

# **THIRTY THIRD ANNUAL REPORT 2025-26**



**CYBELE INDUSTRIES LIMITED**

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## CYBELE INDUSTRIES LIMITED

### BOARD OF DIRECTORS

Mr.P.A.Joykutty  
**Chairman**

Mr. Thomas Puthuveetil Joy  
**Managing Director**

Mr. George Puthuveetil Joy  
**Joint Managing Director**

Mr. D.Giridhar  
**Independent Director**

Mr. Sunny Kutty George  
**Independent Director**

Mrs. Jean Franklin  
**Independent Director**

### MANAGEMENT TEAM

Mr. P.A. Joykutty  
**Chairman**

Mr. Thomas Puthuveetil Joy  
**Managing Director**

Mr. George Puthuveetil Joy  
**Joint Managing Director**

### COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. V Santhosh

### AUDITORS

**M/s. Karpagam Krishnan and Natarajan**  
Chartered Accountants  
"Sree Sai Nivas"  
No.4, Balaji Avenue  
1st Street, T.Nagar,  
Chennai - 600 017.

### SECRETARIAL AUDITOR

**Ms. Parimala Natarajan**  
Practicing Company Secretaries, Chennai.

### REGISTERED OFFICE & FACTORY

No.138, SIDCO Industrial Estate  
Ambattur, Chennai – 600 098.

### CORPORATE IDENTITY NUMBER

L31300TN1993PLC025063

### REGISTRAR & SHARE TRANSFER AGENTS

**Cameo Corporate Services Limited**  
No.1 Club House Road, Chennai – 600 002

### BANKERS

**South Indian Bank**

**CYBELE INDUSTRIES LIMITED**  
**(33<sup>rd</sup> Annual General Meeting – September 25, 2026)**

**Message from the Chairman**

**Dear Shareholders,**

I extend a warm welcome to you on **33<sup>rd</sup> Annual General Meeting** of your company. The Director's Report, Management Discussion and Analysis, Report on Corporate Governance and the Audited Accounts for the year ended **31<sup>st</sup> March 2026** have been with you for some time now and with your permission, I shall take them as read.

**Business Performance: 2025-26**

Your Company has posted consolidated gross revenue of Rs.3596.85 Lakhs for the financial year ended March 31, 2026 as compared to Rs.2043.38 Lakhs in FY 2024-25 resulting in net profit of Rs.3512.86 lakhs in FY 2025-26 as against Loss of Rs.1360.38 lakhs in FY 2024-25.

**Change of Board Members:**

There is no change in the board of directors of your Company during the year.

**Acknowledgement**

I would like to extend my heartfelt gratitude to all our stakeholders, shareholders, employees, customers and banks for your support and trust. The achievements of the past year would not have been possible without your trust, dedication, and cooperation. As we move forward, we remain committed to driving growth, fostering innovation, and creating long- term value for all our stakeholders.

With regards

**Chairman**

**NOTICE FOR THE THIRTY THIRD ANNUAL GENERAL MEETING OF THE COMPANY**

**NOTICE** is hereby given that the **Thirty Third Annual General Meeting** of the Company will be held **Friday, September 25, 2026 at 4.00 pm** through Video Conferencing (VC) or Other Audio- Visual Means (OAVM) to transact the following business:

**Ordinary Business:**

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2026 including Audited Balance Sheet as on 31<sup>st</sup> March 2026 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors ("the Board") and Auditors thereon
2. **Re-appointment of Mr. George Puthuveethil Joy (DIN: 01850086) as a director liable to retire by rotation.**  
To re-appoint Mr. George Puthuveethil Joy (DIN: 01850086), who retires by rotation and being eligible, offers himself for reappointment.

**Special Business:**

3. **To consider and approve the Material Related Party Transactions with Cybele Electra Private Limited, a Subsidiary Company.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Section 177 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electra Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company's business objectives/requirements; (d) providing guarantees or letter of comfort or undertaking and (e) Investment in equity shares ("Related Party Transactions"), on such material terms and conditions as may be agreed between the Cybele Industries Limited ("the company") and Cybele Electra Private Limited ("the Subsidiary"), for an aggregate value not exceeding ₹90,00,00,000/- (Rupees Ninety Crores only) from the date of approval of the Members at the ensuing 33rd Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34<sup>th</sup> Annual General Meeting or 30<sup>th</sup> September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

4. **To consider and approve the Material Related Party Transactions with Cybele Electronics Private Limited, a Subsidiary Company.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 177 and other applicable provisions, if any, of the Companies Act, 2013, the applicable provisions of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electronics Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between the Cybele Industries Limited (“the company”) and Cybele Electronics Private Limited (“the Subsidiary”), for an aggregate value not exceeding ₹40,00,00,000/- (Rupees Forty Crores only) from the date of approval of the Members at the ensuing 33<sup>rd</sup> Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34<sup>th</sup> Annual General Meeting or 30<sup>th</sup> September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

**5. To consider and approve the Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited, Subsidiary Companies.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 177 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) between Cybele Electra Private Limited, Subsidiary and Cybele Electronics Private Limited, Subsidiary of the Company, Related Parties under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between them for an aggregate value not exceeding ₹15,00,00,000/- (Rupees Fifteen Crores only) from the date of approval of the Members at the ensuing 33<sup>rd</sup> Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34<sup>th</sup> Annual General Meeting or 30<sup>th</sup> September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** the aforesaid Related Party Transactions may be undertaken on a reciprocal basis between the parties, including transactions where either of the subsidiary companies may act as a provider or recipient of goods, services, resources or obligations, as the case may be.

**RESOLVED FURTHER THAT** the aggregate value of all such transactions, taken together, shall not exceed ₹15,00,00,000/- (Rupees Fifteen Crores only) per entity during the aforesaid period, irrespective of the number or nature of transactions, whether undertaken as a provider or recipient of goods, services, resources or obligations, as the case may be.

**RESOLVED FURTHER THAT** the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

**6. To appoint Mr. S Muralikrishna (DIN: 11871374) as an Independent Director of the Company.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on August 11, 2026 and pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. S Muralikrishna (DIN: 11871374), who was appointed by the Board of Directors as an Additional Non-Executive Independent Director under Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this meeting and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 (1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time and in respect of whom a notice in writing pursuant to Section 160 of the Act, as amended, has been received by the Company in the prescribed manner, be and is hereby appointed as an Non- Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from August 11, 2026.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. S Muralikrishna (DIN: 11871374) be paid such fees, remuneration, reimbursement of expenses and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act.

**RESOLVED FURTHER THAT** the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.”

(By Order of the Board)  
For **CYBELE INDUSTRIES LIMITED**

Place: Chennai  
Date: 11.08.2026

Sd/-  
**Thomas Puthuveetil Joy**  
Managing Director  
DIN:01850040

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“The Act”) read with Regulation 17(11) of the SEBI (Listing obligation and Disclosure Requirement), Regulations, 2015, [SEBI (LODR), 2015] setting out the material facts with respect to the Special Businesses set out in the Notice is annexed hereto and forms part of this Notice.

2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.cybele.in](http://www.cybele.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

**The remote e-voting period begins on Tuesday, 22<sup>nd</sup> September, 2026 at 09:00 A.M. and ends on Thursday, 24<sup>th</sup> September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18<sup>th</sup> September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18<sup>th</sup> September, 2026.**

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders                                                | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|---------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> <li>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Existing IDeAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>  |
| Individual Shareholders holding securities in demat mode with CDSL  | <ol style="list-style-type: none"> <li>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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> </ol>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |



Login method for Individual shareholders holding securities in demat mode is given below:

| Type of shareholders                                                                                   | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|--------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                        | <p>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 &amp; 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p> |
| Individual Shareholders (holding securities in demat mode) login through their depository participants | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |

**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. NSDL and CDSL.**

| Login type                                                         | Helpdesk details                                                                                                                                                                                                           |
|--------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000                                            |
| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

#### How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

| Manner of holdings shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is:                                                                                                                                           |
|-----------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|
| a) For Members who hold shares in demat account with NSDL.      | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.    |
| b) For Members who hold shares in demat account with CDSL.      | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.                                                     |
| c) For Members holding shares in Physical Form.                 | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***. |

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.****How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [nitesh@linkhpn.org](mailto:nitesh@linkhpn.org) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to **Ms.Prajakta Pawle, Executive** at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide 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 [secretarial@cybele.in](mailto:secretarial@cybele.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [secretarial@cybele.in](mailto:secretarial@cybele.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted

their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [secretarial@cybele.in](mailto:secretarial@cybele.in) . The same will be replied by the company suitably.

(By Order of the Board)  
For **CYBELE INDUSTRIES LIMITED**

Place: Chennai  
Date: 11.08.2026

Sd/-  
**Thomas Puthuveetil Joy**  
Managing Director  
DIN:01850040

**EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")**

The following statement sets out all material facts relating to special business mentioned in the accompanying Notice:

**Item No:3-5**

The Audit Committee and the Board of Directors of the Company at their respective meetings held on 11-08-2026 have passed resolution to seek approval of shareholders for Material Related Party Transaction on the terms mentioned herein below. The material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.

Since the Companies are related party/ies within the meaning of Sec. 2 (76) of the Companies Act, 2013 read with Regulation 2 (zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and proposed transactions are exceeding limits mentioned in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is under an obligation to obtain prior approval from the shareholders of the Company irrespective of the transaction being in the ordinary course of business entered into on arm's length basis. The Audit Committee has reviewed the certificate provided by the Whole-time Director and CFO of the Company as required under the RPT Industry Standards issued by SEBI vide its circular dated 26.06.2025.

The Board recommends the Resolution to be passed as Ordinary Resolution to enable the Company to enter into Contracts / transactions / arrangements as approved in the Resolution on arm's length basis.

The information furnished to the Members regarding the material Related Party Transaction pursuant to the prescribed RPT Industry Standards, are detailed in Annexure A1 and A2.

The Directors, Key Managerial Personnel or their relatives holding shares in the Company are deemed to be considered or otherwise interested in the said Ordinary Resolution only to the extent of their Share Holdings, if any in the resolutions set out in Item Nos. 3 to 5 of the Notice. All related parties of the Company shall abstain from voting on the resolutions set out in Item Nos. 3 to 5 of this Notice, whether such related party is a party to the particular transaction or not, in accordance with the provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

All documents where reference is made, are available for inspection in physical or in electronic form during specified business hours at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at registered office of the Company during business hours.

**Item No.6**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 149 and 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, appointed Mr. S Muralikrishna as an Additional Independent Director of the Company with effect from August 11, 2026.

Considering his expertise and knowledge, the Board believes that the appointment of Mr. S Muralikrishna as an Independent Director of the Company will be in the interest of the Company. Hence, it recommends the appointment of Mr. S Muralikrishna as an Independent Director of the Company, not liable to retire by rotation, for 5 years term commencing from the date of the Board's approval, i.e., August 11, 2026.

Further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within 3 (three) months from the date of appointment, whichever is earlier.

Mr. S Muralikrishna is not disqualified for being appointed as a Director in terms of Section 164 of the Act. In compliance with BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018, we hereby affirm that Mr. S Muralikrishna (DIN: 11871374) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority. He has given his consent to act as an Independent Director of the Company. The Company has received a requisite notice in writing from the member under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. S Muralikrishna for the office of Non-Executive Independent Director of the Company.

Details of Mr. S Muralikrishna are provided in the Annexure B to the Notice, pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India. Therefore, the Board commends the resolution as set out in item no. 6 of the accompanying notice for the approval of the Members to appoint Mr. S Muralikrishna as an Independent Director of the Company for a term of 5 (five) consecutive years from August 11, 2026.

Except Mr. S Muralikrishna and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

(By Order of the Board)

For **CYBELE INDUSTRIES LIMITED**

Sd/-

**Thomas Puthuveetil Joy**

Managing Director

DIN:01850040

Place: Chennai

Date: 11.08.2026

**ANNEXURE TO THE NOTICE  
ANNEXURE – A1**

**Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval**

| S.No | Particulars                                                                                                                                                                                                                 | Information provided by Management                                                                                                                                                                          |                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                 |
|------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|      |                                                                                                                                                                                                                             | Cybele Electra Private Limited                                                                                                                                                                              | Cybele Electronics Private Limited                                                                                                                                                                              | (1) Cybele Electra Private Limited<br>(2) Cybele Electronics Private limited                                                                                                                                                                                                                                                                                                    |
| I    | Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable                                                                                         | Refer below table titled as “Annexure – A2”                                                                                                                                                                 | Refer below table titled as “Annexure – A2”                                                                                                                                                                     | Refer below table titled as “Annexure – A2”                                                                                                                                                                                                                                                                                                                                     |
| II   | Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT                                                   | These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.         | These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.             | These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.                                                                                                                                                                             |
| III  | Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards | The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.                                                   | The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.                                                       | The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.                                                                                                                                                                                                                       |
| IV   | Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.             | The Material Related Party Transactions with Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval. | The Material Related Party Transactions with Cybele Electronics Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval. | The Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited AND The Material Related Party Transactions between Cybele Electronics Private Limited and Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval. |

|     |                                                                                                                                                                                                                                                                                                                                                                                                   |                |                |                |
|-----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|----------------|----------------|
| V   | Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT                                                                                                                                                                                                                | Not Applicable | Not Applicable | Not Applicable |
| VI  | Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and in its assessment; the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making; | Not Applicable | Not Applicable | Not Applicable |
| VII | Any other information that may be relevant                                                                                                                                                                                                                                                                                                                                                        | Nil            | Nil            | Nil            |

## ANNEXURE A2

**Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval**

| S.No.                                          | Description                                   | Details                                                                    | Details                                                            | Details                                                                                                                                                  |
|------------------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>(A1) Basic details of the related party</b> |                                               |                                                                            |                                                                    |                                                                                                                                                          |
| 1                                              | Name of the Related Party                     | Cybele Electra Private Limited                                             | Cybele Electronics Private Limited                                 | (1) Cybele Electra Private Limited<br>(2) Cybele Electronics Private limited                                                                             |
| 2                                              | Country of Incorporation of the Related Party | India                                                                      | India                                                              | India                                                                                                                                                    |
| 3                                              | Nature of Business of the Related Party       | To deal in all types of electrical and electronic items, wires and cables. | To deal in all types of wires, cables and Automotive Wire harness. | (1) To deal in all types of electrical and electronic items, wires and cables.<br>(2) To deal in all types of wires, cables and Automotive Wire harness. |

| <b>(A2) Relationship and ownership of related party</b>             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                  |                                                                                                                   |                                                                                                                                                                 |
|---------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                     | Relationship between the listed entity/subsidiary <sup>1</sup> (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:<br>a) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.<br>b) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).<br>c) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). | Subsidiary Company<br><br>The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited | Subsidiary Company<br><br>The Cybele Industries Limited (Company) holds 75% in Cybele Electronics Private Limited | Subsidiary Company<br><br>The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited and 75% in cybele Electronics Private Limited. |
| 1                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Not applicable                                                                                                   | Not applicable                                                                                                    | Not applicable                                                                                                                                                  |
|                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | NIL                                                                                                              | NIL                                                                                                               | NIL                                                                                                                                                             |
| <b>(A3) Details of previous transactions with the related party</b> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                  |                                                                                                                   |                                                                                                                                                                 |
|                                                                     | Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the last Audited financial year.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | During the FY 25-26 the total Amount – Rs. 10.08 Crores                                                          | During the FY 25-26 the total Amount – Rs. 6.47 Crores                                                            | During the FY 25-26 the total Amount of transactions between Cybele Electra and Electronics are Rs. 0.1905 Crores                                               |
| 1                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                  |                                                                                                                   |                                                                                                                                                                 |





| 2                                          | Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought. | Rs. 2.13 Crores<br>(April 2026 to June 2026)                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Rs. 1.44 Crores<br>(April 2026 to June 2026) | Rs. 0.04 Crores<br>(April 2026 to June 2026) |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
|--------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|----------------------------------------------|-----------------------------------|----|---------------|----|--------------------|---|-----------------------------|---|--------------|-----------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|-----------------------------------|---|---------------|----|--------------------|----|--------------|-----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|-----------------------------------|---|---------------|---|--------------------|---|--------------|-----------|
| 3                                          | Default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.                 | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | NIL                                          | NIL                                          |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| (A4) Amount of the proposed transaction(s) |                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| 1                                          | Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.                                                                                                     | <p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table><tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>10</td></tr><tr><td>Sale of Goods</td><td>70</td></tr><tr><td>Loans and Advances</td><td>9</td></tr><tr><td>Investment in Equity shares</td><td>1</td></tr><tr><td><b>Total</b></td><td><b>90</b></td></tr></table> | Nature of Transactions                       | Amount (in Crores)                           | Purchase of Goods and consumables | 10 | Sale of Goods | 70 | Loans and Advances | 9 | Investment in Equity shares | 1 | <b>Total</b> | <b>90</b> | <p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table><tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>5</td></tr><tr><td>Sale of Goods</td><td>25</td></tr><tr><td>Loans and Advances</td><td>10</td></tr><tr><td><b>Total</b></td><td><b>40</b></td></tr></table> | Nature of Transactions | Amount (in Crores) | Purchase of Goods and consumables | 5 | Sale of Goods | 25 | Loans and Advances | 10 | <b>Total</b> | <b>40</b> | <p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table><tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>5</td></tr><tr><td>Sale of Goods</td><td>5</td></tr><tr><td>Loans and Advances</td><td>5</td></tr><tr><td><b>Total</b></td><td><b>15</b></td></tr></table> | Nature of Transactions | Amount (in Crores) | Purchase of Goods and consumables | 5 | Sale of Goods | 5 | Loans and Advances | 5 | <b>Total</b> | <b>15</b> |
| Nature of Transactions                     | Amount (in Crores)                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Purchase of Goods and consumables          | 10                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Sale of Goods                              | 70                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Loans and Advances                         | 9                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Investment in Equity shares                | 1                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| <b>Total</b>                               | <b>90</b>                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Nature of Transactions                     | Amount (in Crores)                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Purchase of Goods and consumables          | 5                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Sale of Goods                              | 25                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Loans and Advances                         | 10                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| <b>Total</b>                               | <b>40</b>                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Nature of Transactions                     | Amount (in Crores)                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Purchase of Goods and consumables          | 5                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Sale of Goods                              | 5                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| Loans and Advances                         | 5                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |
| <b>Total</b>                               | <b>15</b>                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                              |                                              |                                   |    |               |    |                    |   |                             |   |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                          |                        |                    |                                   |   |               |    |                    |    |              |           |                                                                                                                                                                                                                                                                                                                                                                                                                                        |                        |                    |                                   |   |               |   |                    |   |              |           |

