CENLUB

CENLUB Industries Limited

CIL/SE/R-25/2025-26/345 30.08.2025

To,
The Manager,
Department of Corporate Services,
BSE Limited
1st Floor New Trade Wing
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street Fort,
Mumbai- 400001

Ref.: BSE Scrip Code No. 522251 : ISIN INE627F01011

Sub : Notice of the 33rd Annual General Meeting along with the Annual Report for the Financial Year 2024-2025 under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements),Regulations.2015

Dear Sir/Ma'am,

With reference to the captioned subject, we are submitting herewith the Notice of Annual General Meeting ("AGM") along with the Annual Report for the Financial Year 2024-2025, which is being sent to the Shareholders.

The 33rd Annual General Meeting of the Company will be held on Friday, the 26th September, 2025 at 10.30AM at Aggarwal Sewa Sadan, D-48, Sector-11, Faridabad-121006, (Haryana).

The Schedule of events relating to the AGM is set out below:

Events	**Day and Date**	**Time (IST)**
Relevant Date/Record Date/Cut-off date to vote on AGM Resolution	Friday , 19th September,2025	NA
Book Closure Date for AGM	Saturday, 20th September,2025 to Friday,26.09.2025(both days inclusive)	NA
Remote e-voting Start date and time	Tuesday , 23rd September,2025	09:00 A.M
Remote e-voting End date and time	Thursday ,25th September,2025	05:00 P.M
AGM date and time	Friday,26th September,2025	10.30 A.M

The Annual Report containing the notice is also uploaded on the Company's website web link: https://cenlub.in/investor/annual-report-2024-2025.pdf & https:/cenlub.in/investor/notice-of-agm-2025.pdf

Kindly take the same on record

Thanking You,

Yours truly,

For CENLUB INDUSTRIES LIMITED

Madhu

Madhu Mittal)
Chairperson-Cum -Managing Director
Din:00006418

CENLUB

CENLUB INDUSTRIES LTD.

33rd ANNUAL REPORT 2024-25

www.cenlub.in

CORPORATE Information

BANKERS	HDFC Bank Limited
AUDITORS	**SINGLA TAYAL & CO.** Chartered Accountants
COMPANY SECRETARY	**ANKUR GOYAL**

REGISTERED OFFICE :

Plot No- 233 & 234 , Sector-58,
Ballabgarh, Faridabad – 121 004(Haryana)
Ph: 91-8826794470 / 71
E mail : cenlub@cenlub.in
Website : www.cenlub.in

DELHI OFFICE :

Office No. 02, G/F
Mandirwali Building
Ch. Dharamveer Market
Badarpur, New Delhi-110044
Contact No. : 9650539364

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33rd Annual Report 2024-2025

AGM-2025

DATE : 26.09.2025
DAY : Friday
TIME : 10.30 A.M.

VENUE

AGGARWAL SEWA SADAN
D-48, SECTOR-11
FARIDABAD 121006
(HARYANA) INDIA

Chairman's Letter

MESSAGE FROM THE CHAIRPERSON & MANAGING DIRECTOR

Dear Stakeholders,

It is with immense pride that I present to you the 33rd Annual Report of Cenlub Industries Limited for the financial year 2024–25. This year has been a journey of steady progress, with revenues showing an upward trend over the previous year. More importantly, it has been a year that reinforced our belief in the strength of our people, our vision, and our collective determination to move forward.

At Cenlub, we view every challenge as an opportunity to reinvent ourselves. Over the past year, we have emerged stronger, more resilient, and more confident in our ability to deliver value. This renewed energy is not just reflected in our numbers but also in the enduring trust our clients and partners place in us. For this, I extend my heartfelt gratitude to all who have been part of this journey.

Our aspiration is not only to grow, but to grow with purpose. To achieve this, we continue to invest in what we call our Core Pillars—our people, our technology, our knowledge, our supply network, and our financial strength. These foundations are the building blocks that will drive us into the next chapter of growth, and we remain committed to strengthening them in the years ahead.

We are equally mindful of our responsibility beyond business. Through our CSR efforts and governance practices, we are striving to contribute meaningfully to the society and create sustainable pathways for future generations. Each step forward is a reminder that success is most fulfilling when it uplifts communities around us.

But above all, the real story of Cenlub is written by its people. It is the passion of our employees, the trust of our customers, and the collaboration of our partners that define who we are. To every team member who went the extra mile, to every customer who believed in us, and to every associate who walked alongside us—I offer my deepest thanks.

As we look ahead, we do so with optimism and determination. The journey before us is filled with promise, and together, I am confident we will reach new milestones, inspire greater trust, and create a future that we can all be proud of.

Let us continue this journey with the same spirit of unity, innovation, and commitment that has brought us this far. The best is yet to come.

With warm regards,

Madhu Mittal

Chairperson Cum Managing Director

BOARD OF DIRECTORS

Madhu Mittal
Chairperson and Managing Director

Aman Mittal
Executive Director

Ansh Mittal
Executive Director

Dinesh Kaushal
Director

Aalok Sharma
Director

Kamlesh Kumar Johari
Director

NOTICE is hereby given that the 33rd(Thirty Third)Annual General Meeting("AGM") of the members of Cenlub Industries Limited ("the Company") will be held onFriday, the 26th September, 2025 at 10.30 A.M.(IST) at Aggarwal Sewa Sadan,D-48, Sector-11, Faridabad-121006,(Haryana) to transact the following businesses:

ORDINARY BUSINESS:

1. ADOPTION OF THE AUDITED STANDALONE FINANCIAL STATEMENT AS ON MARCH 31, 2025

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution with or without modification:

"**RESOLVED** THAT the Audited Standalone Financial Statements for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered, approved and adopted."

2. Re-APPOINTMENT OF MR. AMAN MITTAL (DIN: 00006435) AS EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION

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

"**RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Members of the Company, be and is hereby accorded to the re-appointment of Mr. Aman Mittal (DIN : 00006435), who retires by rotation and being eligible offers himself for re-appointment as Director, liable to retire by rotation."

SPECIAL BUSINESS:

3. APPOINTMENT OF SECRETARIAL AUDITOR

To consider and if thought fit, to pass, with or without modification, the following resolution as an Ordinary resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for appointment of Mrs. Apoorva Singh,Practising Company Secretary (Certificate of Practice No. 13277) (Peer Review No. 1322/2021) as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from financial Year 2025-26 till financial year 2029-30, to conduct a Secretarial Audit of the Company and to issue the Secretarial Audit Report as required under Section 204 of the Act and Regulation 24A(1)(a) of the Listing Regulations and to issue Annual Secretarial Compliance Reportas required under Regulation 24A(1)(a) of the Listing Regulationsat such remuneration as may be determined by the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT approval of the members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws at such remuneration as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of directors of the company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

4. APPOINTMENT OF MR. AALOK SHARMA (DIN: 11221434) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider & if thought fit, to pass, with or without modification(s), following resolution as Special resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for appointment of Mr. Aalok Sharma (DIN: 11221434), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors, with effect from August 12, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Act, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for period of 5 consecutive years commencing from August 12, 2025 to August 11, 2030.

5. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. ANSH MITTAL, AS WHOLE TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER TERMS AND CONDITIONS INCLUDING REMUNERATION

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, read with Schedule V to the Companies Act, 2013 ("Act"), the Rules framed thereunder or any other statutory modification(s) or re-enactment thereof and pursuant to the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approvals of the Audit Committee and Board of Directors in the meetings both held on April 30, 2025, and the consent of the Members be and is hereby accorded for the re-appointment of Mr. Ansh Mittal (DIN : 00041986) as Whole Time Director of the Company for a period of 3 (Three) years with effect from May 1, 2025 to April 30, 2028 on the terms, conditions including remuneration and perquisites as placed before the Board, with the authority to the Board of Directors (hereinafter referred to as "the Board," which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule V to the Act, or any statutory modification(s) or re-enactment thereof.

The remuneration and terms and conditions are as set out below:-

Terms & Conditions of Appointment:

The Company shall pay the following remunerations to Mr. Ansh Mittal as Whole Time Director (Executive Director):

A	Basic Salary: Rs. 10,00,000/-, Rs.11,00,000/- , Rs.1265000/- per month for the first, second and, third year respectively. The annual increments will be effective 1st April each year.
B	Benefits, Perquisites, Allowances: In addition to the basic salary referred to in para A. above, the Whole Time Director shall be entitled to: i. House rent allowance @ 50% of Basic Salary. ii. Special allowance @ 10% of Basic Salary. iii. Leave Travel Assistance (LTA) for self and family once in a year, as per the rules of the Company. iv. Medical Reimbursement: Reimbursement of medical expenses incurred, including premium on health insurance policies, whether in India or abroad, for self and family including hospitalization, surgical charges, nursing charges, and domiciliary charges. [For this purpose, family includes spouse and dependent children]. v. Personal Accident Insurance / Group Life Insurance / Foreign Travel Policy, as per the Scheme of the Company. vi. Provision of a car with chauffer used for personal and Company's business. vii. Gas, electricity and water charges (at actuals). viii. Annual fees of club (subject to maximum of two clubs). ix. Contribution to the provident fund and pension/ superannuation fund and gratuity as per the rules of the Company. x. Other benefits : a. Leave on full pay and allowances as per rules of the Company. Leave unavailed, can be encashed at the end of the tenure. b. Such other allowances, benefits, amenities and facilities as may be provided by the Company to other senior executives from time to time. Perquisites at point no. (vi) above shall be valued as per the Income-Tax Rules, 1962, or any re-enactment thereof, wherever applicable. In the absence of any such rules, the perquisites shall be valued at actual costs.
C	Commission: Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable under A. & B. above, calculated with reference to the net profits of the Company in a particular financial year, subject to the overall ceilings stipulated in Sections 197 and 199 and Schedule V of the Act. The commission payable to the Whole Time Director will be paid annually. The remuneration payable to Whole Time Director is subject to overall ceiling as per the applicable provisions of Sec 197, 198 read with Schedule V of the Companies Act, 2013 as amended from time to time, with liberty to the Board of Directors to alter or vary the terms and conditions of the remuneration, and as is acceptable to Mr. Ansh Mittal, and subject to such approvals as required.

D. Other terms:

(i) Notice Period: 3 months on either side or gross salary in lieu thereof.

(ii) So long as Mr. Ansh Mittal functions as the Whole Time Director of the Company, he shall not be subject to retirement by rotation, and shall not be paid any fees for attending the meetings of the Board of Directors of the Company or any Committee(s) thereof.

E. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole Time Director, Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as above.

6. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. AMAN MITTAL, AS WHOLE TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER TERMS AND CONDITIONS INCLUDING REMUNERATION

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, read with Schedule V to the Companies Act, 2013 ("Act"), the Rules framed thereunder or any other statutory modification(s) or re-enactment thereof and pursuant to the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approvals of the Audit Committee in the meetings held on May 29, 2025, and the consent of the Members be and is hereby accorded for the re-appointment of Mr. Aman Mittal (DIN : 00006435) as Whole Time Director of the Company for a period of 3 (Three) years with effect from August 1, 2025 to July 31, 2028 on the terms, conditions including remuneration and perquisites as placed before the Board, with the authority to the Board of Directors (hereinafter referred to as "the Board," which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule V to the Act, or any statutory modification(s) or re-enactment thereof.

The remuneration and terms and conditions are as set out below:-

Terms & Conditions of Appointment:

The Company shall pay the following remunerations to Mr. Aman Mittal as Whole Time Director (Executive Director):

A	Basic Salary: Rs. 10,00,000/-, Rs.11,00,000/-, Rs.1265000/- per month for the first, second and, third year respectively. The annual increments will be effective 1st April each year.
B	Benefits, Perquisites, Allowances: In addition to the basic salary referred to in para A. above, the Whole Time Director shall be entitled to: i. House rent allowance @ 50% of Basic Salary. ii. Special allowance @ 10% of Basic Salary. iii. Leave Travel Assistance (LTA) for self and family once in a year, as per the rules of the Company. iv. Medical Reimbursement: Reimbursement of medical expenses incurred, including premium on health insurance policies, whether in India or abroad, for self and family including hospitalization, surgical charges, nursing charges, and domiciliary charges. [For this purpose, family includes spouse and dependent children]. v. Personal Accident Insurance / Group Life Insurance / Foreign Travel Policy, as per the Scheme of the Company. vi. Provision of a car with chauffer used for personal and Company's business. vii. Gas, electricity and water charges (at actuals). viii. Annual fees of club (subject to maximum of two clubs). ix. Contribution to the provident fund and pension/ superannuation fund and gratuity as per the rules of the Company. x. Other benefits : a. Leave on full pay and allowances as per rules of the Company. Leave unavailed, can be encashed at the end of the tenure. b. Such other allowances, benefits, amenities and facilities as may be provided by the Company to other senior executives from time to time. Perquisites at point no. (vi) above shall be valued as per the Income-Tax Rules, 1962, or any re-enactment thereof, wherever applicable. In the absence of any such rules, the perquisites shall be valued at actual costs.
C	Commission: Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable under A. & B. above, calculated with reference to the net profits of the Company in a particular financial year, subject to the overall ceilings stipulated in Sections 197 and 199 and Schedule V of the Act. The commission payable to the Whole Time Director will be paid annually. The remuneration payable to Whole Time Director is subject to overall ceiling as per the applicable provisions of Sec 197, 198 read with Schedule V of the Companies Act, 2013 as amended from time to time, with liberty to the Board of Directors to alter or vary the terms and conditions of the remuneration, and as is acceptable to Mr. Aman Mittal, and subject to such approvals as required.

D. Other terms:

(i) Notice Period: 3 months on either side or gross salary in lieu thereof.

(ii) So long as Mr. Aman Mittal functions as the Whole Time Director of the Company, he shall not be subject to retirement by rotation, and shall not be paid any fees for attending the meetings of the Board of Directors of the Company or any Committee(s) thereof.

E. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole Time Director, Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as above.

By Order of the Board of Directors
For Cenlub Industries Limited
Madhu Mittal
Chairperson and Managing Director
DIN:00006418

Place: Faridabad
Date: August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE SENT TO THE COMPANY SO AS TO REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**

   Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy Form is enclosed.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of the Notice. Also, the relevant details in respect of Directors seeking appointment/reappointment at the Annual General Meeting in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard, SS-2 on General Meetings are annexed to the Notice.

3. The Register of Members and Share Transfer Books of the Company will remain closed fromSaturday,20thSeptember, 2025 to Friday, 26thSeptember,2025 (both days inclusive).

4. Corporate Members/institutional investors intending to send their authorised representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution/ authorization letter authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.

5. All documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday, up to the date of AGM between 11:00 a.m. and 5:00 p.m.

6. In case of joint holders attending the Annual General Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the meeting.

7. Members/Proxies attending the meeting are requested to bring the Attendance Slips (duly completed) in the meeting.

8. The Notice of the Annual General Meeting along with the Annual Report 2024-25 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2024-25 will also be available on the Company's website viz. www.cenlub.in., website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and website of the CDSL at www.evotingindia.com. Members holding shares in demat mode, who have not registered/updated their email addresses are requested to register/update their email addresses with their respective DP, and members holding shares in physical mode are requested to register/update their email addresses with the Company's RTA, Beetal Financial & Computer Services (P) Limited at beetal@beetalfinancial.comor can intimate the same to the Company.

9. Members holding the shares in physical form are requested to immediately intimate any changes pertaining to their name, address, registered e mail id, bank details etc. to the Registrar and Share Transfer Agent (RTA) of the Company at Beetal Financial & Computer Services (P) Limited, Address: Beetal House,3rd Floor, 99, Madangir, Behind LSC, Near Dada HarshukhdasMandir, New Delhi -110062, Ph.: 011-29961281-83; Email Id:beetal@beetalfinancial.com. Members holding shares in dematerialized form are requested to intimate any changes of the above mentioned details to their Depository Participant. Changes intimated to the Depository Participant will be automatically reflected in the Company's records.

10. Members of the Company may kindly note that the shares of the Company are traded on Bombay Stock Exchange Ltd. (BSE) compulsorily in demat mode. Hence, the Members who are still holding physical share certificates are advised that it is in their own interest to dematerialize their shareholding to avail benefits of dematerialization viz. easy liquidity, electronic transfer, savings in stamp duty and prevention of forgery.

11. Members may please note that SEBI vide its Circular dated 25th January, 2022 has mandated the listed companies to issue securities in demat form only while processing investors' service requests viz. issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificates; consolidation of securities certificates/ folios and transposition. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

12. We would like to draw your kind attention to the following urgent matters, which require your immediate action:

- **PAN, KYC, NOMINATION AND BANK DETAILS**

SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023 has mandated all listed entities to ensure that members holding shares in physical form shall update their PAN, KYC, Nomination and Bank account details (if not updated or provided earlier) through the respective RTA. Accordingly, members are requested to update the requisite details and the forms for updating the same are available at http://cenlub.in/investor-relations/.

Service requests or investor complaints from any member, cannot be processed by RTA until registration/updation of PAN,KYC, Nomination and Bank account details in the records of the Company's RTA. Members holding shares in electronic form are requested to submit their PAN, KYC, Bank and Nomination details to their depository participants.

- **INTIMATING CHANGE**

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

a. For shares held in electronic form: to their Depository Participants (DPs)

b. For shares held in physical form: register/update the details in prescribed Form ISR-1 and other relevant forms with RTA of the Company at beetalrta@gmail.com or by writing to them at M/s Beetal Financial & Computer Services (P) Limited, Address: Beetal House,3rd Floor, 99, Madangir, Behind LSC, Near Dada HarshukhdasMandir, New Delhi -110062, Ph.: 011-29961281-83.

- **DEMATERIALISATION OF SHARES**

SEBI vide its circular No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018, has mandated that w.e.f. April 01, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised ("Demat") form with a depository. In light of the same, shareholders arerequested to kindly convert their physical shares in Demat form to avoid hassle in the transfer of shares.

- **ISSUANCE OF SECURITIES IN DEMATERIALISED FORM IN CASE OF INVESTOR SERVICE REQUESTS**

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 datedJanuary 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processingservice requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange ofsecurities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a dulyfilled and signed Form ISR – 4, the format of which is available on the Company's website at http://cenlub.in/investor-relations/. It may be noted that any service request can be processedonly after the folio is KYC-Compliant.

- **UNCLAIMED DIVIDEND**

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 datedJanuary 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processingservice requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange ofsecurities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a dulyfilled and signed Form ISR – 4, the format of which is available on the Company's website at http://cenlub.in/investor-relations. It may be noted that any service request can be processedonly after the folio is KYC-Compliant.

Members are requested to note that dividends if not encashed for a consecutive period of seven years from the dateof transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education andProtection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the Demataccount of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, withinthe stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim thesame by making an application to the IEPF Authority in Form No. IEPF-5 available on : www.iepf.gov.in

Members who wish to claim their unclaimed dividend(s) may send a written request to the Company on e-mail Id. investors@cenlub.in or to the Company's RTA on e-mail Id.

beetalrta@gamil.com or by post to RTA'saddress at M/s Beetal Financial & Computer Services (P) Limited., Address: Beetal House ,3rd Floor, 99, Madangir, Behind LSC, Near Dada HarshukhdasMandir, New Delhi -110062, Ph.: 011-29961281-83.

13. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the management to keep the information ready at the Annual General Meeting.

14. Thre route map showing directions to reach the venue of the 33rd AGM is annexed.

15. Voting through electronic means:

a) In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide remote e-voting facility to the members of the Company to exercise their right to vote by electronic means in respect of the resolutions to be passed at the 33rd Annual General Meeting.

b) The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") will be provided by the Central Depository Services (India) Limited ("CDSL"). The e-voting facility will be available at the link www.evotingindia.com.

c) The remote e-voting period begins on 23rd September, 2025 at 9.00 a.m. and ends on 25th September, 2025 at 5.00 p.m. During this period shareholders of the Company holding shares either in physical form or in dematerialized form as on 19th September, 2025 being the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

d) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositaries as on 19th September, 2025 (the "Cut-off Date") only shall be entitled to vote through remote e-voting and at the AGM.

e) At the venue of AGM, voting shall be done through ballot papers and the members attending AGM who have not cast their vote by remote e-voting shall be entitled to cast their vote through Ballot papers.

f) Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again in the meeting.

g) The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting process along with printed attendance slips and proxy forms can be downloaded from the link www.cenlub.in or www.evotingindia.com

h) A person who is not a member of the Company as on the cut-off date should treat this Notice for the information purposes only.

i) Members holding multiple folios/demat accounts may choose the voting process separately for each folio/demat account.

j) The voting rights of the members shall be in proportion to the paid up value of their shares in the equity capital of the Company as on the cut-off date.

k) A member can opt only one mode of voting i.e. either in person or through proxy at the meeting or through remote e voting.

16. The Board of Directors has appointed Mrs. Apoorva Singh, Practicing Company Secretary as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

17. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than two working days of the conclusion of the Meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the meeting and the results shall be declared by the Chairman.

18. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.cenlub.in and on the website of the CDSL -www.evotingindia.com, immediately after the declaration of result by the Chairman. The result will simultaneously be communicated to the BSE Limited where the securities of the Company are listed.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) The voting period begins on 23rd September, 2025 at 9.00 a.m. and ends on 25th September, 2025 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 19th September, 2025 the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to **SEBI Circular No. SEBI/HO/CFD /CMD/CIR/P/2020/242** dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/ CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider

Type of shareholders	Login Method
	name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at http://eservices.nsdl.com Select "Register Online for IDeAS "Portal or click at http://eservoce.nsdl.com /secureWeb /IdeaDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL:http://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can clickon http://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii)Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporate" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting @cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;investors@cenlub.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk. evoting@cdslindia.com or contact at toll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressedto Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 2109911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Pursuant to the provisions of Section 204 of the Act, read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company and other specified class of companies, are required to annex with its Board's report made in terms of Section 134(3) of the Act, a report on secretarial audit given by a company secretary in practice.

Further, Regulation 24A of the Listing Regulations, requires listed companies and its material unlisted subsidiaries incorporated in India to undertake secretarial audit by a secretarial auditor who is required to be a peer reviewed company secretary and annex the secretarial audit report in such form as specified, with its annual report.

The aforementioned regulation apart from listing down the eligibility criteria for appointment of the secretarial auditor further stipulates that the appointment/ re-appointment of an individual as a secretarial auditor cannot be for more than one term of five consecutive years and in case the secretarial auditor is a secretarial audit firm, it cannot be for more than two terms of five consecutive years and such an appointment/re-appointment is required to be approved by the Members of the Company at its annual general meeting, on the basis of recommendation of the Board of Directors.

It further stipulates that any association of the individual or the firm as the secretarial auditor of the listed entity before March 31, 2025 is not required to be considered for the purpose of calculating the tenure of the secretarial auditor.

In view of the aforesaid, on the basis of recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on May 29, 2025, recommended the appointment of Mrs. Apoorva Singh , Practicing Company Secretary (Certificate of Practice No. 13277) (Peer Review No. 1322/2021), as the Secretarial Auditor of the Company, for a period of five (5) consecutive financial years commencing from FY 2025-26 to the FY 2029-30, to undertake Secretarial Audit of the Company and to issue the Secretarial Audit Report and Annual Secretarial Compliance Report for the aforesaid period.

Mrs. Apoorva Singh Practicing Company Secretary, registered with The Institute of Company Secretaries of India and has Peer Review Certificate No. 1322/2021, issued by The Institute of Company Secretaries of India (ICSI). Her expertise includes conducting secretarial audits, Due Diligence Audits, Compliance Audits etc.

