

# BHILWARA SPINNERS LTD.

CIN L17115RJ1980PLC008217

26, Industrial Area, Post Box No. 6,  
Gandhi Nagar, Bhilwara -311 001 (Rajasthan) India

Ph : 01482- 246601 Fax : 01482 -246461

Email : bhilspinbs@gmail.com

web : www.bhilspin.com

Date: 28.05.2025

To,  
BSE Limited,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

Scrip ID: BHILSPIN  
Script Code: 514272

**Sub: Outcome of Board Meeting Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 and 33 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time, we would like to inform you that the Board of Directors ("the Board") of the Company at its Meeting held today i.e on Wednesday, 28<sup>th</sup> May, 2025 at 03:00 P.M. at the registered office of the company has, inter alia, **considered and approved the following matters:**

1. The Audited Financial Results of the Company for the quarter and year ended March 31, 2025, along with Statement of Assets & Liabilities as at March 31, 2025 and cash flow statement for the year ended March 31, 2025 together with the Auditor's Report issued by the Statutory Auditors of the company and Declaration pursuant to regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed herewith.
2. Approved the Appointment of M/s R.K. Jain & Associates, Practising Company Secretaries, Bhilwara, (Certificate of Practice No. 5866, Peer Review Certificate No. 1361/2021, valid upto 31.07.2026) a Peer Reviewed firm of Practising Company Secretary, as a Secretarial Auditors of the company on recommendation of audit committee, for the first term of five consecutive years commencing from financial year 2025-26, subject to the approval of shareholders at the ensuing Annual General Meeting.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as "Annexure A".

3. Approved the Appointment of M/s R.S Pokharna and Associates (Firm Registration No. 008560C), Chartered Accountants, as an Internal Auditor for conducting Internal Audit of the Company for the financial year 2025-2026.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as "Annexure B".



4. Approved the appointment of M/s CLB and Associates, Chartered Accountants having Firm Registration No.: 124305W, as a Statutory Auditor of the Company, in place of M/s ABN & Co., Chartered Accountants (Firm Registration No.: 004447C), whose tenure expires in ensuing Annual General Meeting, for a period of 5 (five) years commencing from the conclusion of the ensuing Annual General Meeting ('AGM') till the conclusion of the AGM to be held in year 2030, subject to approval of shareholders at the ensuing Annual General Meeting.

The details as required under Regulation 30 of the Listing Regulations read with, SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as "Annexure C".

In accordance with the Securities and Exchange Board of India (Prohibition of insider Trading) Regulations, 2015 and Company's Code of conduct for Prohibition of insider Trading, the "Trading Window" for trading in the shares of the Company shall open 48 hours post declaration of Financial Results by the Company for the quarter and financial year ended March 31, 2025, for the Designated Persons of the Company and their immediate relatives.

The meeting of the Board of Directors commenced at 03:00 P.M and concluded at 09.15 P.M.

This is for your information and record.

Thanking You,

Yours Faithfully,

For **Bhilwara Spinners Limited**

**BHOPAL  
SINGH  
CHOUHARY**  
Bhopal Singh Choudhary  
Chief Financial officer  
PAN: AAQPC4750K

Digitally signed by  
BHOPAL SINGH  
CHOUHARY  
Date: 2025.05.28  
21:14:33 +05'30'

*Encl as above*



# BHILWARA SPINNERS LTD.

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Date: 28.05.2025

To,  
The Manager,  
BSE Limited,  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

Scrip ID: BHILSPIN  
Script Code: 514272

**Subject - Declaration pursuant to Regulation 33 (3) (d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

I **Bhopal Singh Choudhary**, Chief Financial officer of **M/s Bhilwara Spinners Limited** having its registered office at 26 Industrial Area, Bhilwara-311001, Rajasthan, India, do hereby declare that, the Statutory Auditors of the Company, **M/s ABN & Co. Chartered Accountant (Firm Registration No.: 004447C)**, have issued an Audit Report with unmodified opinion on Annual Audited Financial Results of the Company for the year ended March 31, 2025.