|   |                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                        |                                                                                                                                                                                                                        |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2 | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?                                                                                       | Yes, the proposed transaction is a material Related Party Transaction ("RPT") under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")                                                                                | Yes, the proposed transaction is a material Related Party Transaction ("RPT") under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") | Yes, the proposed transaction is a material Related Party Transaction ("RPT") under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") |
| 3 | Value of the proposed transactions as a percentage of the Company's annual consolidated turnover for the immediately preceding Audited financial year (i.e FY 25-26)                                                                                                                   | The value of the proposed transaction is 42% of Company's annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.                                                                                                                                                                             | The value of the proposed transaction is 111% of Company's annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.                                                                                             | The value of the proposed transaction is 250% of Company's annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.                                                                                             |
| 4 | Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the Company is not a party to the transaction)                                 | Not Applicable                                                                                                                                                                                                                                                                                        | Not Applicable                                                                                                                                                                                                         | Not Applicable                                                                                                                                                                                                         |
| 5 | Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding Audited financial year (i.e FY 25-26) | The value of the proposed transaction is 1084% of Cybele Electra Private Limited annual standalone turnover of Rs. 8.30 Crore for FY 2025-26.<br><br>The value of the proposed transaction is 824% of Cybele Electronics Private Limited annual standalone turnover of Rs. 4.85 Crore for FY 2025-26. | The value of the proposed transaction is 824% of Cybele Electronics Private Limited annual standalone turnover of Rs. 4.85 Crore for FY 2025-26.                                                                       | The value of the proposed transaction is 1084% of Cybele Electra Private Limited annual standalone turnover of Rs. 8.30 Crore for FY 2025-26.                                                                          |

| 6                                              | Financial performance of the related party for the immediately preceding Audited financial year. | Details of Cybele Electra private limited                                                                                                                                                                                                                                                                                         | Details of Cybele Electronics private limited | Details of Cybele Electra private limited and Cybele Electronics Private Limited |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
|------------------------------------------------|--------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------|-----------------------------------|------|------------------|------|--------------------|------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|--------------------------|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|-----------------------------------|------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------|--------------------------|--------------------------|----------|------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|--------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|-----------------------------------|------|------|---------------|---|---|--------------------|---|---|-------|----|
|                                                |                                                                                                  | <table><tr><th>Particulars</th><th>FY 2025-2026 (in Crores)</th></tr><tr><td>Turnover</td><td>8.30</td></tr><tr><td>Profit After Tax</td><td>0.01</td></tr><tr><td>Net worth</td><td>3.22</td></tr></table>                                                                                                                       | Particulars                                   | FY 2025-2026 (in Crores)                                                         | Turnover                          | 8.30 | Profit After Tax | 0.01 | Net worth          | 3.22 | <table><tr><th>Particulars</th><th>FY 2025-2026 (in Crores)</th></tr><tr><td>Turnover</td><td>4.85</td></tr><tr><td>Profit After Tax</td><td>-0.30</td></tr><tr><td>Net worth</td><td>5.08</td></tr></table> | Particulars | FY 2025-2026 (in Crores) | Turnover | 4.85                                                                                                                                                                                                                                                                       | Profit After Tax       | -0.30              | Net worth                         | 5.08 | <table><tr><th>Particulars</th><th>FY 2025-2026 (in Crores)</th><th>FY 2025-2026 (in Crores)</th></tr><tr><td>Turnover</td><td>8.30</td><td>4.85</td></tr><tr><td>Profit After Tax</td><td>0.01</td><td>-0.30</td></tr><tr><td>Net worth</td><td>3.22</td><td>5.08</td></tr></table> | Particulars | FY 2025-2026 (in Crores) | FY 2025-2026 (in Crores) | Turnover | 8.30 | 4.85                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Profit After Tax | 0.01                                                                                             | -0.30                                                                                            | Net worth                         | 3.22 | 5.08 |               |   |   |                    |   |   |       |    |
| Particulars                                    | FY 2025-2026 (in Crores)                                                                         |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Turnover                                       | 8.30                                                                                             |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Profit After Tax                               | 0.01                                                                                             |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Net worth                                      | 3.22                                                                                             |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Particulars                                    | FY 2025-2026 (in Crores)                                                                         |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Turnover                                       | 4.85                                                                                             |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Profit After Tax                               | -0.30                                                                                            |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Net worth                                      | 5.08                                                                                             |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Particulars                                    | FY 2025-2026 (in Crores)                                                                         | FY 2025-2026 (in Crores)                                                                                                                                                                                                                                                                                                          |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Turnover                                       | 8.30                                                                                             | 4.85                                                                                                                                                                                                                                                                                                                              |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Profit After Tax                               | 0.01                                                                                             | -0.30                                                                                                                                                                                                                                                                                                                             |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Net worth                                      | 3.22                                                                                             | 5.08                                                                                                                                                                                                                                                                                                                              |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| (A5) Basic details of the proposed transaction |                                                                                                  |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| 1                                              | Specific type of the proposed transaction                                                        | The estimated proposed transactions are as follows:                                                                                                                                                                                                                                                                               |                                               | The estimated proposed transactions are as follows:                              |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
|                                                |                                                                                                  | <table><tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>10</td></tr><tr><td>Sale of Goods</td><td>70</td></tr><tr><td>Loans and Advances</td><td>9</td></tr><tr><td>Investment in Equity shares</td><td>1</td></tr><tr><td>Total</td><td>90</td></tr></table> | Nature of Transactions                        | Amount (in Crores)                                                               | Purchase of Goods and consumables | 10   | Sale of Goods    | 70   | Loans and Advances | 9    | Investment in Equity shares                                                                                                                                                                                  | 1           | Total                    | 90       | <table><tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>5</td></tr><tr><td>Sale of Goods</td><td>25</td></tr><tr><td>Loans and Advances</td><td>10</td></tr><tr><td>Total</td><td>40</td></tr></table> | Nature of Transactions | Amount (in Crores) | Purchase of Goods and consumables | 5    | Sale of Goods                                                                                                                                                                                                                                                                        | 25          | Loans and Advances       | 10                       | Total    | 40   | <table><tr><th>Nature of Trans</th><th>Transaction between Cybele Electra Pvt. Ltd. and Cybele Electronics Pvt. Ltd. Amount (in Crores)</th><th>Transaction between Cybele Electronics Pvt. Ltd. and Cybele Electra Pvt. Ltd. Amount (in Crores)</th></tr><tr><td>Purchase of Goods and consumables</td><td>5</td><td>5</td></tr><tr><td>Sale of Goods</td><td>5</td><td>5</td></tr><tr><td>Loans and Advances</td><td>5</td><td>5</td></tr><tr><td>Total</td><td>15</td><td>15</td></tr></table> | Nature of Trans  | Transaction between Cybele Electra Pvt. Ltd. and Cybele Electronics Pvt. Ltd. Amount (in Crores) | Transaction between Cybele Electronics Pvt. Ltd. and Cybele Electra Pvt. Ltd. Amount (in Crores) | Purchase of Goods and consumables | 5    | 5    | Sale of Goods | 5 | 5 | Loans and Advances | 5 | 5 | Total | 15 |
| Nature of Transactions                         | Amount (in Crores)                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Purchase of Goods and consumables              | 10                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Sale of Goods                                  | 70                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Loans and Advances                             | 9                                                                                                |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Investment in Equity shares                    | 1                                                                                                |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Total                                          | 90                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Nature of Transactions                         | Amount (in Crores)                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Purchase of Goods and consumables              | 5                                                                                                |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Sale of Goods                                  | 25                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Loans and Advances                             | 10                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Total                                          | 40                                                                                               |                                                                                                                                                                                                                                                                                                                                   |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Nature of Trans                                | Transaction between Cybele Electra Pvt. Ltd. and Cybele Electronics Pvt. Ltd. Amount (in Crores) | Transaction between Cybele Electronics Pvt. Ltd. and Cybele Electra Pvt. Ltd. Amount (in Crores)                                                                                                                                                                                                                                  |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Purchase of Goods and consumables              | 5                                                                                                | 5                                                                                                                                                                                                                                                                                                                                 |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Sale of Goods                                  | 5                                                                                                | 5                                                                                                                                                                                                                                                                                                                                 |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Loans and Advances                             | 5                                                                                                | 5                                                                                                                                                                                                                                                                                                                                 |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |
| Total                                          | 15                                                                                               | 15                                                                                                                                                                                                                                                                                                                                |                                               |                                                                                  |                                   |      |                  |      |                    |      |                                                                                                                                                                                                              |             |                          |          |                                                                                                                                                                                                                                                                            |                        |                    |                                   |      |                                                                                                                                                                                                                                                                                      |             |                          |                          |          |      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                  |                                                                                                  |                                                                                                  |                                   |      |      |               |   |   |                    |   |   |       |    |

# CYBELE INDUSTRIES LIMITED

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|---|------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2 | Details of each type of the proposed transaction                                                                                         | Sale of goods/Services, Purchase of goods/services, Lending interim loan for operation purpose and Investment in Equity shares                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.                                                                                                                                                                                                                                                                                                                                                                                           |
| 3 | Tenure of the proposed transaction                                                                                                       | From 33 <sup>rd</sup> AGM for the FY 25-26 till the ensuing 34 <sup>th</sup> AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | From 33 <sup>rd</sup> AGM for the FY 25-26 till the ensuing 34 <sup>th</sup> AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | From 33 <sup>rd</sup> AGM for the FY 25-26 till the ensuing 34 <sup>th</sup> AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)                                                                                                                                                                                                                                                                                                                                            |
| 4 | Whether omnibus approval is being sought?                                                                                                | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Yes                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 5 | Value of the proposed transaction till the ensuing 34 <sup>th</sup> AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier) | Not exceeding Rs. 90 Crores                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Not exceeding Rs. 40 Crores                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Not exceeding Rs. 15 Crores for transactions between Cybele Electra Private Limited and Cybele Electronics private Limited each company Not exceeding Rs. 15 Crores for transactions between Cybele Electronics Private Limited and Cybele Electra private Limited each company                                                                                                                                                                                                              |
| 6 | Justification as to why the RPTs proposed to be entered into are in the interest of the Company.                                         | <p>i. Cybele Electra private limited has well established retail market to sell the Finished goods of the company</p> <p>ii.To meet the Company's increasing working capital requirements.</p> <p>iii.To fund ongoing and upcoming projects and business expansion activities.</p> <p>iv.To ensure timely execution of operational commitments</p> <p>The integrated business model between the Company and Cybele Electra Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company</p> | <p>i.To meet the Company's increasing working capital requirements.</p> <p>ii.To fund ongoing and upcoming projects and business expansion activities.</p> <p>iii.To ensure timely execution of operational commitments</p> <p>The integrated business model between the Company and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.</p> | <p>The integrated business model between the Cybele Electra Private Limited and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.</p> |

# CYBELE INDUSTRIES LIMITED

| 7                           | <p>Details of the promoter(s)/ Director(s) / key managerial personnel (KMP) of the Company who have interest in the transaction, whether directly or indirectly.</p> <p>a. Name of the Director / KMP</p> <p>b. Shareholding of the Director / KMP, whether direct or indirect, in the related party</p> | <p>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party).</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited</p> <table><tr><th>Promoters / Directors</th><th>Shareholding in Cybele Electra Private Limited</th></tr><tr><td>Mr. Joykutty</td><td>0</td></tr><tr><td>Mr. George Puthuveethil Joy</td><td>19.28%</td></tr></table> | Promoters / Directors | Shareholding in Cybele Electra Private Limited | Mr. Joykutty | 0 | Mr. George Puthuveethil Joy | 19.28% | <p>The Company hold 75% of shareholding in the Cybele Electronics Private limited, Subsidiary company (related party).</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited</p> <table><tr><th>Promoters / Directors</th><th>Shareholding in Cybele Electronics Private Limited</th></tr><tr><td>Mr. Joykutty</td><td>0</td></tr><tr><td>Mr. George Puthuveethil Joy</td><td>25%</td></tr></table> | Promoters / Directors | Shareholding in Cybele Electronics Private Limited | Mr. Joykutty | 0 | Mr. George Puthuveethil Joy | 25% | <p>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party) and holds 75% in Cybele Electronics Private limited, Subsidiary company. (related party)</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited</p> <table><tr><th>Promoters / Directors</th><th>Shareholding in Cybele Electra Private Limited</th></tr><tr><td>Mr. Joykutty</td><td>0</td></tr><tr><td>Mr. George Puthuveethil Joy</td><td>19.28%</td></tr></table> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited</p> <table><tr><th>Promoters / Directors</th><th>Shareholding in Cybele Electronics Private Limited</th></tr><tr><td>Mr. Joykutty</td><td>0</td></tr><tr><td>Mr. George Puthuveethil Joy</td><td>25%</td></tr></table> | Promoters / Directors | Shareholding in Cybele Electra Private Limited | Mr. Joykutty | 0 | Mr. George Puthuveethil Joy | 19.28% | Promoters / Directors | Shareholding in Cybele Electronics Private Limited | Mr. Joykutty | 0 | Mr. George Puthuveethil Joy | 25% | <p>Not applicable as all the transaction are carried out in arm's length price.</p> <p>Not applicable as all the transaction are carried out in arm's length price.</p> <p>Not applicable as all the transaction are carried out in arm's length price.</p> <p>Not applicable as all the transaction are carried out in arm's length price.</p> |
|-----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|------------------------------------------------|--------------|---|-----------------------------|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|----------------------------------------------------|--------------|---|-----------------------------|-----|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|------------------------------------------------|--------------|---|-----------------------------|--------|-----------------------|----------------------------------------------------|--------------|---|-----------------------------|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Promoters / Directors       | Shareholding in Cybele Electra Private Limited                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. Joykutty                | 0                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. George Puthuveethil Joy | 19.28%                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Promoters / Directors       | Shareholding in Cybele Electronics Private Limited                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. Joykutty                | 0                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. George Puthuveethil Joy | 25%                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Promoters / Directors       | Shareholding in Cybele Electra Private Limited                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. Joykutty                | 0                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. George Puthuveethil Joy | 19.28%                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Promoters / Directors       | Shareholding in Cybele Electronics Private Limited                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. Joykutty                | 0                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| Mr. George Puthuveethil Joy | 25%                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |
| 8                           | <p>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</p>                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                     |                       |                                                |              |   |                             |        |                                                                                                                                                                                                                                                                                                                                                                                                                                           |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                       |                                                |              |   |                             |        |                       |                                                    |              |   |                             |     |                                                                                                                                                                                                                                                                                                                                                 |

