PLC055316

**Sabu M Jacob**

Director

DIN:00046016

**Sindhu Chandrasekhar**

Director

DIN: 06434415

Place : Kizhakkambalam

Date: May 10, 2024





**Kitex Babywear Limited**  
**Statement of Changes in Equity for the year ended March 31, 2024**

**A Equity Share Capital**

Particulars	(Rupees in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Balance at the beginning of the reporting year	10.00	10.00
Changes in equity share capital during the year	-	-
Balance at the end of the reporting year	10.00	10.00

**B Other Equity**

Other Equity

Particulars	(Rupees in lakhs)		Total
	Reserves and surplus		
	Retained earnings	Others	
Balance as at April 01, 2022	(87.07)	16.33	(70.74)
Loss for the period	(2.32)	-	(2.32)
Equity component of unsecured loan from Holding Company	-	(16.33)	(16.33)
Balance as at March 31, 2023	(89.39)	-	(89.39)

Balance as at April 01, 2023	(89.39)	-	(89.39)
Loss for the year	(34.11)	-	(34.11)
Equity component of unsecured loan from Holding Company	-	0.00	0.00
Balance as at March 31, 2024	(123.50)	0.00	(123.50)

Significant accounting policies

1-1.13

The accompanying notes are an integral part of these financial statements

AS per our separate report of even date attached

**For Cyriac & Associates**

Chartered Accountants

Firm Registration No. 014033S

**Manoj T G**

Partner

Membership No.214383



Place : Kizhakkambalam

Date: May 10, 2024

**For and on behalf of the Board of Directors of  
Kitex Babywear Limited**

CIN: U18204KL2018PLC055316

**Sabu M Jacob**

Director

DIN:00046016

**Sindhu Chandrasekhar**

Director

DIN: 06434415

Place : Kizhakkambalam

Date: May 10, 2024



## Notes to the Financial Statements for the year ended March 31, 2024

### General Information

Kitex Babywear Limited ('the Company') is a Public Company incorporated and domiciled in India having its registered office at Kizhakkambalam, Alwaye, Ernakulam- 683562, Kerala, India. The Company was incorporated on October 29, 2018. The Company is intended to carry on the business of manufacturers, dealers, purchasers, sellers, importers and exporters of textile items such as yarn, fabrics, garments, wearing apparels, made from natural or synthetic fibres or from blends of both. The Company is a wholly owned subsidiary of Kitex Garments Limited.

### 1. Significant Accounting Policies

#### 1.1 Basis of Accounting and Preparation of Financial Statements

##### (i) Statement of compliance

The financial statements which comprise the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement, and the Statement of Changes in Equity ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015, along with relevant amendment rules issued thereafter and other relevant provisions of the Act, as applicable. Accounting policies were consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

##### (ii) Basis of measurement

The financial statements have been prepared on a historical cost basis on the accrual basis of accounting.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

##### (iii) Rounding off amounts

All amounts disclosed in financial statements and notes have been rounded off to the nearest thousands as per requirement of Schedule III of the Act, unless otherwise stated.

##### (iv) Use of estimates and judgement

In the preparation of financial statements, the management makes estimates and assumptions in conformity with the Generally Accepted Accounting Principles in India. Such estimates and assumptions are made on reasonable and prudent basis taking into account all available information. However, actual results could differ from these estimates and assumptions and such differences are recognised in the period in which results are ascertained. The estimates and underlying assumptions are reviewed on an on-going basis.



## 1.2 Current versus Non-Current Classification

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

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

All other assets are classified as non-current.

A liability is classified as current when:

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

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

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the company has ascertained its operating cycle as 12 months for the purpose of current - noncurrent classification of assets and liabilities.