Mrs. Apoorva Singh has given her consent to act as the Secretarial Auditor of the Company and have confirmed that her appointment, if made, will be within the limit specified under Section 204 of the Act. She also confirmed that she is not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the Section 204 of the Act and the Rules made thereunder, read with Regulation 24A of the Listing Regulations.

In view of her qualifications and experience in conducting the Secretarial Audit, it is proposed to appoint Mrs. Apoorva Singh as Secretarial Auditor of the Company to issue the Secretarial Audit Report and Annual Secretarial Compliance Report for the above mentioned period. The Board of Directors at their meeting held on 29th May 2025 has approved a remuneration of Rs. 82,500/- (Rupees EightyTwo Thousand Five Hundred Only)plus applicable taxes and out-of pocket expenses, for issuing Secretarial Audit Report and Rs. 25000/- (Rupees Twenty Five Thousand Only)plus applicable taxes and out-of pocket expenses, for issuing Annual Secretarial Compliance Report, for the FY 2025-26. The remuneration payable to Mrs. Apoorva Singh for the subsequent years of her term shall be fixed by the Board of Directors of the Company based on recommendation of the Audit Committee, in consultation with Mrs. Apoorva Singh.

The Board of Directors (or any officer authorized by the board) may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors.

None of the Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.3.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the members.

ITEM NO.4

The Board of Directors of the Company, at its meeting held on August 12, 2025, Pursuant to Section 149, 152 & 161 read with Schedule IV of the Companies Act, 2013 ('the Act') and other applicable provisions & on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Aalok Sharma (DIN:11221434) as an Additional Director of the Company in the category of Independent Director for period of 5 consecutive years w.e.f12th August , 2025, not liable to retire by rotation, subject to consent of the Members of the Company at the ensuing AGM.

As an Additional Director, Mr. Aalok Sharma holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received necessary declaration(s) from Mr. Aalok Sharma confirming that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ("Act") and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He is not disqualified from being appointed as a Director under provisions of Section 164 of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent to act as a Director of the Company.

Mr. Aalok Sharma has done Master's in International Trade Management. He has more than 45 years of rich experience in business development, strategic partnership, establishing new businesses, international marketing in different companies like: *Sc Solution Co Ltd Korea/ TscCo Ltd Korea/ SungjiGlobus IncKorea -(Country President Marketing)*&Ex- Dym Solution Co. Ltd, Korea asGeneral Manager –Sakes.

He is a world leader in Specialty- Pe & Eva , Epr/Epdmetc based for thermoplastic & thermoset semicon (in particular) – inner insulation & conductor shielding & - particularly for the ccv - lines from 11 kv to upto 500 kv power cable manufacturing) &sioplas lines , PE - EPR / EPDM x-linked rubber – insulation & outer sheathing compounds for power cables (rubber cables & wide ranging thermoplastic & thermoset halogen free compounds , for wide ranging cables , particularly the house wiring &EV charge, e-beam, solar cables etc dealing particularly with all the potential & major power cable etc manufacturing companies in India and judiciously and selectively with some of the power etc cable manufacturing companies adjoining to India.

In the opinion of the board, Mr. Aalok Sharma fulfils the conditions for his appointment as an independent director as specified in the act and listing regulations and is independent of the management.

Your Board believes that Mr. Aalok Sharma induction on the Board will support in broadening the overall expertise of the Board and will bring wide experience particularly in the areas of corporate governance, business development, strategic partnership and marketing.

The terms and conditions of appointment of Independent Director will be open for inspection at the Registered office of the Company by any member during normal working hours and will also be available on the website of the company at www.cenlub.in subject to approval of the member for appointment at annual general meeting.

Save and except Mr. Aalok Sharma and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.4.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the members.

ITEM NO. 5

The previous terms of appointment of Mr. Ansh Mittal as Executive Director of the Company has expired on April 30, 2025. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on April 30, 2025 had approved the re-appointment of Mr. Ansh Mittal as Executive Director of the Company for a further period of three (3) years, on the terms of remuneration as detailed in the resolution.

It is now proposed to seek member's approval for the re-appointment of and remuneration payable to Mr. Ansh Mittal as a Whole Time Director of the Company, in terms of applicable provisions of the Act.

Mr. Ansh Mittal himself, Mrs. Madhu Mittal, Managing Director and Mr. Aman Mittal, Whole time Director being relatives of Mr. Ansh Mittal,are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the members.

ITEM NO. 6

The previous terms of appointment of Mr. Aman Mittal as Executive Director of the Company has expired on July 31, 2025. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on May 29, 2025 had approved the re-appointment of Mr. Aman Mittal as Executive Director of the Company for a further period of three (3) years, on the terms of remuneration as detailed in the resolution.

It is now proposed to seek member's approval for the reappointment of and remuneration payable to Mr. Aman Mittal as a Whole Time Director of the Company, in terms of applicable provisions of the Act.

Mr. Aman Mittal himself, Mrs. Madhu Mittal, Managing Director and Mr. Ansh Mittal, Whole time Director being relatives of Mr. Aman Mittal, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the members.

By Order of the Board of Directors
For Cenlub Industries Limited

Madhu Mittal
Place: Faridabad **Chairperson and Managing Director**
Date: August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in
Website: www.cenlub.in

DETAILED PROFILE OF THE SECRETARIAL AUDITOR SEEKING APPOINTMENT IS AS UNDER:

Sr. No.	Particulars	Secretarial Auditor's
1.	Name of Auditor	Mrs. Apoorva Singh, Practicing Company Secretary
	Reason for Change viz. appointment, re - appointment, resign-ation, removal, death or otherwise	Appointment of Mrs. Apoorva Singh as Secretarial Auditor of the Company for a term of 5 consecutive years
	Date and term of Appointment	For a period of 5 consecutive years from the conclusion of ensuing 33rdAGM, till the conclusion of Annual General Meeting to be held in the year 2030.
	Brief Profile	Mrs. Apoorva Singh, is a qualified Company Secretary (Membership No. 35621, Certificate of Practice No. 13277) having core expertise in Corporate Laws and matters relating to Securities and Exchange Board of India. She has an experience of more than 10 years as a Practicing Company Secretary. She has been dealing in providing professional and consultancy services in the field of corporate laws, securities laws and other allied laws. Other integrated services offered to the clients are Incorporation, Secretarial Audit,Due Diligence, Certification, XBRL filings, Scrutinizer Services, MSME Compliances.

DETAILED PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IS AS UNDER:

Name of Director	Mr. Aalok Sharma	Mr. Ansh Mittal	Mr. Aman Mittal
Age	65	41	51
Qualification	Master's In International Trade Management	B.Tech (C.Sc.)	B. E.(Electronics)
Date of Re-appointment/ Appointment	Date of appointment as Additional director: August 12, 2025	Date of re-appointment as Whole time Director: May 01, 2025	Date of re-appointment as Whole time Director: August 01, 2025
Category	Independent Director	Executive Director	Executive Director
Experience and Expertise in specific functional Area	Mr. Aalok Sharma has done Master's in International Trade Management. He has more than 45 years of rich experience in business development, strategic partnership, establishing new businesses, international marketing in different companies like: *Sc Solution Co Ltd Korea/ Tsc Co Ltd Korea/ Sungji Globus Inc Korea - (Country President Marketing)* & Ex- Dym Solution Co. Ltd, Korea as General Manager – Sakes. He is a world leader in Specialty- Pe & Eva , Epr/Epdmetc based for thermoplastic & thermoset semicon (in particular) – inner insulation & conductor shielding & - particularly for the ccv - lines from 11 kv to upto 500 kv power cable manufacturing) &sioplas lines , PE - EPR / EPDM x-linked rubber – insulation & outer sheathing compounds for power cables (rubber cables & wide ranging thermoplastic & thermoset halogen free compounds , for wide ranging cables , particularly the house wiring & EV charge, e-beam, solar cables etc dealing particularly with all the potential & major power cable etc manufacturing companies in India and judiciously and selectively with some of the power etc cable manufacturing companies adjoining to India.	Mr. Ansh Mittal, Whole Time Director of the company is graduated as B.Tech (C.Sc.), designated as the Executive Director (Works) of the Company and presently looking after the Lube Oil Consoles /Systems manufacturing plant of the company. He is also handling the complete IT department of the company and has been involved in the exports' promotion of the company.	Mr. Aman Mittal, Whole Time Director of the Company is graduated as B. E.(Electronics), designated as the Executive Director (Works) of the Companyand presently looking afterday-to-day business activitiesof Bangalore unit.
Disclosure of inter-se relationships between directors and KMP:	None	Son of Mrs. Madhu Mittal, Chairman and Managing Director of the company and Brother of Mr. Aman Mittal, Whole Time Director of the company.	Son of Mrs. Madhu Mittal, Chairman and Managing Director of the company and Brother of Mr. Ansh Mittal, Whole Time Director of the company.

Name of Director	Mr. Aalok Sharma	Mr. Ansh Mittal	Mr. Aman Mittal
Equity Shareholding of Directors as on March 31, 2025	Nil	He is holding 3,48,349 (7.47%) equity shares in the capital of the Company	He is holding 1,76,439 (3.78%) equity shares in the capital of the Company
Listed entities (other than Cenlub Indistries Ltd) in Directors holds directorship and committee membership	Nil	Nil	Nil
Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Key terms and conditions of appointment	Not liable to retire by rotation & other terms and conditions as mentioned in Item no. 6 of Notice and explanatory statement	Liable to retire by rotation & other terms and conditions as mentioned in Item no. 5 of Notice and explanatory statement	Liable to retire by rotation & other terms and conditions as mentioned in Item no. 6 of Notice and explanatory statement
No. of Board Meetings attended in (FY 2024-25)	N.A	5	5

By Order of the Board of Directors
For Cenlub Industries Limited

MADHU MITTAL
Chairperson and Managing Director

Place : Faridabad
Date : August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in
Website: www.cenlub.in

DIRECTORS' REPORT

To,
The Members,
CENLUB Industries Limited

Your directors present herewith the Thirty Third Annual Report along with Audited Financial Statements of the Company for the financial year ended March 31, 2025.

FINANCIAL HIGHLIGHTS

(Rs. In Lacs)

	Standalone	
Particulars	**2024-25**	**2023-24**
Revenue from Operations	7337.10	7151.91
Other Income	253.69	124.51
Total Income	**7590.79**	**7276.42**
Profit / (Loss) before Depreciation, Finance Cost and Tax	**1416.62**	**1344.40**
Less: Depreciation and Amortisation Exp	**82.64**	83.08
Finance Cost	40.05	40.60
Profit Before Tax(PBT)	**1293.93**	**1220.72**
Tax Expenses (Current & Deferred)	399.96	323.53
Profit for the Year	**893.97**	**897.18**
Other Comprehensive Income	-21.63	-28.78
Total Comprehensive Income	**872.34**	**868.40**

OPERATIONS

During the year under review, the total income of the Company was Rs. 7590.79 Lakhs as compared to Rs.7276.42 Lakhs during the previous year. The Profit after tax for the year was Rs. 872.34 Lakhs as compared to a profit of Rs. 868.40 Lakhs during the previous year.

TRANSFER TO RESERVES

During the year, the Company has not transferred any amount to General Reserve

SHARE CAPITAL

The paid –up Equity Share Capital of the Company as on March 31, 2025 stood at Rs. 4,66,28,990.

During the year under review, the Company has not issued any shares with the differential voting rights nor granted any stock options or sweet equity. As on March 31, 2025 none of the Directors of the Company hold instruments convertible into equity shares of the Company.

EVENTS OCCURING AFTER THE BALANCE SHEET DATE

No material changes and commitments which could affect the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Report.

DIVIDEND

Due to amount already borrowed by the company, there is the commitment towards repayments to the leading Banks.The company proposed to repay its debts and proceeds in the direction to become debt free. Due to limited resources available with the company and need to conserve the available resources for the future growth of the company and to repay its existing debts, Board of Directors feels appropriate not to recommend any dividend for the Financial Year 2024-2025.

TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND('IEPF')

Pursuant to the provisions of the Act and Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended from time-to-time, the declared dividends, which remained unpaid or unclaimed for a period of 7 (seven) years and shares in relation to such unpaid / unclaimed dividend shall be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Accordingly, during the year, there was no amount of dividend which remains unpaid or unclaimed for a period of 7 (seven) years from the date they became due for payment along with the shares thereof, to IEPF. The shareholders have an option to claim their shares and / or amount of dividend transferred to IEPF, if any. No claim shall be entertained against the Company for the amounts and shares so transferred during the years.

The details of the nodal officer appointed by the company under the provisions of IEPF is available on the Company's website at http://cenlub.in/investor/company-details.pdf.

The investors may claim their unpaid dividend and the shares from the IEPF Authority by applying in the Form IEPF-5 and complying with the requirements as prescribed.

The list of equity shareholders whose shares are transferred to IEPF can be accessed on the website of the Company at the link http://cenlub.in/investor-relations// # 1706598283645-736ebbaa-91db

DIRECTORS AND KEY MANAGERIAL PERSONNEL

An active and informed Board is a pre-requisite for strong andeffective corporate governance. The Board plays a crucial rolein overseeing how the management safeguards the interests ofall the stakeholders. The Board ensures that the Company hasclear goals aligned with the shareholders' value and growth. TheBoard is duly supported by the Chairman, Managing Director,and Senior Management Team in ensuring effective functioningof the Company.

As on 31st March 2025, the Board is comprised of 6 (six)Directors, out of which 1 (one) is Managing Director,2 (two) are Whole Time Director and 3 (three) are Non-Executive Independent Directors.

Further, during Financial Year 2024-25 and till the date of this report,following changes occurred in Directorship and Key ManagerialPersonnel positions of the Company:

A. Changes in directors and Key Managerial Personnel

Director's Appointment

Upon the recommendation of Nomination and Remuneration Committee, Mr. Ansh Mittal was Re-Appointed as Whole Time Director of the Company pursuant to Section 196 of the Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment thereof) if any, of the Companies Act, 2013 w.e.f. 1stMay, 2025.

Upon the recommendation of Nomination and Remuneration Committee, Mr. Aman Mittal was Re-Appointed as Whole Time Director of the Company pursuant to Section 196 of the Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment thereof) if any, of the Companies Act, 2013 w.e.f. 1st August, 2025.

Mr.Aalok Sharma was appointed as an Additional / Independent Director of the Company pursuant to section 161 of the Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or reenactment thereof) if any, of the Companies Act, 2013 by the Board of Directors w.e.f. 12th August, 2025.

Pursuant to the provisions of Section 149 of the Act, Mr.Aalok Sharma havesubmitted the declaration that they meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and alsocomplied with the Code for Independent Directors prescribed in Schedule IV to the Act.

A resolution seeking shareholders' approval for the appointment of Mr.Aalok Sharma, forms part of the Notice of Ensuing Annual General Meeting.

Upon the recommendation of Nomination and Remuneration Committee, Smt. Madhu Mittal was Re-Appointed as Managing Director of the Company pursuant to Section 196 of the Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or re-enactment thereof) if any, of the Companies Act, 2013 w.e.f. 1st July, 2024.

Mr. Kamlesh Kumar Johari was appointed as an Additional / Independent Director of the Company pursuant to section 161 of the Companies Act, 2013 and other applicable provisions (including any statutory modification(s) or reenactment thereof) if any, of the Companies Act, 2013 by the Board of Directors w.e.f. 28th June, 2024.

Pursuant to the provisions of Section 149 of the Act, Mr. Kamlesh Kumar Johari have submitted the declaration that they meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and also complied with the Code for Independent Directors prescribed in Schedule IV to the Act.

Mr. Kamlesh Kumar Johari who has been appointed as Additional Director w.e.f. 28th June 2024 was appointed as Independent Director in the last Annual General Meeting held on 24th September 2024.

Brief profile of the Directors proposed to be appointed / re-appointed as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – II
(General Meeting), are part of the Notice convening the Annual General Meeting.

Resignation/Retirement of Directors

Mr. Tarun Kumar Gupta, Independent Director of the Company has resigned from the Directorship of the Company w.e.f. 12.08.2025.

Mrs. Santosh Varma, Independent Director of the Company has resigned from the Directorship of the Company w.e.f. 28.06.2024.

All Independent Directors of the Company have confirmed that they have already registered theirnames with the data bank maintained by the Indian Institute of Corporate Affairs ["IICA"] as prescribed by the Ministry of Corporate Affairs under the relevant Rules, and that they would give the online proficiency self-assessment test conducted by IICA which is prescribed under the relevant Rules, if applicable.

All Directors and senior management personnel have confirmed compliance with the Code of Conduct for Directors and Senior Management personnel.

The relevant details of the Directors and their attendance at Board and Committee meetings are given in the Corporate Governance Report attached herewith.

KEY MANAGERIAL PERSONNEL (KMP)

Key Managerial Personnel

The details of Key Managerial Personnel as on March 31, 2025 are as below:

Sr. No.	Name	Designation
1.	Smt. Madhu Mittal	Chairman & Managing Director
2.	Mr. Aman Mittal	Whole Time Director
3.	Mr. Ansh Mittal	Chief Financial Officer /Whole Time Director
4.	Mr. Ankur Goyal	Company Secretary and Compliance Officer

The Composition of Board of Directors of the Company and attendance at the Board meetings is as follows:

Name of the Director	Category	No. of Board Meetings attended during F.Y 2024-25
Mrs. Madhu Mittal	Managing Director	5
Mr. Aman Mittal	Whole Time Director	5
Mr. Ansh Mittal	Whole Time Director	5
Mr. Dinesh Kaushal	Independent Director	4
Mr. Tarun kumar Gupta	Independent Director	5
Mr. Kamlesh Kumar Johari	Independent Director	4
Mr. Santosh Varma	Independent Director	2

SUBSIDIARIES/JOINT VENTURE/ASSOCIATE COMPANIES

Your Company does not have any subsidiary, joint venture or associate companies. Therefore, Form AOC-1 is not required to be annexed with this Report.

PUBLIC DEPOSITS

During the year under review, Your Company has not accepted any deposits from the public falling within the purview of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Pursuant to the SEBI (LODR) Regulations, 2015 a separate section on Management Discussion & Analysis is forming part of this Report..

MANAGEMENT DISCUSSION & ANALYSIS

Pursuant to the SEBI (LODR) Regulations, 2015 a separate section on Management Discussion & Analysis is forming part of this Report.

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15(2) of the SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015, and amendments thereof, the provisions relating to Corporate Governance Report with Auditors 'Certificate thereon are attached here to and forms part of this Report.

CORPORATE SOCIAL RESONSIBILITY (CSR)

The Company has been carrying out various Corporate Social Responsibility (CSR) activities. These activities are carried out in terms of Section 135 read with Schedule VII of the Act and the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended from time-to-time.

The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year under review are set out in Annexure "A" of this report in the format prescribed under Companies (Corporate Social Responsibility Policy) Rules, 2014.

For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which forms a part of this report.

BOARD COMMITTEES

The Board has constituted various committees consisting of Executive and Non-Executive Directors of the Company to ensure good corporate governance and in compliance with the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Currently, the Board has Three committees, viz.
1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

Details of all the Committees along with their composition, terms of reference and other details are provided in the report on Corporate Governance.

NUMBER OF MEETINGS OF THE BOARD & COMMITTEES

The details of the number of meetings of the Board and Board Committees held during the financialyear 2024-25 forms part of the Corporate Governance Report.

ESTABLISHMENT OF VIGIL MECHANISM

The Company has in place a vigil mechanism pursuant to which a Whistle Blower Policy has been in force. The policy was approved on February 13, 2015. This Policy inter alia provides a direct access to a Whistle Blower to the Chairman of Audit Committee on his dedicated email-ID: investors@cenlub.in. The Whistle Blower Policy covering all employees and directors is hosted on the Company's website at URL - https://cenlub.in/investor/cil-whistle-blower-policy.pdf

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Act, your Directors make the following statement:

i. that in preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

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

iii. that the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud & other irregularities;

iv. that the Directors have prepared the annual accounts on a going concern basis;

v. that the directors have laid down Internal financial Controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

vi. that the directors have devised proper systems to ensure compliance with provisions of all applicable laws & that such systems were adequate & operating effectively.

ANNUAL RETURN

As required under Section 92(3) read with Section 134(3)(a) of the Companies Act 2013, the Annual Return of the Company for the Financial Year ended March 31, 2025 will be uploaded on the website of the Company on weblink http://cenlub.in/investor/annual-return-2025.pdf after the said Return is filed with the Registrar of Companies, Delhi and Haryana within the statutory timelines.

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

As required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, the particulars relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in **Annexure 'B'** to this Report.

NOMINATION AND REMUNERATION POLICY

The Nomination and Remuneration Policy of the Company on Director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and the criteria for performance evaluation as laid down by Nomination and Remuneration Committee has been defined in the Nomination and Remuneration Policy. The said policy is available on its website at www.cenlub.in.

Details pertaining to Section 197(12) of the Act read with rules framed their under forms part of this report as **'Annexure C'.**

The details of employees in terms of Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report.

However, in terms of Section 136 of the Act, the Annual Report is being sent to the members and others entitled thereto. The said statement is available for inspection by the Members at the Registered Office of the Company during business hours on working days up to the date of the ensuing AGM. If any Member is interested in obtaining a copy thereof, such Member may write to the Company at investors@cenlub.in.

AUDITORS

A. STATUTORY AUDITORS

Pursuant to Section 139 of the Companies the Act, 2013 (the 'Act') and the Rules framed there under, the Shareholders of the Company at the 30th Annual General Meeting (AGM) held on September 20, 2022, approved the appointment of M/s. Singla Tayal & Co., Chartered Accountants (Registration No.000882N) as the Statutory Auditors of the Company to hold office for a period of 5 (five) consecutive years till the conclusion of 35th AGM of the Company.

B. SECRETARIAL AUDIT REPORT & SECRETARIAL COMPLIANCE REPORT

As per requirement of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Mrs. Apoorva Singh, Company Secretary as the Secretarial Auditor for financial year 2024-25, whose Secretarial Audit Report in Form MR-3 as Annexure-D1 dated August 12, 2025 is attached separately to this Report. Further, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Secretarial Compliance Report dated May 28, 2025, in the prescribed format, is also attached to this Report as **Annexure-D2**. The aforesaid Reports are self-explanatory, and do not call for any further explanation.

C. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor have reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's report.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Particulars of Loans, Guarantees & Investments covered under Section 186 of the Act has been given in Notes to Financial Statements forming part of this Annual Report

RISK MANAGEMENT

The Company has a robust risk management framework to identify and mitigate risks arising out of internal as well as external factors. The Company's risk management processes focus on ensuring that these risks are identified on a timely basis and addressed. The Company has a policy on Risk Management, which is accessible on the Company website:http://cenlub.in/investor/cil-risk-management-policy.1.2pdf

INTERNAL FINANCIAL CONTROLS

The Internal Financial Controls with reference to the Financial Statements are commensurate with the size and nature of business by virtue of internal audit of the Company. Internal Audits are periodically conducted by an external firm of Chartered Accountants who monitor and evaluate the efficiency and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Board also takes review of internal audit functioning and accounting systems, in order to take suitable corrective actions in case of any deviations.

During the year, such controls were tested by the Statutory Auditors and no material weakness in control design of operations were observed by them.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts or arrangements entered into by and between the Company with Related Parties are on arm's length basis and in the ordinary course of business.