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|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 9                                                                                                                                                                           | Other information relevant for decision making.                                                                                                                                                                                            | NIL                                                                                                                                                                                                                                                                                                                                                             | NIL                                                                                                                                                                                                                                                                                                                                                             | NIL                                                                                                                                                                                                                                                                                                                                                             |
| S.No                                                                                                                                                                        | Description                                                                                                                                                                                                                                | Details                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |
| <b>B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</b> |                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |
| 1                                                                                                                                                                           | Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.                                                                                                                          | No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient                                                     | No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient                                                     | No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient                                                     |
| 2                                                                                                                                                                           | Basis of determination of price.                                                                                                                                                                                                           | The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis. | The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis. | The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis. |
| 3                                                                                                                                                                           | In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following: | Not applicable                                                                                                                                                                                                                                                                                                                                                  | Not applicable                                                                                                                                                                                                                                                                                                                                                  | Not applicable                                                                                                                                                                                                                                                                                                                                                  |
|                                                                                                                                                                             | a. Amount of Trade advance                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |
|                                                                                                                                                                             | b. Tenure                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |
|                                                                                                                                                                             | c. Whether same is self-liquidating?                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                 |

| <b>B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary</b> |                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                  |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 1                                                                                                                                                                                        | Source of funds in connection with the proposed transaction.                                                                                                                                                      | Internal Accruals                                                                                                                                                                                                                                                                                                                                                                                | Internal Accruals                                                                                                                                                                                                                                                                                                                                                                                | Internal Accruals                                                                                                                                                                                                                                                                                                                                                                                | Internal Accruals                                                                                                                                                                                                                                                                                                                                                                                |  |
| 2                                                                                                                                                                                        | Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:<br>a. Nature of indebtedness<br>b. Total cost of borrowing<br>c. Tenure<br>d. Other details | No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. | No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. | No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. | No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines. |  |
| 3                                                                                                                                                                                        | Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.                                                                                                       | Interest range is 10% to 11% p.a                                                                                                                                                                                                                                                                                                                                                                 | Interest range is 10% to 11% p.a                                                                                                                                                                                                                                                                                                                                                                 | Interest range is 10% to 11% p.a                                                                                                                                                                                                                                                                                                                                                                 | Interest range is 10% to 11% p.a                                                                                                                                                                                                                                                                                                                                                                 |  |
| 4                                                                                                                                                                                        | Proposed interest rate to be charged by listed entity or its subsidiary from the related party.                                                                                                                   | Interest rate of borrowing as per MCLR rates                                                                                                                                                                                                                                                                                                                                                     | Interest rate of borrowing as per MCLR rates                                                                                                                                                                                                                                                                                                                                                     | Interest rate of borrowing as per MCLR rates                                                                                                                                                                                                                                                                                                                                                     | Interest rate of borrowing as per MCLR rates                                                                                                                                                                                                                                                                                                                                                     |  |
| 5                                                                                                                                                                                        | Maturity / due date                                                                                                                                                                                               | The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.                                                                                                                                                                                                                                                                                                 | The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.                                                                                                                                                                                                                                                                                                 | The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.                                                                                                                                                                                                                                                                                                 | The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.                                                                                                                                                                                                                                                                                                 |  |
| 6                                                                                                                                                                                        | Repayment schedule & terms                                                                                                                                                                                        | Repayable on demand, as and when called upon.                                                                                                                                                                                                                                                                                                                                                    | Repayable on demand, as and when called upon.                                                                                                                                                                                                                                                                                                                                                    | Repayable on demand, as and when called upon.                                                                                                                                                                                                                                                                                                                                                    | Repayable on demand, as and when called upon.                                                                                                                                                                                                                                                                                                                                                    |  |
| 7                                                                                                                                                                                        | Whether secured or unsecured?                                                                                                                                                                                     | Unsecured                                                                                                                                                                                                                                                                                                                                                                                        | Unsecured                                                                                                                                                                                                                                                                                                                                                                                        | Unsecured                                                                                                                                                                                                                                                                                                                                                                                        | Unsecured                                                                                                                                                                                                                                                                                                                                                                                        |  |



|                                                                                                                         |                                                                                                                         |                                                                                                           |                                                                               |                                                                               |
|-------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------|
| 8                                                                                                                       | If secured, the nature of security & security coverage ratio                                                            | Not Applicable                                                                                            | Not Applicable                                                                | Not Applicable                                                                |
| 9                                                                                                                       | The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction. | The Funds will be utilized for general business and operational requirements.                             | The Funds will be utilized for general business and operational requirements. | The Funds will be utilized for general business and operational requirements. |
| <b>B(3). Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary</b> |                                                                                                                         |                                                                                                           |                                                                               |                                                                               |
| 1                                                                                                                       | Source of funds in connection with the proposed transaction.                                                            | Internal Accruals                                                                                         | Not applicable                                                                | Not applicable                                                                |
| 2                                                                                                                       | Where any financial indebtedness is incurred to make investment, specify the following:                                 | No financial indebtedness has been incurred at present for the purpose of Investment proposed to be made. | Not applicable                                                                | Not applicable                                                                |
|                                                                                                                         | a. Nature of indebtedness                                                                                               | Not applicable                                                                                            | Not applicable                                                                | Not applicable                                                                |
|                                                                                                                         | b. Total cost of borrowing                                                                                              |                                                                                                           |                                                                               |                                                                               |
|                                                                                                                         | c. Tenure                                                                                                               |                                                                                                           |                                                                               |                                                                               |
| 3                                                                                                                       | d. Other details                                                                                                        | The Funds will be utilized for general business and operational requirements.                             | Not applicable                                                                | Not applicable                                                                |
|                                                                                                                         | Purpose for which funds shall be utilized by the investee company.                                                      |                                                                                                           |                                                                               |                                                                               |
| 4                                                                                                                       | Material terms of the proposed transaction                                                                              | Ranking parri passu with existing Equity shares                                                           | Not applicable                                                                | Not applicable                                                                |

| C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary |                                                                                                                                                                                                        |                |                |                |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------|----------------|----------------|
| 1                                                                                                                                                                                   | Latest credit rating of the related party                                                                                                                                                              | NIL            | NIL            | NIL            |
| 2                                                                                                                                                                                   | Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following: |                |                |                |
|                                                                                                                                                                                     | a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;                                 | No             | No             | No             |
|                                                                                                                                                                                     | b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;                                                             | No             | No             | No             |
|                                                                                                                                                                                     | c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;                                                              | No             | No             | No             |
|                                                                                                                                                                                     | d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.                                    | No             | No             | No             |
|                                                                                                                                                                                     | FY 2025-2026                                                                                                                                                                                           | Not applicable | Not applicable | Not applicable |
|                                                                                                                                                                                     | FY 2024-2025                                                                                                                                                                                           |                |                |                |
|                                                                                                                                                                                     | FY 2023-2024                                                                                                                                                                                           |                |                |                |
| C(2). Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary                                                                |                                                                                                                                                                                                        |                |                |                |
| 1                                                                                                                                                                                   | Latest credit rating of the related party                                                                                                                                                              | NIL            | Not applicable | Not applicable |
| 2                                                                                                                                                                                   | Whether any regulatory approval is required. If yes, whether the same has been obtained.                                                                                                               | None           | Not applicable | Not applicable |

## CYBELE INDUSTRIES LIMITED

### ANNEXURE TO THE NOTICE ANNEXURE B

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT VIDE NOTICE DATED 11th August, 2026.  
THE DETAILS OF DIRECTORS IN ACCORDANCE WITH THE SECRETARIAL STANDARDS  
("SS-2") AND REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE  
REQUIREMENTS) REGULATIONS, 2015 ARE AS UNDER:**

|                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|--------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of Director                                                                                                                                 | S Muralikrishna                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| DIN                                                                                                                                              | 11871374                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Date of Birth                                                                                                                                    | 15/4/1964                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Age                                                                                                                                              | 62                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Qualification                                                                                                                                    | ACS, Post Graduate in Commerce & Business Administration and also Law Graduate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Expertise in Specific Functional Areas / Experience                                                                                              | S. Muralikrishna is a member of the Institute of Company Secretaries of India (ICSI) and Post Graduate in Commerce & Business Administration and also Law Graduate with over 30 years of experience. He possesses extensive expertise in corporate laws, secretarial compliance, corporate governance, mergers, demergers, corporate restructuring, and regulatory matters. He is also registered as an Independent Director with the Indian Institute of Corporate Affairs (IICA), reflecting his commitment to high standards of corporate governance and board leadership. |
| Designation (at which appointment to be made)                                                                                                    | Non-Executive Independent Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Shareholding in the Company as on the date of this Notice                                                                                        | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Remuneration last drawn                                                                                                                          | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Number of meetings of the Board attended during the financial year (2025-26)                                                                     | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| List of Other Companies/LLP in which Directorship on the Date of this Notice                                                                     | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Chairman / Member of the Committee of the Board across all other Listed/Public companies of which he is a director as on the date of this Notice | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Relationship between Directors inter-se                                                                                                          | No Relationship with other Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Remuneration proposed to be paid                                                                                                                 | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

Place: Chennai  
Date: 11.08.2026

(By Order of the Board)  
For CYBELE INDUSTRIES LIMITED  
Sd/-

Thomas Puthuveetil Joy  
Managing Director  
DIN: 01850040

**DIRECTOR'S REPORT**

Dear Members,

Your Directors hereby present the Thirty Third Annual Report together with the Audited Accounts for the year ended **31<sup>st</sup> March, 2026.**

| <b>FINANCIAL RESULTS</b>                                | <b>(Rs.in Lakhs)</b> |                  |
|---------------------------------------------------------|----------------------|------------------|
|                                                         | <b>2025-2026</b>     | <b>2024-2025</b> |
| Profit / (Loss)before Interest and Depreciation and Tax | 3767.45              | -1331.84         |
| (Less:) Finance Cost                                    | 186.70               | 129.85           |
| Depreciation                                            | 69.43                | 46.93            |
| Current Tax                                             | 0.00                 | 0.9              |
| Deferred Tax                                            | 12.86                | 24.72            |
| MAT Credit                                              | 0.00                 | 0.00             |
| <b>Profit After Tax</b>                                 | <b>3498.46</b>       | <b>-1180.68</b>  |

**OPERATIONS**

During the year under review, the Company has taken steps to improve the operations of the Company. The Company has achieved Profit after tax of Rs.3498.46 lakhs for the current year against net loss of Rs. 1180.68 lakhs during the previous year. The Directors are taking all the steps to improve the performance of the Company in the years to come.

**DIVIDEND**

The Board of Directors could not recommend any dividend due to future expansion activities of the Company.

**SHARE CAPITAL**

The paid-up Equity Share Capital of the company was Rs.1069.58 Lakhs as on March 31, 2026. During the year under review, the company has not issued any shares and there is no outstanding instrument pending conversion as on March 31, 2026.

**MATERIAL CHANGES AFFECTING FINANCIAL POSITION OF THE COMPANY**

There are no material changes and commitments occurred, affecting the financial position of the Company, between the end of the financial year and the date of this report.

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES****The Company has Two Subsidiaries and one wholly owned Subsidiaries**

1. Cybele Electra Private Limited, incorporated in February 2024 as a wholly-owned subsidiary of the Company, ceased to be a wholly-owned subsidiary pursuant to the allotment of shares made on 6th February 2026 and continues as a subsidiary of the Company thereafter.

2. Cybele Electronics Private Limited, incorporated in February 2024 as a wholly-owned subsidiary of the Company, ceased to be a wholly-owned subsidiary pursuant to the allotment of shares made on 6th February 2026 and continues as a subsidiary of the Company thereafter

3. Cybele Properties Limited was incorporated as a Private Limited Company in April 2024 and was subsequently converted into a Public Limited Company on 13th March 2025. It continues to be a wholly-owned subsidiary of the Company

The details of subsidiary companies are annexed to this report in Form AOC-1.

**CORPORATE GOVERNANCE**

Your Company has been complying with the provisions of Corporate Governance guidelines as stipulated in the Listing Agreement/Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations). A separate report on Corporate Governance along with Auditors' certificate on compliance of the Corporate Governance norms with reference to SEBI Listing Regulations and Management Discussion & Analysis forming part of this report are provided in this Annual Report.

**COMPOSITION AND NUMBER OF MEETING OF THE BOARD**

The Board of Directors of the Company comprises of well qualified and experienced persons having expertise in their respective areas. It has appropriate combination of Executive and Independent Directors.

During the financial year 2025-26, the Directors met five times i.e., on **21.04.2025, 27.05.2025, 12.08.2025, 10.11.2025 and 13.02.2026**

**DIRECTORS / KEY MANAGERIAL PERSONNEL:**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under the Act and SEBI Listing Regulations and there has been no change in the circumstances which may affect their status as Independent Directors during the year.

The terms and conditions of the appointment of the Independent Directors and Directors familiarization programme are placed on the website of the Company.

Mr. V Santhosh appointed 'Company Secretary & Compliance Officer' as KMP of the Company on 10.11.2025 due to vacancy arose for the resignation of Mr. B Gnana Pragasam, Company Secretary of the Company.

Mrs. M Anandham, as appointed 'Chief Financial Officer' of the Company on 21.04.2025.

**DECLARATION BY INDEPENDENT DIRECTORS**

The company has received necessary declaration from each Independent Director of the company 149(7) of the Companies Act, 2013 and Regulation 16 of the SEBI (LODR) Regulations, 2015 that the Independent Directors of the company meet the criteria of their independence laid down in Section 149(6) of the Companies Act, 2013 and the Board confirms that they are independent of the management.

**PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

The statement containing particulars in terms of Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report and is appended herewith as Annexure to the Boards' report.

The statement containing particulars in terms of Section 197(12) of the Companies Act, 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report. Considering the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report, excluding the aforesaid information, is being sent to the members of the Company and others entitled thereto. The said information is available for inspection at the registered office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. Any shareholder interested in obtaining a copy thereof, may write to the Company Secretary in this regard.

**BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the Annual Performance Evaluation of the Board, its committees and of individual directors as prescribed by the Nomination and Remuneration Committee of the Company.

The performance evaluation of the Directors (without participation of the relevant Director) was carried out by the entire Board. The Directors expressed their satisfaction with the evaluation process.

**DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 the Directors of your Company confirm that:

- a) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and 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 and of the profit or loss of the company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) they have prepared the annual accounts on a going concern basis
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating properly; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

**REMUNERATION POLICY**

The remuneration policy of the Company has been so structured in order to match the market trends of the industry. The Board in consultation with the Nomination and Remuneration Committee decides the remuneration policy for directors. The Company has made adequate disclosures to the members on the remuneration paid to directors from time to time. Remuneration / Commission payable to Directors is determined by the contributions made by the respective directors for the growth of the Company.

**RISK MANAGEMENT**

The Board of Directors reviewed the risk management framework and overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, regulatory and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks.

**INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

**INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit (IA) function is defined by the Audit Committee. The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

**CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

During the financial year, your Company entered into related party transactions which were on arm's length basis and in the ordinary course of business. There are no material transactions with any related party as defined under Section 188 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015. The related party transactions have been approved by the Audit Committee and Board of your Company, as required under the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015. The details of the related party transactions are annexed to this report in Form AOC-2.

**AUDITORS**

M/s Karpagam Krishnan & Natarajan., Chartered Accountants, Chennai, Firm Registration No. 001748S as the Statutory Auditors of the Company, to hold office from the conclusion of the 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2027.

**AUDIT COMMITTEE RECOMMENDATION**

During the year all the recommendations of the Audit Committee were accepted by the Board. The Composition of the Audit Committee is as described in the Corporate Governance Report.

**LISTING ARRANGEMENTS**

The company's shares are listed in the BSE Ltd. and the annual listing fee has been paid to the stock exchange. The Company has complied with the mandatory requirement as stipulated by the regulations under SEBI (LODR) Regulations, 2015.

**VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Company has established a whistle blower policy and also established a mechanism for directors and employees to report their concerns. The detail of the same is explained in the Corporate Governance Report.

Your company hereby affirms that no Director / Employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

There are no average profits for the preceding three financial years for the purpose of determining the CSR expenditure. Accordingly, the Company was not required to incur any expenditure towards CSR activities during the financial year 2025-26. Further, the details of the composition of the CSR Committee and other relevant particulars are provided in the Corporate Governance Report forming part of this Annual Report.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMAN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The company has put in place an anti-sexual harassment mechanism in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company has not received any complaint of sexual harassment during the year 2025-26.

**PUBLIC DEPOSITS**

The Company did not accept any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

**SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,

Your Company engaged the services of Mrs. Parimala Natarajan (COP No.5239), Company Secretary in Practice, Chennai, to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2026. The Secretarial Audit Report for the financial year ended March 31, 2026 in Form MR - 3 is attached to this report. The Secretarial Audit report does not contain any qualification, reservation or adverse report.

The Board confirms the compliance of the Secretarial Standards notified by the Institute of Company Secretaries of India, New Delhi.

**REPLY FOR THE FINES PAID BY THE COMPANY MENTIONED IN SECRETARIAL AUDIT REPORT:**

During the financial year, the Company was subjected to fines imposed by the Stock Exchange(s) in accordance with the Standard Operating Procedures (SOPs) prescribed by the Securities and Exchange Board of India (SEBI) under the applicable SEBI Regulations and the circulars/guidelines issued thereunder. The details of such fines were set out in Annexure B, of secretarial audit report. The management response to such fines paid are as follows:

a) For delay in filing of shareholding pattern under Regulation 31 of LODR, 2015 - The delay was due to an inadvertent administrative delay. The filing was submitted with a delay of one day to the Stock Exchange. Necessary measures and internal controls have been strengthened to ensure timely compliance of all future regulatory filings.

b) For Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy five years - Regulation 17(1A) - Initial intimation of penalty was received on 22/02/2024 through mail correspondence. The company has sent a request letter for waiver of penalty and the same has been rejected. The intimation of rejection was received on 06-03-2026. Therefore, the penalty amount was paid in full on 16-03-2026. Necessary measures and internal controls have been strengthened to ensure timely compliance of all future regulatory filings.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Under Section 186 of the Companies Act, 2013 the Company has neither given any Loan, guarantee nor provided any Security in connection with a loan, directly or indirectly, to any person or other body corporate. The company has also not made any investments by way of subscription, purchase or otherwise, in the securities of any other body corporate during the financial year ended 31st March, 2026.

**TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

There are no significant and material orders passed by the Regulators or Courts or Tribunals that would impact the going concern status of the Company.

**FOREIGN EXCHANGE EARNINGS AND OUTGO**

The foreign exchange inflow or outflow during the financial year ended March 31, 2026 are disclosed in the Annexure.

**ENERGY, TECHNOLOGY AND FOREIGN EXCHANGE**

Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo is furnished in the Annexure.

**ANNUAL RETURN**

The Annual Return of the Company as on March 31, 2026, in Form MGT-7 in accordance with Section 92(3) of the Companies Act, 2013 will be available on the website of the Company and can be accessed on the Company's website at the link [www.cybele.in](http://www.cybele.in)

**ACKNOWLEDGEMENT**

The Directors wish to place on record their appreciation of the dedication and excellent contribution made by all the concerned. The Directors would like to thank the Suppliers and above all the Shareholders and valued Customers for their continued support and patronage.

Place: Chennai  
Date: 11.08.2026

(By Order of the Board)  
For **CYBELE INDUSTRIES LIMITED**

**Sd/-**  
**Thomas Puthuveetil Joy**  
Managing Director  
DIN: 01850040



**ANNEXURES TO DIRECTOR'S REPORT FOR THE YEAR ENDED 31st MARCH, 2026**

Statement as per Section 134 (3) (m) of the Companies Act, 2013.