This declaration is issued in compliance of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2025 as amended from time to time.

You are re requested to take the same on records.

Thanking You,

Yours Faithfully,

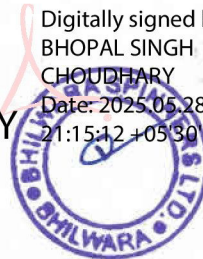
For Bhilwara Spinners Limited



**Bhopal Singh Choudhary**  
Chief Financial officer  
PAN: AAQPC4750K

**BHOPAL  
SINGH  
CHOUHARY**

Digitally signed by  
BHOPAL SINGH  
CHOUHARY  
Date: 2025.05.28  
21:15:12 +05'30'





S.C. Kabra

B.Com., FCA, ACS, DISA (ICAI)

B. M. Bhandari

B.Com., FCA

Vinod Jain

B.Com., FCA

**ABN & Co.**  
CHARTERED ACCOUNTANTS

612, Vakratunda Corporate Park,  
Vishweshwar Nagar, Near Udipi Vihar,  
Off Aarey Road, Goregaon (E),  
Mumbai - 400 063.  
Tel. : 022 - 66719058 / 66719417  
E-Mail : sckabra@hotmail.com

**Independent Auditor's Report on Audit of the Standalone Annual Financial Results of Bhilwara Spinners limited ("the company") pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, as amended**

To the Board of Directors of

**Bhilwara Spinners limited**

**Opinion**

We have audited Standalone Annual Financial Results for the year ended 31st March, 2025 included in the accompanying "Statement of Standalone Annual Financial Results for the Quarter and Year Ended 31st March, 2025" (refer "Other Matter" section below) of **Bhilwara Spinners limited** ("the Company"), which is being submitted by the Company Pursuant to the requirements of Regulations 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the LODR Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Standalone Annual Financial Results for the year ended 31st March, 2025:

- i) are presented in accordance with the requirements of Regulations 33 and 52 of the LODR Regulations; and
- ii) (ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the Company for the year then ended.

**Basis for Opinion on the Audited Standalone Annual Financial Results for the year ended 31st March, 2025**

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in Auditor's Responsibilities section below. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Annual Financial Results for the year ended 31st March, 2025. under the provision of Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirement in accordance with these requirement and the ICAI's code of ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

**Responsibilities of the Management and Board of Directors for the Statement**

This Statement which includes the Standalone Annual Financial Results is the responsibility of the Company's Board of Directors and has been approved by them for issuance. The Standalone Annual



**OFFICES**

Indore (H.O.) ☎ 0731 - 4225229/4044770  
Durg ☎ 0788-2325820

Financial Results for the year ended 31st March, 2025 has been compiled from the related audited Standalone Annual Financial statements. This responsibility includes the preparation and presentation of the Standalone Annual Financial Results for the quarter and year ended 31st March, 2025 that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulations 33 and 52 of the LODR Regulations. 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 the 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 Statement that give a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Statement, the management and 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 intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results for the year ended 31st March, 2025**

Our objectives are to obtain reasonable assurance about whether the Standalone Annual Financial Results for the year ended 31st March, 2025 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 this Annual Standalone Annual Financial Results.

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

- Identify and assess the risks of material misstatement of the Annual Standalone Annual Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.



- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulations 33 and 52 of the LODR Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 Annual Standalone Annual Financial Results 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 Annual Standalone Annual Financial Results, including the disclosures, and whether the Annual Standalone Annual Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Annual Standalone Annual Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Annual Financial Results may be influenced. We consider quantitative materiality and qualitative factors (i) in 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 Standalone Annual Financial Results.

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 financial controls that we identify during our audit.