Pursuant to Section 134 of the Act, read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of transactions with related parties are provided in disclosures as per Ind AS 24 have been provided in Note No .38to the financial statements.

POLICY ON RELATED PARTY TRANSACTIONS OF THE COMPANY

The revised policy on Related Party Transactions can be accessed at https://cenlub.in/investor/policy-on-materiality-of-related-party-transactions-and-dealing-with-related-party-transactions-1.2.pdf

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a Sexual Harassment Prevention Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

The Committee was reconstituted during the year 2024-2025 with the following members:

1. Presiding Officer - Ms.Swati Mittal
2. Member - Mr. Ajay Kumar Kaushik-Nodal Officer- Faridabad
3. Member-Ms.Chaithra B N - Nodal Officer- Bangalore
4. Member –Mr. Sathyanarayana S
5. Member - Ms. Aashu
6. External Member - Mr.Sanjeev Agarwal, Chartered Accountant

All employees are covered under the said Policy. Following is a summary of sexual harassment complaints received and disposed of during the year:

- Number of Complaints of sexual harassment in the beginning of the year: Nil
- Number of complaints of sexual harassment received: Nil
- Number of complaints disposed off: Nil
- Number of cases pending for more than ninety days : Nil

Obligation of the Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Your Company's goal has always been to create an open and safe workplace for every employee to feel empowered,Irrespectiveof gender, sexual preferences, and other factors. Your Company has zero tolerance for sexual harassment at the workplace and has adopted a policy on prevention, prohibition, and redressal of sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH Act) and the Rules made thereunder. All women associated (permanent, temporary, contractual and trainees) as well as any women visiting the Company's office premises or women service providers are covered under the POSH Act.

Your Company has gone beyond the intention of the law and has made this policy gender-neutral. Your Company follows this practice as a part of equal employment opportunity including gender equality.

Your Company has constituted an Internal Complaints Committee ("ICC") in all the units of the Company to consider and resolve all sexual harassment complaints reported. The ICC has been constituted as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the committee includes external members from NGOs or with relevant experience. During the year, no complaints were received by the ICC of the Company. During the year, the ICC of the Company did not receive any complaints during the financial year ended March 31, 2025.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Details of the familiarization program for Independent Directors is accessible on the Company website at https://cenlub.in/investor/familiarization-programme-march-2023.pdf

SECRETARIAL STANDARDS

The Ministry of Corporate Affairs notified the Secretarial Standard on Meetings of the Board of Directors (SS– 1), Secretarial Standard on General Meetings (SS–2), Secretarial Standard on Dividend (SS–3) and Secretarial Standard on Report of the Board of Directors (SS-4). The Company complies with Secretarial Standards and guidelines issued by the Institute of Company Secretaries of India (ICSI).

OTHER STATUTORY DISCLOSURES

Your directors state that no disclosure or reporting is required in respect of the following matters asthere were no transactions during the year under review:

- There has been no change in the nature of business of the Company
- Issue of equity shares with differential rights as to dividend, voting or otherwise
- Issue of employee stock options or sweat equity shares
- There is no application made or proceeding pending under the Insolvency and Bankruptcy Code,2016
- There was no instance of onetime settlement with any Bank or Financial Institution
- Your Company is not identified as a 'Large Corporate' as per the framework provided in SEBICircular No. SEBI/HO/DDRS/CIR/P/2018/144 dated 26 November 2018, and your Company has not raised any funds by issuance of debt securities.

GENERAL

1. The provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 was not applicable to the Company during the year under review.
2. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.
3. In terms of provisions of Section 148 of the Act read with Rule 3 of Companies (Cost Record and Audit) Rules, 2014, the Company is not required to maintain the cost records for the Financial Year 2024-25.
4. The company has complied with the provisions of The Maternity Benefit Act, 1961 during the year 2024-2025.

REGISTRAR AND SHARE TRANSFER AGENT

Shareholders may contact Registrar and Share Transfer Agent of the Company at the following address:

BEETAL Financial & Computer Services Pvt Ltd.
BEETAL HOUSE, 3rd Floor,
99, Madangir, Behind LSC, New Delhi - 110062
Ph. 011-42959000-09, 011-29961281-283, 26051061, 26051064
Fax 011-29961284

ACKNOWLEDGEMENTS

The Directors take this opportunity to thank their Customers, Bankers, Vendors, Associates, Employees, Aviation authorities, Government and regulatory authorities and all other stakeholders for their valuable and constant support. The Directors also express their deep appreciation to all the employees for their hard work, dedication and Commitment.

For and on behalf of the Board of Directors

Madhu Mittal
Chairperson and Managing Director
DIN: 00006418

Place : Faridabad
Date : August 12, 2025
Registered Office:
233-234, Sector-58,
Faridabad – 121006
CIN – L67120HR1992PLC035087

ANNEXURE 'A'

DISCLOSURE OF PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION ANDFOREIGN EXCHANGE EARNINGS AND OUTGO AS PER SECTION 134(3)(m) OF COMPANIES ACT, 2013 READ WITHCOMPANIES (ACCOUNTS) RULES, 2014.

(A) CONSERVATION OF ENERGY-

i) steps taken or impact on conservation of energy:

- Use of Energy efficient LED lights in place of Fluorescent and incandescent Lights in factory areas
- Emphasis on use of more of sun light in work areas in day time
- Capacity of air conditioners used in cabins was optimized and higher capacity air-conditioners, were replaced by lower capacity ones, commensurate with service area.
- Use of office vehicles for various activities was optimized and as a result number of office vehicles was cut down
- Economic and careful use of High load equipment like ovens (minimizing loading and unloading time of materials) to reduce loss of energy
- Use of latest welding and plasma cutting machines based on PWM technology for high efficiency welding and metal cutting process

ii) alternate source of energy

- Converted Visitor vehicle from Petrol to CNG Based.
- Exploring installation of Solar Power at various plants.

(iii) the capital investment on energy conservation equipment's;

Company has done considerable expenditure on capital equipment in line with energy conservation steps mentioned above. Old low efficiency equipment and machinery have been replaced with superior efficiency types. Company further plans to invest in energy conservation, which includes installation of solar power plant to provide renewable clean energy, replacement of existing Diesel Generator sets with PNG based Gensets and installation of high efficiency production and testing equipment in workshops.

(B) Technology absorption-

(i) the efforts made towards technology absorption;

Company firmly believes that to maintain its position as a leading supplier, it is utmost necessary to keep pace with changing technologies. In line with this, our company is constantly working to introduce latest technologies in design of its equipment, including introduction of software based automation in control of our lubrication systems. For catering to Oil and Gas sector, company has developed expertise to manufacture Lube Oil systems to stringent API and CE standards. All products are continuously being upgraded, undertaking value addition concepts to make our products energy efficient, cost effective and space saving for ultimate customer satisfaction.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

The efforts made towards newer technologies absorption will enable the business to be sustainable in the future. As mentioned above, prime focus of our company is to produce state of the art Lubrication systems by optimization of product designs, cost reduction, energy conservation and improvement in performance.

(iii)) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

Our Company has not imported any new technology during the year.

(iv) the expenditure incurred on Research and Development.

Our company has a well equipped R&D department which is engaged in activities related to development of company's products. R&D is also engaged in the development of our products/equipment which are expected to provide cutting edge new technology.

Expenditure on R&D: The R & D is done by our regular employees and no separate expenditure is being incurred on such activities.

(c) Foreign exchange earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange out go during the year in terms of actual outflows are given hereunder:

Amount in Lacs

Particulars	2024-2025	2023-2024
Foreign exchange earnings	53.07	154.00
Foreign exchange outgoing	71.19	41.25

For and on behalf of the Board of Directors

Date: August, 12 2025
Place: Faridabad

MADHU MITTAL
Chairperson And Managing Director
DIN:00006418

ANNEXURE-B

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year ended March 31, 2025

{Pursuant to Section 135 of Companies Act, 2013 and as per the annexure attached to Companies (Corporate Social Responsibility) Rules, 2014}

1. Brief outline on CSR Policy of the Company:

The Corporate Social Responsibility Policy of the Company has been developed in accordance with the provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014.

As per the CSR Policy, Company can undertake any of the program or activities as mentioned in Schedule VII of the Companies Act, 2013 and which will include any modification or amendment thereof. The CSR policy of the Company is placed on the website of the Company at https://cenlub.in/investor/cil-csr-policy.pdf

2. Composition of CSR Committee: Not Applicable

3. Weblink where Composition of CSR committee, CSR policy and CSR projects approved by the board are disclosed on the website of the company: https://www.cenlub.in

4. Executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable- Not Applicable

5. Details:

(a)	Average net profit of the company as per section 135(5)	99581269
(b)	Two percent of average net profit of the company as per section 135(5)	1991625
(c)	Surplus arising out of the CSR projects or programmers or activities of the previous financial years	Nil
d)	Amount required to be set off for the financial year, if any	Nil
(e)	Total CSR obligation for the financial year (b + c – d).	1991625

6. Details

(a)	Amount spent on CSR Projects:	Nil
(i)	Ongoing Project	Nil
(ii)	Other than ongoing Project	1991625
(a)	Amount spent in Administrative Overheads	0
(b)	Amount spent on Impact Assessment, if applicable	0
	Total amount spent for the Financial Year [(a)+(b)+©].	0

(e) CSR amount spent for the Financial Year:

Total Amount Spent for the Financial Year (in	Amount Unspent (Rs. In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
1991625	-	-	-	-	-

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

Sl. No.	Particular	Amount (in Rs)
i	Two percent of average net profit of the company as per sub-section (5) of section 135	1991625
ii	Total amount spent for the Financial Year	1991625
iii	Excess amount spent for the Financial Year [(ii)-(I)]	Nil
iv	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
v	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

7. Details of Unspent CSR amount for the preceding three financial years: Not Applicable

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

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Not Applicable

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

Date: August, 12 2025
Place: Faridabad

MADHU MITTAL
Chairperson Managing Director and CEO
DIN:00006418

ANNEXURE-C

Details pertaining to remuneration pursuant to Section 197(12) of the Companies Act, 2013 read with Rules thereunder:

1. The Ratio of remuneration of each Director to median remuneration of employees of the Company for the Financial Year 2024-25:

Sr. No	Name of Directors and Designation	Ratio of the remuneration of each director to the median remuneration of the employees of the company
1.	Mrs.Madhu Mittal Chairman & Managing Director	6.45
2.	Mr. Aman Mittal, Whole Time Director	12.89
3.	Mr. Ansh Mittal, Whole Time Director	12.89
4.	Mr. Dinesh Kaushal, Independent Director	0
5.	Mr.Tarun Kumar Gupta, Independent Director	0
6.	Mr.Kamlesh Kumar Johari, Independent Director	0

2. The percentage increase in remuneration of each Director and Company Secretary in the Financial Year 2024- 25

Sr. No.	Name of Directors/ KMP and Designation	Designation	% Increase/ (Decrease) in the Remuneration (Including sitting fees paid to the Directors)
1.	Mrs.Madhu Mittal Chairman & Managing Director	Managing Director	0
2.	Mr. Aman Mittal, Whole Time Director	Whole Time Director	0
3.	Mr. Ansh Mittal, Whole Time Director	Whole Time Director	0
4.	Mr. Dinesh Kaushal, Independent Director	Independent Director	0
5.	Mr.Tarun Kumar Gupta, Independent Director	Independent Director	0
6.	Mr.Kamlesh Kumar Johari, Independent Director	Independent Director	0
7.	Mr. Ankur Goyal	Company Secretary and Compliance Officer	0

3. The median remuneration of employees of the Company during the Financial Year 2024-25 was Rs 5.65 Lacs per annum.

4. During the Financial Year under review, there was slight increase in the median remuneration of employees.

5. Average percentage increase made in the salaries of employees as well as the Managerial Personnel in the last Financial Year i.e., 2024-25 was very nominal. There were 132 permanent employees on the rolls of the Company during the financial year.

6. It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.

Information of Employees pursuant to Section 197(12) of the Companies Act, 2013, read with rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The names and other particulars of Top 10 employees and such other employees drawing remuneration in excess of the limits set out under section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of this Report. However, in line with the provisions of Section 136(1) of the Act, the Report and Accounts as set out therein, are being sent to all Members of your Company excluding the aforesaid information about the employees. Any Member, who is interested in obtaining these particulars about employees, may write to the Company Secretary at investors@cenlub.in

ANNEXURE-D

FORM NO. MR-3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH 2025
[Pursuant to section 204(1) of Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
CENLUB INDUSTRIES LIMITED
(CIN No.: L67120HR1992PLC035087)
PLOT NO. -233 & 234,
SECTOR-58,FARIDABAD -121004

I have conducted the secretarial audit of the compliance of CENLUB INDUSTRIES LIMITED, applicable statutory provisions and adherence to good corporate practices by CENLUB INDUSTRIES LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended 31st March, 2025 complied with the statutory provisions listed hereunder. The Company has proper Board – processes and compliance –mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31st, 2025 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made there under/ Companies Act, 1956 (wherever applicable);

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

iii. The Depositories Act, 1996 and the Regulations and Bye- laws Framed there under;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (wherever applicable);

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

a) The securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009;

d) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the Audit Period);

e) The securities and Exchange Board of India (Issue and Listing Of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);

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

g) The Securities and Exchange Board of India(Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period)

h) The Securities and Exchange Board of India(Buyback of Securities) Regulations, 1998 (Not applicable to the Company during the Audit Period)

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

j) Securities and Exchange Board of India (Investor Protection and Education Fund)Regulations, 2009.

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

i. Secretarial Standard on Meetings of the Board of Directors issued by The Institute of Company Secretaries of India.

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

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except the following regulation of SEBI LODR Regulation 2015:

Sr. No.	Applicable Regulation of SEBI (LODR) Regulations, 2015	Fine/Penalty imposed by BSE	% Increase/ (Decrease) in the Remuneration (Including sitting fees paid to the Directors)
1.	NIL	NIL	NIL

Note: One of the Promoter of the company has done Contra Trade activity in contravention of Regulation 9(1) and (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for which Fine of Rs.10,000/-was levied and the same was remitted by him to SEBI IEPF on June 11,2024.

The company has received some queries from BSE, for which clarifications has been submitted by the company. While most of BSE queries has been closed, Status of some queries is still showing as pending, without any further observation by the exchange.

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

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

Majority decisions are carried through while the dissenting member's views are captured and recorded as a part of minutes. Many of the decisions at the Board Meetings were passed unanimously.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Place : Delhi
Date: 12/08/2025

Apoorva Singh
Company Secretary
Membership No.: 35621
Certificate of Practice No.: 13277
PR NO. 1322/2021
UDIN: A035621G000986923

This Report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.

'Annexure A'

To,
The Members,
CENLUB INDUSTRIES LIMITED

My report of even date is to be read along with this letter.

(1) Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these Secretarial Records based on my audit.

(2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records.

The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

(3) I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

(4) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. My examination was Limited to the verification of procedures on test basis.

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

Apoorva Singh
Company Secretary
Membership No.: 35621
Certificate of Practice No.: 13277
PR NO. 1322/2021
UDIN: A035621G000986923

Place: Delhi
Date: 12/08/2025

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMY AND MARKETS

The year under review, 2024-25, was a year of Elections with 3 major world democracies, India, US and Indonesia going to Elections. This had partial impact on Global economic scenario. However, Indian Economy has displayed steady growthamidst Global uncertainties. Market sentiments were better and there was steady demand for your Company's products from domestic industrial segments as well as from international sector. Some international conflicts and wars in some regions of world have affected the demand from International clients but overall, your company has been able to maintain growth, as compared to previous year.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Cenlub maintained its leading position as a reliable vendor in the field of Industrial lubrication systems for Machine tools, Steel, Cement, Sugar, Paper and vehicles. Your company is OEM to most of the reputed and established machine tool builders, particularly of CNCs and our plants at Faridabad and Bengaluru successfully catered to this sector in 2024-25.

With many Indian companies opting to set up Captive power plants, Cenlub has emerged as major manufacturer of Lube oil systems for Power sector. Company's production of these systems has remained steady in current year, and our customer list includes reputed domestic customers as well as MNCs.

Your company has consolidated its position in prestigious Oil and Gas sector, adding more domestic as well as International clients and MNCs. Company now providesCE certified systemson demand for export markets inEurope.Our customer base in this sector is growing at a very fast rate, contributing significantly to company's turn over.

Company is projecting robust growth in its Lubrication business in upcoming years and therefore, investing heavily in its infrastructure to meet targeted growth. Company's manufacturing capacity is being augmented by adding more facilities and new work areas are being created by intelligent restructuring of existing plant area. More material handling facilities including additional forklifts and cranes have been provided to improve manpower efficiency and to shorten project delivery times. Company has maintained excellent On-delivery performance due to these efforts and customer's confidence in Cenlub as a preferred supplier has increased. Company has also made significant investment on plant and machinery for meeting statuary compliances regarding Environment and Pollution control, for maintaining overall sustainability.

FINANCE AND ACCOUNTS

The following financial review is intended to convey the management's perspective on the financial performance of the company at the end of the financial year 2024-25.

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013 and generally accepted Accounting Principles in India.

FINANCIAL PERFORMANCE

Financial performance of your company has been good in current year. Profit/(Loss) before taxation (PBT) for the current financial year 2024-25 was Rs.1293.93lacs as comparedto Rs. 1220.72 lacs for the previous year.

Due to steady performance of company in the year under review, there is appreciation in value of its share which is being traded at high values.

OPPORTUNITIES AND THREATS

Your Company is continuing to explore opportunities in the field of Power Generation and Oil and Gas sector and it is making best use of available opportunities. Company is also targeting good business in the field of Grease Lubrication systems for Vehicles and Heavy earth moving machinery. However, threats also exist as business in these fields are subject to various factors, including Government policies and International business trends. Competition from other suppliers also exists, putting pressureon pricing.However,threats, wherever seen are being mitigated by taking preventive measures, customization and sustained developmental efforts. Company's sustainability in this regard is very high and it is in a sound position to meet any such challenge.

Company is also trying to venture into Non-Lubrication products, such as fuel dispensing systems to expand its product base. Further opportunities are also being explored to frame up policies and direction of company's business in the time to come.

OUTLOOK

Going forward with the current situation, overall outlook is good and Company's business is expected to expand appreciably. Company as such, is confidant of growing its existing domestic as well as International business in the coming year and also optimistic about venturing successfully into new sectors.

RISKS AND CONCERNS

Due to inflation, there is impact on cost of raw materials and other inputs. Manpower has also become expensive and attrition rate has gone up significantly which is affecting timely execution of Projects. As such, system pricing and profitability is under pressure, affecting project order booking. Also, International political situation is not stable, putting export projects at risk. All these matters are of concern. However, company management is intelligently handling the situation and mitigating the risks & concerns with precise planning, following lean manufacturing procedures and motivating work force to minimize attrition and to increase productivity so that impact of above risks can be eliminated/minimized.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has invested in implementation of a new ERP system which has made major improvements in company's working including better internal financial control, Inventory and supply chain optimization and effective Human resource management which ensure that all activities and transactions are recorded, authorized and reported correctly with superior efficiency and accuracy, apart from safeguarding its assets against loss from wastage, unauthorized use, and removal.

The internal control system is supplemented by documented policies, guidelines, and procedures. The Company's internal auditors continuously monitor the effectiveness of the internal controls with a view to provide to the Audit Committee and the Board of Directors an independent, objective and reasonable assurance of the adequacy of the organization's internal controls and risk management procedures. The Internal Auditor submits detailed reports on quarterly basis to the Audit Committee and management. The Audit Committee reviews these reports with the executive management with a view to provide oversight of the internal control system.

The Company reviews its policies, guidelines, and procedures of internal control on an ongoing basis in view of the ever changing business environment.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES AND INDUSTRIAL RELATION FRONT

The Company is maintaining good relations with its employees and values the need for continuous growth and development of its people, in order to have greater productivity and provide job satisfaction and also equip them to meet growing organizational challenges. For this, Company is taking various initiatives to enhance their capabilities by providing internal trainings and by skill-development of lesser-experienced staff. This will help in enhancing their emotional and intellectual engagement with the company.

Your Company has genuine concern and accords top priority to safety and welfare of its employees and all necessary environmental health and safety measures are adopted and enforced.

CORPORATE GOVERNANCE

Your Company is in compliance with the governance requirements provided under the Companies Act,2013, the aforesaid Companies (Amendment) Act, SEBI (Listing Agreement and Disclosure Requirement)Regulation, 2015, the applicable Secretarial Standards issued by the Institute of Company Secretariesof India and approved by the Central Government.

The Company has in place all the statutory committees as required by the law. Details of Committees are given in the Corporate Governance Report.

The policies framed and adopted by the Company in compliance with statutory requirements are available on the website of the Company http://cenlub.in/investor-relations. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 also provided for formulating the Code of Conduct for members of the Board and Senior Management, Codes of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct to regulate, monitor and report trading by its employees and other connected persons. Your Company has formulated the above codes and abide with the regulations.

STATUTORY COMPLIANCE

A declaration is made at the Board Meetings regarding Compliance with provisions of various statutes after obtaining confirmation from all the units of the Company. The Company Secretary ensures compliance with the SEBI regulations and provisions of the Listing Agreement.

For and on behalf of the Board of Directors

Date: August, 12 2025
Place: Faridabad

MADHU MITTAL
Chairman
DIN:00006418

Registered Office:
233-234 Sector-58
Faridabad-121004
CIN – L67120HR1992PLC035087

CORPORATE GOVERNANCE REPORT

For the Financial Year 2024-25

Pursuant to Regulation 34 read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a report on Corporate Governance is given below:

Corporate governance refers to the principles, values, and processes that guide a company's management and Board of Directors. It embodies integrity, transparency, and accountability in its operations. At Cenlub Industries Limited, we believe that a robust framework of corporate oversight is a fundamental component of a well-managed and successful business enterprise—one that consistently delivers value to its shareholders.

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company is committed to good Corporate Governance. The Company fully realizes the rights of its shareholders to information on the performance of the Company and considers itself a trustee of its shareholders. The basic philosophy of Corporate Governance is the creation and enhancing of long-term sustainable values for the stakeholders through ethically driven business process.

Your Company has a strong history of operating with integrity and transparency in all dealings. Effective control and management of organization and investor friendly attitude towards shareholders has been the basic objective of the corporate governance of the Company.

2. BOARD OF DIRECTORS

The Board of Directors ('the Board') of your Company comprises of the optimum combination ofExecutive and Non – Executive Directors to maintain the independence of the Board and separateits functions of governance and management. The Board is at the core of your Company's corporategovernance practice and oversees how the Management serves and protects the long-term interestsof all stakeholders.

Composition: The Board, as on March 31, 2025, consists of 6 directors, comprising of 3 Non-ExecutiveIndependent Directors, and 3 Executive Director. The composition of the Board of Directors is given below:

Name of Director	Category of Director	No. of other Directorships held@	Committee Membership / Chairmanship of Board Committees in other companies@	Relationship with other Director
Mrs. Madhu Mittal	Executive Promoter Director	Nil	Nil	Mother of Mr. Aman Mittal & Mr. Ansh Mittal
Mr. Aman Mittal	Executive	Nil	Nil	Son of Mrs. Madhu Mittal and Brother of Mr. Ansh Mittal
Mr. Ansh Mittal	Executive	Nil	Nil	Son of Mrs.Madhu Mittal and Brother of Mr. Aman Mittal
Mr. Kamlesh Kumar Johari	Non-Executive, Independent Director	Nil	Nil	N.A.
Mr. Dinesh Kaushal	Non-Executive Independent Director	1	1	N.A
Mr. Tarun Kumar Gupta	Non-Executive Independent Director	1	1	N.A

Notes: @ Directorship held by directors as mentioned above, excludes directorship in Cenlub Industries Limited and also excludes directorships in Private limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013.