**A. CONSERVATION OF ENERGY** : Energy conservation measures are being taken within our Plant as an ongoing exercise.

**B. TECHNICAL ABSORPTION** :

**FORM B**

**RESEARCH AND DEVELOPMENT**

1. Specific areas in which R & D carried out by the Company : Nil
2. Benefits derived as a result of the above R & D : Nil
3. Future plan of action : Nil
4. Expenditure on R & D : Nil
  1. Capital
  2. Recurring
  3. Total
  4. Total R & D expenditure as a percentage of total turnover

**TECHNOLOGY ABSORPTION, ADAPTATION, AND INNOVATION:**

1. Efforts, in brief, made towards technology absorption, adaptation and innovation - planned
2. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc. : Nil
3. In case of imported technology (imported during the last 5 years reckoned from the beginning of the financial year), following information may be furnished : Nil
  - (a) Technology imported : Nil
  - (b) Year of import : Nil
  - (c) Has technology been fully absorbed?
  - (d) If not fully absorbed, areas where this has not taken place, reasons there for and future plans of action.

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

- i) Activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans : Nil
- i) Total foreign exchange used and earned:

|        | Current Year   | Previous Year |
|--------|----------------|---------------|
|        | (Rs. in Lakhs) |               |
| Used   | 0.00           | 0.00          |
| Earned | 17.45          | 6.60          |

(By Order of the Board)  
For **CYBELE INDUSTRIES LIMITED**

Sd/-  
**Thomas Puthuveetil Joy**  
Managing Director  
DIN:01850040

Place: Chennai  
Date: 11.08.2026

# CYBELE INDUSTRIES LIMITED

Annexure to the Board's Report

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

## Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

### PART "A": Subsidiaries

(Rs. in Lakhs)

| S. No | Subsidiary Name                    | Reporting period   | Reporting Currency | Share capital (including share application money pending allotment) | Reserves and surplus | Total liabilities | Total assets | Investments (except in case of Investments in Subsidiaries) | Turnover | Profit / (Loss) before taxation | Tax Expense / (credit) | Profit / (Loss) after taxation | Proposed dividend equity | % Share holding |
|-------|------------------------------------|--------------------|--------------------|---------------------------------------------------------------------|----------------------|-------------------|--------------|-------------------------------------------------------------|----------|---------------------------------|------------------------|--------------------------------|--------------------------|-----------------|
| 1     | Cybele Properties Limited          | Apr 2025 -Mar 2026 | INR                | 15                                                                  | 41.62                | 2302.46           | 2359.08      | 0                                                           | 0        | 57.23                           | 15.61                  | 41.62                          | 0                        | 99.99           |
| 2     | Cybele Electra Private Limited     | Apr 2025 -Mar 2026 | INR                | 415                                                                 | (93.47)              | 105.11            | 426.64       | 0                                                           | 829.64   | 2.38                            | 0.92                   | 1.47                           | 0                        | 80.72           |
| 3     | Cybele Electronics Private Limited | Apr 2025 -Mar 2026 | INR                | 600                                                                 | (92.09)              | 49.13             | 557.04       | 0                                                           | 484.88   | (29.55)                         | 0.75                   | (30.30)                        | 0                        | 75              |

### PART "B": Associates and Joint Ventures

(Rs. in Lakhs)

| S. No | Name of Associate / Joint venture | Latest Audited Balance Sheet date | Shares held by the company on the year end |                 |           | Significant Influence | Reason for not consolidation | Net worth |     | Profit / (Loss) for the year |                                 |
|-------|-----------------------------------|-----------------------------------|--------------------------------------------|-----------------|-----------|-----------------------|------------------------------|-----------|-----|------------------------------|---------------------------------|
|       |                                   |                                   | No.                                        | Investment Held | Holding % |                       |                              |           |     | Considered in consolidation  | Not Considered in consolidation |
| 1     | Associates and Joint Ventures NIL | NIL                               | NIL                                        | NIL             | NIL       | NIL                   | NIL                          | NIL       | NIL | NIL                          |                                 |

For and on behalf of Board of Directors

Sd/-  
Thomas Puthuveethil Joy  
Managing Director  
DIN: 01850040

Sd/-  
P A Joykuty  
Chairman & Non-Executive Director  
DIN: 01850120

Place: Chennai  
Date: 11.08.2026

**Annexure to the Board's Report****FORM NO. AOC -2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis - NIL**

| Sl.No. | Particulars                                                                                                       | Details |
|--------|-------------------------------------------------------------------------------------------------------------------|---------|
| a)     | Name (s) of the related party & nature of relationship                                                            | NIL     |
| b)     | Nature of contracts/arrangements/transaction                                                                      |         |
| c)     | Duration of the contracts/arrangements/transaction                                                                |         |
| d)     | Salient terms of the contracts or arrangements or transaction including the value, if any                         |         |
| e)     | Justification for entering into such contracts or arrangements or transactions'                                   |         |
| f)     | Date of approval by the Board                                                                                     |         |
| g)     | Amount paid as advances, if any                                                                                   |         |
| h)     | Date on which the special resolution was passed in General meeting as required under first proviso to section 188 |         |

**2. Details of contracts or arrangements or transactions at Arm's length basis.**

| Sl.No. | Particulars                                                                               | Details                            |
|--------|-------------------------------------------------------------------------------------------|------------------------------------|
| a)     | Name (s) of the related party & nature of relationship                                    | CYBELE ELECTRONICS PRIVATE LIMITED |
| b)     | Nature of contracts/arrangements/transaction                                              | SUPPLY OF GOODS                    |
| c)     | Duration of the Contracts/arrangements/transaction                                        | ONGOING                            |
| d)     | Salient terms of the contracts or arrangements or transaction including the value, if any |                                    |
| e)     | Date of approval by the Board                                                             | 06.04.2026                         |
| f)     | Amount paid as advances, if any                                                           | NIL                                |

**3. Details of contracts or arrangements or transactions at Arm's length basis.**

| Sl.No. | Particulars                                                                               | Details                                                                               |
|--------|-------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| g)     | Name (s) of the related party & nature of relationship                                    | CYBELE ELECTRA PRIVATE LIMITED<br>SUPPLY OF GOODS<br>ONGOING<br><br>06.04.2026<br>NIL |
| h)     | Nature of contracts/arrangements/transaction                                              |                                                                                       |
| i)     | Duration of the contracts/arrangements/transaction                                        |                                                                                       |
| j)     | Salient terms of the contracts or arrangements or transaction including the value, if any |                                                                                       |
| k)     | Date of approval by the Board                                                             |                                                                                       |
| l)     | Amount paid as advances, if any                                                           |                                                                                       |

**4. Details of contracts or arrangements or transactions at Arm's length basis.**

| Sl.No. | Particulars                                                                               | Details                                       |
|--------|-------------------------------------------------------------------------------------------|-----------------------------------------------|
| m)     | Name (s) of the related party & nature of relationship                                    | CYBELE PROPERTIES LIMITED                     |
| n)     | Nature of contracts/arrangements/transaction                                              | LOAN GIVEN TO WHOLLY OWNED SUBSIDIARY COMPANY |
| o)     | Duration of the contracts/arrangements/transaction                                        | ONGOING                                       |
| p)     | Salient terms of the contracts or arrangements or transaction including the value, if any |                                               |
| q)     | Date of approval by the Board                                                             | 06.04.2026                                    |
| r)     | Amount paid as advances, if any                                                           | NIL                                           |

For and on behalf of Board of Directors

Place: Chennai  
Date: 11.08.2026**Sd/-**  
**P.A. Joykutty**  
Chairman&Non-Executive Director  
DIN: 01850120**Sd/-**  
**Thomas Puthuveethil Joy**  
Managing Director  
DIN: 01850086

**ANNEXURE TO THE DIRECORS REPORT****ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITIES (CSR) ACTIVITIES**

Brief outline of the Company CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The Company's CSR policy has been uploaded in the website of the Company

**1. Composition of the CSR Committee**

- 1) Mr. D.Giridhar, Chairman & Independent Director
- 2) Mr. Sunny Kutty George, Independent Director
- 3) Mrs. Jean Franklin, Independent Director

2. Average net profit of the Company for the last three financial years computed in line with Section 198 is Rs. NIL

3. The prescribed CSR expenditure which is two percent of the amount is Rs. Nil

**4. Details of CSR spent during the financial year:**

|                            |     |
|----------------------------|-----|
| Prescribed CSR expenditure | NIL |
| Amount spent on CSR        | NIL |
| Amount unspent, if any;    | NIL |

5. Manner in which amount spent during the financial year is detailed below: NIL

**6. Responsibility Statement by the Corporate Responsibility Committee:**

The implementation and monitoring of CSR Policy, is in compliance with CSR objectives and policy of the Company.

Place: Chennai  
Date: 11.08.2026

**Sd/-**  
**Jean Franklin**  
Independent Director  
DIN: 08519247

**Sd/-**  
**D.Giridhar**  
Chairman & Independent Director  
DIN: 01777107

**MANAGEMENT DISCUSSION AND ANALYSIS****1. Industry Structure, Developments and Economic Overview**

The global economy remained resilient during FY 2025-26 notwithstanding geopolitical uncertainties, evolving trade dynamics, volatility in energy and commodity prices, and continuing disruptions in supply chains. The sustained global emphasis on infrastructure development, energy transition, electrification and digitalisation continues to underpin long-term demand for electrical and infrastructure-related products.

The Indian economy demonstrated continued resilience, supported by domestic consumption, infrastructure spending, manufacturing momentum and public and private capital investment. As per the First Advance Estimates of the National Statistical Office, India's real GDP is estimated to have grown by 7.4% during FY 2025-26. The Government's sustained thrust on power generation and transmission, renewable energy, transportation, urbanisation, housing, digital infrastructure and domestic ("Make in India") manufacturing continues to create a favourable operating environment for the wires and cables industry.

The Indian wires and cables industry, comparable in structure to peers, remains an integral component of the country's power and infrastructure value chain, serving residential, commercial, industrial, infrastructure, automotive, railway, telecommunication and renewable-energy applications. Demand during the year was supported by continuing investment in transmission and distribution networks, renewable energy capacity addition, real estate and construction activity, railway and metro expansion, industrial capital expenditure and emerging demand pools such as data centres, smart metering and electric mobility.

**2. Business Review and Financial Performance**

The Company is engaged in the manufacture and sale of a diversified range of electrical wires and cables, comprising building wires, flexible cables, power cables, submersible pump cables, automotive and control cables, railway signalling cables and wiring harnesses, catering to residential, commercial, industrial, infrastructure, automotive, power and other specialised applications. The Company is also engaged in property development activities.

During the year under review, the Company continued to focus on strengthening manufacturing capabilities, improving capacity utilisation and operational efficiency, enhancing product mix, maintaining stringent product quality standards, and expanding its customer and dealer/distributor network. The Company's diversified portfolio provides exposure across multiple end-use sectors and enables it to participate in opportunities emerging from infrastructure creation, electrification, industrialisation and the transition to renewable energy.

Financial and operational performance during the year was influenced by end-market demand, product mix, input (copper, aluminium and PVC) prices, competitive intensity, operating costs and working-capital cycles. The key financial highlights for the year, in comparison with the previous year, are set out below:

| Particulars (₹ in Lakh, unless stated) | FY 2025-26 | FY 2024-25 |
|----------------------------------------|------------|------------|
| Revenue from Operations                | 3364.17    | 2150.81    |
| Profit Before Tax                      | 3511.32    | (1155.06)  |
| Profit After Tax                       | 3498.45    | (1180.68)  |
| Earnings Per Share (₹)                 | 32.71      | (11.04)    |

### **3. Segment / Product-wise Performance**

The Company's principal business segment continues to be manufacture and sale of electrical wires and cables, with property development constituting the other reportable segment. Within the wires and cables business, the product mix spans building wires, power and control cables, and specialised cables for the automotive, railway and industrial sectors. The Company continued its endeavour to improve the share of higher-value and specialised products in its overall product mix during the year, in line with evolving customer and application requirements.

### **4. Opportunities, Threats and Outlook**

- Opportunities: India's continuing capital expenditure on power generation, transmission and distribution infrastructure, together with grid integration of renewable energy, presents sustained opportunities for manufacturers of power and specialised cables.
- Growth in electric mobility, railway and metro infrastructure, data centres, smart metering and industrial automation is broadening the addressable market and creating scope for product diversification into higher-value categories.
- Threats: Intensifying competition from organised and unorganised players, volatility in commodity prices, and the pace of execution of infrastructure and industrial projects remain the principal factors that could affect near-term performance.

The medium-to-long-term outlook for the industry remains favourable. The Company intends to capture emerging opportunities by continuing its focus on product quality, manufacturing capability, operational efficiency, customer relationships, prudent cost management and development of specialised products for emerging applications.

### **5. Risks and Concerns**

- Raw Material Price Volatility: Fluctuations in the prices of copper, aluminium, PVC and other key inputs, which constitute a significant portion of manufacturing cost, may impact margins and working-capital requirements.
- Competitive Intensity: The presence of established organised players alongside regional and unorganised manufacturers may exert pressure on pricing and margins.
- Working Capital: Adequate working capital is required for procurement, inventory and receivables management; commodity-price movements and customer credit cycles may affect requirements.
- Project and Market Risk: Delays in approvals, financing, execution or commissioning of infrastructure and industrial projects may affect demand realisation.
- Regulatory and Quality Risk: The industry is subject to product standards, safety norms, environmental regulations and other statutory requirements; consistent compliance and quality assurance remain critical.
- Supply Chain and Geopolitical Risk: Global geopolitical developments and trade-related disruptions may affect commodity prices, freight costs, logistics and input availability.

These risks are monitored on an ongoing basis and are managed through prudent procurement and inventory management, operational controls, customer and supplier management, and continuous tracking of market conditions, consistent with the Company's Risk Management Policy.

### **6. Internal Control Systems and their Adequacy**

The Company has in place an internal control framework commensurate with the size, scale and nature of its operations, designed to safeguard assets, ensure proper authorisation and recording of transactions, maintain reliability of financial reporting, and support compliance with applicable laws and regulations. The internal control systems are periodically reviewed and tested, and internal audit provides an independent assessment of their adequacy and operating effectiveness, with corrective actions monitored by the Audit Committee. The Board and the management remain committed to continuously strengthening the internal control environment in line with the evolving scale and complexity of the business.

### **7. Human Resources and Industrial Relations**

The Company recognises that a skilled, motivated and engaged workforce is central to sustainable growth. During the year, the Company continued to invest in employee training and skill development, productivity improvement, workplace safety and organisational discipline. Industrial relations remained cordial throughout the year. The Company also continued its focus on product quality and process improvement in line with applicable standards and evolving customer requirements across infrastructure, renewable energy, automotive, railway and industrial applications.

**8. Environment, Health and Safety**

The Company remains committed to responsible resource utilisation, energy efficiency, waste minimisation and compliance with applicable environmental, health and safety requirements. The Company will continue to evaluate opportunities to improve operational efficiency and adopt responsible and sustainable manufacturing practices as part of its long-term growth strategy.

**9. Cautionary Statement**

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or plans may constitute "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied due to various factors, including changes in economic conditions, market demand, competitive intensity, raw-material prices, interest rates, foreign-exchange movements, government policies and regulations, geopolitical developments, project execution timelines, technological changes and other risks and uncertainties. The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required under applicable law.

**10. Acknowledgement**

The Board of Directors places on record its sincere appreciation to the Company's customers, dealers, distributors, suppliers, bankers, financial institutions, investors, business associates, Government authorities and other stakeholders for their continued support and confidence. The Board also acknowledges and appreciates the contribution, commitment and dedication of the employees and workers of the Company at all levels. The continued support and cooperation of all stakeholders remains an important strength of the Company as it seeks to build a stronger and more sustainable business for the future.

(By order of the Board)  
For **Cybele Industries Limited**

Place: Chennai  
Date: 11.08.2026

Sd/-  
Thomas Puthuveetil Joy  
Managing Director  
DIN: 01850040



**Form No. MR-3****SECRETARIAL AUDIT REPORT**

For the Financial year ended 31st March, 2026

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014)

**To the Members****Cybele Industries Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Cybele Industries Limited (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Cybele Industries Limited ("the Company") for the financial year ended on 31st March, 2026 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 55A;
- iv) 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 (Share Based Employee Benefits) Guidelines, 2014;  
Not Applicable for the year under review.
  - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;  
Not Applicable for the year under review.
  - (e) 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;
  - (f) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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

- a. Secretarial Standards issued by The Institute of Company Secretaries of India.
- b. The Listing Agreement entered into by the Company with the BSE Limited.

During the period under review, the Company has complied with the provisions of the applicable Act, Rules, Regulations, Guidelines, Standards etc., as mentioned above subject to the information given below to us by the company.

**We further report that**

The Board of Directors of the company is duly constituted with proper balance of Executive Directors, and Non-Executive Directors. The company has complied with the requirements of Uniform Listing Agreement entered into with the BSE Limited and the provisions of there were no actions/events occurred in the pursuance of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in 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.

Based on the minutes made available to us, that majority decisions is carried through and that there were no dissenting votes from any board member that was required to be captured and recorded as part of the minutes.

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

We further report during the audit period the company following material events has occurred:

**a) Appointment of Chief Financial Officer**

Mrs. Anandham was appointed as the Chief Financial Officer (CFO) of the Company with effect from 21<sup>st</sup> April 2025.