## 1.3 Property, Plant & Equipment

Property, plant and equipment (except freehold land and building included in land purchase) are stated at cost of acquisition less accumulated depreciation and impairment if any. Freehold land and building included in land purchase are carried at historical cost. The company is adopting the cost model for determining gross carrying amount. Cost comprises of purchase price, inward freight, duties, taxes and any attributable cost of bringing the assets to its working condition for its intended use.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed by the management at each financial year and adjusted prospectively, if appropriate.

## 1.4 Leases

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



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

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense over the lease term.

### **1.5 Foreign Currency Transactions**

#### **(i) Functional and presentation currency**

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

#### **(ii) Transactions and balances**

Foreign exchange transactions are recorded at the functional currency adopting the exchange rate prevailing on the dates of respective transactions. Monetary assets and liabilities denominated in foreign currencies existing as on the Balance Sheet date are translated at the functional currency exchange rate prevailing as at the Balance Sheet date. The exchange difference arising from the settlement of transactions during the period and effect of translations of assets and liabilities at the Balance Sheet date are recognised in the Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or profit and loss are also recognised in Other Comprehensive Income or profit and loss, respectively).

### **1.6 Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Other borrowing costs are recognised as expenditure in the period in which they are incurred.

### **1.7 Financial Instruments**

#### **(i) Financial asset**

##### **(a) Initial recognition and measurement**





At initial recognition, financial asset is measured at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

**(b) Subsequent measurement**

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

(i) at amortized cost; or

(ii) at fair value through other comprehensive income; or at fair value through profit or loss.

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

**Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in Statement of Profit and Loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to Statement of Profit and Loss and recognized in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

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

**(c) Derecognition of financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

**(ii) Financial liabilities**

Financial liabilities are initially recognised at fair value plus any transaction cost that are attributable to the acquisition of the financial liabilities except, financial liabilities at fair value through profit or loss which are initially measured at fair value.

After initial recognition at fair value net of directly attributable transaction costs, interest-bearing borrowings, finance lease liabilities, Trade payables and other financial liabilities are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit and loss when the liabilities are de-recognised as well as through the amortisation of effective interest.

Amortised cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount.



A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires.

### **1.8 Earnings Per Share**

Basic/diluted earnings per share is calculated by dividing the net profit and loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares/diluted potential equity shares outstanding as at the end of the year, as the case may be.

### **1.9 Cash Flow Management**

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

### **1.10 Cash and Cash Equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks, cash on hand and short-term deposits net of bank overdraft with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### **1.11 Provisions and Contingent Liabilities**

Provisions are recognised when the company has a present obligation (legal or constructive) because of a past event, for which it is probable that a cash outflow will be required, and a reliable estimate can be made of the amount of the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value of money is material). These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

### **1.12 Significant Accounting Judgments, Estimates and Assumptions**

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

#### **(i) Impairment of assets:**

The evaluation of applicability of indicators of impairment of assets requires assessment of several external and internal factors which could result in deterioration of recoverable amount of the assets.

### **1.13 Recent Accounting Pronouncements**

#### **(i) Amendment to Ind AS 109 "Financial Instruments" and Ind AS 107 "Financial Instruments: Disclosures" - Interest rate Benchmark Reform Phase**

The amendment focuses on the potential financial reporting issues that may arise when interest rate benchmarking reforms are either reformed or replaced. The key reliefs provided by the Phase 2 amendments are:



- Changes to contractual cash flows - When changing the basis for determining contractual cash flows for financial assets and liabilities (including lease liabilities), the reliefs have the effect that the changes that are required by an interest rate benchmark reform will not result in an immediate gain or loss in the profit and loss statement.

- Hedge accounting - The hedge accounting reliefs will allow most Ind AS 39 or Ind AS 109 hedge relationships that are directly affected by IBOR reform to continue. However, additional ineffectiveness might need to be recorded.

The amendments do not have significant impact on the financial statements

**(ii) Amendment to Ind AS 103 "Business Combination" - Reference to Conceptual Framework**

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired, and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103 - Business Combinations.