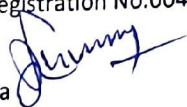
We also those charged with government with a statement that we have complied with relevant ethical requirement regarding independence, and to communicate with them all relationship and other matter that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### Other Matter

The statement includes the results for the quarter ended 31<sup>st</sup> March, 2025 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us, as required under LODR Regulations. Our opinion on the Audit of the Standalone Annual Financial Results for the year ended 31<sup>st</sup> March 2025 is not modified in respect of this matter.



For ABN & Co.  
Chartered Accountants  
Firm's Registration No.004447C

S C Kabra   
Partner  
M.No.035604  
Date: 28<sup>th</sup> May, 2025  
UDIN: 25035604BMJLFE4443

# BHILWARA SPINNERS LIMITED

CIN L17116RJ1980PLC000217  
Regd. Office: 26, Industrial Area, Bhilwara, Rajasthan

## AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2025

(Rs. in Lac)

SL. No.	Particulars	Quarter ended			Financial year ended	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	<b>INCOME</b>					
i	Revenue from Operations	770.67	165.51	148.31	2498.82	840.24
ii	Other Income	1.22	2.95	7.64	10.00	14.94
iii	<b>Total Income (I+II)</b>	<b>771.89</b>	<b>168.46</b>	<b>155.95</b>	<b>2506.82</b>	<b>955.18</b>
IV	<b>Expenditure</b>					
a.	Cost of Material Consumed	272.01	18.22	0	1404.77	704.31
b	Purchases of Trading goods	25.77	47.81	664.9	290.37	160.60
c.	Increase/decrease in stock in trade and work in progress	184.98	68.59	(529.27)	271.03	(30.69)
d	Employees cost	46.39	5.13	4.22	59.21	17.60
e	Finance Cost	73.74	4.32	6.30	79.85	10.11
f	Depreciation	65.94	3.16	0.52	71.90	2.05
g	Other expenditure	121.17	17.06	8.21	152.07	32.02
	<b>Total</b>	<b>789.00</b>	<b>164.29</b>	<b>154.88</b>	<b>2329.20</b>	<b>896.00</b>
V	<b>Profit from Operations before Tax &amp; Exceptional Items (III-IV)</b>	<b>(17.11)</b>	<b>4.17</b>	<b>1.07</b>	<b>177.62</b>	<b>59.18</b>
VI	Exceptional Items (Refer Note 6 Below)	0.00	0.00	68.17	67.04	150.33
VII	<b>Profit before Tax</b>	<b>(17.11)</b>	<b>4.17</b>	<b>69.24</b>	<b>244.66</b>	<b>209.51</b>
VIII	<b>Tax expense</b>					
a	Current tax	19.96	0.92	12.24	42.09	35.72
b	Deferred tax	(4.52)	0.00	0.00	29.51	0.40
IX	<b>Net Profit (+)/Loss(-) from Ordinary Activities after tax (9-10)</b>	<b>(32.55)</b>	<b>3.25</b>	<b>57.00</b>	<b>173.06</b>	<b>173.39</b>
X	Other Comprehensive Income(Loss) Net of Income Tax	-	-	-	-	-
a)	Item that will not be reclassified to Profit or (Loss)	-	-	-	-	-
	<b>Total Other Comprehensive Income(Loss) Net of Income Tax</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XI	<b>Total Comprehensive Income For the period</b>	<b>(32.55)</b>	<b>3.25</b>	<b>57.00</b>	<b>173.06</b>	<b>173.39</b>
XII	<b>Paid-up equity share capital</b>	<b>905.36</b>	<b>905.36</b>	<b>905.36</b>	<b>905.36</b>	<b>905.36</b>
	(Face Value of the Share Rs.10/-per share)					
XIII	<b>Other Equity</b>					<b>3452.5</b>
XIV	<b>Earnings Per Share (EPS) (In Rs.) Basic</b>	<b>(0.36)</b>	<b>0.04</b>	<b>0.63</b>	<b>1.91</b>	<b>1.92</b>
	<b>Diluted EPS before &amp; after Extraordinary Items for the period, for the year to date and for the previous year (not annualized)</b>			<b>0.78</b>		<b>2.36</b>