@@ Committees considered are Committees of other companies and excludes committees of Cenlub Industries Limited.

None of the Directors of Cenlub Industries Limited is a member in more than 10 committees or Chairman of more than 5 committees across all companies in which he is a director. Further, none of the Directors of Cenlub Industries Limited are directors in any listed entities, and therefore, details pertaining to such directorship are not disclosed.

Board Meetings and Attendance: Five Board Meetings were held during the period from April 1,2024 to March 31, 2025 on the following dates:

May 30, 2024, June 28,2024, August 12,2024, November 14, 2024, and February 12, 2025. The Director's attendance at the Board Meetings during the period and atthe last Annual General Meeting is given below:

Name of the Director	No. of Board Meetings Attended	Attendance at last AGM
Mrs. Madhu Mittal	5	Yes
Mr. Aman Mittal	5	Yes
Mr. Ansh Mittal	5	Yes
Mrs. Santosh Varma	2	Yes
Mr. Dinesh Kaushal	4	Yes
Mr. Tarun Kumar Gupta	5	Yes
Mr.Kamlesh Kumar Johari	3	Yes

The web link disclosing details of familiarization program imparted to independent directors is http://cenlub.in/investor/familiarzation-programme

3. AUDIT COMMITTEE

The Committee held four meetings during the period from April 1, 2024 to March 31, 2025. The Audit Committee Meetings were held on the following dates: May 30, 2024, August 12, 2024 November 14, 2024 and February 12, 2025. The Managing Director, Statutory Auditors, Internal Auditors, Chief Financial Officer (C.F.O.). Mr. Ankur Goyal, Company Secretary cum Compliance Officer acts as Secretary at Audit Committee Meetings.

The composition and attendance of members in committee meeting is as under:

Members	Meetings held	Meetings Attended
Mr. Dinesh Kaushal	4	4
Mr. Tarun Kumar Gupta	4	4
Mr. Kamlesh Kumar Johari	3	3
Mrs. Santosh Varma	1	1

The primary objective of the Committee is to monitor and provide an effective supervision of theManagement's financial reporting process, to ensure accurate and timely disclosures, with thehighest levels of transparency, integrity and quality of financial reporting.

The Committee oversees Company's financial process, internal control system and review ofQuarterly, Half-Yearly and yearly statements. The Committee has powers to investigate any activity within its terms of reference, seek information, obtain outside legal or professional advice and secure attendance of outsiders with relevant expertise. The Committee is further authorized to select and recommend accounting policies, review reports of the Statutory and Internal Auditors and discuss their observations, suggestions and other related matters.

The terms of reference of the Audit Committee are in accordance with the Companies Act, 2013 (as amended byCompanies (Amendment) Act, 2017) and the items as specified in Part C of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, which inter-alia, include the following:

Audit and Financial Reporting:

- To recommend appointment, remuneration and the terms of appointment of Auditors of the Company;
- To review and monitor auditor's independence, performance and effectiveness of audit process;
- Oversight of the company's financial reporting process and the disclosure of its financial information;
- Examination of the financial statement (including quarterly financial statements) and auditor's report thereon to ensure that the financial statement is correct, sufficient and credible;
- Reviewing with the management, and Key Managerial Personnel, the annual financial statements and Auditor's report thereon before submission to the Board for approval, with reference to:
- matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub-Section 3 of Section 134 of the Companies Act,2013;
- changes, if any, in accounting policies and practices and reasons for the same;
- major accounting entries involving estimates based on the exercise of judgment by Management;
- significant adjustments made in the financial statements arising out of audit findings;
- compliance with listing and other legal requirements relating to financial statements;
- disclosure of any related party transactions;
- modified opinion(s) in the draft audit report;
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

Internal Controls:

- To evaluate internal financial controls in consultation with the Statutory Auditors and the Internal Auditors;
- To review with the management, performance of Statutory and Internal auditors, adequacy of internal control systems;
- Discussion with internal auditors of any significant findings and follow up there on;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

Review / Approval of Transactions:

- To scrutinize inter-corporate loans and investments;
- To approve the Related Party Transactions (RPT) including omnibus approval for related partytransactions proposed to be entered into by the Company subject to such conditions as may beprescribed;
- To approve any subsequent modifications of transactions of the Company with related parties;
- To make recommendations to the Board as regards financial transactions in accordance withthe provisions of Companies Act, 2013

Review of Other Information:

- Reviewing, with the management, the statement of uses / application of funds raised throughan issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized forpurposes other than those stated in the offer document / prospectus / notice and the reportsubmitted by the monitoring agency monitoring the utilisation of proceeds of a public or rightsissue, and making appropriate recommendations to the Board to take up steps in this matter;
- Management Discussion and Analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee),submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the Audit Committee.

Statement of deviations, if any:

a. Quarterly statement of deviation(s) including report of monitoring agency, if applicable,submitted to stock exchange in terms of Regulation 32(1) of SEBI (Listing Obligations &Disclosure Requirements) Regulations, 2015

b. Annual statement of funds utilized for purpose other than those stated in the offerdocument/prospectus/notice in terms of Regulation 32(7) of aforesaid Regulations.

Whistle Blower and Vigil Mechanism:

- The committee shall establish and review the functioning of the whistle blower and vigilmechanism to provide adequate safeguards against victimization of employees and directorsand also provide for direct access to the Chairperson of the Audit Committee.

Other terms:

- To consider, whenever necessary valuation of assets or undertaking of the Company;
- To look into the reasons for substantial defaults, if any, in the payments to the depositors,debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Evaluation of the risk management system prevailing in the company;
- To approve appointment of the CFO after assessing the qualifications, experience and background of the Candidate;
- To carry out such other function as may be assigned by the Board of Directors from time to time.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ('NRC') was constituted in conformity with the requirement of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015.

Mr. Ankur Goyal, Company Secretary cum Compliance Officer acts as Secretary at meetings of Nomination and Remuneration Committee.

The Committee held one meeting during the year2024-2025 on June 28, 2024. The composition of committee and attendance of members in committee meeting is as under:

Members	Meetings held	Meetings Attended
Mrs. Santosh Varma	1	1
Mr. Dinesh Kaushal	1	1
Mr. Tarun Kumar Gupta	1	1

The terms of reference of the Nomination and Remuneration Committee are in accordance with the Companies Act, 2013 (as amended by Companies (Amendment) Act, 2017) and the items as specified in Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended by SEBI (LODR) (Amendment) Regulations, 2018), which inter-alia, include the following:

- to ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- to ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks
- to ensure that the remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals
- to evaluate the performance of the members of the Board.

Pursuant to the provisions of Section 134(3)(p) of the Companies Act, 2013 and Regulation 17(10) and Regulation 19 read with Part D of Schedule II to the SEBI (LODR) Regulations 2015, the Board carried out an evaluation of the Directors as well as the evaluation of the Board and its Committees. The process was carried out by circulating evaluation forms at the Committee/Board meeting held on June 28, 2024.

5. REMUNERATION POLICY

The remuneration policy of the Company is performance driven and is designed to motivate employees, recognize their achievements and promote excellence in performance.

a) For Executive Director

Payment of remuneration to the Executive Directors is governed by the terms of appointment approved by the Board of Directors and the Members in terms of Sec 197, 198 and Schedule V to the Companies Act, 2013. Their remuneration structure comprises of salary, perquisites, allowances and contribution to provident fund, and commission, if any. No stock options have been issued by the Company. Notice period as per the terms and conditions of appointment is three months or gross salary in lieu thereof.

Remuneration paid to Executive Director during 2024-2025:

The remuneration paid to Mrs. Madhu Mittal, Managing Director Mr. Aman Mittal and Mr. Ansh Mittal Executive Directorsof the Company during theyear ended March 31, 2025 is as under:

Name	Salary (Rs.)	Perquisites and allowances (Rs.)	Commission (Rs.)	Total (Rs.)*
Mrs. Madhu Mittal	60,00,000/-	16,68,707	0	76,68,707
Mr. Aman Mittal	1,20,00,000/-	2,94,625	0	1,22,94,625
Mr. Ansh Mittal	1,20,00,000/-	12,31,526	0	1,32,31,526

*Company contribution to PF is not included.

As on March 31, 2025, the details of equity shares held by Executive Directors is as follows:

Name of Directors	Number of Equity shares held
Mrs. Madhu Mittal	1759209
Mr. Aman Mittal	176439
Mr. Ansh Mittal	348349

b) For Non-Executive Directors

Non-Executive Directors are paid sitting fees for each meeting attended by them.Sitting fees paid to Non- Executive Directors for the year Ended March 31, 2025 is as under:

Director's Name	Sitting fees paid to Directors of Cenlub Industries Limited (Rs.)		
	Board Meetings	Committee Meetings	Total
Mr. Dinesh Kaushal	16,000	N.A	16,000
Mr. Tarun Kumar Gupta	20,000	N.A	20,000
Mrs. Santosh Varma	8,000	N.A	8,000
Mr. Kamlesh Kumar Johari	12,000	N.A.	12,000

No commission has been paid during the financial year ended March 31, 2025

As on March 31, 2025, the details of equity shares held by Non-Executive Directors is as follows:

Name of Directors	Number of Equity shares held
Mr. Dinesh Kaushaal	Nil
Mr. Tarun Kumar Gupta	Nil
Mrs. Santosh Varma	Nil
Mr.Kamlesh Kumar Johari	Nil

6. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Committee held four meetings during the year 2024-2025: June29, 2024, September 30, 2024, December31, 2024 and March 31, 2025.

The composition and attendance of members is as under:

Members	Meetings held	Meetings Attended
Mr.Kamlesh Kumar Johari	4	4
Mr. Tarun Kumar Gupta	4	4
Mr. Ansh Mittal	4	4

The role of the committee inter-alia include the following:

- Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend arrant/annual reports/statutory notices by the shareholders of the Company.

The Company has designated an e-mail id "investors@cenlub.in" exclusively for the purpose of registering complaints by investors electronically. This e-mail id is displayed on the company's website i.e., https://cenlub.in/investor-relations/.

None of the complaints/request/letters/queries, which were received from the shareholders, is pending and all have been attended and resolved within the prescribed period.

Number of Investor Complaints received during the year :7

Number of Investor Complaints resolved during the year: 7

Number of pending Investor Complaints: 0

The investors' complaint/grievances received by the Company were immediately escalated to the top management, and steps are taken to resolve the same at the earliest..

7. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Company was not required to constitute Corporate Social Responsibility Committee in line with the provisions of Section 135 of the Act.

8. GENERAL BODY MEETINGS

(i) The last three Annual General Meetings were held as under:

Meeting	32nd Annual General Meeting	31st Annual General Meeting	30th Annual General Meeting
Date	**September 24,2024**	**September 26, 2023**	**September 20, 2022**
Time	**10.30 a.m**	**10.30 a.m**	**10.30 a.m**
Special Resolutions	**Yes**	**Yes**	**Yes**
Venue	Aggarwal Sewa Sadan D-48, Sector-11 Faridabad -121006 (Haryana)	Aggarwal Sewa Sadan D-48, Sector-11 Faridabad -121006 (Haryana)	Aggarwal Sewa Sadan D-48, Sector-11 Faridabad -121006 (Haryana)
Special Resolutions Passed	1. To Revise the Remuneration Of Smt. Madhu Mittal (Din: 00006418), Managing Director 2. To Revise The Remuneration Of Mr. Ansh Mittal (Din: 00041986), Whole-Time Director: 3. To Revise The Remuneration of Mr. Aman Mittal (Din: 00006435), Whole Time Director. 4. Re-Appointment Of Smt. Madhu Mittal (Din: 00006418) As Managing Director & Ceo Of The Company 5. Appointment of Mr. Kamlesh Kumar Johari (DIN: 01453926), as an independent director of the company	1. Re-Appointment of Smt. Santosh Varma As Independent Director of The Company For Second Term 2. Sale Of Undertaking/Property to Mr. Ansh Mittal, Whole Time Director of The Company.	1. Re-appointment of Mr. Aman Mittal (Din: 00006435) as Whole Time Director of the company. 2. Re-Appointment of Mr. Ansh Mittal as Whole Time Director and Appointment as Chief Financial Officer/Nodal Officer 3. Appointment of Mr. Tarun Kumar Gupta (Din: 01581768) as an Independent Director of the company

No Extraordinary General Meeting of the Members was held during the financial year 2024-25.

9. MEANS OF COMMUNICATION

1	Quarterly Results	Published in National and local dailies such as The BusinessStandard (English) and Jansatta (Hindi) andon official websites of Bombay Stock Exchange (www.bseindia.com) and also on Company website- www.cenlub.in
2	Publication in News Papers	Published in National and local dailies such as The Business Standard (English) and Jansatta (Hindi)
3	Publications in Websites	www.cenlub.in, www.bseindia.com
4	Displaying of official newsreleases	www.cenlub.in, www.bseindia.com
5	Presentations made toinstitutional investors or to theanalysts	Not applicable.

10. GENERAL SHAREHOLDER INFORMATION

A	**33rd Annual General Meeting**	**Day, Date, Time and Venue** Friday, September26, 2025 at 10.30 a.m. Aggarwal Sewa Sadan D-48, Sector-11 Faridabad -121006(Haryana)
B	**Financial Year**	April 1, 2024 – March 31, 2025
C	**Date of Book closure /**	September20, 2025 to September26, 2025 (both days inclusive.)
D	**Listed on**	BSE Limited. Annual listing fees paid to the Stock Exchange.
E	**Stock Code on BSE Limited**	Stock Code (Equity Shares) – 522251
F	**ISIN**	Equity ISIN – INE627F01011
G	**Company Registration No. with ROC/ Ministry of Corporate Affairs (MCA)**	CIN NO : L67120HR1992PLC035087
H	**Registrar and Transfer Agents**	Beetal Financial & Computer Services (P) Limited Beetal House ,3rd Floor, 99 Madangir , Behind LSC, Near Dada Harshukhdas Mandir, New Delhi -110062, India. Telephone: +91 11-29961281-83 Fax: +91 11-29961281
I	**Dematerialization of shares**	95.30% of the total equity capital is held in dematerialized form with National Securities Depository Ltd. and Central Depository Services (India) Ltd. as on March 31, 2025.
J	**Outstanding ADRs/ GDRs**	The Company has not issued any ADRs/GDRs
K	**Plant Location**	1) Plot No-233 & 234, Sector-58, Ballabhgarh, Faridabad – 121 004, Haryana, India 2) Plot No.45-B, 2nd Phase, Peenya industrial Area, Bangalore-560058
L	**Address for correspondence**	Plot No-233 & 234, Sector-58, Ballabhgarh, Faridabad – 121 004, Haryana, India
M	**Stock Price Data**	High, low Market Price on Bombay Stock Exchange during each month in the last financial year in comparison with BSE Sensex are as follows:

N. Rates per Equity share of the face value of Rs. 10/- each –

	Share Price	
Month	**High (Rs.)**	**Low (Rs.)**
April, 2024	**500.00**	**377.00**
May, 2024	**428.50**	**320.70**
June, 2024	**406.85**	**307.70**

July, 2024	**438.00**	**343.55**
August, 2024	**440.35**	**360.20**
September, 2024	**491.60**	**397.90**
October, 2024	**652.00**	**475.30**
November, 2024	**606.95**	**458.55**
December, 2024	**592.90**	**480.00**
January, 2025	**544.90**	**419.50**
February, 2025	**494.90**	**301.20**
March, 2025	**391.95**	**300.25**

0 Performance of Company's equity shares in comparison to BSE Sensex is given below:

Month	BSE Sensex Closing	Cenlub Industries Limited Cenlub Closing
April, 2024	**74,482.78**	**411.90**
May, 2024	**73,961.31**	**383.85**
June, 2024	**79,032.73**	**403.00**
July, 2024	**81,741.34**	**397.20**
August, 2024	**82,365.77**	**397.90**
September, 2024	**84,299.78**	**473.00**
October, 2024	**79,389.06**	**549.10**
November, 2024	**79,802.79**	**531.30**
December, 2024	**78,139.01**	**496.60**
January, 2025	**77,500.57**	**485.00**
February, 2025	**73,198.10**	**317.35**
March, 2025	**77,414.92**	**356.20**

P. Shareholding Pattern and Distribution of Shareholding of Equity shares as on March 31, 2025:

Shareholding Pattern as on March 31, 2025

	Category	No. of Equity Shares held	Percentage of Shareholding
A.	**Promoters Holding**		
1.	Promoters		
	- Indian Promoters	**2390333**	**51.27**
	- Foreign Promoters	**-**	**-**
2.	Persons acting in concert	**-**	**-**
	Sub- Total (A)	**2390333**	**51.27**

B.	**Non- Promoters Holding**		
1.	Institutional Investors	-	-
2.	Mutual Funds and UTI	-	
3.	Central Government/State Government	-	-
C.	**FIIs Holding**	-	-
	Sub-Total (B+C)	-	-
D.	**Others Holding**	-	-
1.	Corporate Bodies	**32942**	**0.70**
2.	Indian Public	**1828630**	**39.22**
3.	NRIs	**87270**	**1.87**
4.	Director & Relative	-	-
5.	Clearing member	**1422**	**0.03**
6.	HUF	**57249**	**1.23**
7.	Investor Education and Protection Fund	**265053**	**5.68**
8.	Unclaimed Shares	-	-
	Sub-Total (D)	**2272566**	**48.74**
	GRAND TOTAL (A+B+C+D)	**4662899**	**100**

Q. Distribution of shareholding of equity shares as on March 31, 2025:

Distribution of shares (Slab wise) (in Rs.)	No. of shareholders	Percentage to total no. of shareholders	Share Amount (in Rs.)	Percentage to total Share Capital
1-5000	**8315**	**93.28**	**8034310.00**	**17.23**
5001-10000	**334**	**3.75**	**2646280.00**	**5.68**
10001-20000	**155**	**1.79**	**2314280.00**	**4.96**
20001-30000	**36**	**0.404**	**926380.00**	**1.98**
30001-40000	**19**	**0.213**	**665310.00**	**1.43**
40001-50000	**15**	**0.168**	**700850.00**	**1.50**
50001-100000	**19**	**0.213**	**1279230.00**	**2.75**
100001 & above	**21**	**0.236**	**30062350.00**	**64.47**
TOTAL	**8914**	**100**	**46628990.00**	**100**

R. Share Transfer System

In terms of Regulation 40(1) of SEBI Listing Regulations as amended, securities can be transferred only indematerialized form w.e.f. April 1, 2019, except in case of request received for transmission or transpositionof securities. Members holding shares in physical form are requested to consider converting their holdingsto dematerialized form. Transfers of equity shares in electronic form are implemented through the depositories with no involvement of the Company.

In respect of requests received for dematerialization of shares, the same is confirmed to the respective depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) within the stipulated time.

In compliance with the Listing Guidelines, every year, the practicing Company Secretary audits the system oftransfers and a certificate to that effect is issued. Also, in compliance with the SEBI guidelines, a quarterly Reconciliation of share capitalaudit is conducted by a Practicing Company Secretary and the Reconciliation of share capital audit Report is issued which, in turn,is submitted to the stock exchange. The said Reconciliation of share capital audit Report is also placed before the Board from time totime. The Board has delegated the authority for approving the transfer, transmission, dematerialization of shares etc.to the Stakeholders Relationship Committee.

11. SKILL MATRIX OF THE BOARD OF DIRECTORS:

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the SkillMatrix of the Board of Directors of your Company is given below -

List of core skills / expertise identified by the Board of Directors	Company Directors					
	Mrs. Madhu Mittal	Mr. Aman Mittal	Mr. Ansh Mittal	Mr.Tarun Kumar Gupta	Mr. Dinesh Kaushal	Mr. Kamlesh Kumar Johari
Business Strategy	•	•	•			
Industry Experience	•	•	•			
General Management	•	•	•			
Accounting/Auditing	•	•	•	•	•	•
Corporate Finance	•	•	•	•	•	•
Legal / Secretarial / Compliance	•	•	•		•	
Marketing	•	•	•			
Human Resource Management	•	•	•			
Risk Management	•	•	•		•	
Information Technology	•	•	•			

12. OTHER DISCLOSURES

a) There were no transactions of material nature with its promoters, the Directors or the Management; their relatives etc. that may have potential conflict with the interests of the Company at large.

The Audit Committee has granted omnibus approval for certain related party transactions. The same are reviewed on a quarterly basis by the Audit Committee. Transactions with related parties have also been disclosed in the notes of the Financial Statements.

b) Policy for transactions with related parties is available on the Company weblink: https://cenlub.in/investor/policy-on-materiality-of-related-party-transactions-and-dealing-with-related-party-transctions-1.2pdf.

c) There were no instances of non-compliance nor have any penalties, strictures been imposed by Stock Exchange or SEBI or any other statutory authority during the last three years on any matter related to the capital markets.

d) The Company has established vigil mechanism, whistle blower policy, and no personnel has been denied access to the audit committee.

e) The Company has also complied with and adopted the mandatory requirements of SEBI (LODR) Regulations, 2015, Companies Act, 2013 and applicable Secretarial Standards.

f) In line with the requirements of Regulation 17(9) of the SEBI LODR, the Audit Committee and the Board of Directors reviewed the managements' perception of the risks facing the Company, and measures taken to minimize the risk. Your company has no significant exposure to commodities and therefore, disclosure pertaining to commodity price risks and commodity hedging activities have not been included.

g) Board of Directors of the Company confirm that in their opinion the independent directorsfulfill the conditions specified in the SEBI (Listing Obligations & Disclosure Requirements)Regulations, 2015, and are independent of the management.

h) All other Polices/Disclosures required underCompanies Act, 2013 / SEBI LODR Regulations, 2015 are available on the web link: https://cenlub.in/investor-relations/

I) No funds have been raised through preferential allotment or qualified institutional placementand, therefore, details of utilization of such funds are not disclosed.

j) No credit ratings have been obtained by the Company during the relevant financial year.

k) No presentations were made to institutional investors and analysts during the year.

l) Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s Jain Viney & Associates, Company Secretaries, issued a certificate dated August 12, 2025 (annexed to this Report) certifying that none of the directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI or Ministry of Corporate Affairsor any such statutory authority.

m) During the financial year ended March 31, 2025, all recommendations of the Committees of the Board of Directors, which are mandatorily required, have been accepted by the Board of Directors of your Company.

n) Details of fees paid by your Company during financial year 2024-2025 on a standalone basis tothe statutory auditor and all entities in the network firm/network entity of which the statutoryauditor is a part :

Sr. No.	Particulars	(Rs.)
1.	Audit Fees	2,00,000
2.	Tax Audit Fees	3,90,000
3.	Certification & Review	60000
4.	Expenses Reimbursed	0
	Total :	**6,50,000**

o) Disclosures in relation to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013:

(I) Number of complaint filed during the financial year - NIL

(ii) Number of complaints disposed of during the financial year - NIL

(iii) Number of complaints pending as on end of the financial year – NIL

p. Loans and Advances to Firms/Companies in which directors are interested

The company has not given any amount of loans and advances during the year 2024-2025 to firms/companies in which directors are interested.