The Company does not expect the amendment to have any significant impact in its financial statements.

**(iii) Amendment to Ind AS 16 "Property, Plant and Equipment" - Proceeds before intended use**

The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognized in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.



**Kitex Babywear Limited**

**Notes forming part of the Financial Statement for the year ended March 31, 2024**

**2. Property, plant and equipment**

	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK	
	As at April 1, 2023	Additions during the year	Disposal / Adjustments	As at March 31, 2024	As at April 1, 2023	During the Year	Disposal/ Adjustments	As at March 31, 2024	As at March 31, 2024
Freehold Land	379.42	-	-	379.42	-	-	-	379.42	379.42
<b>Total</b>	<b>379.42</b>	<b>-</b>	<b>-</b>	<b>379.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>379.42</b>	<b>379.42</b>

	GROSS BLOCK			ACCUMULATED DEPRECIATION				NET BLOCK	
	As at April 1, 2022	Additions during the year	Disposal / Adjustments	As at March 31, 2023	As at April 1, 2022	During the Year	Disposal/ Adjustments	As at March 31, 2023	As at March 31, 2023
Freehold land	379.42	-	-	379.42	-	-	-	379.42	379.42
<b>Total</b>	<b>379.42</b>	<b>-</b>	<b>-</b>	<b>379.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>379.42</b>	<b>379.42</b>





3 Cash and Cash equivalents

(Rupees in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Balance with Banks - in current account	6.98	6.98
<b>Total</b>	<b>6.98</b>	<b>6.98</b>

4 Equity Share Capital:

(Rupees in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Authorised:</b>		
1,00,000 (1,00,000) Equity Shares of Rs. 10/- each	10.00	10.00
<b>Issued, Subscribed and fully paid-up:</b>		
1 lakhs Equity Shares of Rs. 10/- each	10.00	10.00
<b>Total</b>	<b>10.00</b>	<b>10.00</b>

4.1 Terms/rights attached to Equity Shareholders

The company has only one class of shares referred to as equity shares with a face value of Rs. 10/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. The dividend proposed/ declared by the Board of Directors is subject to approval/regularisation of the shareholders' in the Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts, in proportion to the number of equity shares held by the shareholders.

4.2 Reconciliation of shares at the beginning and at the end of the period

(Rupees in Lakhs)

	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
No. of shares as at the beginning of the financial year	100,000	10.00	100,000	10.00
Add: Issued during the year	-	-	-	-
No. of shares as at the end of the financial year	100,000	10.00	100,000	10.00

4.3 Details of shares held by Holding Company

Particulars	As at March 31, 2024		As at March 31, 2023	
	No. of shares	Amount	No. of shares	Amount
Kitex Garments Limited	100,000	10.00	100,000	10.00

4.4 Particulars of Shareholders holding more than 5% share in the Company

Name of Shareholders	As at March 31, 2024		As at March 31, 2023	
	No. of shares	%	No. of shares	% of total holding
Kitex Garments Limited	100,000	100	100,000	100

As per records of the Company, including its Register of Members and other declarations received from them regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

4.5 Particulars of promoters' shareholding percentage in the Company is as below

Promoters name	As at March 31, 2024		As at March 31, 2023	% Change during the year
	No. of shares	%	%	
Kitex Garments Limited	100,000	100	100,000	100

5 Other Equity

(Rupees in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
<b>Retained Earnings</b>		
Balance at the beginning of the year	(89.39)	(87.07)
Add: Loss for the year	(34.11)	(2.32)
<b>Balance at the end of the year (A)</b>	<b>(123.50)</b>	<b>(89.39)</b>
<b>Others</b>		
Balance at the beginning of the year	-	16.33
Add: Reversal of equity component of unsecured loan from Holding Company	-	(16.33)
<b>Balance at the end of the year (B)</b>	<b>-</b>	<b>-</b>
<b>Total (A+B)</b>	<b>(123.50)</b>	<b>(89.39)</b>