**Notes:**

- 1 The above results were reviewed by the Audit Committee and thereafter were approved and taken on record by the Board of Directors in their meeting held on May 28 2025.
- 2 There are no separate reportable segments.
- 3 There was no Investor's complaint pending at the beginning of the quarter ended 31st March, 2025. The Company received 2 complaints and resolved all of them during the quarter.
- 4 The figures of the previous period/year have been regrouped and recast wherever necessary.
- 5 Company considering various alternatives for revival of the business, accounts continued to be prepared on going concern basis.
- 6 As the operations came to standstill, the Company, in order to meet its obligation to the lenders, Revival of Business sold its plant & machinery and part of the land pursuant to the approval of the shareholders obtained through Postal Ballot on August 25, 2009. Accordingly, the company has recorded exceptional gain(Loss) of Rs. Nil during the quator and Rs. 67.04 Lac up to the period on account of disposal of land & building.
- 7 Ref to Exchange Communication dt. 14.12.2021 and 07.11.2023 Regarding Expansion of Rs 75 Crore and revised Capex amounting to Rs. 111.15 Crore on new Denim Unit. On this project Rs. 10292.40 Laacs have been incurred Till 31.03.2025 and 24.80 Lac Paid as advance against Booking of Machinery to Suppliers till 31.03.2025. From above Capex Weaving section production Started on 27.12.2024.

Date : 28th May, 2025  
Place : Bhilwara (Rajasthan)

By order of the Board  
For Bhilwara Spinners Limited

  
**ANSHUL KOTHARI**  
Managing Director  
Din-02624500



*Anshul*  
S.C. Kothari  
MN 035604  
FRN 004447C


<b>BHILWARA SPINNERS LIMITED</b>		
<b>STATEMENT OF ASSETS &amp; LIABILITIES AS ON 31.03.2025</b>		
		(Rs. In Lacs.)
Particulars	As At	
	As at March 31,2025	As at March 31,2024
	Audited	Audited
<b>ASSETS</b>		
<b>(1) Non-current Assets</b>		
(a) Property, plant and equipment	5,374.42	819.41
(b) Capital work in progress	5,648.50	7,036.05
(c) Financial Assets		
(i) Loans	37.76	32.60
(ii) Other Financial Assets	54.97	154.48
(d) Deffer Tax Asset	-	0.24
(e) Other non-current assets	39.73	3.89
	<b>11,155.38</b>	<b>8,046.67</b>
<b>(2) Current Assets</b>		
(a) Financial Assets		
(i) Trade Receivables	247.05	51.81
(ii) Other Current Assests	609.77	795.00
(iii) Cash & Cash Equivalents	23.06	3.41
(iv) Inventory	218.42	892.79
(b) Other Current Assets	-	-
	<b>1,098.30</b>	<b>1,743.01</b>
<b>TOTAL ASSETS</b>	<b>12,253.68</b>	<b>9,789.68</b>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY</b>		
(a) Equity Share Capital	905.36	905.36
(b) Other Equity	3,625.56	3,452.50
	<b>4,530.92</b>	<b>4,357.86</b>
<b>LIABILITIES</b>		
<b>(1) Non - Current Liabilities</b>		
(a) Borrowings	6,515.80	5,059.67
(b) Financial Liabilities	90.35	23.80
(c) Defferd Tax Liabilities	29.27	
	<b>6,635.42</b>	<b>5,083.47</b>
<b>(2) Current Liabilities</b>		
(a) Financial Liabilities		
(i) Borrowing	890.85	222.67
(ii) Trade Payables	63.20	68.51
(b) Other Current Liabilities	112.98	56.40
(c) Current Tax Liabilities (Net)	20.30	0.77
	<b>1,087.33</b>	<b>348.35</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>12,253.68</b>	<b>9,789.68</b>