13. Non-Mandatory/Discretionary Requirements

The Company has complied with the mandatoryrequirements of corporate governance as stipulated inSEBI (LODR) Regulations, 2015 and following are thedetails of non-mandatory/discretionary requirements:

Details of Compliance with discretionary requirements as specified in Part E of Schedule II of the Listing Regulations:

The status of compliance with discretionary requirements of Part E of Schedule II of Listing Regulations is provided below:

I. The Board

The Non-Executive Chairperson of the Company does not maintain any separate office at the expense of the Company for discharging his duties.

II. Modified opinion(s) in audit report

During the year under review, the Auditors' Report on the Company's financial statements does not contain any modified opinion(s).

III. Separate posts of Chairperson and the Managing Director or the Chief Executive Officer

The post of the Chairperson of the Company and Managing Director is held by same person.

IV. Reporting of Internal Auditor

The Internal Auditor reports directly to the Audit Committee.

V. Shareholders' Rights

As the quarterly, half yearly and annual financial results are published in the newspapers and are also posted on the Company's website, the same are not being sent separately to the household of each shareholder.

For and on behalf of the Board of Directors

Date: August, 12 2025
Place: Faridabad

MADHU MITTAL
Chairman
DIN:00006418

Registered Office:
233-234 Sector-58
Faridabad-121004
CIN – L67120HR1992PLC035087

COMPLIANCE WITH CODE OF BUSINESS CONDUCT AND ETHICS

In accordance with Regulation 26(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members, and Senior Management personnel of the Company have confirmed the compliance with the Code of Business Conduct and Ethics for the financial year ended March 31, 2025.

For Cenlub Industries Limited

Place: Faridabad
Date: August, 12 2025

MADHU MITTAL
Managing Director
DIN:00006418

TO THE BOARD OF DIRECTORS OF CENLUB INDUSTRIES LIMITED
CERTIFICATION BY CHIEF EXECUTIVE OFFICER/MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY

(Under Regulation 17 read with Part B of Schedule II of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

We have reviewed financial statements and the Cash Flow Statement for the year ended March 31,2025 and certify, to the best of our knowledge and belief, that:

A. We have reviewed financial statements and the cash flow statement for the year and that to thebest of our knowledge and belief:

1) these statements do not contain any materially untrue statement or omit any material fact orcontain statements that might be misleading;

2) these statements together present a true and fair view of the listed entity's affairs and are incompliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the listedentity during the year which are fraudulent, illegal or violate of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee –

1) significant changes in internal control over financial reporting during the year;

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

3) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For Cenlub Inustries Limited

ANSH MITTAL	**Madhu Mittal**
Whole Time Director/CFOManaging	**Director/CEO**
DIN:00041986	**DIN: 00006418**

Place: Faridabad
Date: August 12, 2025

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Cenlub Industries Limited

1. This certificate is issued in accordance with the terms of our engagement letter.

2. This report contains details of compliance of conditions of Corporate Governance by **Cenlub Industries Limited** ('the Company') for the year ended 31stMarch 2025, as stipulated in Regulations 17-27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), pursuant to the Listing Agreement of the Company with Stock exchanges.

Management's Responsibility for compliance with the conditions of SEBI Listing Regulations.

3. The compliance with the conditions of Corporate Governance is the responsibility of the management of the Company, including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures.

Auditor's Responsibility

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

5. Pursuant to the requirements of the SEBI Listing Regulations, it is our responsibility to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in SEBI Listing Regulations for the year ended 31stMarch, 2025. The listed entity has complied with the provisions of the SEBI Listing Regulations and circulars/ guidelines issued thereunder, **EXCEPT** in respect of matters specified below:-

Sr. No.	Applicable Regulation of SEBI (LODR) Regulations, 2015	Fine/Penalty imposed by BSE	Remarks
1.	NIL	NIL	NIL

Note: One of the Promoter of the company has done Contra Trade activity in contravention of Regulation 9(1) and (2) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for which Fine of Rs.10,000/-was levied and the same was remitted by him to SEBI IEPF on June 11,2024.

The company has received some queries from BSE, for which clarifications has been submitted by the company. While most of BSE queries has been closed, Status of some queries is still showing as pending, without any further observation by the exchange.

6. We conducted our examination in accordance with the, Guidance Note on Corporate Governance Certificate, issued by the Institute of Company Secretaries of India ('ICSI'), in so far as applicable for the purpose of this certificate.

Opinion

7. In our opinion, and to the best of our information and according to explanations given to us and the representation provided by the Management, we certify that, subject to matters mentioned at Point 5 as hereinbefore, the Company has complied with the conditions of Corporate Governance as stipulated in the abovementioned SEBI Listing Regulations.

8. We state that such compliance is neither an assurance as to the future viability of the Company.

Restriction on use

9. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the SEBI Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For JAIN VINEY & ASSOCATES
Company Secretaries

VINEY KUMAR JAIN
(Proprietor)
FCS 5376, CP. No.4614
PR NO. 1234/2021
UDIN:F005376G000986994
Place: Delhi
Date: 12th August 2025

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members
Cenlub Industries Limited
Plot No-233-234, Sector-58,Faridabad Haryana

We JAIN VINEY & ASSOCIATES, Company Secretaries, have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Cenlub Industries Limited having CIN L67120HR1992PLC035087 and having registered office at Plot No-233-234, Sector-58, Faridabad Haryana (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority

Sr. No.	Name of Directors	DIN	Date of Appointment
1	MADHU MITTAL	00006418	01/04/2008
2	AMAN MITTAL	00006435	01/08/2010
3	DINESH KAUSHAL	00006490	15/02/2003
4	ANSH MITTAL	00041986	01/04/2007
5	TARUN KUMAR GUPTA	01581768	31/12/2021
6	KAMLESH KUMAR JOHARI	01453926	28/06/2024

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

For JAIN VINEY & ASSOCIATES
Company Secretaries

VINEY KUMAR JAIN
FCS: 5376, CP. No.4614
PR. NO. 1234/2021
UDIN: F005376G000986972

Place: Delhi
Date: 12th August 2025

INDEPENDENT AUDITOR'S REPORT

To the Members of
CENLUB INDUSTRIES LIMITED

I. Report on the Standalone Financial Statements

OPINION

a) We have audited the accompanying Standalone Financial Statements of Cenlub Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

b) In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

Key audit matters

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

Information other than the financial statements and auditors' report thereon

a) The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon

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

Management's responsibility for the financial statements

a) The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

c) The Board of Directors are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

a) Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

b) An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

c) We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

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

   ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

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

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

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

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

f) 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.

g) 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.

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

II. Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report that:

   a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

   b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d. in our opinion, the aforesaid financial statements comply with the Ind-AS specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   e. On the basis of written representations received from the directors as on May 29, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

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

2. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

   i. The Company has disclosed the impact of pending litigations as at March 31, 2025 on 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 has been no delay in transferring amounts, 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 it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

(v) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

(vi) Based on our examination which included test checks, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility but the same has not been operated throughout the year for all relevant transactions recorded in the respective softwares:

(a) As confirmed by the Company, they are in the implementation of new accounting software, which would have feature of audit trail embedded in the software, some modules have been operational already for purchase requisition and few would be operational from next financial year.

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

For SINGLA TAYAL & CO
Firm Reg. No. 000882N
(Chartered Accountants)

Place : Faridabad
Date : 29.05.2025
UDIN: 25508049BMIJHC9184

(CA. ARPIT SINGLA)
Partner
M.NO: 508049

"Annexure A" to the Independent Auditors' Report

Report as required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013. Based on the audit procedures performed for the purpose of reporting a true and fair view on the financial statements of the Company and taking into consideration the information and explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

1. **In respect of the fixed assets of the Company:**

   (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

   (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

   (c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds/registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

   (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) There are no proceedings 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.

2. As explained to us, the inventories have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on physical verification.

3. The Company has been sanctioned working capital limits in excess of five crore rupees during the year, in aggregate, from banks or financial institutions on the basis of security of current assets. The Statements submitted to Bank are in reconciliation with Books of Accounts.

4. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

5. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

6. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

7. As informed to us, the maintenance of Cost Records has been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

8. According to the information and explanations given to us, in respect of statutory dues:

   (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, GST, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise and Value Added Tax.

9. According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961);

10. (a) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year;

(b) Company is not declared willful defaulter by any bank or financial institution or other lender;

(c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;

(d) According to the information and explanation given to us, funds raised on short term basis have not been utilised for long term purposes;

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

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

11. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

12. (a) According to the information and explanation given to us, any fraud by the company or any fraud on the company has not been noticed or reported during the year;

(b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;

13. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

14. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind-AS financial statements as required by the applicable accounting standards.

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

(b) We have considered the reports of the Internal Auditors for the period under audit;

16. According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.

17. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

18. According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses in the financial year and the immediately preceding financial year;

19. There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable;

20. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

21. The provisions of Section 135 towards corporate social responsibility are applicable on the company. The company has identified the projects falling under CSR and spent the required amount till 31st March 2025. Refer notes to accounts for the amount required to be spent and the amount spent.

22. The company has not made investments in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company

For SINGLA TAYAL & CO.
Firm Reg. No. 000882N
(Chartered Accountants)

PLACE : Faridabad
DATE : 29.05.2025
UDIN: 25508049BMIJHC9184

(CA. ARPIT SINGLA)
Partner
M.NO: 508049

"Annexure B" to the Independent Auditor's Report

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

We have audited the internal financial controls over financial reporting of Cenlub Industries Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind-AS financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Ind-AS financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind-AS financial statements.

Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. There is always scope for further improvement.

For SINGLA TAYAL & CO.
Firm Reg. No. 000882N
(Chartered Accountants)

PLACE : Faridabad
DATE : 29.05.2025
UDIN: 25508049BMIJHC9184

(CA. ARPIT SINGLA)
Partner
M.NO: 508049

BALANCE SHEET AS AT 31 MAR, 2025

(₹ in Lakhs)

	Particulars	Note No.	As at 31-03-2025	As at 31-03-2024
A	**ASSETS**			
I	**Non-current assets**			
	(1) Property, plant and equipment and Intangible assets			
	(a) Property, plant and equipment	3	1,523.19	1,560.50
	(b) Capital work-in-progress	3	2.17	-
	(c) Investment property	4	797.17	177.73
	(d) Intangible assets	5	25.19	4.88
	(e) Financial assets			
	(i) Investments	6(I)	0.02	0.02
	(ii) Other financial assets	6(ii)	1,006.64	942.41
	(iii) Other balances with banks	6(iii)	2,693.00	2,664.28
	(f) Other non-current assets	7	65.35	66.87
	Total non-current assets		**6,112.72**	**5,416.09**
II	**Current Assets**			
	(a) Inventories	8	8,85.27	916.15
	(b) Financial assets			
	(i) Trade Receivables	9	1,634.22	954.11
	(ii) Cash and cash equivalents	10	51.22	164.83
	(iii) Bank Balances other than (ii) above	11	292.35	230.00
	(c) Other non-current assets	12	52.22	82.80
	Total current assets		**2,915.29**	**2,347.88**
TOTAL ASSETS			**9,028.01**	**7,763.97**
B	**EQUITY AND LIABILITIES**			
I	**Equity**			
	(a) Equity share capital	13	466.29	466.29
	(b) Other equity	14	5,997.79	5,125.44
	Total Equity		**6,464.08**	**5,591.73**
II	**Liabilities**			
	(1) Non-current liabilities			
	(a) Financials liabilities			
	(i) Borrowings	15	-	1.71
	(b) Provisions	16	114.96	96.63
	(c) Deferred tax liabilities (net)	17	109.09	67.35
	Total non-current liabilities		**224.05**	**165.69**
	(2) Current liabilities			
	(a) Financials liabilities			
	(i) Borrowings	18	451.90	413.76
	(ii) Trade payables			
	(a) total outstanding dues of micro and small enterprises		169.50	193.04
	(b) total outstanding dues of creditors other than micro and small enterprises	19	464.17	566.08
	(iii) Other financial liabilities	20	9.77	20.10
	(b) Provisions	21	164.51	112.88
	(c) Other current liabilities	22	1,080.03	700.69
	Total current liabilities		**2,339.88**	**2,006.56**
	TOTAL EQUITY AND LIABILITIES		**9,028.01**	**7,763.97**

Corporate information and significant accounting policies
See accompanying notes (1-41) forming part of the financial statements

In terms of our report attached.
For Singla Tayal & Co.
Chartered Accountants
(Firm's Reg no. 000882N)

CA Satish Singla
Partner
(M.No. 080836)

Place : Faridabad
Date : 29-05-2025

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
(DIN: 00006418)

Ankur Goyal
Company Secretary
(Membership No. 26065)

Ansh Mittal
Director
(DIN: 00041986)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MAR, 2025

(₹ in Lakhs)

	Particulars	Note No.	For the year ended March 31, 2025	For the year ended March 31, 2024
I	**Revenue from operations**	23	7,337.10	7,151.91
II	**Other income**	24	253.69	124.51
III	**Total Income (I+II)**		**7,590.79**	**7,276.42**
IV	**Expenses**			
	(a) Cost of materials consumed	25	3,923.84	4,214.01
	(b) Changes in inventories of finished goods, stock-in-trades and work-in-progress	26	-59.54	-299.81
	(c) Employee benefit expense	27	1,313.81	1,145.75
	(d) Depreciation and amortisation expense	4 & 28	82.64	83.08
	(e) Other expenses	29	996.06	872.07
	(f) Finance costs	30	40.05	40.60
	Total Expenses (IV)		**6,296.86**	**6,055.70**
V	**Profit/(loss) before tax (III – IV)**		**1,293.93**	**1,220.72**
VI	**Tax expense :**	31		
	- Current tax		325.68	307.25
	- Previous year tax		32.54	-0.14
	- Deferred tax		41.74	16.42
	Total tax expense (VI)		399.96	323.53
VII	**Profit after tax (V-VI)**		**893.97**	**897.18**
VIII	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	-Changes in fair value of FVOCI equity instruments		-	-
	-Remeasurement of post employee benefit obligations		-28.90	-38.46
	-Income Tax relating to the items that will not be reclassified to profit or loss		7.27	9.68
	Items that may be reclassified to profit or loss			
	Total other comprehensive income for the year (VIII)		-21.63	-28.78
IX	**Total comprehensive income**		872.34	868.40
	Earnings per equity share			
	(1) Basic (in)	36	19.17	19.24
	(2) Diluted (in)	36	19.17	19.24

In terms of our report attached.
For Singla Tayal & Co.
Chartered Accountants
(Firm's Reg no. 000882N)

CA Satish Singla
Partner
(M.No. 080836)

Place : Faridabad
Date : 29-05-2025

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
(DIN: 00006418)

Ankur Goyal
Company Secretary
(Membership No. 26065)

Ansh Mittal
Director
(DIN: 00041986)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH, 2025

(₹ in Lakhs)

Sl. No.	Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A	**Cash flows from operating activities**		
	Net profit before tax	1,293.93	1,220.72
	Adjustments for:		
	-Depreciation and amortisation expense	82.64	83.08
	- (Profit)/Loss on disposal of property, plant and equipments (net)	-10.31	-0.66
	- Finance Costs	12.43	7.99
	- Interest & Dividends Received	-240.80	-117.45
	Operating profit before working capital changes	1,137.89	1,193.67
	Changes in working capital		
	(Increase)/decrease in trade receivables	-680.12	290.72
	(Increase)/decrease in other financial and non-financial assets	30.58	33.26
	(Increase)/decrease in inventories	30.88	-358.42
	Increase/(decrease) in trade payables	-125.46	65.84
	Increase/(decrease) in other financial and non-financial liabilities and provisions	384.81	575.24
	Net change in working capital	-359.32	606.63
	Cash generated from operations	778.58	1800.30
	Direct taxes paid and others	-325.68	-307.25
	Net cash flow from operating activities (A)	452.90	1,493.05
B	**Cash flow from investing activities**		
	Payments for property, plant and equipment and intangible assets	-71.60	-70.47
	Proceeds from disposal of property, plant and equipment and intangible assets	14.10	222.20
	Loan (paid)/taken to/from Govt. Authorities & others	1.53	-0.87
	Proceeds from redemption/ sale of equity shares	-	-
	Other financial assets	-64.23	-77.62
	Interest / dividends received	240.80	117.45
	Purchase of Investment property	-620.05	-
	Investment in Term Deposit	-91.07	-1812.90
	Net cash flow from investing activities (B)	-590.52	-1,622.20
C	**Cash flow from financing activities**		
	Repayment of long-term borrowings	-1.71	-8.98
	Net increase / (decrease) in working capital and short-term borrowings	38.14	-54.04
	Interest paid on borrowings	-12.43	-7.99
	Payment if dividend & Tax		-
	Net cash generated from financing activities (C)	24.00	-71.01
	Net increase /(decrease) in cash and cash equivalents (A+B+C)	-113.62	-200.16
	Cash and cash equivalents at the beginning of the year	164.83	364.98
	Effect of fair valuation of cash and cash equivalents		
	Cash and cash equivalents on account of business combinations	-113.62	-200.16
	Cash and cash equivalents at the end of the year	51.22	164.82
	Reconciliation of cash and cash equivalents with the balance sheet		
	Cash and cash equivalents as per balance sheet	51.22	164.83
	Cash on hand	2.17	0.54
	Balance with banks	49.05	164.28
	Total	**51.22**	**164.83**

In terms of our report attached.
For Singla Tayal & Co.
Chartered Accountants
(Firm's Reg no. 000882N)

CA Satish Singla
Partner
(M.No. 080836)

Place : Faridabad
Date : 29-05-2025

For and on behalf of the Board of Directors

Madhu Mittal
Managing Director
(DIN: 00006418)

Ankur Goyal
Company Secretary
(Membership No. 26065)

Ansh Mittal
Director
(DIN: 00041986)

Statement of Changes in Equity for the years ended 31 March, 2025 and 31 March, 2024

(A) Equity share capital

Particulars	(₹ in Lakhs)
Balance as at March 31, 2024	466.29
Changes in equity share capital during the year	-
Balance as at March 31, 2025	466.29

(₹ in Lakhs)

Particulars	Reserves & Surplus			Other Reserves/ (Deficits)	Total
	Securities Premium Reserve	Reserves on Amalgamation	Retained Earnings	FVOCI equity investments	
Balance as at March 31, 2024	**13.38**	**85.65**	**5,034.78**	**-8.37**	**5,125.44**
Profit/loss for the year			893.97		893.97
Other comprehensive income for the year			-21.63		-21.63
Total comprehensive income			-21.63		**-21.63**
Other adjustments due to IND AS					
Balance as at March 31, 2025	**13.38**	**85.65**	**5,907.12**	**-8.37**	**5,997.78**

Notes forming part of the Financial Statements

Note Particulars

1.00 Corporate information

Cenlub Industries Limited ("the Company") is an engineering company primarily engaged in designing, engineering, manufacturing, supply, installation, and erection of Lubrication systems. The company is headquatered in Faridabad, Haryana. The company is listed in BSE limited of India. The Financial Statements were approved by the Board of Directors and authorised for issue on May 29, 2025.

2.00 Significant accounting policies:

2.01 Basis of accounting and preparation of financial statements

These Financial Statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standard) Rules, 2015 and Companies (Indian Accounting Standard) Amendment Rules, 2016 as applicable.

The Ind AS financial statement have been prepared on accrual & going concern basis. The Accounting policies are applied consistently to all the periods presented in the Ind AS financial statements.

2.02 Basis of measurement

The financial statements have been prepared on the historical cost basis except for:

-certain financial assets and liabilities, plan assets of the defined benefit plan and equity settled share based payment that are measured at fair values at the end of each reporting period;

-certain fixed assets of the company were fair valued in earlier years (prior to transition date),

2.03 Use of estimates and judgements

The preparation of Ind AS financial statements in conformity with the recognition and measurement principles of Ind AS requires management to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the Ind AS financial statements and reported amounts of income and expense for the years presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected

Key source of estimation of uncertainity at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of goodwill, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of Deferred Tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligations at the Balance sheet date. These are reviewed at each Balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

2.04 Revenue recognition

Revenue is measured at the fair value of consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

2.04.1 Sale of Goods:

Timing of Recognition: Revenue from sale of goods are recognised when significant risks and rewards are transferred in accordance with the terms of sale, and there is no unfulfilled obligation that could affect the customers' acceptance of the products.

Measurement of Revenue: Revenue is measured at the Fair Value of the consideration received or receivables sales are recognised when the significant risks and rewards of ownership are transferred to the buyer. Revenue is disclosed net of GST and net of returns trade allowances, rebates and liquidated damages.

2.04.2 Rendering of Services: Revenue from services is recognised on rendering of services

Timing of Recognition: Installation and commissioning revenue is recognised in the period in which the services are rendered. Service revenue from extended warranty and annual maintenance contract are recognised on time proportion basis over the period of contract.

Measurement of Revenue: Revenue from services are disclosed exclusive of GST

2.04.3 Dividend and Interest Income: Dividend income from investments is recognised when the shareholder's right to receive payment has been estabilished (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably)

2.05 Government grants - Export incentives:

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions. Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

2.06 Borrowing costs

Borrowing costs include:

(i) interest expense calculated using the effective interest rate method,

(ii) finance charges in respect of finance leases, and

(iii) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.07 Leases

Finance Lease

Assets taken on lease by the company in its capacity as lessee, where the company has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalised at the inception of the lease at lower of the fair value or the present value of the minimum lease payments and a liability is recognised on an equivalent amount. Each lease rent paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.

Operating Lease

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor, are recognised as operating lease. Operating lease payments are recognised on a straight line basis over the lease term in the statement of profit and loss, unless the lease agreement explicitly states that the increase is on account of inflation.

2.08 Employee benefits

- Retirement benefits costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to statement of profit and loss. Past service cost is recognised in statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

- net interest expense or income; and

- remeasurement

The Company presents the first two components of defined benefit costs in statement of profit and loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the consolidated balance sheet represents the actual deficit or surplus in the company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

-Defined contribution plan

Contribution to defined contribution plans are recognised as expense when employees have rendered services entitling them to such benefits.

-Compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised at an actuarially determined liability at the present value of the defined benefit obligation at the Balance sheet date. In respect of compensated absences expected to occur within twelve months after the end of the period in which the employee renders the related services, liability for short-term employee benefits is measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

2.09 Cost recognition

Cost and Expenses are recognised when incurred and have been classified according to their nature.

The cost of the Company are broadly categorised in employee benefit expense, depreciation and amortisation and other expense. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other expenses mainly include fees to external consultant, travel expenses, cost of equipment and software licenses, communication costs, and other expenses. Other miscellaneous expenses is aggregation of costs which are individually not material such as printing & stationery, AGM expenses, festival celebration expenses, other general expense etc.

2.10 Taxes on income

Income tax expense represents the sum of the tax currently payable and deferred tax.

-Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the consolidated statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

-Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets include Minimum Alternate Tax (MAT) paid in accordance with the tax laws in India which is likely to give future economic benefits in the form of availability of set-off against future tax liability. Accordingly, MAT is recognised as deferred tax asset in the Balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

-Current and deferred tax for the year

Current and deferred tax are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.11 Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the consolidated balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

	Assets	**Useful Lives**
1.	Plant and Equipment	15 years
2.	Furnitures & Fixtures	10 years
3.	Office Equipment	5 years
4.	Buildings	30 years
5.	Computer	3 Years
6.	Tools & Equipments	5 years
7.	Electrical Installation	10 years
8.	Vehicles	8-10 years
9.	Air Conditioner	5 years

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

When an item of property, plant and equipment is acquired in exchange for a non-monetary asset or assets, or a combination of monetary and non-monetary assets, the cost of that item is measured at fair value (even if the entity cannot immediately derecognise the asset given up) unless the exchange transaction lacks commercial substance or the fair value of neither the asset received nor the asset given up is reliably measurable. If the acquired item is not measured at fair value, its cost is measured at the carrying amount of the asset given up.

2.12 Investment property

Properties that is held for long-term rentals or for capital appreciation or both, and that is not occupied by the company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of the investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment property are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 25-40 year. The useful life would be determined based on technical evaluation performed by the management's expert.

2.13 Intangible Assets

Costs associated with maintaining software programmes are recognised as an expense as incurred. Separately acquired software's are shown at transaction cost. They are subsequently carried at cost less accumulated amortisation.

Assets	**Useful Lives**
Software	3 years

2.14 Impairment of assets

2.14.1 Impairment of financial assets:

The company assesses at each date of balance sheet, whether a financial asset or a company of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured though a loss allowance. The company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the twelve-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly, since initial recognition.

2.14.2 Impairment of other assets:

At the end of each reporting period, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.
Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior year A reversal of an impairment loss is recognised immediately in statement of profit and loss.

2.15 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost of raw materials comprises cost of purchases. The cost of finished goods and work in progress includes raw materials, direct labour, other direct costs and appropriate portion of variable and fixed overhead expenditure, computed on normal capacity. Costs are assigned to individual items of inventory on a first-in first-out basis. Cost of inventories also include all others costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates, discounts and refundable duties and taxes. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

2.16 Cash and bank balances

Cash and bank balances also include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions on repatriation. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

2.17 Provisions

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding 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 the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are disclosed in notes when there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

2.18 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2.19 Financial instruments

2.19.1 Financial assets and financial liabilities

Financial assets and financial liabilities are recognised when a company entity becomes a party to the contractual provisions of the instruments.

2.19.2 Initial recognition and measurement:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of profit and loss.

2.19.3 Subsequent measurement:

- Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and contractual terms of financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

- Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it measured at amortised cost or fair value through other comprehensive income on initial recognition. The transaction cost directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in the statement of profit and loss

- Financial liabilities

Financial liabilities are measured at amortised cost using effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

- Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments recognised by the company are recognised at the proceeds received net off direct issue cost.

2.20 Earning Per Share

Basic earning per share are computed by dividing profit and loss attributable to equity shareholders of the company by the Weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in the year.

2.21 Recent Accounting Pronouncements

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 21, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company has evaluated and the amendment and there is no impact on its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements

NOTE 3 : PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Particulars	Plant and Equipment	Furnitures & Fixtures	Office Equipment	Land	Buildings	Tools & Equipments	Electrical Installation	Vehicles	Air Conditioner	Total	Capital Work in progress
Gross Carrying Cost/Deemed cost											
As at 31 March	527.46	93.43	43.15	666.68	879.38	25.17	18.23	195.85	3.87	2,453.22	-
Additions	39.88	2.47	3.32	-	-	0.77	0.05	0.61	-	47.10	2.17
Disposals	24.40	-	-	-	-	-	-	-	-	24.40	-
As at 31 March 2025	542.94	95.90	46.47	666.68	879.38	25.94	18.28	196.46	3.87	2,475.93	2.17
Depreciation											
As at 31 March 2024	352.30	62.94	34.83	-	294.41	20.86	15.77	108.00	3.62	892.73	-
Depreciation charge for the year	22.98	3.85	2.60	-	30.68	1.32	0.29	18.89	0.01	80.62	-
Disposals	20.61	-	-	-	-	-	-	-	-	20.61	-
As at 31 March 2025	354.68	66.79	37.43	-	325.09	22.18	16.06	126.89	3.63	952.74	-
Net Book Value											
As at 31 MARCH 2024	**175.16**	**30.50**	**8.32**	**666.68**	**584.97**	**4.31**	**2.46**	**87.85**	**0.25**	**1,560.50**	**-**
As at 31 March 2025	**188.26**	**29.12**	**9.04**	**666.68**	**554.30**	**3.76**	**2.22**	**69.57**	**0.24**	**1,523.19**	**2.17**

Note 3(a) There is no Capital work in progress as on 31 March 2025 and 31 March 2024

Note 3(b) The Company does not have any Immovable Property whose Title deed are not held in the name of Company.

Note 3(c) The Company has not revalued its Property, Plant and Equipments.

Notes forming part of the financial statements

Note: 4 Investment Properties

(₹ in Lakhs)

Particulars	As at 31st March 25	As at 31st March 24
Opening gross carrying amount / deemed cost	177.13	177.13
Add : Transfers / additions during the year	694.44	-
Less: Deletions during the year	74.39	-
Add/ (Less): Exchange Translation adjustment	-	-
Gross Block	797.18	177.13
Accumulated Depreciation		
Opening Balance	-	-
Add: Depreciation for the year	-	-
Add/ (Less): Exchange Translation adjustment	-	-
Closing Accumulated Depreciation	-	-
Net Investment Properties	797.18	177.13

(i) Estimation of fair value

The fair value of investment property is considered equivalent to the carrying cost of the properties by the management, based on prevailing stage of completion since properties are under construction and physical possession has not been offered.

NOTE 5 : INTANGIBLE ASSETS

(₹ in Lakhs)

Particulars	Software
Gross Carrying Cost/Deemed cost	
As at 31 March 2024	40.91
Additions	22.32
Disposals	-
As at 31 March 2025	63.23
Amortisation	
As at 31 March 2024	36.03
Amortization charge for the year	2.01
Disposals	
As at 31 March 2025	38.04
Net carrying amount	
As at 31 March 2024	**4.88**
As at 31 March 2025	**25.19**

Note: 6 Non Current Assets - (I) Investments

(₹ in Lakhs)

Particulars	As at 31st March 25	As at 31st March 24
Investments at Fair Value Through Other Comprehensive Income (FVTOCI):		
Investment in non-group companies:		
Equity Shares (Fully Paid) - Quoted		
1000 shares (As at March 31, 2023: 1000) shares of ₹ 1 each fully paid up in Mercator Ltd., India)	0.02	0.02
Total FVTOCI investments	0.02	0.02
Total	**0.02**	**0.02**

Note: 6 Non Current Assets - (ii) Other financial assets

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Other financial assets - amortized cost		
Margin Money (Fixed Deposits)	970.00	905.78
Earnest Money (Non-Current)	36.63	36.63
Other Assets	-	-
Total	**1,006.63**	**942.41**

Note: 6 Non Current Asset - (iii) Other balances with banks

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Term Deposits (Others)		
– More than 1 year maturity	2693.00	2,664.28
Total	**2,693.00**	**2,664.28**

Note: 7 Other Non- Current Assets

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
(Unsecured, considered good, unless otherwise stated)		
Loans and advances		
- Security Deposits	54.04	54.70
- Other Loan & advances	-	-
Deposits with Government, Public bodies and others:		
- Government Authorities	11.31	12.17
- Advance Income Tax (Net of Provision)	-	-
Other Non-Current Assets	-	-
Total	**65.35**	**66.87**

Note: 8 Inventories

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Materials	95.25	185.46
Work-in-Progress	525.45	284.10
Finished Goods	245.42	425.87
Stock-in-Trade	13.67	15.03
Stores and Spares	5.49	5.69
Total	**885.27**	**916.15**
Total inventories at the lower of cost and net realisable value	**885.27**	**916.15**

Note: 9 Current Asset - Trade Receivables

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Unsecured, considered good		
Trade receivables	1,634.22	954.11
Total	**1,634.22**	**954.11**

Note: 9.1 Trade Receivables ageing schedule as at 31st March,2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables -considered good	1,323.29	22.98	54.10	233.85	-	1,634.22
(i) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Note: 9.1 Trade Receivables ageing schedule as at 31st March,2024

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables -considered good	654.75	58.93	240.42	-	-	954.11
(i) Undisputed Trade receivables -considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-

Note: 10 Current Asset - Cash & Cash Equivalents

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Balances with banks:		
– In current accounts	43.87	159.10
Cash on hand	2.17	0.54
Other bank balances:		
– Unpaid dividend accounts	5.18	5.18
Total	**51.22**	**164.83**

Note: 11 Current Asset - Bank Balances other than (ii) above

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Term Deposits (Others)		
– Less than 1 year maturity	292.35	230.00
Total	**292.35**	**230.00**

Note: 12 Current Asset - Other Current Assets

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
(Considered Good, Unsecured unless stated otherwise)		
Advances and Claims Recoverable		
- Employee related	8.46	4.96
- Prepaid expenses	5.24	5.06
- Advance to suppliers	4.32	14.41
- Interest accrued on deposits	28.12	32.34
- Other Advances	3.60	23.56
Balances with Customs, Excise and Sales Tax Authorities	2.47	2.47
Tax Refund (Net of Provision)	-	-
Total other current assets	**52.22**	**82.80**

Note: 13 Share Capital

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
AUTHORIZED CAPITAL		
55,10,000 Equity Shares of Rs. 10/- each	551.00	551.00
Total	551.00	551.00
ISSUED, SUBSCRIBED & FULLY PAID UP CAPITAL		
46,62,899 Equity Shares of Rs. 10/- each	466.29	466.29
Total	466.29	466.29

NOTE:

1. The Company has only one class of shares referred to as equity shares having a par value of Rs. 10. Each holder of equity shares is entitled to one vote per share.
2. The Company has not declared any dividend during the year.

13.1 Reconciliation of the number of shares outstanding is set out below:-

(₹ in Lakhs)

Particulars	As at 31st March 2025 No. of Shares	As at 31st March 2024 No. of Shares
Balance at the beginning of the reporting period	46.63	46.63
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period	46.63	46.63

13.2 Shares held by each shareholder holding more than 5% shares

(₹ in Lakhs)

S.No.	Name of Shareholders	31st March 2025		31st March 2024	
		% Holding	No. of Shares	% Holding	No. of Shares
1.	Madhu Mittal	37.73	17.59	37.73	17.59
2.	Ansh Mittal	7.47	3.48	7.47	3.48

13.3 Shares held by promoters at the end of the year

(₹ in Lakhs)

S.No.	Promoters' Holding	31st March 2025		31st March 2024		% Change during the year
		% Holding	No. of Shares	% Holding	No. of Shares	
1.	Madhu Mittal	37.73	17.59	37.73	17.59	0

Note: 14 Other Equity

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Securities Premium Account	13.38	13.38
Reserve on Amalgamation	85.65	85.65
Retained Earnings	5,907.12	5,034.77
Other Reserves/ (Deficits)	-8.37	-8.37
Total	5,997.77	5,125.44

(i) Securities Premium Account

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	13.38	13.38
Additions during the year	-	-
Closing Balance	13.38	13.38

(ii) Reserve on Amalgamation

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	85.65	85.65
Additions during the year	-	-
Closing Balance	85.65	85.65

(iii) Retained Earnings

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Opening Balance	5,034.78	4,166.37
Add: Transferred from P&L	893.97	897.19
Remeasurement of defined employee benefit plans (net of taxes)	-21.63	-28.78
Dividend & Tax thereon	-	-
Closing Balance	5,907.12	5,034.78

(iv) Other Reserves/ (Deficits)

(₹ in Lakhs)

Particulars	FVOCI Equity Instruments
As at March 31, 2023	**-8.37**
Change in Fair Value of FVOCI equity instruments	-
As at March 31, 2024	**-8.37**
Change in Fair Value of FVOCI equity instruments	-
As at March 31, 2025	**-8.37**

Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Act.

Reserve on Amalgamation

This reserve was created at the time of amalgamation and mergers carried out in earlier years. The reserve is utilised in accordance with the provisions of the Act.

Retained Earnings

Retained earnings is a general reserve of a Company which are kept aside out of the Company's profits to meet future (known or unknown) obligations.

FVOCI Equity Investments

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity Investment reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Note: 15 Non Current Liabilities -Financial Liabilities- Borrowing

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Secured Borrowings		
From Banks		
Term Loan (Bank)	4.46	10.68
Term Loan (NBFC)		-
Less: Shown in Current Maturities of Long Term Debt	-4.46	-8.98
Unsecured Borrowings		
Term Loan	-	-
Less: hown in Current Maturities of Long Term Debt	-	-
Total	**0.00**	**1.71**

(i) Details of Loan

(₹ in Lakhs)

Name of Bank	Loan Amount	Date of Loan	Balance as on 31st March 2025	Balance EMI Months as on 31st March 2025	ROI	Security
HDFC BANK BBG TERM LOAN A/C	400.00	03.10.2018	451.90		9.49%	233-234-235 SECTOR 58 FARIDABAD
HDFC BANK LOAN A/C (BMW)	36.00	07.10.2018	4.46	8	8.85%	Vehicle

(ii) Assets pledged as security

(₹ in Lakhs)

Name of assets	Note	Net Carrying Cost	
		As at 31st March 2025	As at 31st March 2024
Buildings	3	443.10	473.77
Land	3	456.04	456.04
Vehicles	3	38.79	57.08
Cash and Cash Equivalents	10	100.00	100.00
Trade Receivables	9	1,634.22	954.11
Inventories	8	885.27	916.15
Plant and Equipments	3	-	-

Note: 16 Non Current Liabilities- Provisions

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for Compensated absences (Note 34)	24.83	24.80
Provision for Gratuity (Note 34)	90.13	71.83
Total	**114.96**	**96.63**

Note: 17 Deferred Tax Liabilities (net)

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred tax liabilities (net)	109.09	67.35
Total	**109.09**	**67.35**

Note: 18 Current Liabilities- Financial Liabilities - (I) Borrowings

(₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Secured		
From Banks		
Cash credit and other borrowings	451.90	413.76
Total	**451.90**	**413.76**

NOTE:

1. Cash Credit and other borrowings are guaranteed by directors Mrs. Madhu mittal, Mr. Aman Mittal & Mr. Ansh Mittal
2. Cash Credit limit is secured by first & exclusive charge on All current assets of the company and immoveable properties situated at 233-234-235 Sector 58, Faridabad, Haryana
3. Rate of Interest for CC 9.4 % & WCDL 9.4%
4. The company has been sanctioned working capital limits in excess of INR Five crores in aggregate from banks during the year on the basis of security of current assets of the company. The quarterly returns/statements filed by the company with bank are in agreement with the books of accounts of the company.

Note: 19 Current Libilities- Financial Liabilities- Trade Payables (₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Total Outstanding of		
Micro, Small and medium enterprises (MSME) (refer Note 33)	169.50	193.04
Other than Micro and Small Enterprises	464.17	566.08
Total	**633.66**	**759.13**

19.1 Trade Payables ageing schedule: As at 31st March,2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(I) MSME	169.50	-	-	-	169.50
(ii) Others	464.17	-			464.17
(iii) Disputed dues- MSME					-
(iv) Disputed dues - Others					-

19.1 Trade Payables ageing schedule: As at 31st March,2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(I) MSME	193.04	-	-	-	193.04
(ii) Others	557.96	8.12			566.08
(iii) Disputed dues- MSME					-
(iv) Disputed dues - Others					-

Note: 20 Current Liabilities- Other Financial Liabilities (₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Financial liabilities at fair value through OCI		
Current Maturities of Long Term Debt		
- From Banks	4.46	8.98
- From Others	-	-
Rental Deposits	-	-
Unpaid dividends*	5.18	5.18
Dues to Directors	0.13	5.94
Total other financial liabilities at amortised cost	9.77	20.10
Total	9.77	20.10

*Note: There are no amounts due for payment to the Investor Education & Protection Fund u/s 125 of Companies Act, 2013 as at the year end.

Note: 21 Current Liabilities- Provisions (₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for Compensated Absences (Note 34)	7.37	7.32
Provision for Gratuity (Note 34)	40.74	32.79
Tax Provision(Net of Advance Tax)	6.49	3.29
Other Liabilities - Provisions	109.91	69.48
Total	164.51	112.88

Note: 22 Other Current Liabilities (₹ in Lakhs)

Particulars	As at 31st March 2025	As at 31st March 2024
Statutory liabilities	141.61	54.72
Advances and Deposits from Customers / Others	938.42	645.97
Other Current Liabilities	-	-
Total	1,080.03	700.69

Note: 23 Revenue from Operations (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Sale of Products		
-Finished Goods	7,314.04	7,137.73
-Traded Goods	-	-
Sale of Products (A)	7,314.03	7,137.73
Sale of Services		
- Engineering services	16.35	9.83
- Supervision of installation services	5.85	3.48
- Others	-	-
Sale of Services (B)	22.21	13.31
Other Operating Revenue		
- Scrap Sales (Gross)	0.85	0.88
- Sale of Shares	-	-
Other Operating Revenue (c)	0.85	0.88
Total (A+B+C)	7,337.10	7,151.91

Note: 24 Other Income (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2025
Dividend income	0.04	0.22
Rental Income	-	-
Gain on Exchange Fluctuation (Net)	2.09	2.29
Net gain/ (loss) on sale of property, plant and equipment	10.31	0.66
Miscellaneous Income	0.50	4.10
Interest Income		
Fixed Deposits with Banks	240.76	117.23
Others	-	-
Total	253.69	124.51

Note: 25 Costs Of Material Consumed (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Stock of Raw Materials	185.46	129.80
Add : Purchase of Raw Material	3,790.29	4,231,57
Add: Freight Inward	43.33	38.09
Less: Closing Stock of Raw Materials	95.25	185.46
Total	3,923.84	4,214.01

Note 26 Changes in inventories of finished goods, stock-in-trades and work-in-progress (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
(Increase)/ Decrease in stocks		
Stock at the opening of the year:		
Finished Goods- Opening	425.87	198.99
Work-in-progress- Opening	284.10	212.38
Stock in Trade- Opening	15.03	13.83
Total A	725.00	425.20
Stock at the end of the year:		
Finished Goods	245.42	425.87
Work-in-progress	525.45	284.10
Stock in Trade	13.67	15.03
Total B	784.54	725.00
(Increase)/ Decrease in stocks (A - B)	-59.54	-299.81

Note 27 Employee Benefits Expense (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Salaries, Wages and Bonus	1,183.78	1,054.78
Contribution to Provident and Other Funds	51.69	43.76
Gratuity	34.78	17.22
Leave Encashment	17.94	6.57
Staff Welfare Expenses	25.63	23.43
Total	1,313.81	1,145.75

Note 28 Depreciation and amortization expense (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Depreciation		
Depreciation of property, plant and equipment	80.62	82.64
Depreciation of intangible assets	2.01	0.44
Other	-	-
Total	82.63	83.08

Note 29 Other Expenses (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Consumption of stores and spares	153.48	122.07
Power and Fuel	43.51	44.20
Rent (Net of recoveries)	27.99	25.79
Repairs and maintenance - Building	44.54	21.89
Repairs and maintenance - Machinery	8.49	12.39
Repairs and maintenance - Others	14.80	14.68
Insurance	7.34	6.13
Rates and Taxes	2.15	2.17
Travelling and Conveyance	75.54	88.85
Legal and professional charges	49.52	42.06
Security expenses	24.32	19.65
Communication, Telephone, Postage	4.03	6.57
Freight & Forwarding	28.97	18.73
Commission expenses	-	5.55
Selling Expense	76.69	24.02
Advertisement and Publicity	1.84	3.36
Bad Debts written off	-1.51	10.19
Auditor's Remuneration	2.00	2.00
Processing Charges	139.13	98.09
Packaging & Material	44.49	45.83
Keyman Insurance Policy	153.38	153.38
Other Miscellaneous Expenses	75.47	88.82
CSR Expense	19.92	15.65
Total	996.06	872.07

Note 30 Finance Costs (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Interest expenses	12.43	7.99
Bank charges	27.62	32.61
Other Borrowing Costs		
Total	40.05	40.60

Note 31 Tax Expenses (₹ in Lakhs)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Current Tax		
Current Tax on profits for the year	325.68	307.26
Adjustments for current tax of prior periods	32.54	-0.14
Total current tax expense	358.22	307.11
Deferred Tax		
Decrease / (Increase) in deffered tax assets	-	-
(Decrease) / Increase in deffered tax liabilities	41.74	16.42
Total deferred tax expense / (benefit)	41.74	16.42
Total	399.96	323.53

Note No 32 Contingent liabilities (₹ in Lakhs)

Particulars	31st March 25	31st March 24
a) Claims against the Company not acknowledged as debt -Disputed excise, custom, service tax and sales tax liabilities arising from assessment proceedings relating to prior years. The outflow, if any, on account of disputed liabilities is dependent on completion of assessments / disposal of appeals and adjustment for payments made under protest		
b) Bank Guarantees	2,884.72	2,573.87

1. 1. In respect of matter (b), the cash outflows, if any, could generally occur upto 4 years, being the period over which the validity of the guarantees extends.

Note No 33 Disclosure required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (₹ in Lakhs)

Particulars	31st March 25	31st March 24
a) Principal amount due to suppliers under MSMED Act, 2006	169.50	193.04
b) Interest accrued and due to suppliers under MSMED Act, 2006 on the above amount	-	-
c) Payment made to suppliers (other than interest) beyond the appointed day, during the year	-	-
d) Interest paid to suppliers under MSMED Act, 2006 (other than Section 16)	-	-
e) Interest paid to suppliers under MSMED Act, 2006 (Section 16)	-	-
f) Interest due and payable to suppliers under MSMED Act, 2006 for the payments already made	-	-
g) Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act, 2006	-	-

The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small" enterprises on the basis of information available with the Company.

Note No 34 Employee Benefits Plan

(a) Defined contribution plans

Contributions to Employee's Regional provident Fund, Superannuation Fund, Employees Pension Scheme and Employee's state insurance are recognised as defined contribution plan. The company recognised ₹ 46.18 Lakhs for Employee's Regional provident Fund (previous year ₹ 38.43 Lakhs), ₹ NIL for Superannuation Fund (previous year ₹ NIL), ₹ NIL for Employees Pension Scheme (previous year ₹ NIL), ₹ 0.35 Lakhs for Employee's Welfare Fund (previous year ₹ 0.27 Lakhs) and ₹ 0.51 Lakhs for Employee's state insurance (previous year ₹ 0.58 Lakhs)

(b) Defined benefit plan

The Company offers gratuity and leave encashment benefits, a defined employee benefit scheme of its employees.

The said benefit plan is exposed to actuarial risks as below:

Longevity Risk The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Investment risk: The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to government/high quality bond yields; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

The principal assumptions used for the purposes of the actuarial valuations were as follows: **(₹ in Lakhs)**

Particulars	**Valuation as at**			
	31st March 2025		**31st March 2024**	
	Gratuity	**Compensated Absenses**	**Gratuity**	**Compensated Absenses**
Discount rate(s)	6.75 % per annum	7.25 % per annum	7.25 % per annum	7.00 % per annum
Expected rate(s) of salary increase	5.00 % per annum	5.00 % per annum	5.00 % per annum	5.00 % per annum
Mortality Rate	IALM 2012-14	IALM 2012-14	IALM 2012-14	IALM 2012-14
Withdrawal rate (Per Annum)	5.00% p.a.	5.00% p.a.	5.00% p.a.	5.00% p.a.