6 Borrowings

(Rupees in Lakhs)

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured loans from Holding Company [See note 6.1]	467.44	395.19
<b>Total</b>	<b>467.44</b>	<b>395.19</b>

6.1 The loan from Holding Company carries interest at a rate which shall not be lower than the prevailing yield of 5 years government securities which is being closest to the tenor of the loan 8.13% p.a (31.03.2023 : Nil) and is payable annually. The Company decided interest payable up to 31.03.2023 treated as loan as on 31.03.2024 and the loan is repayable on or before 31.03.2029.



**7 Other Financial Liabilities**

Particulars	(Rupees in Lakhs)			
	As at		As at	
	March 31, 2024		March 31, 2023	
	Current	Non current	Current	Non current
Interest payable on Unsecured loans from Holding Company [See note 6.1]	29.05	-	70.45	-
<b>Total</b>	<b>29.05</b>	<b>-</b>	<b>70.45</b>	<b>-</b>

**8 Other Current Liabilities**

Particulars	(Rupees in Lakhs)	
	As at March 31, 2024	As at March 31, 2023
Expenses payable	0.18	0.15
Statutory remittances (withholding tax)	3.23	-
<b>Total</b>	<b>3.41</b>	<b>0.15</b>

**9 Finance Costs**

Particulars	(Rupees in Lakhs)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Interest on borrowing [See note 11.2]	32.28	-
<b>Total</b>	<b>32.28</b>	<b>-</b>

**10 Other Expenses**

Particulars	(Rupees in Lakhs)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Rent [See note 11.2]	1.42	1.78
Legal and professional charges	0.18	0.35
Payments to auditors [See note 10.1]	0.20	0.16
Rates and taxes	0.03	0.03
<b>Total</b>	<b>1.83</b>	<b>2.32</b>

**10.1 Payments to auditors**

Particulars	(Rupees in Lakhs)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Statutory audit fees	0.20	0.16
<b>Total</b>	<b>0.20</b>	<b>0.16</b>

**11 Loss per equity share**

Particulars	(Rupees in Lakhs)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Loss for the year	(34.11)	(2.32)
Weighted Average Number of Equity Shares of Rs. 10/- each (fully paid-up)	100,000	100,000
<b>Loss per equity share - Basic &amp; Diluted in Rs.</b>	<b>(3.41)</b>	<b>(0.23)</b>

**11 Related Party Disclosure**

Disclosure of transactions with related parties as required by Ind AS 24 - Related Party Disclosures for the year ended March 31, 2024.  
Related parties with whom transactions have taken place during the period:

**A Key Managerial Personnel\***

- Sabu M Jacob, Director
- Sindhu Chandrasekhar, Director

**B Holding Company / Ultimate Holding Company**

- Kitex Garments Limited

**C Fellow Subsidiaries \***

- Kitex Littlewear Limited
- Kitex Knits Limited
- Kitex Socks Limited
- Kitex Packs Limited
- Kitex Kidswear Limited
- Kitex Apparel Parks Limited

**D Associate of Holding Company \***

- Kitex USA LLC

**E Enterprise Owned or Significantly Influenced by Key Management Personnel or their Relatives \***

- Kitex Childrenswear Limited
- Kitex Limited
- Anna Aluminium Company Private Limited
- Kitex Herbs Limited
- Kitex Building Systems Limited (formerly Kitex Apparels Limited)
- Kitex Infantswear Limited
- Twenty 20 Kizhakkambalam Association
- Kitex Building Systems LLC-FZ

\* No transactions with these parties during the year.