For Bhilwara Spinners Limited

Date : 28th May, 2025  
Place : Bhilwara (Rajasthan)

  
ANSHUL KOTHARI  
Managing Director  
DIN-02624500



  
S.C. Kothari  
MN 035604  
FRN 004447C

# BHILWARA SPINNERS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

Particulars	YEAR END 31.03.2025		YEAR END 31.03.2024	
			(In Lacs)	
	Rs.	Rs.	Rs.	Rs.
<b>Cash flows from operating activities</b>				
Profit before taxation		244.66		209.51
Adjustments for:				
Depreciation and amortization expense	71.90		2.05	
Profit on sale of fixed assets (Net)	(67.04)		(150.33)	
Interest received	(10.00)		(14.94)	
Interest expenses	79.85		10.11	
		74.71		(153.11)
		319.37		56.40
(Increase)/ decrease in trade and other receivables	58.44		(732.31)	
(Increase)/ decrease in inventories	663.72		(540.65)	
Increase/ (decrease) in trade payables and other liabilities	167.35		243.92	
		889.51		(1,029.04)
		1,208.88		(972.64)
Income taxes paid	42.11		35.72	35.72
<b>Net cash from operating activities</b>		1,166.77		(1,008.37)
<b>Cash flows from investing activities</b>				
Purchase of property, plant and equipment	(3,279.98)		(5,999.70)	
Proceeds from sale of property, plant and equipment	78.40		168.43	
Interest received	10.00		14.94	
Dividend received	-		-	
<b>Net cash from investing activities</b>		(3,191.58)		(5,816.33)
<b>Cash flows from financing activities</b>				
Proceeds from issue of share capital			1,490.13	
Proceeds from long term borrowings	2,124.30		5,059.66	
Interest paid	(79.85)		(10.11)	
Dividend paid				6,539.68
<b>Net cash from financing activities</b>		2,044.45		
<b>Net Increase/(decrease) in cash and cash equivalents</b>		19.64		(285.02)
Cash and cash equivalents at beginning of reporting period		3.42		288.44
Cash and cash equivalents at end of reporting period		23.06		3.42
<b>Cash &amp; Cash equivalents:</b>				
Cash and cash equivalents consist of cash on hand and balances with banks, Cash and cash equivalents included in the				
		23.06		3.42
Cash on hand and bank balances				
Short term investments		23.06		3.42
Cash and cash equivalents as reported				
Effect on exchange rate changes		23.06		3.42
Cash and cash equivalents as restated				

Place : Bhilwara (Rajasthan)  
Date : 28/05/2025  
Place : Bhilwara (Rajasthan)

For Bhilwara Spinners Limited

  
**ANSHUL KOTHARI**  
Managing Director  
DIN 02624500



S.C. Kabra  
MN 035604  
FRN 004447C

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web : www.bhilspin.com

## Annexure-C

Brief Profile and other details as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 with respect to:

### Appointment of Statutory Auditor

Sr. No.	Details of the event that need to be provided	Information of Such events
1.	Name of the Statutory Auditor	M/s. CLB & Associates,
2.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of M/s. CLB & Associates, Chartered Accountants (Firm Registration Number: 124305W) as Statutory Auditors of the Company in place of M/s. ABN & Co., Chartered Accountants (Firm Registration Number: 004447C) upon completion of their term.
3.	Date of Appointment/Re-appointment/cessation (as applicable) & Terms of Appointment/Re-appointment	The board in its meeting held on 28 <sup>th</sup> May, 2025 approved appointment of M/s. CLB & Associates, Chartered Accountants (Firm Registration Number: 124305W) as Statutory Auditors of the Company for the Term of 5 (five) years commencing from the conclusion of the ensuing Annual General Meeting ('AGM') till the conclusion of the AGM to be held in year 2030.
4.	Brief Profile (in case of appointment)	M/s CLB & Associates, Chartered Accountants, Mumbai (Maharashtra) was established in 2003 and is one of the top CA firms in Mumbai. Its firm Registration No. is 124305w. The firm provides professional services in the area of Statutory Audit, Internal Audit, Accounting, Direct Tax, Indirect Tax, Financial, Corporate Advisory and Valuation Services.
5.	Disclosure of relationships between directors (in case of appointment of a director)	None