**b) Appointment of Secretarial Auditor**

Mrs. Parimala Natrajan was appointed as the Secretarial Auditor of the Company for a term of five consecutive financial years, commencing from FY 2025-26 and ending with FY 2029-30, pursuant to the resolution passed by the Board of Directors at its meeting held on 12<sup>th</sup> August 2025. The said appointment was subsequently approved by the Members of the Company at the Annual General Meeting held on 22<sup>nd</sup> September 2025.

**c) Appointment of Company Secretary and Compliance Officer**

Mr. V.Santhosh was appointed as the Company Secretary and Compliance Officer of the Company in place of Mr. Gnana Praghasam, pursuant to the resolution passed by the Board of Directors at its meeting held on 10 November 2025, with effect from the same date.

**d) SEBI/Stock Exchange Fines**

During the audit period, the Company was subjected to fines imposed by the Stock Exchange(s) in accordance with the Standard Operating Procedures (SOPs) prescribed by the Securities and Exchange Board of India (SEBI) under the applicable SEBI Regulations and the circulars/guidelines issued thereunder. The details of such fines are set out in Annexure B, forming an integral part of this Report.

Place: Chennai  
Date: 04.08.2026  
UDIN: F005597H001013648

Sd/-  
Parimala Natarajan  
Company Secretary in Practice  
C.P.No.: 5239  
Membership No.: 5597  
Peer Review No.: 3784/2023

Note: This report is to be read with our letter of even date which is annexed as **Annexure A and B** and form forms an integral part of this report.

To

**The Members  
Cybele Industries Limited**

Our Report of odd date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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 the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.,
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai  
Date: 04.08.2026

Sd/-  
Parimala Natarajan  
Company Secretary in Practice  
C.P.No.: 5239  
Membership No.: 5597  
Peer Review No.: 3784/2023  
UDIN: F005597H001013648

## CYBELE INDUSTRIES LIMITED

### Annexure B

| S. No | Compliance requirement (Regulation/ circulars/ guidelines including specific clause) | Regulation / Circular No.   | Deviations                                 | Action taken by | Type of Action                                                                         | Details of violation                                                                                     | Fine amount | Observation / Remarks by Practicing company secretary               | Management response                                                                                                                                                                                                                                             | Remarks |
|-------|--------------------------------------------------------------------------------------|-----------------------------|--------------------------------------------|-----------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|-------------|---------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| 1     | Filing of shareholding pattern under Regulation 31 of LODR, 2015                     | Regulation 31 of LODR, 2015 | Not filed within the stipulated time limit | BSE Limited     | Under Standard Operating Procedure a penalty of Rs. 2,360 was levied for one day delay | Delayed filing of Regulation on 31 of LODR, 2015 - Shareholding pattern for the quarter ended 30-06-2025 | Rs. 2,360   | Non-submission of shareholding pattern within the period prescribed | The delay was due to an inadvertent administrative delay. The filing was submitted with a delay of one day to the Stock Exchange. Necessary measures and internal controls have been strengthened to ensure timely compliance of all future regulatory filings. | N.A     |

|   |                                                                                                                                                                             |                   |                                                                                                            |                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                        |              |                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                       |     |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------------------------------------------------------------------------------------------------|---------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|
| 2 | Non-compliance with the requirements pertaining to appointment or continuation of Non-executive director who has attained the age of seventy five years - Regulation 17(1A) | Regulation 17(1A) | Delay in passing special resolution for Mr. P.A.Joykuty who has attained the age of 75 years on 19.10.2023 | BSE Limited - Listing Regulatory department | Regret letter for waiver of fines levied Pursuant to Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (Chapter VII(A)- Penal Action for Non-Compliance), issued by Securities and Exchange Board of India (SEBI) with respect to penal actions prescribed for non-compliance of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company's representation for waiver of fine was placed for the consideration of the Internal Regulatory Oversight and Review Group ("IROG"). The same was rejected | Non-compliance of Regulation 17(1A) for re-appointment of Mr.P.A Joy Kutty as a Non-Executive Director and Chairman, who attain the age of 75 years on 19.10.2023 through special resolution approved by shareholders. | Rs. 1,74,640 | Non-compliance of Regulation 17(1A) for re-appointment of Mr.P.A Joy Kutty as a Non-Executive Director and Chairman, who attain the age of 75 years on 19.10.2023 through special resolution approved by shareholders. | Initial intimation of penalty was received on 22/02/2024 through mail correspondence. The company has sent a request letter for waiver of penalty and the same has been rejected. The intimation of rejection was received on 06-03-2026. Therefore, the penalty amount was paid in full on 16-03-2026. Necessary measures and internal controls have been strengthened to ensure timely compliance of all future regulatory filings. | N.A |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------------------------------------------------------------------------------------------------|---------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|

Sd/-  
**Parimala Natarajan**  
 Company Secretary in Practice  
 C.P.No.: 5239  
 Membership No.: 5597  
 Peer Review No.: 3784/2023

Place: Chennai  
 Date: 04.08.2026  
 UDIN: F005597H001013648

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

[Pursuant to Reg.34(3) and Schedule V, Para C, Clause(10)(i) of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,

**The Members  
CYBELE INDUSTRIES LIMITED**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **CYBELE INDUSTRIES LIMITED (CIN: L31300TN1993PLC025063)** and having registered office New No.138, Old No.237, SIDCO Industrial Estate, Ambattur, Chennai – 600098 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation34(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](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company and 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, 2026 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.

| S. No. | Name of Director         | DIN      | Date of appointment in Company |
|--------|--------------------------|----------|--------------------------------|
| 1      | Shri. P A Joykutty       | 01850120 | 17/5/1993                      |
| 2      | Shri. Thomas P Joy       | 01850040 | 17/5/1993                      |
| 3      | Shri. George P Joy       | 01850086 | 07/11/2020                     |
| 4      | Srimati. Jean Franklin   | 08519247 | 27/7/2019                      |
| 5      | Shri. D Giridhar         | 01777107 | 11/8/2023                      |
| 6      | Shri. Sunny Kutty George | 01739835 | 31/3/2024                      |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our 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.

Place: Chennai  
Date: 04.08.2026  
UDIN: F005597H001013527

Sd/-  
Parimala Natarajan  
Company Secretary in Practice  
C.P.No.: 5239  
Membership No.: 5597  
Peer Review No.: 3784/2023

**CERTIFICATE ON CORPORATE GOVERNANCE****(Pursuant to Para E of Schedule V to the SEBI (LODR) Regulations, 2015)****To,****The Members****CYBELE INDUSTRIES LIMITED**

We have examined the compliance of the conditions of Corporate Governance by **CYBELE INDUSTRIES LIMITED (CIN: L31300TN1993PLC025063)** ("the Company"), for the financial year ended on March 31, 2026, as stipulated in Regulations 17 to 27 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management. The responsibility includes design, implementation and maintenance of internal control and procedures to ensure compliance with conditions of Corporate Governance as stated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Our examination was limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. This certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, on the basis of our examination of the relevant records produced, information provided, the explanations and clarifications given to us, we certify that the Company has complied with all mandatory regulations and the conditions of Corporate Governance as stipulated in Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the financial year ended March 31, 2026.

We further state that this certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Chennai

Date: 04.08.2026

UDIN: F005597H001013549

Sd/-

Parimala Natarajan

Company Secretary in Practice

C.P.No.: 5239

Membership No.: 5597

Peer Review No.: 3784/2023

**REPORT ON CORPORATE GOVERNANCE (2025-26)**
**COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

The Company believes in ensuring corporate fairness, transparency, professionalism and accountability in total functioning of the Company, which are pre-requisites for attaining sustainable growth in this competitive corporate world. Obeying the law, both in letter and in spirit, is the foundation on which the Company's ethical standards are built. The Company would constantly endeavor to improve on these aspects. The Code lays strong emphasis on transparency, accountability, community engagement and quick business decisions.

The Company has norms in line with the provisions of the Companies Act, 2013 and has ensured effective Corporate Governance practices and timely disclosure of information to the Members.

**COMPOSITION AND CATEGORY OF DIRECTORS**

| Name of the Directors, Designation and Category                                                  | No. of Board Meetings attended | Attendance at last AGM | No. of other Directorships | Committee Membership |        |
|--------------------------------------------------------------------------------------------------|--------------------------------|------------------------|----------------------------|----------------------|--------|
|                                                                                                  |                                |                        |                            | Chairman             | Member |
| 1. <b>Mr. P.A.Joykutty</b> ,<br>Promoter, Chairman & Non-Executive Director                      | 5                              | Yes                    | 4                          | —                    | 1      |
| 2. <b>Mr. Thomas Puthiveetil Joy</b> ,<br>Managing Director Promoter & Executive Director        | 5                              | Yes                    | 2                          | —                    | —      |
| 3. <b>Mr. George Puthuveethil Joy</b> ,<br>Joint Managing Director Promoter & Executive Director | 5                              | Yes                    | 2                          | —                    | —      |
| 4. <b>Mr. D.Giridhar</b><br>Non Executive Independent Director                                   | 5                              | Yes                    | 1                          | 4                    | 4      |
| 5. <b>Mrs. Jean Franklin</b><br>Non Executive Independent Director                               | 5                              | Yes                    | —                          | —                    | 4      |
| 6. <b>Mr. Sunny Kutty George</b><br>Non Executive Independent Director                           | 5                              | Yes                    | 2                          | —                    | 3      |

**Number of Board Meetings held: 5**

**Dates on which held: 21<sup>st</sup> April 2025; 27<sup>th</sup> May 2025; 12<sup>th</sup> August 2025; 10<sup>th</sup> November 2025 and 13<sup>th</sup> February 2026**

The disclosure includes membership and chairmanship in the Audit Committee and the Stakeholders Relationship Committee in public limited companies and excludes all other memberships and chairmanships in other committees.

None of the directors holds directorships in more than twenty companies including maximum limit of ten Public Companies, memberships in more than ten Committees in all Public Limited Companies excluding the committee memberships in Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 and chairmanships in more than five Committees across all listed companies in which he is a director. None of the Independent Directors serves as Independent Director in more than seven listed entities

**Composition of Board as on date of this report**

As on the date of this Report, the Board comprises of Six Directors - Three Executive Directors, Three Non-Executive Independent Directors. All the directors on the Board are highly experienced in their respective fields. The Independent Directors of the Company fulfill the criteria of independence as specified in Section 149 (6) of the Companies Act, 2013 and Rules framed thereunder and Regulation 16 (1) (b) of the Listing Regulations.

**Board Meetings held during the year**

During the year ended March 31, 2025, 5 (Five) Board Meetings were held. These meetings were held on: **21st April 2025; 27th May 2025; 12th August 2025; 10th November 2025 and 13th February 2026**



**Meeting of Independent Directors**

Independent Directors of the Company met on November 10, 2025, without the presence of the Executive Directors. The meetings of Independent Directors evaluate the performance of the Executive Directors, the Board as a whole and performance of the Chairperson of the Board and discuss aspects relating to the quality, quantity and timeliness of the flow of information between the Company, the Management and the Board that is necessary for it to effectively and reasonably perform its duties.

**Declaration by Independent Directors**

The Company has received necessary declaration from each of the Independent Director that he/ she meets the criteria of independence as laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 25 of Listing Regulations as at March 31, 2026.

**Confirmation by the Board**

Based on the disclosures received from all the independent Directors and also in the opinion of the Board, the Independent Directors fulfill the conditions specified in the Companies Act 2013 and Listing Regulations and are independent of the management.

**Details of Remuneration paid to directors during the year under review is as follows:**
**(Rs. in Lakhs)**

| S.No | Particulars of Remuneration                                                         | Mr. P.A. Joy Kutty,<br>Chairman &<br>Director | Mr. Thomas P Joy,<br>Managing Director | Mr. George P Joy,<br>Joint Managing<br>Director | Total<br>Amount |
|------|-------------------------------------------------------------------------------------|-----------------------------------------------|----------------------------------------|-------------------------------------------------|-----------------|
| 1.   | Gross Salary                                                                        |                                               |                                        |                                                 |                 |
|      | a) Salary as per provisions contained in section 17(1) of the income-tax Act, 1961. | 7.8                                           | 12.60                                  | 9.00                                            | 29.40           |
|      | b) Value of perquisites u/s 17(2) of the Income-tax Act 1961.                       | -                                             | -                                      | --                                              | -               |
| 2.   | Commission:                                                                         |                                               |                                        |                                                 |                 |
|      | Performance Bonus                                                                   | -                                             | -                                      | --                                              | -               |
|      | Long Term Incentive Plan (LTIP)#                                                    | -                                             | -                                      | --                                              | -               |
| 3.   | Others – Retirement benefits                                                        | -                                             | -                                      | -                                               | -               |
|      | Total (A)                                                                           | 7.8                                           | 12.60                                  | 9.00                                            | 29.40           |

**Familiarisation programme for Independent Directors/ Non-Executive Directors**

The Board members are provided with necessary documents/ brochures, reports and internal policies to enable them to familiarise with Company's procedures and practices. Periodic presentations are made at the Board Meetings on regulatory updates, roles and responsibilities as a Director of the Company, updates on industry in which the Company operates and business model of the Company. The details on familiarisation programme is disclosed on the website of the Company.

**Board Skill Matrix:**

| Skill & Experience                                                                                                                                                                                                                                                                                                        | Names of Directors                                                                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
| <b>A. Governance &amp; Industry Skills</b><br><b>1. Executive and Leadership:</b><br>Senior Executive experience, leadership experience in markets, cultural, regulatory and business environments                                                                                                                        | Mr. P.A. Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. D.Giridhar<br>Mr. Sunny Kutty George                       |
| <b>2. Financial Acumen</b><br>Senior Executive experience in financial accounting & reporting, Corporate finance, Risk and Internal Controls                                                                                                                                                                              | Mr. P.A.Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. D.Giridhar                                                  |
| <b>3. Strategy</b><br>Experience in developing, implementing and challenging a plan of action designed to achieve the long term goals of an organization and implementation                                                                                                                                               | Mr. P.A. Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. D.Giridhar<br>Mr. Sunny Kutty George<br>Mrs. Jean Franklin |
| <b>4. Cable and Wire Industry</b><br>Senior Executive experience in Cable & wire industry with an understanding of strategy, Risk and Internal Controls, markets, competitors operational issues technology, and regulatory concerns                                                                                      | Mr. P.A. Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy                                                                   |
| <b>B. Human Resource &amp; Development Skills</b><br><b>5. Remuneration and selection of Board Members:</b><br>Board remuneration committee membership or management experience in relation to selection, remuneration of senior management, incentive programs, legislation contractual framework governing remuneration | Mr. P.A.Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mrs. Jean Franklin<br>Mr. D.Giridhar                            |
| <b>6. Learning and Development</b><br>Experience relating to education and growth of knowledge base                                                                                                                                                                                                                       | Mr. P.A. Joykutty<br>Mr. D.Giridhar<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. Sunny Kutty George<br>Mrs. Jean Franklin |
| <b>C. Other Skills</b><br><b>7. Work, Health, Safety, Information Technology and Sustainability</b><br>Experience related to health, safety, environment, social responsibility, Information technology and sustainability                                                                                                | Mr. P.A. Joykutty<br>Mr. D.Giridhar<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mrs. Jean Franklin                           |
| <b>8. Governance and Board</b><br>Prior experience as a Board member, Industry or membership of governance bodies                                                                                                                                                                                                         | Mr. P.A. Joykutty<br>Mr. D.Giridhar<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. Sunny Kutty George                       |
| <b>9. Regulatory and Public Policy</b><br>Legal background or experience in regulatory and public policy                                                                                                                                                                                                                  | Mr. P.A. Joykutty<br>Mr. Thomas P Joy<br>Mr. George P Joy<br>Mr. D.Giridhar<br>Mr. Sunny Kutty George                       |

**Committees of the Board**

The Board has constituted the following Board-level Committees, namely:

- a) **Audit Committee**
- b) **Nomination and Remuneration Committee**
- c) **Stakeholders' Relationship Committee**
- d) **Corporate Social Responsibility Committee**

**AUDIT COMMITTEE:**

The Audit Committee of the company is entrusted with the responsibility to supervise the Company's internal control and financial reporting process and inter alia perform the following functions:

**Brief description of terms of reference:**

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal and financial reporting process and inter alia performs the following functions:

Over viewing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

- a. Recommending the appointment, remuneration and terms of appointment of auditors of the Company;
- b. Reviewing with the management, the annual financial statements and auditor's report there on before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement in terms of clause(c) of sub-section (3) of Section 134 of the 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; and
  - Modified opinion, if any, in the draft audit report.
- c. Reviewing with the management, the quarterly financial statements before submission to the Board for approval;
- d. Reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- e. Approving or subsequently modifying any transactions of the Company with related parties;
- f. Scrutinizing the inter-corporate loans and investments;
- g. Reviewing the valuation of undertakings or assets of the Company, wherever it is necessary;

**Composition, name of members and chairman:**

In addition, reviewing of such other functions as envisaged under Section 177 of the Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended and Regulation 18 of the Listing Regulations.

Audit Committee is constituted during the year in accordance with the provisions of Section 177 of the Companies Act, 2013 and comprising of three Non-Executive Independent Directors namely, **Mr. D. Giridhar acting as Chairman, Mr. Sunny Kutty George and Mrs. Jean Franklin are Members.** Company secretary will act as Secretary to the Committee.

