Kamadgiri Fashion Ltd

**Date: 15th January, 2025**

**To,**
**Department of Corporate Services**
**BSE Limited,**
**Phiroze Jeejeebhoy Towers,**
**Dalal Street,**
**Mumbai - 400 001.**

**Scrip Code: 514322**

**Sub: Outcome of Board Meeting held on Wednesday, 15th January, 2025**

Dear Sir/Madam,

In terms of Regulation 30 read with part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), we wish to inform you that, in their meeting held today i.e. 15th January, 2025 has inter-alia considered and approved the following:

1. Unaudited Financial Results (Standalone) along with Limited Review Report as submitted by the statutory auditor of the Company for the Third Quarter Ended 31st December, 2024.

Accordingly, the Unaudited Financial Results (Standalone) for the Third Quarter Ended 31st December, 2024 along with Limited Review Report are attached as **"Annexure I".**

2. Change in Designation of Mr. Pradip Kumar Goenka (DIN: 00516381) from the position of Chairman and Managing Director to Chairman and Executive Director of the Company with effect from 15th January, 2025 along with revision of Remuneration payable to him subject to approval of Member.

Accordingly, the details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 is attached herewith as "**Annexure II**".

3. Change in the designation of Mr. Tilak Pradip Goenka (DIN: 00516464) from Executive Director to Managing Director of the Company for a term of five years, effective 15th January 2025, along with a revision in the remuneration payable to him, subject to the approval of the members.

Kamadgiri Fashion Ltd

Accordingly, the details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 is attached herewith as "**Annexure III**".

4. Authorization for the execution of a lease agreement between Kamadgiri Fashion Limited ("the Company") and Ananddeep Cotsyn LLP.

The meeting of the Board commenced at 12:05 P.M. and concluded at 02:30 P.M.

Kindly take the above on record.
Thanking You,

Yours Faithfully,

**For Kamadgiri Fashion Limited**

SIDDHANT SINGH
Digitally signed by SIDDHANT SINGH

**Siddhant Singh**
**Company Secretary Cum Compliance Officer**

# Kamadgiri Fashion Limited

**STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER & NINE MONTH ENDED DECEMBER 31, 2024**

(₹ in Lakhs)

| | Particulars | QUARTER ENDED | | | NINE MONTH ENDED | | YEAR ENDED |
|---|---|---|---|---|---|---|---|
| | | 31-DEC-2024 | 30-SEPT-2024 | 31-DEC-2023 | 31-DEC-2024 | 31-DEC-2023 | 31-Mar-2024 |
| | | UNAUDITED | | | UNAUDITED | | AUDITED |
| 1 | **Income From Operations** | | | | | | |
| | a) Income from Operations | 4,463.99 | 4,403.25 | 5,727.44 | 13,498.72 | 16,247.87 | 21,760.03 |
| | b) Other Income | 2.47 | 60.90 | 2.11 | 78.03 | 11.45 | 511.70 |
| | **Total Income from operations** | **4,466.46** | **4,464.15** | **5,729.55** | **13,576.75** | **16,259.32** | **22,271.73** |
| 2 | **Expenses** | | | | | | |
| | a) Cost of materials consumed | 2,100.58 | 2,810.09 | 2,526.36 | 7,266.44 | 7,365.89 | 9,992.20 |
| | b) Purchase of Stock-in-trade | 214.15 | 330.05 | 1,563.06 | 964.71 | 2,864.59 | 3,477.84 |
| | c) Changes in inventories of Finished Goods, Work-in-Progress | 264.52 | (559.34) | (282.32) | (368.95) | 73.71 | 223.20 |
| | d) Employees benefits expense | 263.88 | 254.74 | 523.44 | 839.72 | 1,809.40 | 2,082.63 |
| | e) Finance Costs | 63.32 | 108.00 | 179.21 | 307.21 | 544.22 | 742.90 |
| | f) Depreciation and amortisation expense | 79.55 | 61.51 | 103.18 | 242.47 | 341.23 | 457.63 |
| | g) Job Charges | 878.17 | 932.55 | 654.38 | 2,612.38 | 1,904.65 | 2,767.18 |
| | h) Other expenses | 465.31 | 497.15 | 615.53 | 1,524.57 | 1,901.79 | 2,705.27 |
| | **Total Expenses** | **4,329.47** | **4,434.74** | **5,882.84** | **13,388.55** | **16,805.48** | **22,448.84** |
| 3 | **Profit/(Loss) before tax (1-2)** | **136.99** | **29.40** | **(153.29)** | **188.20** | **(546.16)** | **(177.12)** |
| 4 | **Tax Expense** | | | | | | |
| | Current Tax | - | - | - | - | - | - |
| | Deferred Tax | 36.68 | 4.42 | (53.14) | 47.87 | (175.58) | (36.22) |
| 5 | **Net Profit/(Loss) for the period (3-4)** | **100.30** | **24.98** | **(100.15)** | **140.32** | **(370.58)** | **(140.90)** |
| 6 | **Other Comprehensive Income :** | | | | | | |
| | A (i) Items that will not be reclassified to profit or loss | 0.91 | 0.91 | 2.50 | 2.72 | 18.72 | (3.62) |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | (0.22) | (0.23) | (0.63) | (0.68) | (4.71) | 0.91 |
| | B (i) Items that will be reclassified to profit or loss | | | | | | |
| | (ii) Income tax relating to items that will be reclassified to profit or loss | | | | | | |
| 7 | **Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period) (5+6)** | **100.99** | **25.66** | **(98.28)** | **142.36** | **(356.56)** | **(143.61)** |
| 8 | Paid-up equity share capital (Face Value ₹ 10/- each) | 586.94 | 586.94 | 586.94 | 586.94 | 586.94 | 586.94 |
| 9 | Other Equity (Excluding revaluation reserve) | | | | | | 2,850.65 |
| 10 | Earning per share (of ₹ 10/- each) (not annualised) | | | | | | |
| | (a) Basic | 1.71 | 0.43 | (1.71) | 2.39 | (6.31) | (2.40) |
| | (b) Diluted | 1.71 | 0.43 | (1.71) | 2.39 | (6.31) | (2.40) |