# BHILWARA SPINNERS LTD.

CIN L17115RJ1980PLC008217

26, Industrial Area, Post Box No. 6,  
Gandhi Nagar, Bhilwara -311 001 (Rajasthan) India

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## Annexure-B

Brief Profile and other details as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 with respect to:

### Appointment of Internal Auditor

Sr. No.	Details of the event that need to be provided	Information of Such events
1.	Name of the Internal Auditor	Mr. R.S.POKHARNA
2.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment
3.	Date of Appointment/Re-appointment/cessation (as applicable) & Term of Appointment/Re-appointment	The board in its meeting held on 28 <sup>th</sup> May, 2025 approved appointment of M/s. R S Pokharna and Associates (Firm Registration No. 008560C), as Internal Auditor of the Company for the financial year 2025-26 to conduct Internal Audit of the Company.
4.	Brief profile (in case of appointment)	M/s R S Pokharna and Associates, Chartered Accountants, Bhilwara (Rajasthan) was established in 1997 and is one of the top CA firms in Bhilwara. Its firm Registration No. is 008560C. The firm provides professional services in the area of Statutory Audit, Internal Audit, Accounting, Direct Tax, Indirect Tax, Financial, Corporate Advisory and Valuation Services.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



# BHILWARA SPINNERS LTD.

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## Annexure-A

Brief Profile and other details as per SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 with respect to:

### Appointment of Secretarial Auditor

Sr. No.	Particulars	Information on Such event
1.	Name of the Secretarial Auditor	Mr. Rajendra Kumar Jain Proprietor of M/s R.K. Jain & Associates, Practicing Company Secretaries (FCS No. 4584, COP No. 5866)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment
3.	Date of Appointment/Re-appointment/cessation (as applicable) & Terms of Appointment/Re-appointment	The board in its meeting held on 28 <sup>th</sup> May, 2025 approved appointment of M/s R.K. Jain & Associates, Practicing Company Secretaries (Certificate of Practice No. 5866, Peer Review Certificate No. 1361/2021 valid upto 31.07.2026), as the Secretarial Auditors of the Company, for the first term of five consecutive years commencing from financial year 2025-26, subject to approval of shareholders at the ensuing Annual General Meeting.
4.	Brief Profile (in case of appointment)	<p><b>Name of the Auditor:</b> Mr. Rajendra Kumar Jain Proprietor of M/s R.K. Jain &amp; Associates.</p> <p><b>Field of Experience:</b> Having good working experience and proficiency in all matters related to company law, SEBI, Direct &amp; Indirect Taxation and various other business laws.</p> <p><b>About the auditor:</b> M/s R.K. Jain &amp; Associates (Bhilwara, Rajasthan) Practicing Company Secretaries, is a peer reviewed firm (Peer Review Certificate No 1361/2021).</p> <p>Mr. Rajendra Kumar Jain Proprietor of this firm is a Fellow member (FCS 4584) of ICSI holding a valid COP (COP No 5866).</p>



		He has an experience in the field of Secretarial Compliances. He has handled various compliances related to Corporate Secretarial functions including Board processes, Secretarial Audit, Due Diligence, corporate governance matters etc. under the Companies Act and the SEBI Regulations. The firm is committed to provide timely and effective service to its clients.
5.	Disclosure of relationships between directors (in case of appointment of a director)	None