**Meetings and attendance during the year**

| Date of the meetings | Attendance of the Members                      |
|----------------------|------------------------------------------------|
| 21.04.2025           | D. Giridhar, Sunny Kutty George, Jean Franklin |
| 27.05.2025           | D. Giridhar, Sunny Kutty George, Jean Franklin |
| 12.08.2025           | D. Giridhar, Sunny Kutty George, Jean Franklin |
| 10.11.2025           | D. Giridhar, Sunny Kutty George, Jean Franklin |
| 13.02.2026           | D. Giridhar, Sunny Kutty George, Jean Franklin |

The Audit Committee oversees the Company's financial reporting process, reviews the annual financial statements with Management and holds discussions with internal and external auditors about the scope of audit and adequacy of internal control systems. The Committee held five meetings during the year.

#### **NOMINATION & REMUNERATION COMMITTEE:**

The Board has constituted a Nomination & Remuneration Committee comprising of three Non-Executive Independent Directors namely, **Mr. D.Giridhar acting as Chairman, Mr. Sunny Kutty George and Mrs. Jean Franklin** are Members. Remuneration for Whole Time Directors is fixed by the Remuneration Committee. The remuneration policy followed by the Company to fix a remuneration to Whole Time Directors taking into consideration the qualifications and functional experience of the individuals and the prevailing remuneration packages especially in the Cable Industry.

| <b>Name of the Director</b> | <b>Designation</b> | <b>Category of Directorship</b> | <b>Meetings held</b> | <b>Meetings attended</b> |
|-----------------------------|--------------------|---------------------------------|----------------------|--------------------------|
| Mr. D.Giridhar              | Chairman           | Independent Director            | 3                    | 3                        |
| Mr. Sunny Kutty George      | Member             | Independent Director            | 3                    | 3                        |
| Mrs. Jean Franklin          | Member             | Independent Director            | 3                    | 3                        |

The Nomination & Remuneration Committee met three times during the period under review i.e., on **21 Apr 2025, 10 Nov 2025 & 13 Feb, 2026**. Attendance of members at the Committee Meeting is provided at above table.

#### **Terms of reference of the Nomination and Remuneration Committee:**

Terms of reference of the Nomination and Remuneration Committee, inter alia, includes the following:

- To formulate a criteria for determining qualifications, positive attributes and independence of a director
- To formulate a criteria for evaluation of performance of independent directors and the Board.
- Committee to carry out evaluation of every director's performance
- Committee to determine whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- To formulate a criteria and evaluate the performance of various committees of the Board.
- Identify persons who are qualified to become directors and who may be appointed in senior management personnel in accordance with the criteria laid down in the policy.
- To recommend to the Board, a policy relating to remuneration of directors, KMPs and Senior Management personnel.
- To recommend to the Board the appointment and removal of directors and senior management personnel, in accordance with the criteria laid down in the policy.
- To carry out any other function as mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

#### **Remuneration Policy**

The Committee recommends the compensation package to the executive directors of the Company. The remuneration will include salary, perquisite, allowances and commission. The remuneration policy is directed towards rewarding performance based on review of achievements. It is aimed at attracting and retaining high caliber talent. The Policy is available at the website of the Company.

#### **Performance Evaluation**

Pursuant to provisions of the Companies Act, 2013 and the Listing Regulations, the Board will carry out the annual performance evaluation of its own performance and the Directors including independent directors individually. The evaluation process focused on various aspects of the functioning of the Board such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc.,.

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Board has constituted a Stakeholders Relationship Committee comprising of three Non-Executive Directors namely, **Mr. D.Giridhar acting as Chairman, Mr. Sunny Kutty George and Mrs. Jean Franklin** are Members.

## CYBELE INDUSTRIES LIMITED

The members have to approve the Share Transfer, Transmission, Transposition of Name, Issue of Split / Duplicate Certificates and to review the status on redressal of Shareholder and Investor Complaints.

| Name of the Director | Designation | Category of Directorship | Meetings held | Meetings attended |
|----------------------|-------------|--------------------------|---------------|-------------------|
| Mr. D.Giridhar       | Chairman    | Independent Director     | 2             | 2                 |
| Mr. P.A. Joykuty     | Member      | Non-Executive Director   | 2             | 2                 |
| Mrs. Jean Franklin   | Member      | Independent Director     | 2             | 2                 |

The Stakeholder Relationship Committee met one time during the period under review i.e., on 13 Feb, 2026. Attendance of members at the Committee Meetings is provided at above table.

The Company has not received any complaints from the shareholders and all other requests/correspondence received from the shareholders were attended. There was no pending share transfer as on 31<sup>st</sup> March, 2026.

### **CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE:**

The Composition of the Committee and the details of the meetings attended by its members during the financial year are given below: -

| Name of the Director   | Designation | Category of Directorship | Meetings held | Meetings attended |
|------------------------|-------------|--------------------------|---------------|-------------------|
| Mr. D.Giridhar         | Chairperson | Independent Director     | 1             | 1                 |
| Mr. Sunny Kutty George | Member      | Independent Director     | 1             | 1                 |
| Mrs. Jean Franklin     | Member      | Independent Director     | 1             | 1                 |

The Committee met one time during the period under review i.e., on 13 Feb, 2026. Attendance of members at the Committee Meeting is provided at above table.

### **CSR COMMITTEE:**

Terms of reference of the CSR Committee, inter alia, includes the following:

- The Committee shall have free access to management and management information and may seek the advice of outside experts or consultants at the company's expense where judged necessary, to discharge its duties and responsibilities.
- The Committee shall frame, review and recommend changes to the CSR policy and / or associated activities of the Company.
- The Committee shall monitor and adherence by the Company with the CSR policy.
- The Committee shall ensure that the Company is taking the appropriate measures to implement the CSR activities as mentioned in the policy successfully.
- The Committee shall identify the areas of CSR activities and recommend the amount of expenditure to be incurred on such activities.
- The Committee shall review and reassess the adequacy of the Charter annually and recommend any proposed changes to the Board for approval.

### **ANNUAL / EXTRA-ORDINARY GENERAL MEETINGS:**

Location and time where last three Annual General Meetings held:

| Year    | Date       | Time       | Venue                                                        | AGM/EGM |
|---------|------------|------------|--------------------------------------------------------------|---------|
| 2022-23 | 23.09.2023 | 04.00 P.M. | No.138, SIDCO Industrial Estate, Ambattur, Chennai – 600 098 | AGM     |
| 2023-24 | 27.09.2024 | 04.00 P.M. | -do-                                                         | AGM     |
| 2024-25 | 22.09.2025 | 04.00 P.M. | -do-                                                         | AGM     |

**E-voting through Postal Ballot:**

Details of Special Resolutions put through postal ballot during the financial year as follows:

The Company conducts a share capital audit on a quarterly basis in accordance with requirements of Securities and Exchange Board of India (Depositories and Participants) Regulations 1996 & SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002

The Reconciliation of Share Capital Audit Report obtained from a Practicing Company Secretary, which has been submitted to the Stock Exchange within the stipulated period, certifies that the equity shares of the Company held in the dematerialized form and in the physical form confirms to the issued and paid-up equity share capital of the Company.

**Secretarial Compliance Certificate**

As per provisions of the Listing Regulations, the Company has obtained the Secretarial Compliance Certificate on yearly basis from **Mrs. Parimala Natarajan, a Practicing Company Secretary** to the effect that all transfer/ transmission of shares is effected within stipulated time. The certificate has been submitted to the Stock Exchange within the prescribed time.

**Affirmations and Disclosures**

- a) The Company is in compliance with all the mandatory requirements as also a few non-mandatory requirements, as prescribed under Regulation 27(1) of the Listing Regulations like unmodified audit opinion on financial statements and appointment of separate persons to the posts of Chairman and Managing Director.
- b) There are no materially significant related party transactions with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.
- c) The Company has formulated a policy for transacting with related parties, which is uploaded on the website of the Company. Transactions with the related parties are disclosed in the financial statements in the Annual Report.
- d) The Company has formulated a whistle blower policy for directors and stakeholders of the Company. None of the personnel of the Company has been denied access to the audit committee.
- e) The company has complied with all applicable mandatory requirements in terms of SEBI Listing Regulations.
- f) As required under Listing Regulations, the company has no material subsidiaries.
- g) The company is not exposed to any commodity price risk. The details of the foreign exchange risk and company's hedging activities forms part of the Management Discussion and Analysis Report and the Notes to the Financial Statement.

**Means of Communication****Financial Results:**

The quarterly, half yearly and annual financial results are normally published in one of the leading national business newspapers (English) and in one of the vernacular (Tamil) newspaper. The quarterly results are also hosted on the Company's **website [www.cybele.in](http://www.cybele.in)**

**Website:**

The primary source of information regarding the operations of the Company is in the corporate **website: [www.cybele.in](http://www.cybele.in)**. It contains a separate dedicated section for Investor relations where the latest and updated information about financials/ activities of the Company are available. The website of the Company also displays official news releases and presentations made from time to time.

**News releases:**

Official press releases are sent to the Stock Exchange and is hosted on the website of the Company.

**BSE Corporate Compliance & Listing Centre (the 'Listing Centre')**

All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others also filed electronically on the Listing Centre of BSE.

**The Company's equity shares are listed on BSE and the scrip code is: 531472**

**SEBI Complaints Redress System (SCORES)**

SEBI administers a centralised web-based complaints redress system (SCORES). It enables investors to lodge and follow up complaints and track the status of redressal online on the website [www.scores.gov.in](http://www.scores.gov.in). It also enables the market intermediaries and listed companies to receive the complaints from investors against them, redress such complaints and report redressal. All the activities starting from lodging of a complaint till its disposal are carried online at any time. The Company has registered itself on SCORES and endeavours to resolve all investor complaints received through SCORES.

**General Shareholder's information Annual General Meeting 2026**

The Thirty Third Annual General Meeting of the Shareholders of the company will be held on Friday September 25, 2026 at 4.00 pm at the Regd. Office through VC/OVAM.

**Book Closure**

The company's Register of Members and Share Transfer Books will remain closed from September 18, 2026 to September 25, 2026 (both days inclusive)

**Financial Reporting/Results for the year 2026-27**

| Financial reporting for           | Published in Month / year |
|-----------------------------------|---------------------------|
| Quarter ending June 30, 2026      | August 2026               |
| Quarter ending September 30, 2026 | November 2026             |
| Quarter ending December 31, 2026  | February 2027             |
| Quarter ending, March 31, 2027    | May 2027                  |

**Registered Office and Factory:**

No.138, SIDCO Industrial Estate, Ambattur, Chennai 600 098  
Tel/Fax : 91-44-26254366/ 91-44-26254377

The Company's designated email id for investor complaints are :

**E- mail: [secretarial@cybele.in](mailto:secretarial@cybele.in)**

**Website: [www.cybele.in](http://www.cybele.in)**

**Company Secretary & Compliance Officer:**

V. SANTHOSH  
No.138, SIDCO Industrial Estate, Ambattur, Chennai – 600 098  
Tel/Fax: 91-44-26254366/ 91-44-26254377  
E- mail: [secretarial@cybele.in](mailto:secretarial@cybele.in)

**Registrars & Share Transfer Agents:**

Cameo Corporate Services Limited  
No.1 Club House Road, Chennai – 600 002  
ContactPersons: Mrs. Gomathi, Manager

**Share Transfer System**

The Company has appointed **Cameo Corporate Services Limited, Chennai, as its Registrar and Share Transfer Agent** to expedite the process of share transfers. All queries and requests relating to share transfers/transmission may be addressed to Cameo. The lodged share transfers are being processed on a day-to-day basis and Memorandum of Transfers is generated on a fortnightly basis.

## CYBELE INDUSTRIES LIMITED

### Market Price Data

The High and Low prices of the shares of the Company at BSE Limited, Mumbai (BSE) for the period under review is as under:

| Month/Year 2025-26 | BSE        |           |
|--------------------|------------|-----------|
|                    | High (Rs.) | Low (Rs.) |
| April 2025         | 24.00      | 18.30     |
| May 2025           | 23.20      | 18.25     |
| June 2025          | 26.51      | 19.95     |
| July 2025          | 22.78      | 19.25     |
| August 2025        | 30.22      | 18.25     |
| September 2025     | 29.40      | 23.61     |
| October 2025       | 26.00      | 21.83     |
| November 2025      | 42.68      | 21.10     |
| December 2025      | 39.79      | 28.69     |
| January 2026       | 40.95      | 32.40     |
| February 2026      | 54.77      | 32.61     |
| March 2026         | 77.01      | 42.62     |

### Distribution of Shareholding as on 31st March, 2026

| Category (Number of Shares) | No. of Share holders | Percentage      | No. of Shares   | Percentage      |
|-----------------------------|----------------------|-----------------|-----------------|-----------------|
| 1- 100                      | 2030                 | 52.8508         | 66912           | 0.6256          |
| 101 - 500                   | 1112                 | 28.9508         | 388912          | 3.6361          |
| 501 - 1000                  | 413                  | 10.7524         | 350869          | 3.2804          |
| 1001 - 2000                 | 140                  | 3.6449          | 219872          | 2.0557          |
| 2001 - 3000                 | 54                   | 1.4059          | 138959          | 1.2992          |
| 3001 - 4000                 | 14                   | 0.3645          | 49963           | 0.4671          |
| 4001 - 5000                 | 20                   | 0.5207          | 94217           | 0.8809          |
| 5001 -10000                 | 26                   | 0.6769          | 177568          | 1.6602          |
| 10001 & above               | 32                   | 0.8331          | 9208528         | 86.0948         |
| <b>Total</b>                | <b>3841</b>          | <b>100.0000</b> | <b>10695800</b> | <b>100.0000</b> |

### Shareholding Pattern as on 31st March, 2026

| Category            | No. of Equity Shares | % to Paid- up Capital |
|---------------------|----------------------|-----------------------|
| Promoter Group      | 77,08,432            | 72.07                 |
| Corporate Bodies    | 2,30,892             | 2.61                  |
| HUF                 | -                    | -                     |
| Non-Resident Indian | 9,070                | 0.08                  |
| General Public      | 27,47,406            | 25.24                 |
| <b>Total</b>        | <b>1,06,95,800</b>   | <b>100.00</b>         |



### Dematerialization of Shares

The Company has established connectivity with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through the Registrar: Cameo Corporate Services Limited.

**As on the date of this report, 93.86% of the paid-up share capital of the Company representing 1,00,39,000 shares are in dematerialized form and balance 6.14% representing 6,56,800 shares of the Company is in physical form.**

Your Company confirms that the entire Promoter's holdings are in dematerialised form and the same is in line with the directions issued by SEBI.

**International Securities Identification Number (ISIN) of the Company for equity shares is INE 183D01010.**

The Company has not issued any GDR/ADR Warrants or any other convertible instruments during the year.

### Certification from practicing Company Secretary

The company has obtained a certificate from Mrs. Parimala Natarajan, Practicing Company Secretaries as required under Listing Regulations confirming 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 the Board/ Ministry of Corporate Affairs or any such statutory authority.

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## COMPLIANCE WITH CODE OF BUSINESS CONDUCT AND ETHICS

To,

**The Members of CYBELE INDUSTRIES LIMITED**

On the basis of the written declarations received from members of the Board and Senior Management Personnel in terms of the relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, it is hereby certified that both the Members of the Board and the Senior Management Personnel of the Company have affirmed compliance with the respective provisions of the Code of Business Conduct and Ethics of the Company as laid down by the Board for the year ended 31<sup>st</sup> March, 2026

Place: Chennai  
Date: 11.08.2026

Sd/-  
**Thomas Puthuveetil Joy**  
Managing Director  
DIN:01850040

**CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER**

To

**The Board of Directors  
Cybele Industries Limited**

**SUB: Compliance Certificate under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

1. We have reviewed the Financial Statements and the Cash Flow Statement of Cybele Industries Limited for the year ended March 31, 2026 and to the best of our knowledge and belief:
  - a. these statements do not contain any materially untrue statement or omit any material factor contain statements that might be misleading
  - b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
4. We have indicated to the Auditors and the Audit Committee that:
  - a. there are no significant changes in internal control over financial reporting during the year;
  - b. there are no significant changes in accounting policies during the year; and
  - c. there are no instances of fraud of which we have become aware and the involvement therein, if any, of the Management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Chennai  
Date : 11.08.2026

Sd/-  
**Thomas Puthuveethil Joy**  
Managing Director  
DIN: 01850040

Sd/-  
**M. Anandham**  
Chief Financial Officer

**Independent Auditor's Report****To the Members of Cybele Industries Limited****Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **Cybele Industries Limited** ('the Company'), which comprise the balance sheet as at 31 March 2026, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

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.

**Auditor's Responsibility**

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.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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.

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.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026 and its Loss and its cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.