Amounts recognised in statement of profit and loss in respect of these defined benefit plans are as follows:

(₹ in Lakhs)

Particulars	31st March 2025		31st March 2024	
	Gratuity	Compensated Absenses	Gratuity	Compensated Absenses
Service cost:				
Current service cost	9.46	4.44	9.76	5.28
Net interest expense	7.59	2.33	7.46	1.28
Past Service Cost	-	-	-	-
Components of defined benefit costs recognised in statement of profit and loss	17.05	6.77	17.22	6.56
Remeasurement on the net defined benefit liability:				
Remeasurement return on plan assets [excluding amounts included in net interest expense]				
(excess) / Short return				
Actuarial (gains) / losses arising from changes in demographic assumptions				
Actuarial (gains) / losses arising from changes in financial assumptions				
Actuarial (gains) / losses arising from changes in experience adjustments	17.73	10.24	4.75	33.27
Components of defined benefit costs recognised in other comprehensive income	17.73	10.24	4.75	33.27
Total	34.78	17.01	21.97	39.83

The current service cost, the net interest expense and past service cost for the year are included in the 'Employee benefit expense' line item in the statement of profit and loss. The remeasurement of the net defined benefit liability is included in 'Other comprehensive income'.

The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

(₹ in Lakhs)

Particulars	31st March 2025		31st March 2024	
	Gratuity	Compensated Absenses	Gratuity	Compensated Absenses
Present value of funded defined benefit obligation	130.86	32.21	104.62	32.12
Fair value of plan assets	-	-	-	-
Funded status	-130.86	-32.21	-104.62	-32.12
Restrictions on asset recognised				
Net liability arising from defined benefit obligation	130.86	32.21	104.62	32.12

Movements in the present value of the defined benefit obligation are as follows:

Particulars	Year ended 31st March 2025		Year ended 31st March 2024	
	Gratuity	Compensated Absenses	Gratuity	Compensated Absenses
Opening defined benefit obligation	104.62	32.12	99.48	17.06
Add/(Less): on account of acquisitions /Business transfers				
Current service cost	9.46	4.44	9.76	5.28
Interest cost	7.59	2.33	7.46	1.28
Past Service Cost				
Remeasurement (gains)/losses:				
Actuarial (gains)/losses arising from changes in demographic assumptions	-	-	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	3.38	0.92	1.22	0.45
Actuarial (gains)/losses arising from changes in experience adjustments	14.36	10.24	3.53	33.27
Benefits paid	-8.54	-17.84	-16.82	-25.23
Closing defined benefit obligation	130.86	32.21	104.62	32.12

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and withdrawal rate. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumption occurring at the end of the reporting period, while holding all other assumptions constant.

If the discount rate increases by 1%, the defined benefit obligation would be ₹ 30.01 Lakhs as at March 31, 2025.

If the discount rate (decreases) by 1%, the defined benefit obligation would be ₹ 34.72 Lakhs as at March 31, 2025.

If the expected salary growth increases by 1%, the defined benefit obligation would be ₹ 34.74 Lakhs as at March 31, 2025.

If the expected salary growth (decreases) by 1%, the defined benefit obligation would be ₹ 29.96 Lakhs as at March 31, 2025.

If the expected withdrawal rate increases by 1%, the defined benefit obligation would be ₹ 32.49 Lakhs as at March 31, 2025.

If the expected withdrawal rate (decreases) by 1%, the defined benefit obligation would be ₹ 31.89 Lakhs as at March 31, 2025.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior year

There has been no change in the process used by the Group to manage its risks from prior periods.

Note No 35 Operating lease arrangement

Lease arrangements which does not transfer risks and rewards incidental to ownership of an asset is classified under Operating Lease. Lease payments under an operating lease shall be recognised as an expense on a straight-line basis over the lease term.

Particulars	31st March 25	31st March 23
Disclosures in respect of cancellable agreements for office premises taken on lease		
(i) Lease payments recognised in the Statement of Profit and Loss	27.99	25.79
(ii) Significant leasing arrangements		
The Company has given refundable interest free security deposits under the agreements. The lease agreements are upto 11 months		
(iii) Future minimum lease payments under non-cancellable agreements		
Not later than 1 year	NIL	NIL
Later than 1 year and not later than 5 year	NIL	NIL
Later than 5 year	NIL	NIL
Total	27.99	25.79

Note No 36 Earnings per share

Particulars	31st March 25	31st March 24
Basic earnings per share	19.17	19.24
From continuing operations		
Diluted earnings per share	19.17	19.24
From continuing operations		

Earnings used in computing basic and diluted earnings per share

Particulars	31st March 25	31st March 24
Profit/(loss) attributable to the equity holders of the Company	893.97	897.18
From continuing operations		

Weighted average number of shares used as the denominator

Particulars	31st March 25	31st March 24
Weighted average number of equity shares used as denominator in calculating basic earnings per share	46.63	46.63
Adjustments for calculation of diluted earnings per share		
- employee stock options	-	-
- Share warrants	-	-
Weighted average number of equity shares used as denominator in calculating diluted earnings per share	46.63	46.63

Note No 37 Segment Reporting

The Company's operating business is organised and managed according to a single primary reportable business segment namely 'Lubrication Systems'. Accordingly, information relating to segment reporting as per Accounting Standard Ind 108 'Operating Segment' is not required to be furnished.

Note No 38 Related party transaction.

List of the related parties

Relationship	Name
Key Management Personnel (KMP)	MADHU MITTAL, MANAGING DIRECTOR AMAN MITTAL, WHOLETIME DIRECTOR ANSH MITTAL, WHOLETIME DIRECTOR ANKUR GOYAL, COMPANY SECRETARY
Relatives of KMP	SWATI MITTAL ANVI MITTAL NEELU MITTAL
Enterprise owned or significant influenced by key management personnel and relative of key management personnel	SHREE GANAPATI BOXMAKER (P.) LTD., Fbd

Related Party Balances (₹ in Lakhs)

Particulars	Key Management Personnel (KMP)		Relatives of KMP		Enterprise owned or significant influenced by key management personnel and relative of key management personnel	
	As at 31/03/2025	As at 31/03/2024	As at 31/03/2025	As at 31/03/2024	As at 31/03/2025	As at 31/03/2024
Other Financial Assets (Liabilities) and Other Assets (Liabilities)	-0.13	-5.94	-1.10	-1.24	-	-
Balance of trade payables (net of advance paid) as at					-	-

Related Party Transaction (₹ in Lakhs)

Particulars	Key Management Personnel (KMP)		Relatives of KMP		Enterprise owned or significant influenced by key management personnel and relative of key management personnel	
	As at 31/03/2025	As at 31/03/2024	As at 31/03/2025	As at 31/03/2024	As at 31/03/2025	As at 31/03/2024
Purchase of materials/services	-	-	-	-	-	38.88
Consultancy	-	3.60	14.40	12.00	-	-
Short Term Employee Benefits paid	337.57	186.05	18.43	17.21	-	-

Note No 39 Financial instruments

Categories of financial instruments **(₹ in Lakhs)**

Particulars	**As at 31/03/25** Carrying Value	**As at 31/03/24** Carrying Value
Measured at amortised cost		
(a) Cash and bank balances	3,036.57	3,059.11
(b) Other financial assets at amortised cost	2,640.86	1,896.52
Measured at FVTOCI		
(a) Investments in certain equity instruments designated upon initial recognition	0.02	0.02
Financial liabilities:		
Measured at amortised cost		
(a) Borrowings	451.90	415.47
(b) Other financial liabilities	643.43	779.22

Fair value hierarchy

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

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

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used).

Financial assets / financial liabilities	**Fair value as at**		**Fair value hierarchy**	**Valuation technique(s) and key input(s)**
	31/3/2025	**31/3/2024**		
Financial assets				
Measured at fair value through profit or loss (FVTPL)				
(a) Mandatorily measured:				
Equity investments - Quoted	0.02	0.02	Level 1	Closing Price taken from recognized stock exchange.
Equity investments - Unquoted	-	-	Level 2	The fair value of unquoted investments is determined based on quoted prices for identical or similar assets or liabilities in markets that are not active.
Financial liabilities	-	-		

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

(₹ in Lakhs)

Particulars	31st March 2025		31st March 2024	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Borrowings	451.90	451.90	415.47	415.47

Financial risk management objectives

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Market risk management

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial intruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of liquidity risk.

Liquidity Risk

The liquidity risk encompasses any risk that the Company cannot fully meet its financial obligations. To manage the liquidity risk, cash flow forecasting is performed in the operating divisions of the Company and aggregated by Company finance. The Company's finance monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities / overdraft facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

The Company had access to the following undrawn borrowing facilities at the end of the reporting period.

Particulars	31st March 2025	31st March 2024
Borrowings		
Total Amount	-	-
Upto 1 Year	-	-
1-5 Years	-	-
More than 5 Years	-	-
Trade Payables		
Total Amount	633.66	759.13
Upto 1 Year	633.66	751.01
1-5 Years	-	8.12
More than 5 Years	-	-
Other Financial Liabilities		
Total Amount	5.31	11.12
Upto 1 Year	5.31	11.12
1-5 Years	-	-
More than 5 Years	-	-

Credit risk management t

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit Risk to the company primarily arises from trade receivables. Credit risk also arises from cash and cash equivalents, financial instruments and deposits with banks and financial institutions and other financial assets

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated equivalent of investment grade and above. The Company has an internal mechanism of determining the credit rating of the customers and setting credit limits. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

Interest rate risk

Interest rate risk arises from borrowings. Debt issued at variable rates exposes the Company to cash flow risk. Debt issues at fixed rates exposes the Company to fair value risk.

Interest rate risk is the risk that the fair value of future cash ☐lows of the ☐inancial instruments will ☐luctuate because of changes in market interest rates. The Company's main interest rate risk arises from long-term borrowings with variable rates, which exposes the Company to cash low interest rate risk.

(i) Interest rate risk exposure

The exposure of the Company's borrowing to interest rate changes at the end of the reporting period are as follows:

(₹ in Lakhs)

S.No.	Particulars	31st March 2025	31st March 2024
1	Variable rate borrowings	451.90	413.76
2	Fixed rate borrowings	4.46	10.68
Total Borrowings		**456.36**	**424.44**

(i) Sensitivity analysis

For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year.

(₹ in Lakhs)

Particulars	Impact on profit after tax	
	31st March 2025	31st March 2024
Interest rates- increases by 50 basis points*	-1.69	-1.55
Interest rates- decreases by 50 basis points*	1.69	1.55

* Holding all other variables constant

Note No 40 Auditors' Remuneration

Auditors' Remuneration (excluding service tax):

(₹ in Lakhs)

S.No.	Particulars	31st March 2025	31st March 2024
a.	For Audit fees	3.00	2.00
b.	For Tax Audit	2.50	2.50
c.	For Taxation matters	-	-

Note No 41 Tax Expense

(₹ in Lakhs)

Particulars	31st March 2025	31st March 2024
Current tax		
Current tax expense	325.68	307.26
Current tax expense relating to prior years	32.54	-0.14
Deferred tax benefit		
Deferred tax (credit) / expense	41.74	16.42
Income Tax Expense reported in the consolidated Statement of Profit and Loss	**399.96**	**323.53**

The reconciliation of estimated income tax expenses at statutory income tax rate to income tax expense reported in statement of profit and loss is as follows:

Particulars	31st March 2025	31st March 2024
Profit before income taxes	**1,293.93**	**1,220.72**
Indian statutory income tax rate	25.17%	25.17%
Expected income tax expense	325.66	307.25
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expenses:		
Income exempt from tax	-	-
Effect of expenses that are not deductible in determining taxable profit	43.57	38.21
Tax pertaining to prior years	32.54	-0.14
Deferred Tax effect on various items	41.74	16.42
Others	-94.38	3.20
Total Income tax expense	**349.13**	**364.95**
Effective Tax Rate	**26.98%**	**29.90%**

NOTE NO.42 RATIOS ANALYSIS

Ratio Type	Refer Note No.	31st March 2025	31st March 2024	% Variane	Reason for Variance
Current Ratio	42.01	1.25	1.17	6.48	-
Debt Equity Ratio	42.02	0.07	0.08	-6.99	Ratio has improved on payment of debt
Debt Service Coverage Ratio	42.03	-50.75	2.55	-2,087.07	Ratio has improved due to increased earnings
Return on Equity Ratio	42.04	0.15	0.20	-26.05	Decreased due to increase in cost and lower margin
Inventory Turnover Ratio	42.05	4.29	7.27	-40.95	Increase in revenue & lower inventory levels
Trade Receivables Turnover Ratio	42.06	1.26	0.72	76.53	Increased due to increase in trade receivables
Trade Payables Turnover Ratio	42.07	0.91	1.04	-12.14	Decreased due to decrease in trade payables
Net Capital Turnover Ratio	42.08	12.75	20.95	-39.14	Decreased due to higher working capital employed
Net Profit Ratio	42.09	0.12	0.13	-2.87	-
Return on Capital employed	42.10	0.20	0.21	-8.48	Decreased due to lower profit against higher capital empolyed
Return on Investment	42.11	2.77	2.62	6.00	-

NOTE NO.	Ratio Type	Numerator	Denominator
42.01	Current Ratio	Current Assets	Current Liabilities
42.02	Debt Equity Ratio	Total Liabilities	Shareholder's Equity
42.03	Debt Service Coverage Ratio	Net Operating Income [Net Profit after tax + non-cash operating expenses like depreciation and other amortizations + Interest+other adjustments like loss on sale of fixed assets, etc.]	Debt Service [Current Debt Obligation (Interest & Lease payment+ Principal Repayment.]
42.04	Return on Equity Ratio	Profit for the period [Net Profit after taxes - preference dividend (if any)]	Avg. Shareholders Equity [(Beginning shareholders' equity + Ending shareholders' equity) ÷ 2]
42.05	Inventory Turnover Ratio	Cost of Goods sold [(Opening Stock + Purchases) – Closing Stock]	Average Inventory [(Opening Stock + Closing Stock)/2]
42.06	Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables [(Beginning Trade Receivables + Ending Trade Receivables) / 2]
42.07	Trade Payables Turnover Ratio	Total Purchases	Average Trade Payables [(Beginning Trade Payables + Ending Trade Payables) / 2]
42.08	Net Capital Turnover Ratio	Net Sales [Total Sales - Sales Return]	Average Working Capital [Current Assets - Current Liabilities]
42.09	Net Profit Ratio	Net Profit [Profit After Tax]	Net Sales
42.10	Return on Capital employed	EBIT [Profit before Interest and Taxes]	Capital Employed [Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability]
42.11	Return on Investment	EBT [Profit before Tax]	Equity Sharecapital

NOTE NO.43 Disclosure of Corporate Social Responsibility Expenditure

		31st March 2025	31st March 2024
A)	Amount required to be spent by the company during the year	19.94	15.64
B)	Opening shortfall balance, if any	0.03	0.04
C)	Amount of expenditure incurred	16.82	15.65
D)	Shortfall/ (Surplus) at the end of the year	3.16	0.03
E)	Total of previous year shortfall	-	-
F)	Details of Related Party transactions in relation to CSR expenditure as per relevant Accounting Standard	-	-
G)	Reason for shortfall		

NOTE NO.44 RELATIONSHIP WITH STRUCK OFF COMPANIES

The company do not have any transactions with company's struck off under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 during the year ended 31st March 2025 (Previous year: Nil)

NOTE NO.45 DETAILS OF BENAMI PROPERTY HELD

The company do not have any property under Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence there are no proceedings against the company for the year ended 31st March, 2025 and also for the year ended 31st March, 2024

NOTE NO.46 DISCLOSURE IN RELATION TO UNDISCLOSED INCOME

The company do not have any such transactions which is not recorded in the books of accounts that has ben surrendered or disclosed as income during the year ended 31st March, 2025 and also for the year ended 31st March, 2024 in the tax assessments under Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

NOTE NO.47 DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The company have not traded or invested in crypto currency or virtual currency during the year ended 31st March, 2025 and also for the year ended 31st March, 2024

NOTE NO.48 UTILISATION OF BORROWED FUND AND SHARE PREMIUM

The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities(intermediaries) with the understanding that the intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The company have not received any fund from any person(s) or entity(ies), including foreign entiteis (funding party) with the understanding (whether recorded in writing or otherwise) that the company shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ulitmate beneficiaries)or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

NOTE NO.49 LOANS AND ADVANCES (REPAYABLE ON DEMAND OR WITHOUT SPECIFYING ANY TERMS OR PERIOD OF REPAYMENT) TO SPECIFIED PERSONS

During the year ended 31st March 2025, the Company did not provide any loans or advances, which remains outstanding (repayable on demand or without specifying any terms or period of repayment) to specified persons (Previous Year: NIL)

NOTE NO.50 REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)

The company do not have any charges or satisfaction, which yet to be registered with ROC beyond the statutory period, during the year ended 31st March, 2025 and also for the year ended 31st March, 2024

NOTE NO.51 WILFUL DEFAULTER

The company has not been declared wilful defaulter by any bank or financial institution or government or any government authoritty

NOTE NO. Previous year/period figures have been re-grouped / re-classified wherever necessary.

In terms of our report attached.
For Singla Tayal & Co.
Chartered Accountants
(Firm's Reg no. 000882N)

For and on behalf of the Board of Directors

CA Arpit Singla
Partner
(M.No. 508049)
UDIN:

Madhu Mittal
Managing Director
(DIN: 00006418)

Ankur Goyal
Company Secretary
(Membership No. 26065)

Place: Faridabad

Date: 29-05-2025

Ansh Mittal
Director
(DIN: 00041986)

Ravinder Panchal
Manager Accounts

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004Phone No. : 08826794470, 71, 72, 73

E-mail : cenlub@cenlub.in Website : www.cenlub.in

FORM NO.MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	L67120HR1992PLC035087		
Name of the Company:	CENLUB INDUSTRIES LIMITED		
Registered Office:	Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004		
Name of the member(s)			
Registered Address:			
E-mail Id			
Folio No/Client Id		DP ID	

I/We, being the member(s) of Cenlub Industries Limited holding .... shares of the above named company, hereby appoint:

1. Name	
Address	Signature
E-mail Id	
or failing him	
2. Name	Signature
Address	
E-mail Id	
or failing him	
3. Name	Signature
Address	
E-mail Id	
or failing him	

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Friday, the 26th September,2025 at 10.30 A.M. at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad-21006 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. as per Notice

S. No.	RESOLUTIONS	FAVOUR	AGAINST
1.	Adoption of financial statements for the financial year ended march 31, 2025		
2.	Re-appointment of Mr. Aman Mittal (DIN: 00006435) as executive director, liable to retire by rotation		
3.	Appointment of Secretarial Auditor		
4.	Appointment of Mr. Aalok Sharma (DIN:11221434) as an Independent Director of the company		
5.	To consider and approve Re-appointment of Mr. Ansh Mittal, as Whole Time Director of the company along with other terms and conditions including remuneration		
6.	To consider and approve re-appointment of Mr. Aman Mittal, as whole time director of the company along with other terms and conditions including remuneration		

Signed this .... day of 2025

Affix a Revenue Stamp

Signature of Shareholder ....

Signature of Proxy holder(s) ....

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004P
hone No. : 08826794470, 71, 72, 73
E-mail : cenlub@cenlub.in Website : www.cenlub.in

Folio No./DP ID/Client ID No.	
No of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the 33rd Annual General Meeting of the Company to be held at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad -121006 (Haryana) on Friday, the 26th September, 2025 at 10:30 A.M.

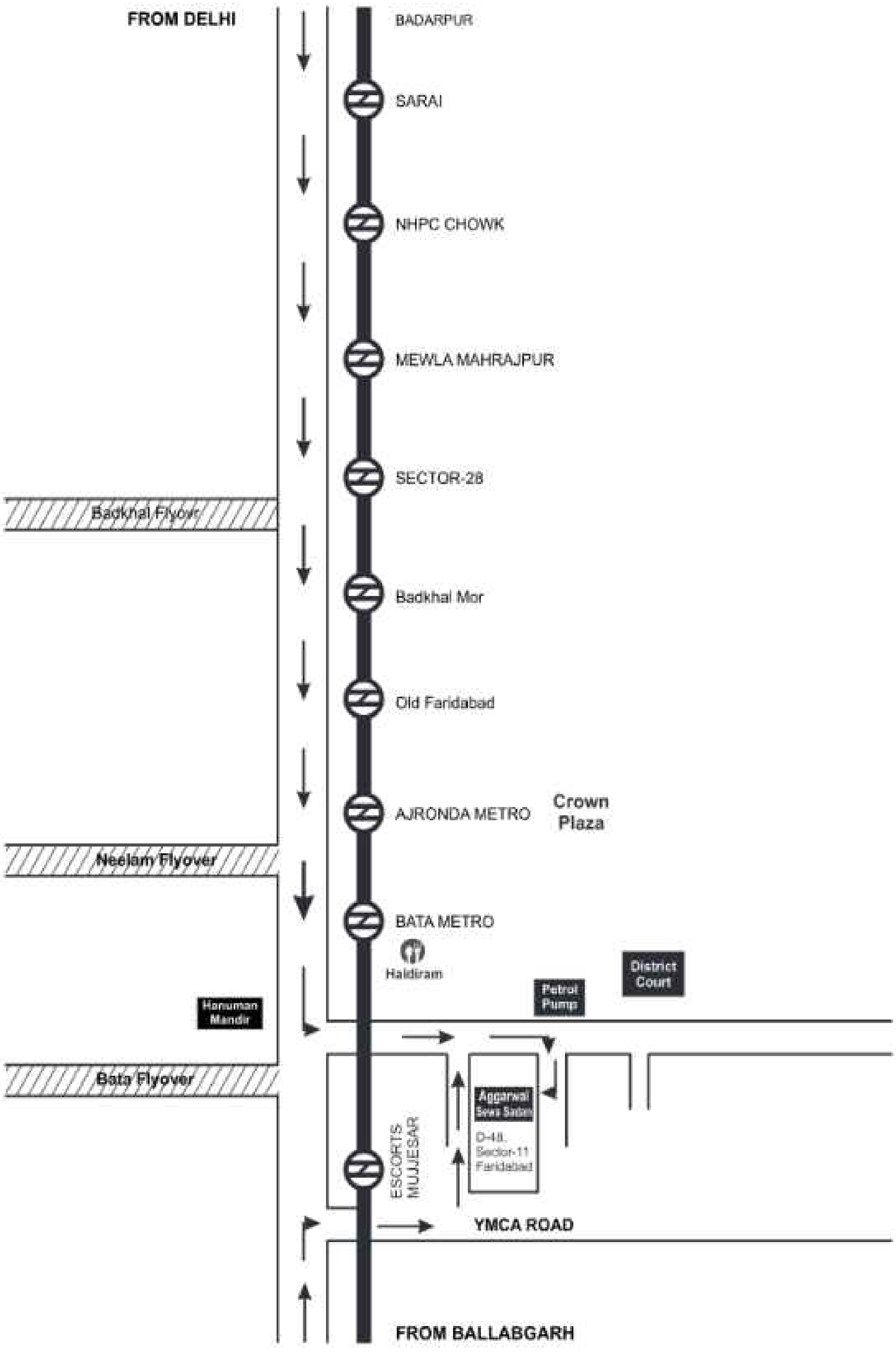
NAME OF THE SHAREHOLDER(S) (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY (in Block Letters)	
SIGNATURE OF THE PROXY	

NOTE: You are requested to sign and hand over this slip at the entrance of the meeting venue.

