SPINAROO COMMERCIAL LIMITED

(Formerly known as Spinaroo Commercial Private Limited)

CIN: U74999WB2012PLC184812

GSTIN: 19AARCS9032N1ZF

Date: 29th May, 2025

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 544392

Subject: Outcome of Board Meeting held on 29th May, 2025, in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

This is to inform that the Board of Directors of the Company, at their meeting held today has, inter-alia, approved the following:

The Audited Financial Results (Standalone) of the Company along with Audit Report, for the year ended 31st March, 2025.

The said financial results along with the Audit Report (with unmodified opinion) issued by M/s. R. K. Banka & Co., Statutory Auditors of the Company and declaration signed by the Managing Director in accordance with Regulation 33(3) (d) of SEBI (Listing Obligations & Disclosure Requirements), 2015 are enclosed.

The meeting of the Board of Directors commenced at 04:00 P.M. and concluded at 04:45 P.M.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Spinaroo Commercial Limited

ADITYA TODI

Digitally signed by ADITYA TODI
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Date: 2025.05.29 16:48:24 +05'30'

Aditya Todi
Managing Director
(DIN: 01914193)

Independent Auditor's Report on Audited Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors
SPINAROO COMMERCIAL LIMITED
(Formerly known as Spinaroo Commercial Private Limited)

Report on the Audit of the Financial Results

Opinion

We have audited the accompanying statement of half yearly and year to date financial results of **SPINAROO COMMERCIAL LIMITED (Formerly known as SPINAROO COMMERCIAL PRIVATE LIMITED)** ["the company"] for the half year and year ended March 31, 2025 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Annual Financial Results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India of the Net Profit and other financial information for the half-year and year ended March 31,2025

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing 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 Results 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 results under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Annual Financial Results

R.K. BANKA & CO. ★ Kolkata ★ Chartered Accountants

Responsibilities of Management and Those Charged with Governance for the Financial Results

These annual financial results have been prepared on the basis of the annual financial statements.
The Company's Management and the Board of Directors are responsible for the preparation of these annual financial results that give a true and fair view of the net profit/loss and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Results

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

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

- Identify and assess the risks of material misstatement of the annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial results, including the disclosures, and whether the annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results 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 results.

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

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

Other Matters

The Annual Financial Results includes the results for the half year ended 31st March, 2025 being the balancing figure between the audited figures in respect of the full financial year ended 31st March, 2025 and the published audited year-to-date figures up to the end of September of the current financial year, which were audited by us.

For R.K. Banka & Co.
Chartered Accountants
Firm's Registration No: 320314E

R.K. BANKA & CO. ★ Kolkata ★ Chartered Accountants

CA Ratan Kumar Banka
Proprietor
Membership No: 055654

Place: Kolkata
Date: 29/05/25
UDIN: 25055654BMIKBL4745

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
AUDITED STATEMENT OF ASSETS & LIABILITIES AS ON 31ST MARCH 2025
CIN : L74999WB2012PLC184812

(Amount in lakhs)

	Particulars	As at 31st March 2025	As at 31st March 2024
I	**Equity and Liabilities**		
1	**Shareholders' funds**		
	(a) Share capital	500.00	100.00
	(b) Reserves and surplus	246.75	502.92
2	**Non-current liabilities**		
	(a) Long-term borrowings	71.19	81.68
	(b) Long-term provisions	5.17	5.01
3	**Current liabilities**		
	(a) Short-term borrowings	707.65	670.06
	(b) Trade payables:-		
	(A) total outstanding dues of micro enterprises and small enterprises; and	126.38	301.86
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	271.60	82.80
	(c) Other current liabilities	63.03	107.79
	(d) Short-term provisions	29.47	15.39
	TOTAL	2,021.23	1,867.50
II	**Assets**		
	Non-current assets		
1	(a) Property, Plant and Equipment and Intangible assets		
	(i) Property, Plant and Equipment	161.88	177.25
	(ii) Intangible assets	0.04	0.20
	(b) Non-current investments	42.69	40.78
	(c) Deferred tax assets (net)	11.49	11.88
	(d) Other non-current assets	11.48	11.28
2	**Current assets**		
	(a) Inventories	1,261.34	1,110.78
	(b) Trade receivables	384.28	375.51
	(c) Cash and cash equivalents	59.46	59.71
	(d) Short-term loans and advances	88.58	80.12
	TOTAL	2,021.23	1,867.50

SPINAROO COMMERCIAL LTD.