2. 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 purposes 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 standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 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 over financial reporting of the company the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

(g) With respect 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 does not have pending litigations on its financial position in its financial statements.
- ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and
- iii. There are no amounts, required to be transferred, to the investor Education and Protection Fund by the Company.
- v. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

Place: Chennai  
Date: 28.05.2026

For Karpagam Krishnan and Natarajan  
Chartered Accountants

Sd/-  
Firm Reg No.001748S  
S. Srikanth  
Partner  
Membership No.026588  
UDIN: 26026588LNYLGD2062

**Annexure A to the Independent Auditors' Report**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2026, we report that:

1. a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.  
b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no discrepancies were noticed on such verification.  
c) The title deeds of immovable properties are held in the name of the company.  
d) The company has not revalued any of its asset.  
e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
2. a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No discrepancy was noticed on physical verification of stocks by the management as compared to book records.  
b) The quarterly returns or statements filed by the company with such banks or financial institutions are reconciled with the books of account of the Company. No discrepancies were noticed on such reconciliation.
3. The company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.
4. According to the information and explanations given to us and the records of the company examined by us, the company has complied with the provisions of section 185 and 186 of Act in respect of investments and guarantees in respect of transactions entered during the year.
5. The company has not accepted any deposits from the public during the year and hence, the directives issued by the Reserve Bank of India and the provisions of the Section 73 to 76 or any other relevant provisions of the Act and rules framed thereunder are not applicable.
6. We have broadly reviewed the cost records maintained by the Company specified by the Central Government under sub Section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed accounts and records have been made and maintained. We have however not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
7. a) As per the information and explanations given to us and according to our examination of the records of the company, the company has generally been regular in depositing undisputed statutory dues including Provident fund, Employees' state insurance, Income tax, Sales tax, Duty of excise, Duty of customs, Service tax, Value added tax, Goods and Services tax, cess and other statutory dues, as applicable to the company to the appropriate authorities during the year and no disputed amounts in respect of material statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.  
b) According to the information and explanations given to us and the records of the company examined by us, there were no dues of income tax, sales tax, service tax, duty of customs, duty of excise and goods and services tax which have not been deposited on account of any dispute as at 31 March 2026.
8. The company has no such income that was previously unrecorded in books and now recorded.
9. a) In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.  
b) The company is not a declared willful defaulter by any bank or financial institution or other lender.  
c) Term loans were applied for the purpose for which the loans were obtained.  
d) Funds raised on short term basis have not been utilized for long term purposes.

- e) 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) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- 10. a) Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- 11. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- 12. The Company is not a Nidhi company. Accordingly, the reporting requirements under clause (xii) of paragraph 3 of the Order are not applicable.
- 13. According to the information and explanations given to us and records of the company examined by us, all the transactions with related parties are in compliance with section 188 of the Act wherever applicable. Section 177 is not applicable to the company, and hence, the relative reporting requirement under the Order is not commented upon.
- 14. The company has no internal audit system commensurate with the size and nature of its business.
- 15. The company has not entered into non-cash transactions with directors or persons connected with him.
- 16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- 17. The company has incurred cash losses in the financial year and not in the immediately preceding financial year.
- 18. There has been no instance of any resignation of the statutory auditors occurred during the year.
- 19. No material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of 1 year from the balance sheet date.
- 20. The company has no unspent amount for the financial year in compliance with sub-section (5) of section 135 of the said Act.

Place: Chennai  
Date: 28.05.2026

For Karpagam Krishnan and Natarajan  
Chartered Accountants

Sd/-  
Firm Reg No.001748S  
S. Srikanth  
Partner  
Membership No.026588  
UDIN: 26026588LNYLGD2062

**ANNEXURE B****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 *Cybele Industries Limited* ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone 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. 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.

**Auditor's 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 the Institute of Chartered Accountants of India 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 Internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note required 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 respect.

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 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 financial statements for external purpose 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 financial statements.

**Inherent 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 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, 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 31,2026, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note on Audit of Internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: Chennai  
Date: 28.05.2026

For Karpagam Krishnan and Natarajan  
Chartered Accountants

Sd/-  
Firm Reg No.001748S  
S. Srikanth  
Partner  
Membership No.026588  
UDIN: 26026588LNYLGD2062



# CYBELE INDUSTRIES LIMITED

## Standalone Balance Sheet As at 31 March 2026

Rs. in Lakhs

| Particulars                                | Note No. | As at 31 March, 2026 | As at 31 March, 2025 |
|--------------------------------------------|----------|----------------------|----------------------|
| <b>ASSET</b>                               |          |                      |                      |
| <b>Non Current assets</b>                  |          |                      |                      |
| Property, Plant and Equipment              | 4        | 3,991.97             | 6,088.00             |
| Capital work-in-progress                   |          |                      |                      |
| Goodwill                                   |          |                      |                      |
| Other Intangible assets                    |          |                      |                      |
| Intangible assets under development        |          |                      |                      |
| Biological assets other than bearer plants |          |                      |                      |
| Financial assets                           | 5        | 548.80               | 548.80               |
| Deferred Tax Assets (Net)                  |          |                      |                      |
| Other non-current Assets                   |          |                      |                      |
| <b>Sub total Non current assets</b>        |          | <b>4,540.77</b>      | <b>6,636.80</b>      |
| <b>Current Assets</b>                      |          |                      |                      |
| Inventories                                | 6        | 832.35               | 380.99               |
| Financial Assets                           |          |                      |                      |
| i Investments                              | 7        | 800.00               | 45.00                |
| ii Trade receivables                       | 8        | 448.59               | 447.94               |
| iii Cash and cash equivalents              | 9        | 0.00                 | 0.04                 |
| iv Bank Balances other than iii above      | 9a       | 350.33               | 105.75               |
| v Loans                                    |          |                      |                      |
| vi Other Financial Assets                  |          |                      |                      |
| Current Tax Assets (Net)                   |          |                      |                      |
| Other current assets                       | 10       | 215.80               | 106.91               |
| <b>Sub total Current assets</b>            |          | <b>2,647.07</b>      | <b>1,086.64</b>      |
| <b>Total - Assets</b>                      |          | <b>7,187.84</b>      | <b>7,723.44</b>      |
| <b>EQUITY AND LIABILITIES</b>              |          |                      |                      |
| <b>Equity</b>                              |          |                      |                      |
| (a) Equity share capital                   | 11       | 1,069.58             | 1,069.58             |
| (b) Other equity                           | 12       | 5,523.46             | 3,689.21             |
| <b>Sub total Equity</b>                    |          | <b>6,593.04</b>      | <b>4,758.79</b>      |
| <b>LIABILITIES</b>                         |          |                      |                      |
| <b>Non current liabilities</b>             |          |                      |                      |
| Financial liabilities                      |          |                      |                      |
| (i) Borrowings                             | 13       | 140.62               | 2,470.18             |
| Provisions                                 | 14       | 13.18                | 44.87                |
| Deferred tax liabilities net               | 15       | 68.76                | 55.90                |
| Other non current liabilities              |          |                      |                      |
| <b>Sub total- Non current liabilities</b>  |          | <b>222.56</b>        | <b>2,570.95</b>      |
| <b>Current liabilities</b>                 |          |                      |                      |
| Financial liabilities                      |          |                      |                      |
| (i) Borrowings                             | 13       | 197.66               | 166.12               |
| (ii) Trade payable                         | 16       | 34.05                | 31.37                |
| Other current liabilities                  | 17       | 124.59               | 183.34               |
| Provisions                                 | 14       | 15.95                | 12.88                |
| <b>Sub total Current liabilities</b>       |          | <b>372.24</b>        | <b>393.70</b>        |
| <b>Total Equity and Liabilities</b>        |          | <b>7,187.84</b>      | <b>7,723.44</b>      |

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**

Chartered Accountants

FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**

Partner  
M No 026588

**Sd/-**  
**V Santhosh**

Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**

CFO

**Sd/-**  
**P.A.JoyKutty**

Chairman & Director  
DIN: 01850120

**Sd/-**  
**Thomas P Joy**

Managing Director  
DIN: 01850040

Place : Chennai  
Date : 28-05-2026

UDIN: 26026588LNYLGD2062

# CYBELE INDUSTRIES LIMITED

## Standalone Statement of Profit & Loss for the Year Ended 31st March 2026

Rs. in Lakhs

| Particulars                                                            |                                                                                   | Note No. | For the Year Ended 31 March, 2026 | For the Year Ended 31 March, 2025 |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------|----------|-----------------------------------|-----------------------------------|
| 1                                                                      | (a) Revenue from operations                                                       | 18       | 3,364.17                          | 2,150.81                          |
|                                                                        | (b) Other operating income                                                        | 19       | 4,079.50                          | 23.42                             |
|                                                                        | <b>Total income</b>                                                               |          | <b>7,443.67</b>                   | <b>2,174.24</b>                   |
| 2                                                                      | <b>Expenses</b>                                                                   |          |                                   |                                   |
|                                                                        | (a) Cost of materials consumed                                                    | 20       | 3,444.39                          | 2,341.32                          |
|                                                                        | (b) Purchase of stock in trade                                                    |          | -                                 | -                                 |
|                                                                        | (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | 21       | -437.61                           | 213.12                            |
|                                                                        | (d) Employee benefits expense                                                     | 22       | 401.78                            | 408.48                            |
|                                                                        | (e) Finance cost                                                                  | 23       | 186.70                            | 129.85                            |
|                                                                        | (e) Depreciation and amortisation expense                                         | 24       | 69.43                             | 46.93                             |
|                                                                        | (f) Other expenses                                                                | 25       | 267.66                            | 189.60                            |
|                                                                        | <b>Total expenses</b>                                                             |          | <b>3,932.35</b>                   | <b>3,329.30</b>                   |
| 3                                                                      | <b>Profit / (Loss) before exceptional and extraordinary items and tax (1-2)</b>   |          | 3,511.32                          | -1,155.06                         |
| 4                                                                      | <b>Exceptional item</b>                                                           |          |                                   | -                                 |
| 5                                                                      | <b>Profit/Loss before extraordinary item and tax from ordinary activities</b>     |          | 3,511.32                          | -1,155.06                         |
| 6                                                                      | <b>Extraordinary item</b>                                                         |          |                                   | -                                 |
| 7                                                                      | <b>Profit before tax</b>                                                          |          | 3,511.32                          | -1,155.06                         |
| 8                                                                      | <b>Tax expenses</b>                                                               | 26       |                                   |                                   |
|                                                                        | (a) Current tax expense for current year                                          |          | -                                 | 0.90                              |
|                                                                        | Current tax previous year                                                         |          | -                                 | -                                 |
|                                                                        | (b) Deferred tax                                                                  |          | 12.86                             | 24.72                             |
|                                                                        | (c) Mat Credit                                                                    |          | -                                 | -                                 |
| 9                                                                      | <b>Net profit/loss for the period(7-8)</b>                                        |          | <b>3,498.45</b>                   | <b>-1,180.68</b>                  |
| 10                                                                     | <b>Other comprehensive income</b>                                                 |          |                                   |                                   |
| 11                                                                     | <b>Total comprehensive income for the period after tax</b>                        |          | 3,498.45                          | -1,180.68                         |
| 12                                                                     | <b>Paid up equity share capital (shares of Rs 10/- each)</b>                      |          | 1,06,95,800                       | 1,06,95,800                       |
| 13                                                                     | <b>Reserves excluding revaluation reserve</b>                                     |          | 4003.75                           | 505.30                            |
| 14                                                                     | <b>Earning per share basic &amp; Diluted</b>                                      | 27       | 32.71                             | -11.04                            |
| <b>See accompanying notes forming part of the financial statements</b> |                                                                                   |          |                                   |                                   |

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**  
Chartered Accountants  
FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**  
Partner  
M No 026588  
Place : Chennai  
Date : 28-05-2026

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer  
UDIN: 26026588LNYLGD2062

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A.JoyKutty**  
Chairman & Director  
DIN: 01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
DIN: 01850040

# CYBELE INDUSTRIES LIMITED

## Standalone Cash Flow Statement for the year ended 31st March 2026

|                                                                    | Year Ended 31 March 2026 | Year Ended 31 March 2025 |
|--------------------------------------------------------------------|--------------------------|--------------------------|
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                      |                          |                          |
| <b>Net Profit/(Loss) for the year before extraordinary items</b>   |                          |                          |
| Add: Adjustments for Non-Cash items/ Non operating items:          | 3,498.45                 | -1,155.06                |
| Provision for Income Tax                                           | -                        | -                        |
| Provision for Deferred Tax                                         | 12.86                    | 24.72                    |
| MAT Credit-                                                        | -                        | -                        |
| Provision for Gratuity                                             | 21.56                    | 11.58                    |
| Provision for Compensated benefits                                 | -                        | -                        |
| Depreciation                                                       | 69.43                    | 46.93                    |
| Interest Income                                                    | 11.68                    | 5.98                     |
| Insurance claim received                                           | -                        | -                        |
| Loss/(Profit) on sale of asset                                     | -4,011.9                 | -                        |
| Dividend income                                                    | 8                        | -                        |
| Interest Expenses                                                  | 186.70                   | 129.85                   |
| Unrealised forex (Gain)/ Loss                                      | -                        | -                        |
| Bad debts written off/Provision                                    | 1.93                     | 3.67                     |
|                                                                    | <b>-3,707.82</b>         | <b>222.73</b>            |
| <b>Operating Profit before Working Capital Changes</b>             | <b>-209.37</b>           | <b>-932.32</b>           |
| <b>Adjustment for changes in:</b>                                  |                          |                          |
| (Increase)/ Decrease Inventories                                   | -451.36                  | 472.28                   |
| (Increase)/ Decrease Trade Receivables                             | -2.58                    | 121.73                   |
| (Increase)/ Decrease Other Current Assets and non - Current assets | <b>-108.89</b>           | <b>-47.68</b>            |
| (Increase)/ Decrease Other Current Assets                          | -108.89                  | -47.68                   |
| Increase/ (Decrease) Trade Payables & Other Current liabilities    | <b>-78.73</b>            | <b>-99.47</b>            |
| Increase/ (Decrease) Short term Provisions                         | -22.63                   | -18.55                   |
| Increase/ (Decrease) Trade Payables                                | 2.68                     | -136.50                  |
| Increase/ (Decrease) Other current liabilities                     | -58.75                   | 55.59                    |
|                                                                    | <b>-641.57</b>           | <b>446.86</b>            |
| <b>Cash generated from Operations</b>                              | <b>-850.93</b>           | <b>-485.46</b>           |
| Income Tax Paid                                                    | -                        | 0.90                     |
| <b>TOTAL ( A )</b>                                                 | <b>-850.93</b>           | <b>-486.36</b>           |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                      |                          |                          |
| Capital Subsidy/ Sale of Fixed Assets                              | 845.43                   | -                        |
| Purchase of Fixed Assets                                           | -453.28                  | -15.51                   |
| Investment                                                         | -755.00                  | -45.00                   |
| Dividend income                                                    | -                        | -                        |
| Insurance claim received                                           | -                        | -                        |
| Interest Income                                                    | -11.68                   | -5.98                    |
| Unrealised forex (Gain)/ Loss                                      | 4007.97                  | -                        |
| <b>TOTAL ( B )</b>                                                 | <b>3,633.44</b>          | <b>-66.49</b>            |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                      |                          |                          |
| Increase/(Decrease) in Long term borrowings                        | -2329.57                 | 1,767.91                 |
| Increase/(Decrease) in Short term borrowings                       | 31.54                    | -1,002.33                |
| Increase/(Decrease) in Long term Provisions                        | -53.25                   | -7.49                    |
| Interest on Borrowings                                             | -186.70                  | -129.85                  |
| Preference Dividend                                                | -                        | -                        |
| (Payments) / Proceeds from issue of shares                         | -                        | -                        |
| <b>TOTAL ( C )</b>                                                 | <b>-2,537.98</b>         | <b>628.24</b>            |
| <b>TOTAL CASH FLOW FOR THE YEAR</b>                                | <b>244.53</b>            | <b>75.39</b>             |
| <b>(A+B + C )</b>                                                  |                          |                          |
| Add: Opening Cash and Cash Equivalents                             | <b>105.79</b>            | <b>30.41</b>             |
| <b>CLOSING CASH AND CASH EQUIVALENTS</b>                           | <b>350.33</b>            | <b>105.79</b>            |

See accompanying notes forming part of the financial statements in terms of our report attached.

For **Karpagam Krishnan and Natarajan**

Chartered Accountants

FRN 0001748S

For and on behalf of the Board of Directors

Sd/-  
**S. Srikanth**

Partner  
M No 026588

Sd/-  
**V Santhosh**  
Company Secretary &  
Compliance Officer

Sd/-  
**Anandham M**  
CFO

Sd/-  
**P.A. Joykutty**  
Chairman & Director  
01850120

Sd/-  
**Thomas P Joy**  
Managing Director  
01850040

Place : Chennai  
Date : 28-05-2026

**NOTES TO STANDALONE FINANCIAL STATEMENTS****1. Company Information**

Cybele Industries Limited ("the Company") (CIN- L31300TN1993PLC025063) is a public limited Company incorporated in India with its registered office in No. 138, SIDCO Industrial Estate, Ambattur, Chennai, Tamil Nadu, 600098 India. The Company is listed on the BSE Limited (BSE).

"Q-FLX CABLES is equipped with the most sophisticated manufacturing and testing equipment to ensure consistent quality in all the products, manufactured in their modernized plant, located in the well-developed Ambattur Industrial Estate, Chennai, Tamil Nadu, which is 20km away from Chennai International Airport, 15kms from seaport and 12 km from Chennai Central railway station. Through our consistent quality and innovative solutions, we cater to the needs of a variety of consumers ranging from individuals to large projects. Our excellent track record on product quality has made milestones in various fields such as Construction, Industry Power Projects, Railways, Automotive Industry, Consumer Electrical and electronics, computer and home appliances. With our commitment to excellence, Q-FLX CABLES stands as a leading Wiring Harness Manufacturer in India.

Customized product design and manufacture is the special feature of the company and thus the company is recognized for its innovative leadership. We always believe that public awareness on product quality and safety yields better living environment, which is recognized far and wide."

**2. Material accounting policies****a) General Information and Statement of Compliance with Ind AS**

The Standalone Financial Statements (hereinafter referred as Standalone Financial Statements or the Financial Statements) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015. These Standalone financial statements includes Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Cash Flows and Statement of Changes in Equity for the year ended 31st March, 2026, and a summary of material accounting policies and other explanatory information (together hereinafter referred to as Standalone Financial Statements or the Financial Statements).