The Electronic Voting Particulars are as follows:

EVSN	USER ID	SEQUENCE NO.

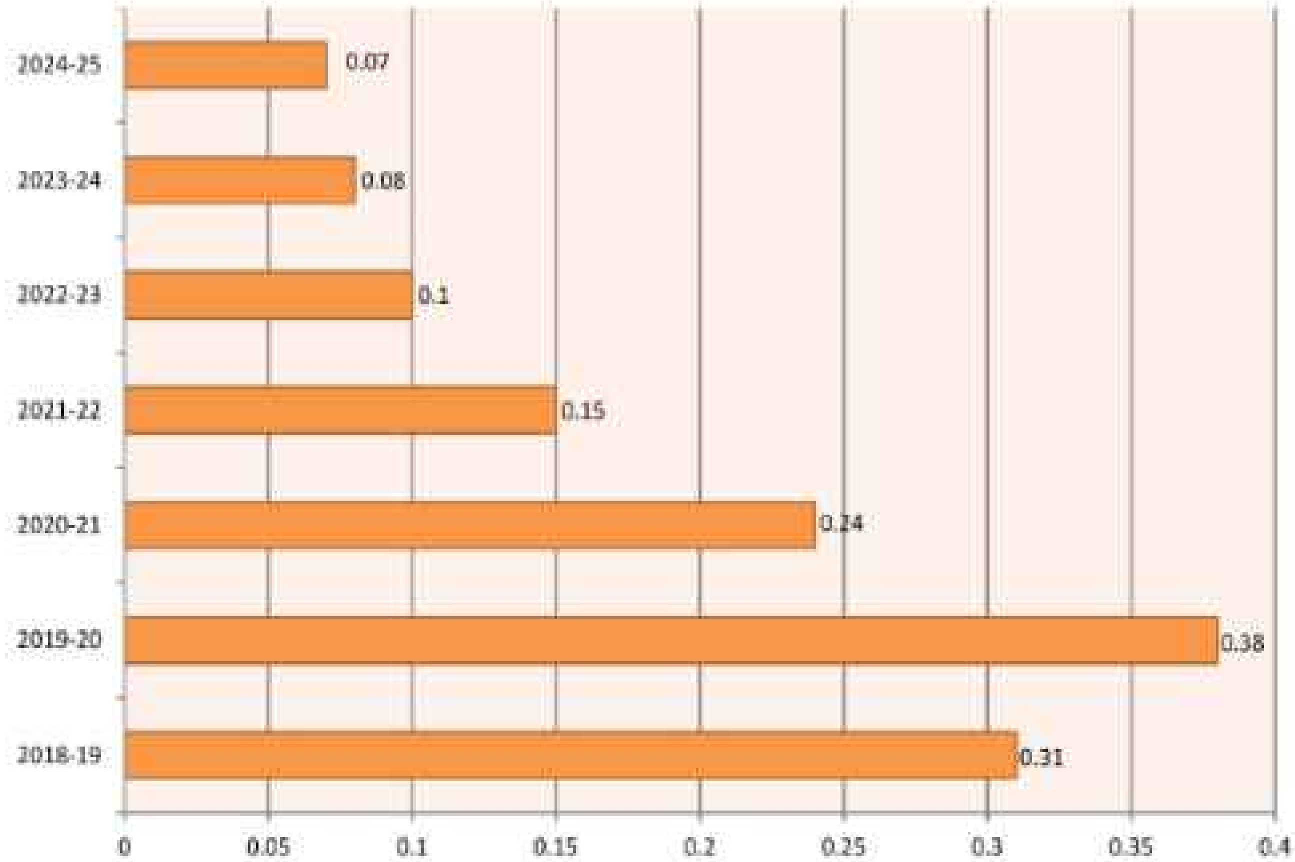
Map of the Meeting of the Venue



Events of Annual General Meeting - 2023-2024

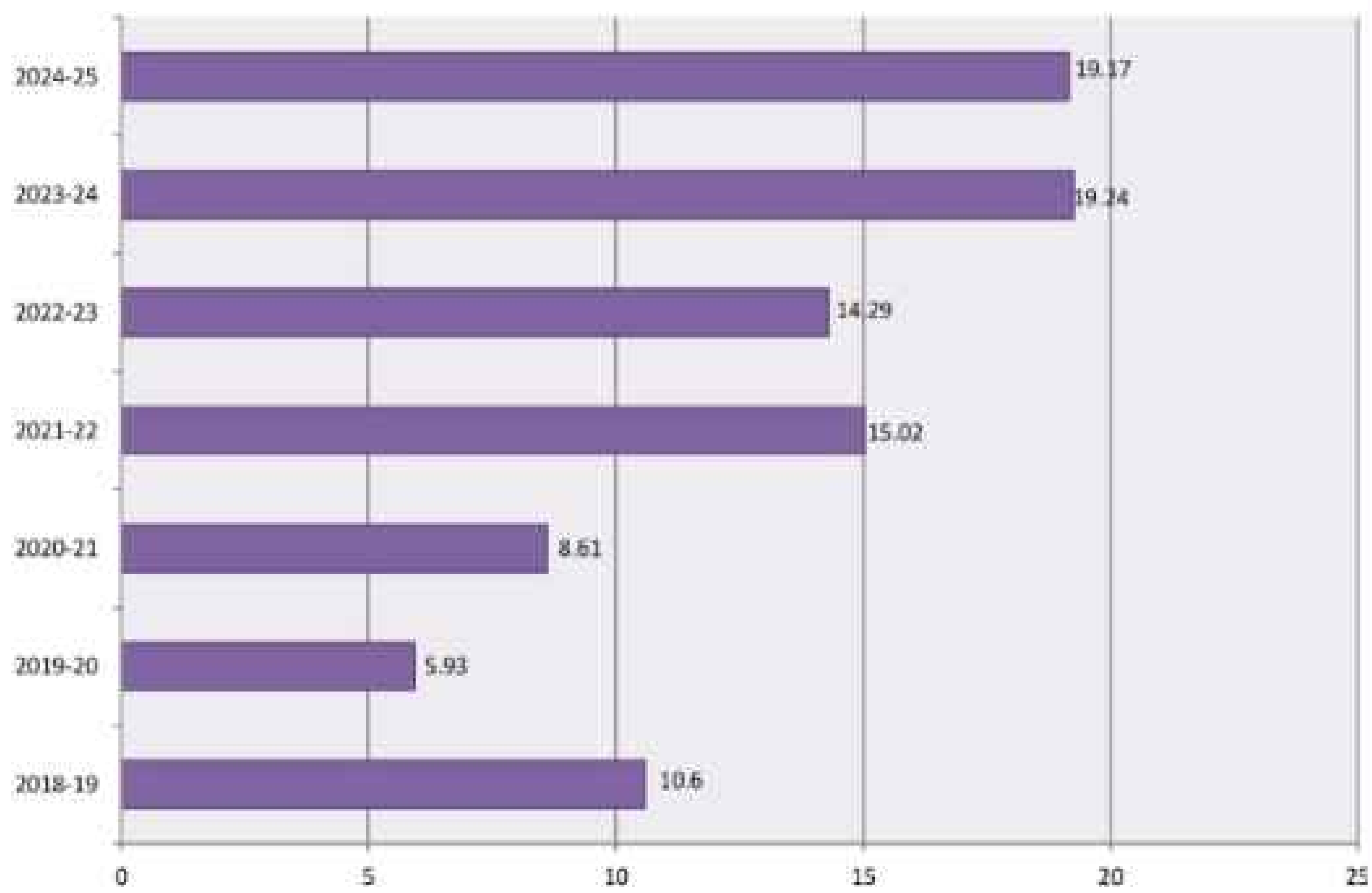
Debts Equity Ratio (RS.)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
0.31	0.38	0.24	0.15	0.1	0.08	0.07



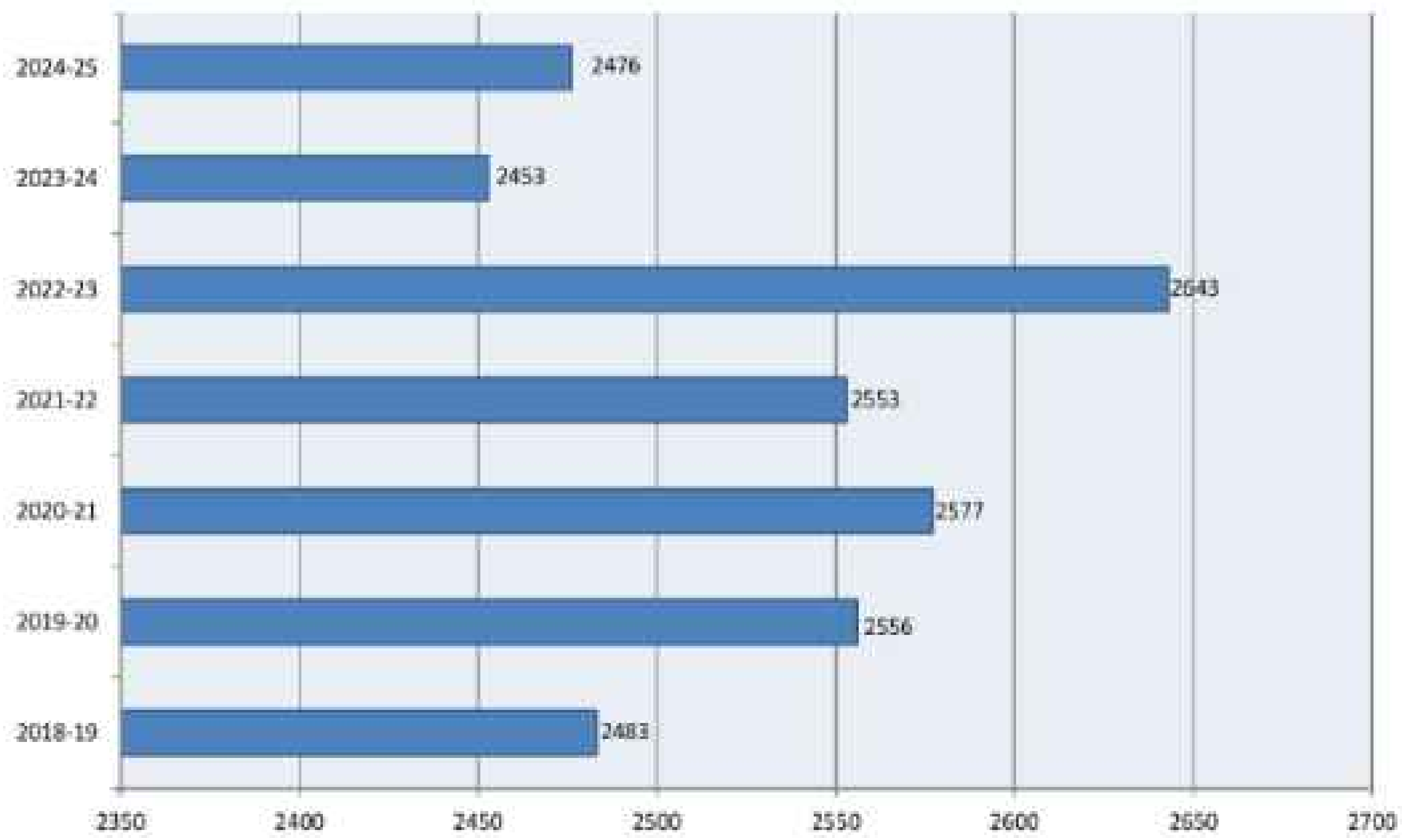
Earning per share (Rs.)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
10.6	5.93	8.61	15.02	14.29	19.24	19.17



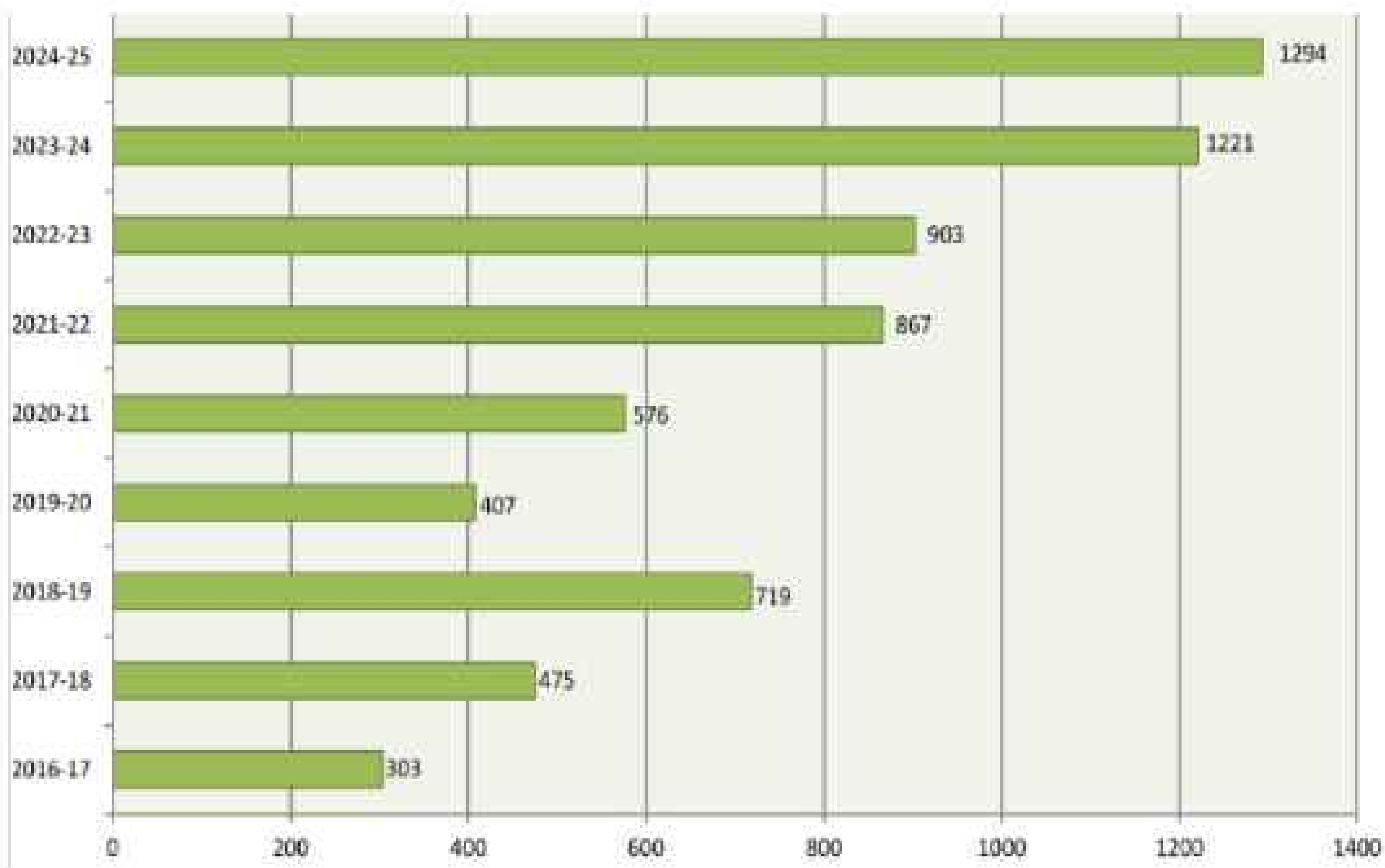
Gross Fixed Assets (Rs.in Lacs)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
2483	2556	2577	2553	2643	2453	2476



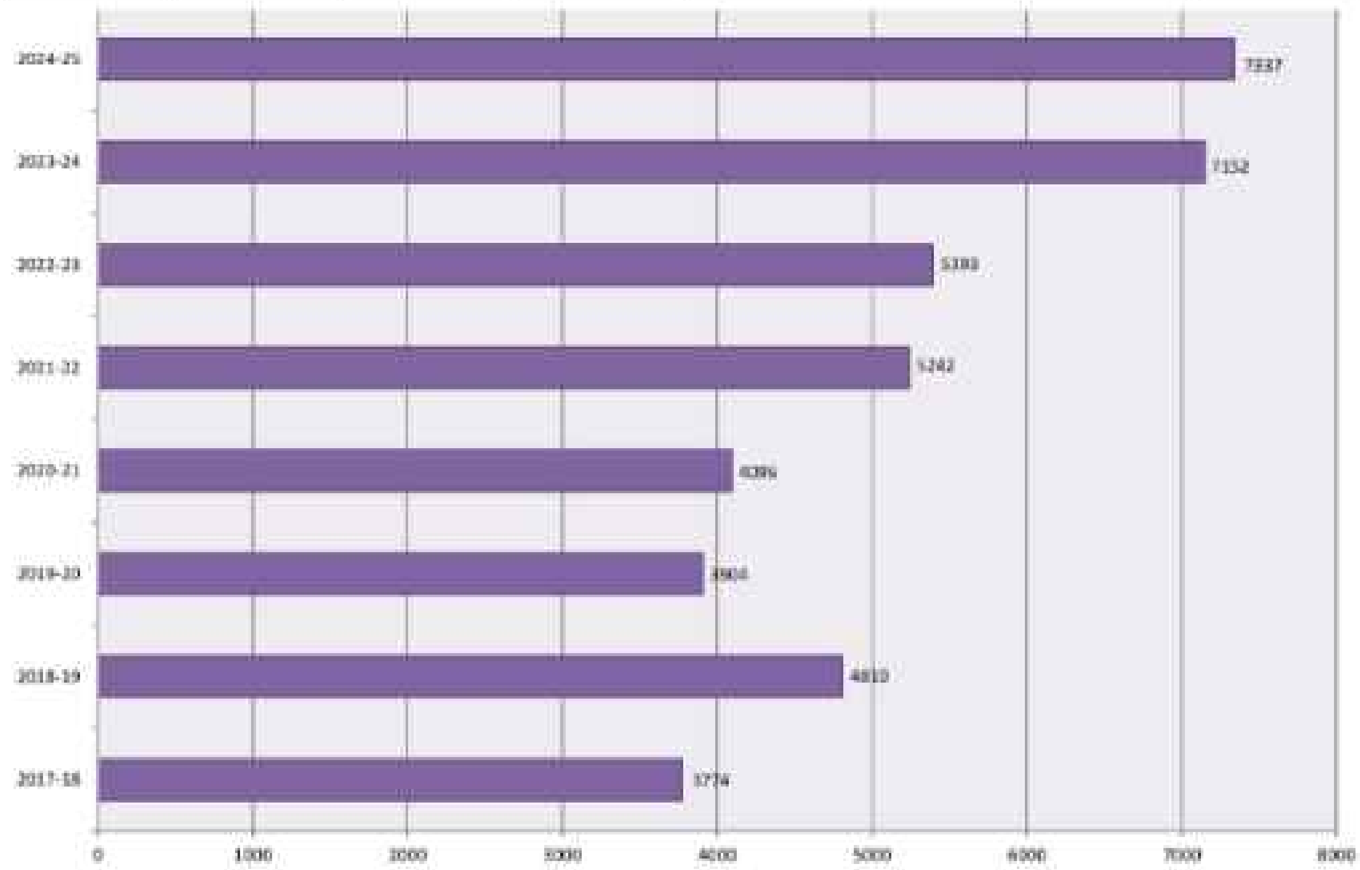
Profit Before Tax (RS. in Lacs)

2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
303	475	719	407	576	867	903	1221	1294



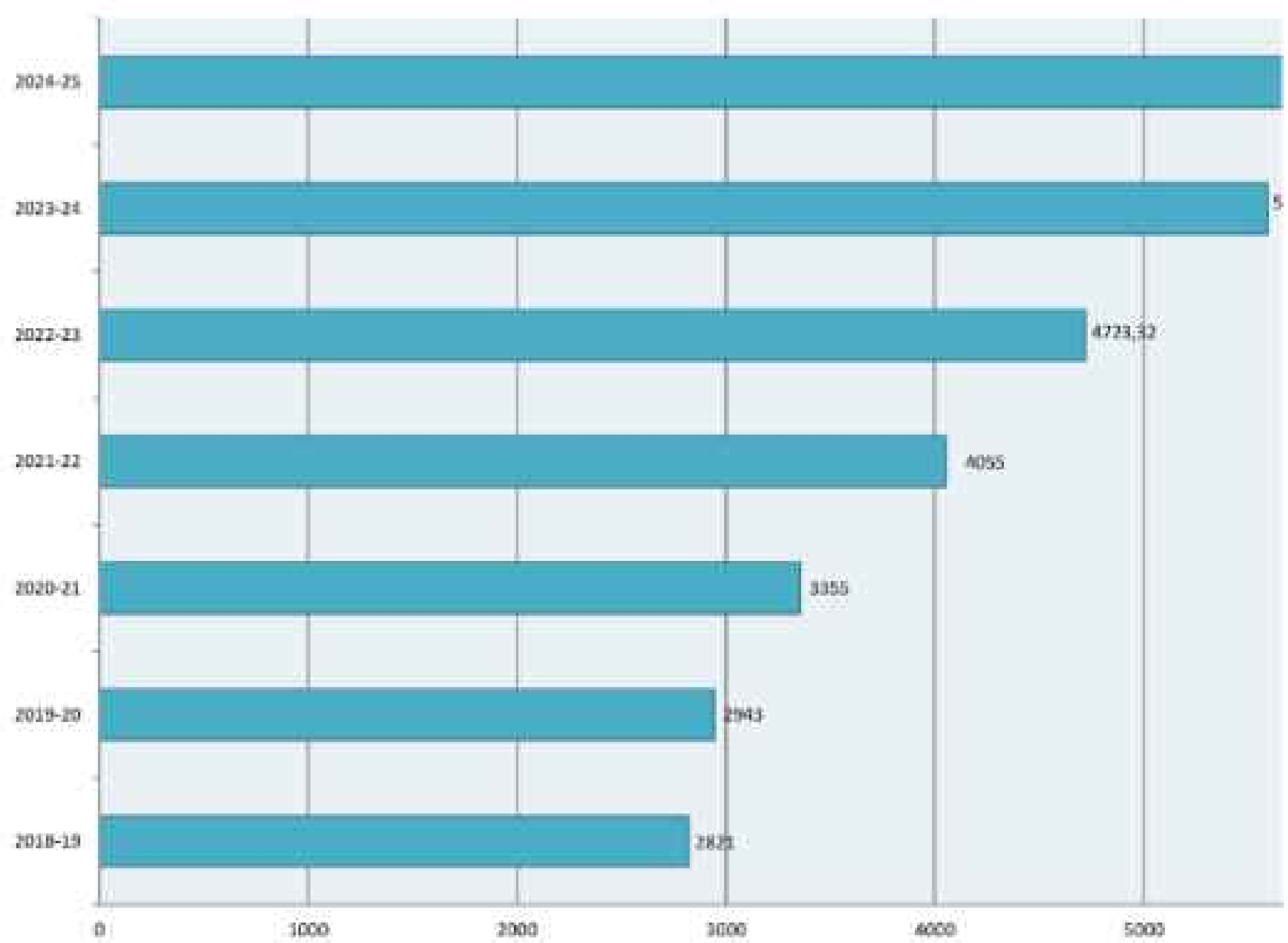
Revenue (Sales) (Rs. in Lacs)

2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
3774	4810	3904	4096	5242	5393	7152	7337



Share Holder's Fund (Rs. in Lacs)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
2821	2943	3355	4055	4723.32	5591.73	6464



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Plot No. 233 & 234, Sector-58, Ballabgarh, Faridabad-121004 (Haryana)
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