Director
Managing Director
Aditya Todi
DIN :01914193

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

CA Ratan Kumar Banka
Proprietor
Membership No. 055654
UDIN- 25055654BMIKBL6945
Place: Kolkata
Date: 29/05/25

R.K. BANKA & CO. Kolkata Chartered Accountants

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2025
CIN : L74999WB2012PLC184812

(Amount in lakhs)

	Particulars	For the year ended 31st March 2025	For the half year ended 30th September 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
		(Audited)	(Audited)	(Audited)	(Audited)
I	Revenue from operations	1,829.98	2,101.50	3,931.47	4,083.68
II	Other income	2.13	-	2.13	37.63
III	**Total Income (I + II)**	**1,832.11**	**2,101.50**	**3,933.61**	**4,121.31**
IV	**Expenses:**				
	Cost of materials consumed	1,526.13	1,917.22	3,443.35	3,425.50
	Purchases of Stock-in-Trade	-	-	-	11.10
	Changes in inventories of				
	Finished goods	(145.71)	(117.85)	(263.57)	10.61
	Work-in-progress and	103.66	(38.38)	65.28	(42.38)
	Scrap	(5.43)	8.36	2.92	(0.59)
	Employee benefits expense	25.40	26.57	51.97	42.84
	Finance costs	34.26	35.81	70.07	73.24
	Depreciation and amortisation expense	14.21	14.51	28.72	42.94
	Other expenses	165.29	172.65	337.94	372.02
	Total expenses	**1,717.79**	**2,018.89**	**3,736.68**	**3,935.29**
V.	**Profit before exceptional and extraordinary items and tax (III - IV)**	**114.31**	**82.61**	**196.92**	**186.02**
VI.	**Exceptional items**	-	-	-	-
VII.	**Profit before extraordinary items and tax (V - VI)**	**114.31**	**82.61**	**196.92**	**186.02**
VIII.	**Extraordinary items**	-	-	-	-
IX	**Profit before tax (VII- VIII)**	**114.31**	**82.61**	**196.92**	**186.02**
X	**Tax expense:**				
	(1) Current tax	29.27	21.07	50.34	45.60
	(2) Deferred tax	0.33	0.06	0.39	0.37
	(3) Earlier Year Tax	2.36	-	2.36	0.02
XI.	**Profit/(Loss) for the period from continuing operations (IX-X)**	82.35	61.48	143.83	140.04
XII.	**Profit/(loss) from discontinuing operations**	-	-	-	-
XIII.	**Tax expense of discontinuing operations**	-	-	-	-
XIV.	**Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)**	-	-	-	-
XV.	**Profit (Loss) for the period (XI + XIV)**	**82.35**	**61.48**	**143.83**	**140.04**
XVI.	**Earnings per equity share:**				
	(1) Basic	1.65	1.23	2.88	2.80
	(2) Diluted	1.65	1.23	2.88	2.80

SPINAROO COMMERCIAL LTD.

Director

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

CA Ratan Kumar Banka
Proprietor
Membership No. 055654
UDIN- 25055654BMIKBL4945
Place: Kolkata
Date: 29/05/25

R.K. BANKA & CO. Kolkata Chartered Accountants

Managing Director
Aditya Todi
DIN :01914193

SPINAROO COMMERCIAL LIMITED
(EARLIER KNOWN AS: SPINAROO COMMERCIAL PRIVATE LIMITED)
AUDITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2025
CIN : L74999WB2012PLC184812

(Amount in lakhs)