**Notes :**

1 The above Financial Results for the quarter and nine month ended December 31, 2024 have been reviewed and recommended by the Audit Committee and approved by the Board at its meeting held on January 15 , 2025 and reviewed by auditors.

2 The Company is engaged only in Textile business and there is no separate reportable segment as per IND AS 108.

3 Previous period's figures have been regrouped/rearranged wherever considered necessary to make them comparable with current period's figure.

**Place : Mumbai**
**Date : January 15, 2025.**

**By order of the Board**
**For Kamadgiri Fashion Limited**

**Chairman & Managing Director**

KAMADGIRI FASHION LTD. MUMBAI

Regd. Office: 202, Rajan House, 2nd floor, Appa Saheb Marathe Marg, Prabhadevi, Mumbai - 400025.
Tel.: (+91 22) 6666 2904 / 4974 2784 I Email: cs@kflindia.com, contact@kflindia.com I www.kflindia.com
CIN: L17120MH1987PLC042424

Works: 42/1 & 43/2, Ganga Devi Road, Umbergaon - 396171, Valsad, Gujarat. Tel.: 7283800209
Email: ksl3@kflindia.com

**Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results of Kamadgiri Fashion Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

**TO**
**THE BOARD OF DIRECTORS**
**KAMADGIRI FASHION LIMITED**

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **KAMADGIRI FASHION LIMITED** ("the Company") for the quarter ended December 31, 2024 ("the Statement") attached herewith being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulation").

2. This statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, ('Ind AS 34') "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulation. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India, notified under section 133 of the Companies Act, 2013. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations

DMKH & CO. MUMBAI CHARTERED ACCOUNTANTS

including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **DMKH & Co.**
Chartered Accountants
Firm Registration No.: 116886W




**Anant Nyatee**
Partner
Membership No.: 447848
**UDIN:** 25447848BMNWEO8460
**Place: Mumbai**
Date: January 15, 2025

**Annexure II**

The details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 for Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer are as under:

| Sr. No. | Particulars | Details |
|---|---|---|
| 1. | Name | Mr. Pradip Kumar Goenka |
| 2. | Date of Birth | 21/09/1959 |
| 3. | Qualifications | Pre-University |
| 4. | Occupation | Service |
| 5. | Brief Profile (in case of Appointment) | Not Applicable |
| 6. | Reason of Change | Changed in Designation |
| 7. | Date of Appointment/ Terms of Appointment | On the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held today i.e. 15th January, 2025 has changed the Designation of Mr. Pradip Kumar Goenka (DIN: 00516381) from the position of Chairman and Managing Director to Executive Director with effect from 15th January, 2025. |
| 8. | Disclosure of Relationship between Directors (in case of Appointment) | Mr. Pradip Kumar Goenka is Father of Mr. Tilak Goenka, proposed Managing Director of the Company. |

**Annexure III**

The details required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11th July, 2023 for Change in directors, key managerial personnel (Managing Director, Chief Executive Officer, Chief Financial Officer, Company Secretary etc.), Auditor and Compliance Officer are as under:

| Sr. No. | Particulars | Details |
|---|---|---|
| 1. | Name | Mr. Tilak Goenka |
| 2. | Date of Birth | 05/01/1986 |
| 3. | Qualifications | He holds a degree in Post Graduate Diploma in Family Managed Business and a bachelor's degree in management studies. |
| 4. | Occupation | Service |
| 5. | Brief Profile (in case of Appointment) | Not Applicable |
| 6. | Reason of Change | Changed in Designation |
| 7. | Date of Appointment/ Terms of Appointment | On the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held today i.e. 15th January, 2025 has changed the Designation of Mr. Tilak Pradip Goenka (DIN: 00516464), from Executive Director to Managing Director for the Term of five years with effect from 15th January 2025 |
| 8. | Disclosure of Relationship between Directors (in case of Appointment) | Mr. Tilak Goenka is son of Mr. Pradip Kumar Goenka, proposed Chairman and Executive Director of the Company. |