The following table provides the total amount of transactions that have been entered into with related parties for the relevant period:

(Rupees in Lakhs)		
11.2		
Kitex Garments Limited	For the year ended March 31, 2024	For the year ended March 31, 2023
Unsecured loans received/(refund)	1.80	(1.25)
Conversion of interest payable to loan	70.45	
INDAS adjustment reversal		16.33
Rent expense	1.42	1.78
Interest expense	32.28	

11.3 Outstanding amounts carried in the balance sheet as at March 31, 2024 (Rupees in Lakhs)		
Name of Related Party	As at March 31, 2024	As at March 31, 2023
Kitex Garments Limited		
Unsecured loans payable	467.44	395.19
Interest payable on unsecured loans	29.05	70.45
Equity component of unsecured loan from Holding Company	-	16.33
Reversal of equity component of unsecured loan from Holding Company	-	(16.33)

12 In accordance with Ind AS 108 on "Operating Segments", the company is not started the commercial operation during the period, hence segment information is not required to be furnished.

13 All non current assets of the company are located in India

#### 14 Income Tax

Accumulated tax losses of Rs. 116.83 lakhs (31.03.2023: Rs. 82.72 lakhs) are available for offsetting for a maximum period of eight years against future taxable profits of the Company. The Company has not recognised Deferred Tax Assets in the absence of convincing evidence of future taxable profits.

#### 15 Fair Value Measurement

Fair value of the financial instruments is classified in various fair value hierarchies based on the following three levels:

Level 1: Quoted prices (unadjusted) in active market for identical assets or liabilities.

Level 2: Inputs other than quoted price included within level 1 that are observable for the asset or liability, either directly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There were no transfers between Level 1 and Level 2 during the year.

Category wise classification of financial instruments is as follows:

(Rupees in lakhs)			
Particulars	See note	As at March 31, 2024	As at March 31, 2023
Financial assets measured at amortised cost			
Current			
(i) Cash and cash equivalents	3	6.98	6.98
		6.98	6.98
Financial liabilities measured at amortised cost			
Non-current			
(i) Borrowings	6	467.44	395.19
(ii) Other financial liabilities	7	-	-
Current			
(i) Other financial liabilities	7	29.05	70.45
		496.49	465.64

#### 16 Financial Risk Management - Objectives and Policies

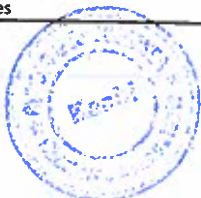
The Company has a well managed risk management framework, anchored to policies and procedures and internal financial controls aimed at ensuring early identification, evaluation and management of key financial risks (such as liquidity risk, market risk, credit risk and foreign currency risk) that may arise as a consequence of its business operations as well as its investing and financing activities.

##### 1) Liquidity Risk

Liquidity risk is the risk that the Company will encounter due to difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening the balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below. The figures reflect the contractual undiscounted cash obligation of the Company.

Maturities of financial liabilities As at March 31, 2024	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	-	467.44	-	467.44
Interest - Other financial liabilities	29.05	-	-	29.05
Maturities of financial liabilities As at March 31, 2023	Less than 1 year	1 year to 5 years	More than 5 years	Total
Borrowings	-	395.19	-	395.19
Interest - Other financial liabilities	-	70.45	-	70.45



**2) 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, such as equity price risk and commodity risk. The Company is not exposed to currency risk and other price risk as the Company has not started any operation and is in its preliminary stage. The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

**17 Capital Management**

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and to maintain an optimal capital structure so as to maximize shareholder value.

The Company's financial strategy aims to support its strategic priorities and provide adequate capital to its businesses for growth and creation of sustainable stakeholder value. The Company aims at maintaining a strong capital base largely towards supporting the future growth of its businesses as a going concern.

As at March 31, 2024, the Company has only one class of equity shares and is virtually debt-free. The company is not subject to any externally imposed capital requirements.