	Particulars	As at 31st March 2025	As at 31st March 2024
A	**Cash Flow from Operating Activities**		
	Net Profit Before Tax	196.92	186.02
	Adjustments for:		
	Depreciation and amortisation	28.72	42.94
	Provision for Gratuity	0.09	1.49
	Interest on Fixed Deposit	(2.13)	(1.92)
	Interest Paid on Term Loan	70.07	73.24
	Profit on Sale of fixed assets	-	(10.10)
	Profit on sale of Shares	-	(24.01)
	Operating Profit before Working Capital changes	293.67	267.67
	Adjustment for Woking capital Changes:		
	Decrease/(Increase) in Short Term Loans & Advances	(8.45)	17.15
	Decrease/(Increase) in Stock for Trade	(150.56)	(149.29)
	Decrease/(Increase) in Trade Receivable	(8.77)	88.69
	Increase /(Decrease) in Other Current Liabilities	(44.76)	0.57
	Increase /(Decrease) in Short Term Borrowings	37.59	(3.97)
	Increase /(Decrease) in Short Term Provision	14.15	19.20
	Increase /(Decrease) in Trade payable	13.32	(111.90)
	Cash Generated from /(used in) Operations	146.19	128.12
	Direct Taxes paid	(52.70)	(45.62)
	Net Cash (Used in)/ Generated by Operating Activities	93.49	82.50
B	**Cash Flows from Investing Activities**		-
	(Increase)/Decrease in Non Current Investments		-
	Interest on Fixed Deposit	(1.92)	(1.62)
	Payment for Fixed Assets Purchases	2.13	1.92
	Increase in security deposit	(13.19)	(4.84)
	Sale of fixed assets	(0.20)	-
	Sale of Investment	-	40.00
		-	38.56
	Net Cash (Used in)/ Generated by Investing Activities	(13.17)	74.01
C	**Cash Flows from Financing Activities**		
	Proceeds from Long Term Borrowings	27.95	31.67
	Repayment of Borrowings	(38.45)	(119.44)
	Interest paid on Term Loan	(70.07)	(73.24)
	Net Cash (Used in)/ Generated by Financing Activities	(80.56)	(161.01)
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(0.25)	(4.49)
	Cash and Cash Equivalents at the beginning of the year	59.71	64.20
	Cash and Cash Equivalents at the end of the year	59.46	59.71

This is the Cash Flow Statement referred to in our report of even date

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

CA Ratan Kumar Banka
Proprietor
Membership No. 055654
UDIN- 25055654BMIKBL4745
Place: Kolkata
Date: 29/05/25

R.K. BANKA & CO. ★ Kolkata ★ Chartered Accountants

For SPINAROO COMMERCIAL LIMITED
SPINAROO COMMERCIAL LTD.

Managing Director
Aditya Todi
DIN :01914193

Notes to Audited Financial Results-

i) The Audited Standalone Financial Results are prepared in accordance with the Accounting Standards as prescribed under section 133 of the Companies Act, 2013 read with Rule 7 of the companies (Account) Rules 2021 issued by ministry of Corporate Affair's and amendments thereof.

ii) The Audited Standalone Financial results of the company for the Half Year Ended and Year Ended 31st March, 2025 was reviewed by the Audit Committee and were approved and taken on record by the Board of Directors in their meeting held on 29/05/25.

iii) As per Ministry of Corporate Affair's notification dated 16th February 2015, companies whose securities are listed on SME Exchange as referred in chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 are exempted from compulsory adoption of IndAS.

iv) The figures for the half year ended 31st March, 2025 are the balancing figures between audited figures in respect of full financial year and audited year to date figures of the half year ended 30th September, 2024.

v) The figures for the corresponding period have been regrouped/ reclassified wherever necessary, to make them comparable with current period figures.

SPINAROO COMMERCIAL LTD.

Director

Managing Director
Aditya Todi
DIN :01914193

For R. K. Banka & Co.
Chartered Accountants
Firm Registration No. 320314E

CA Ratan Kumar Banka
Proprietor
Membership No. 055654
UDIN- 25055654BMIKBL4345
Place: Kolkata
Date: 29/05/25

R.K. BANKA & CO. Kolkata Chartered Accountants

SPINAROO COMMERCIAL LIMITED

(Formerly known as Spinaroo Commercial Private Limited)

CIN: U74999WB2012PLC184812

GSTIN: 19AARCS9032N1ZF

Date: 29th May, 2025

The Manager
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 544392

Subject: Declaration of Unmodified Audit Report pursuant to Regulation 33(3) (d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no CIR/CFD/CMD/56/2016 dated 27" May, 2016

Dear Sir/ Madam,

We hereby declare that M/s. R. K. Banka & Co., Statutory Auditors of the Company, have issued their audit report dated 29th May, 2025, with unmodified opinion on the audited standalone financial results of the Company for the year ended 31" March 2025.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Spinaroo Commercial Limited

ADITYA TODI

Digitally signed by ADITYA TODI
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Aditya Todi
Managing Director
(DIN: 01914193)