Particulars	(Rupees in lakhs)	
	As at March 31, 2024	As at March 31, 2023
Equity attributable to share holders	(113.50)	(79.39)
Borrowings	467.44	395.19
Less: Cash and cash equivalents	6.98	6.98
Net debt	460.46	388.21
Total capital (equity + debt)	346.96	308.82
Net debt to capital ratio	1.33	1.26

**18 Financial Ratios**

Ratio	As at March 31, 2024	As at March 31, 2023	Variance
(a) Current Ratio (Total current assets/Current liabilities) Current Assets= Inventories + Current Investment + Trade Receivable + Cash & Cash Equivalents + Other Current Assets + Contract Assets + Assets held for Sale (Current liabilities: Short term borrowings + Trade Payables + Other financial Liability+ Current tax (Liabilities) + Contract Liabilities+ Provisions + Other Current Liability	0.21	0.10	-0.12
(b) Net debt equity ratio (Net debt / Average equity) [Net debt: Non-current borrowings - Cash and cash equivalents] [Equity: Equity share capital + Other equity ]	(4.12)	(4.98)	(0.86)
(c) Debt service coverage ratio EBIT/ Net finance charges (EBIT: Profit before taxes +/- Exceptional items + Net finance charges (Net finance charges: Finance costs (excluding interest on current borrowings)	NA	NA	
(d) Return on Equity (%) (Profit after tax (PAT) / Average Equity) [Equity: Equity share capital + Other equity ]	(0.30)	(0.03)	
(e) Inventory turnover ratio (in days) (Average inventory/Sale of products in days)	NA	NA	
(f) Debtors turnover ratio (in days) (Average trade receivables/Turnover in days) [Turnover: Revenue from operations]	NA	NA	
(g) Trade payables turnover ratio (in days) Net Credit Purchases / Average Trade Payables Net Credit Purchases Average Trade Payables: (Opening Trade Payables + Closing Trade Payables)/2	NA	NA	
(h) Net capital turnover ratio (in days) (Turnover / Average Working Capital) [Working capital: Current assets - Current liabilities] Current liabilities: Short term borrowings + Trade Payables + Other financial Liability+ Current tax (Liabilities) + Contract Liabilities+ Provisions + Other Current Liability [Turnover: Revenue from operations]	NA	NA	
(i) Net profit ratio (%) (Net profit after tax / Turnover) [Turnover: Revenue from operations]	NA	NA	
(j) Return on Capital Employed (%) (EBIT/capital employed) [Capital Employed: Capital Employed= Total Assets - Current Liabilities ] [EBIT: Profit before taxes +/- Exceptional items + Net finance charges] [Net finance charges: Finance costs ]	(32.46)	(70.61)	
(k) Return on investment (%) Net Profit / Net Investment			





**19 Note on Ultimate Beneficiaries**

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"); with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**20 Other Disclosures**

- (a) Relationship with Struck off Companies - The Company does not have any transactions or relationships with any companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956
- (b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- (c) There are no transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 which have not been recorded in the books of account.
- (d) There are no charges or satisfaction of charges yet to be registered with Registrar of Companies beyond the statutory period.
- (e) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- 21 During the current year, Company has reported net loss of Rs 34.11 lakhs (31.03.2023: Rs.2.32 lakhs) during the year ended March 31, 2024 and, as of that date, accumulated loss of Rs.123.50 Lakhs (31.03.2023: Rs.89.39 lakhs) which has eroded the net worth of the Company. Since the planned expansion in State of Kerala has been abandoned management of the Company now proposes to undertake various initiatives to monetize its assets which has a fair value higher than the cost, for repaying its liabilities. Accordingly, the financial statements continue to be prepared on a going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business.
- 22 Previous year figures, unless otherwise stated are given within brackets and have been re-grouped and recast wherever necessary to be in conformity with current year's disclosure.

For and on behalf of the Board of Directors of  
Kitex Babywear Limited

CIN: U18204KL2018PLC055316

Sabu M Jacob  
Director  
DIN:00046016

Sindhu Chandrasekhar  
Director  
DIN: 06434415

Place : Kizhakkambalam  
Date: May 10, 2024