The financial statements have been prepared on historical cost basis, except for following assets and liabilities:

- i. Certain Financial Assets, Financial Liabilities and Contingent Consideration that are measured at fair value
- ii. Assets held for sale measured at lower of cost or fair value less cost to sell.
- iii. Defined benefit plan assets measured at fair value.
- iv. Share-based payment liability measured at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the date of respective transactions.

**Accounting policies have been consistently applied except where :**

- i. a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use
- ii. The Company presents an additional balance sheet at the beginning of the earliest comparative period when: it applies an accounting policy retrospectively; it makes a retrospective restatement of items in its financial statements; or, when it reclassifies items in its financial statements, and the change has a material effect on the financial statements.

All amounts are stated in Lakhs of Rupees, rounded off to two decimal places, except when otherwise indicated. The figure "0.00" wherever stated, represents value less than `5,000.

**The Standalone Financial Statements for year ended 31st March, 2026 were authorized and approved for issue by Board of Directors of the Company on 28th May, 2026**

**b Current Versus Non-Current Classification**

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs

(MCA). Operating Cycle is time between acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current non-current classification of assets and liabilities.

Classification of assets and liabilities

**i. An asset is classified as current when it is:"**

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

All other assets are classified as non-current.

**ii. A liability is classified as current when it is:"**

- a) Expected to be settled in normal operating cycle"
- b) Held primarily for purpose of trading"
- c) Due to be settled within twelve months after reporting period, or"
- d) There is no unconditional right to defer settlement of liability for at least twelve months after reporting period."

All other liabilities are classified as non-current

**iii. Deferred tax assets and Deferred tax liabilities are classified as non-current assets and liabilities."**

**c Functional and Presentation Currency**

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Company. All amounts disclosed in the financial statements which also include the accompanying notes have been rounded off to the nearest million up to two decimal places, as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

**d Significant Management Judgements in applying Accounting Policies and Estimation Uncertainty**

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of financial statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements.

Any revision to accounting estimates is recognized prospectively from the period in which results are known/ materialise in accordance with applicable Indian Accounting Standards (Ind AS). Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below.

**A Significant Management Judgements**

Following are Significant Management Judgements in applying Accounting Policies of the Company that have most significant effect on the Financial Statements

**I. Evaluation of Indicators for Impairment of Assets**

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

**II. Revenue from contracts with customers**

Certain contracts of the Company for sale of goods and services include discounts, rebates & Incentives that give rise to variable consideration. The Company determined that estimates of variable consideration are based on its historical experience, business forecast and current economic conditions. The Company determined that expected value method is appropriate method to use in estimating the variable consideration as the large number of customer contracts that have similar characteristics"

**B Estimation uncertainty**

Information about estimates and assumptions that have most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:"

**I. Revenue Recognition**

Where revenue contracts include deferred payment terms, management of the Company determines fair value of consideration receivable using the expected collection period and incremental rate of borrowing interest rate prevailing at the date of transaction.

**II. Cost to Complete**

The Company's management estimate the cost to complete for each project for the purpose of revenue recognition and recognition of anticipated losses of the projects, if any. In the process of calculating the cost to complete, management conducts regular and systematic reviews of actual results and future projections with comparison against budget. The process requires monitoring controls including financial and operational controls and identifying major risks facing the Company and developing and implementing initiative to manage those risks. The Company's management is confident that the costs to complete the project are fairly estimated.

**III. 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 current and future periods.

**IV. Fair Value Measurement of Financial Instrument**

When fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as Liquidity Risk, Credit Risk and Volatility. Changes in assumptions about these factors could affect reported fair value of financial instruments.

**V. Impairment of Financial Assets**

Impairment Provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**VI. Impairment of Investments In Subsidiaries and Associates**

Determining whether the investments in subsidiaries and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the directors have anticipated the future market conditions and other parameters that affect the operations of these entities.

**VII. Inventories**

The Company estimates net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market driven changes that may reduce future selling prices.

**VIII. Recoverability of Advances / Receivables**

The Company from time to time reviews the recoverability of advances and receivables. Review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factors.

**IX. Provisions for Warranties**

Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence.

**X. Income Tax and Deferred Tax**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between actual results and assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

**XI. Provisions and Contingencies**

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

**XII. Defined Benefit Obligation (DBO)**

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the DBO amount and the annual defined benefit expenses.

**e Exceptional Items**

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Company's financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of subsidiaries & associates and impairment losses/ write down in the value of investment in subsidiaries & associates and significant disposal of fixed assets

- d The material accounting policies used in preparation of the financial statements have been disclosed in the respective notes

**3. Property, Plant and Equipment****Accounting Policy**

Freehold land is carried at historical cost. Property, Plant and Equipment are stated at cost, net of accumulated depreciation and impairment losses, if any. Cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.

Borrowing Cost attributable to acquisition, construction of qualifying assets is capitalized until such time as the assets are substantially ready for their intended use. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalised.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and cost of the item can be measured reliably

Expenditure incurred after Property, Plant and Equipment have been put into operation, such as repairs and maintenance, are charged to Statement of Profit and Loss in the period in which costs are incurred

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets.

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss account when the asset is derecognised.

Depreciation on Property, Plant and Equipment is charged on straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by Independent valuer and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013

**The following useful lives are applied:**

| <b>Asset category</b>                              | <b>Useful life</b> |
|----------------------------------------------------|--------------------|
| <b>Land</b>                                        |                    |
| <b>Buildings</b>                                   |                    |
| - Factory Buildings                                | 30 Years           |
| - Other (including temporary structure, etc.)      | 05 Years           |
| <b>Plant and Equipment including Project tools</b> | 05 - 20 Years      |
| <b>Furniture and Fittings</b>                      | 05 - 10 Years      |
| <b>Motor Vehicles</b>                              |                    |
| - Owned                                            | 08 - 10 Years      |
| <b>Office Equipment</b>                            | 05 Years           |
| <b>Computers</b>                                   |                    |
| - End user devices viz. desktops, laptops, etc.    | 03 Years           |

Property, Plant and Equipment individually costing upto ` 5,000 are fully depreciated in the year of acquisition.



# CYBELE INDUSTRIES LIMITED

## 4 PROPERTY, PLANT & EQUIPMENT

|                            |                 |                 |
|----------------------------|-----------------|-----------------|
| Land                       | 412.87          | 412.87          |
| Building - Factory         | 229.49          | 152.96          |
| Plant and Machinery        | 328.91          | 356.48          |
| Lab Equipments             | 3.04            | 3.35            |
| Air Conditioners           | 6.60            | 7.36            |
| Office Equipments          | 6.94            | 4.26            |
| Furniture & Fittings       | 24.50           | 27.07           |
| Leasehold Improvements     | 2.20            | -               |
| Motor Car (Vehicles)       | 393.17          | 72.99           |
| Motor Cycle                | 0.08            | 0.09            |
| Projector                  | 1.43            | 1.52            |
| Computers                  | 6.13            | 6.95            |
| <b>Intangible Assets</b>   |                 |                 |
| Software                   | 6.04            | 1.57            |
| <b>Investment Property</b> |                 |                 |
| Agricultural land          | 2,570.56        | 5,040.53        |
| <b>Total</b>               | <b>3,991.97</b> | <b>6,088.00</b> |

## 5 Financial Assets

### Investments

#### Investments in Partnership firms:

|                                              |               |               |
|----------------------------------------------|---------------|---------------|
| Investment in M/s.Rotomac Industries,Chennai | 548.80        | 548.80        |
| <b>Total</b>                                 | <b>548.80</b> | <b>548.80</b> |

### CURRENT ASSETS

## 6 Inventories

|                  |               |               |
|------------------|---------------|---------------|
| Raw materials    | 54.17         | 40.42         |
| Work-in-progress | 346.55        | 109.44        |
| Finished goods   | 431.64        | 231.13        |
| <b>Total</b>     | <b>832.35</b> | <b>380.99</b> |

## 7 Investments

### Investment in Equity instruments

|                                             |               |              |
|---------------------------------------------|---------------|--------------|
| Unlisted equities                           |               |              |
| Cybele Electronics Private Limited          |               |              |
| CIN: U27320TN2024PTC167885 Shares 45,00,000 | 450.00        | 15.00        |
| Cybele Electra Private Limited              |               |              |
| CIN: U27320TN2024PTC167923 Shares 33,50,000 | 335.00        | 15.00        |
| Cybele Properties Limited                   |               |              |
| CIN: U68200TN2024PLC169009, Shares 1,50,000 | 15.00         | 15.00        |
| <b>Total</b>                                | <b>800.00</b> | <b>45.00</b> |

## 8 TRADE RECEIVABLES

|                          |               |               |
|--------------------------|---------------|---------------|
| Secured, considered good | 448.59        | 447.94        |
|                          | <b>448.59</b> | <b>447.94</b> |

## 9 CASH AND CASH EQUIVALENTS

|                                  |               |               |
|----------------------------------|---------------|---------------|
| Cash on Hand                     | 0.00          | 0.04          |
| 9a Balances with Banks           | 106.06        | 1.42          |
| 9a SIB - CC Working capital loan | 36.82         | -             |
| 9a Bank deposits                 | 207.45        | 104.34        |
|                                  | <b>350.33</b> | <b>105.79</b> |

**10 Other current assets**

|                             |               |               |
|-----------------------------|---------------|---------------|
| Deposits                    | 20.10         | 23.38         |
| Advance and Deposits        | 2.09          | 2.24          |
| Prepaid expenses            | 37.46         | 30.97         |
| Preliminary Expenses        | 1.40          | -             |
| IT TDS Receivable           | 56.05         | 3.31          |
| Advance to Suppliers        | 44.90         | 28.88         |
| MAT Credit                  | 12.14         | 12.14         |
| GST Input Credit            | 41.67         | 5.99          |
| Loans from related parties: |               |               |
|                             | <b>215.80</b> | <b>106.91</b> |

**11 Equity share capital**
**Authorised**

|                                                              |          |          |
|--------------------------------------------------------------|----------|----------|
| 11215500 equity shares of Rs.10/- each Issued and subscribed | 1,121.55 | 1,121.55 |
| 10695800 equity shares of Rs.10/- each Called and paid up    | 1,069.58 | 1,069.58 |

**Issued, Subscribed and fully Paid up**

|                                                                                                                                  |                 |                 |
|----------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| 576800 equity shares issued as bonus shares of Rs.10/- each for consideration other than cash out of the revaluation of the land | 57.68           | 57.68           |
| Issued to promoters of Asia Cables due to its merger as per BIFR order                                                           | 567.55          | 567.55          |
| For cash consideration 4443500 shares of Rs.10/- each                                                                            | 444.35          | 444.35          |
|                                                                                                                                  | <b>1,069.58</b> | <b>1,069.58</b> |

**12 Other Equity**
**Reserves and surplus**
**Capital Reserves:**

|                                           |          |           |
|-------------------------------------------|----------|-----------|
| General Reserve as per last balance sheet | 505.30   | 1,685.97  |
| Add: Profit During the year               | 3,498.45 | -1,180.68 |
|                                           | 4003.75  | 505.30    |

**Revaluation Reserve:**

|                     |                 |                 |
|---------------------|-----------------|-----------------|
| Revaluation Reserve | 1,519.71        | 3,183.91        |
|                     | <b>5,523.46</b> | <b>3,689.21</b> |

**Non current liabilities**
**Borrowings**
**Term loans**

|                                      |               |                 |
|--------------------------------------|---------------|-----------------|
| 13 HDFC Bank - Nexa Car Loan         | -             | 0.74            |
| HDFC Bank - KIA Car Loan             | -             | 0.57            |
| HDFC Bank - i20 Car Loan             | 4.20          | 8.05            |
| HDFC Bank - Car Loan                 | 67.91         | -               |
| Poonawalla fincorp Ltd               | 1,509.93      | 1,574.18        |
| Current maturities of long-term debt | -76.21        | -53.44          |
| <b>Loans from related parties:</b>   |               |                 |
| P.A.Joykutty                         | 147.76        | 947.35          |
| George P Joy                         | 0.99          | 74.63           |
| Thomas P Joy                         | 0.05          | 45.72           |
| Cybele Properties Limited.           | -1,563.73     | 24.00           |
| Cybele Electronics Private Limited.  | 49.72         | -94.99          |
| Cybele Electra Private Limited.      | -             | -56.64          |
|                                      | <b>140.62</b> | <b>2,470.18</b> |

**13 CURRENT LIABILITIES**
**From Banks**

|                                           |        |        |
|-------------------------------------------|--------|--------|
| SIB - CC Working capital loan             | -      | 0.67   |
| SIB - OD A/c Property Division            | -      | -      |
| Hero Fin Corp Ltd - Bill Discounting Loan | 121.45 | 112.01 |
| SIB - Bill Discounting Loan               | -      | -      |
| Current maturities of long-term debt      | 76.21  | 53.44  |

**Non current liabilities**

|               |               |
|---------------|---------------|
| <b>197.66</b> | <b>166.12</b> |
|---------------|---------------|

**14 PROVISIONS**

|                                 |              |              |
|---------------------------------|--------------|--------------|
| Provision for employee benefits |              |              |
| Gratuity Non Current            | 13.18        | 44.87        |
|                                 | <b>13.18</b> | <b>44.87</b> |

**Current liabilities**
**14 PROVISIONS:**

|                              |              |              |
|------------------------------|--------------|--------------|
| Provision for doubtful debts | -            | -            |
| Provision for Income Tax     | 6.43         | 6.43         |
| Provision for Gratuity       | 9.52         | 6.45         |
|                              | <b>15.95</b> | <b>12.88</b> |

**15 NON CURRENT LIABILITIES**

|                                                                                                     |              |              |
|-----------------------------------------------------------------------------------------------------|--------------|--------------|
| Deferred tax liability                                                                              | 55.90        | 31.18        |
| Impact of differences between tax depreciation and depreciation charged in the financial statements | 12.86        | 24.72        |
|                                                                                                     | <b>68.76</b> | <b>55.90</b> |

**16 TRADES PAYABLE**

|                                                                                                         |       |       |
|---------------------------------------------------------------------------------------------------------|-------|-------|
| Trade payables are dues in respect of purchases made/services received in the normal course of business | 34.05 | 31.37 |
|---------------------------------------------------------------------------------------------------------|-------|-------|

**17 OTHER CURRENT LIABILITIES:**

|                                            |               |               |
|--------------------------------------------|---------------|---------------|
| Outstanding liability                      | 23.48         | 10.18         |
| Advance from Customers                     | 43.32         | 141.95        |
| Professional Tax Payable                   | 0.10          | 0.00          |
| GST Payable                                | 6.98          | -0.03         |
| TDS/TCS Payable                            | 19.65         | 8.01          |
| Provision for wages,Salary,ESI,PF & Others | 31.05         | 23.23         |
|                                            | <b>124.59</b> | <b>183.34</b> |

**18 INCOME FROM OPERATIONS**
**Sale of goods:**

|                 |          |          |
|-----------------|----------|----------|
| Sales of Cables | 3,348.97 | 2,138.13 |
|-----------------|----------|----------|

**Other operating revenues:**

|                                     |                 |                 |
|-------------------------------------|-----------------|-----------------|
| Scrap Sales                         | 15.21           | 12.68           |
| Income from real estate activities  | -               | -               |
| <b>Income from operations (net)</b> | <b>3,364.17</b> | <b>2,150.81</b> |

## CYBELE INDUSTRIES LIMITED

### 19 OTHER INCOME

|                          |                 |              |
|--------------------------|-----------------|--------------|
| Discount received        | 14.72           | 13.70        |
| Duty Draw Back           | 0.22            | 0.07         |
| Interest on Deposits     | 11.68           | 5.98         |
| Written Back             | 1.93            | 3.67         |
| Actuarial Gain           | 38.65           | -            |
| Profit on Sale of Land   | 4,005.89        | -            |
| Profit on Sale of assets | 6.09            | -            |
| Miscellaneous Income     | 0.33            | -            |
|                          | <b>4,079.50</b> | <b>23.42</b> |

### 20 COST OF MATERIALS CONSUMED

|                                         |                 |                 |
|-----------------------------------------|-----------------|-----------------|
| Opening stock - Raw Material            | 40.42           | 299.57          |
| Add:                                    |                 |                 |
| Purchases                               | 3,269.63        | 1,908.03        |
| <b>Direct Expenses:</b>                 |                 |                 |
| Electricity Charges                     | 84.35           | 73.22           |
| Contract labour wages                   | 84.60           | 88.40           |
| Freight inwards                         | 9.11            | 7.46            |
| Inspection charges                      | 9.91            | 0.53            |
| Machinery maintenance                   | 0.54            | 4.51            |
|                                         | <b>3,498.56</b> | <b>2,381.73</b> |
| Less:                                   |                 |                 |
| Closing stock - Raw Material            | 54.17           | 40.42           |
|                                         | <b>3,444.39</b> | <b>2,341.32</b> |
| <b>Total Cost of materials consumed</b> | <b>3,444.39</b> | <b>2,341.32</b> |

### 21 CHANGES IN INVENTORIES

|                                  |                |               |
|----------------------------------|----------------|---------------|
| Opening stock - work in progress | 109.44         | 250.67        |
| Opening stock - Finished goods   | 231.13         | 303.02        |
|                                  | <b>340.58</b>  | <b>553.70</b> |
| <b>Less:</b>                     |                |               |
| Closing stock - work in process  | 346.55         | 109.44        |
| Closing stock - Finished goods   | 431.64         | 231.13        |
|                                  | <b>778.19</b>  | <b>340.58</b> |
|                                  | <b>-437.61</b> | <b>213.12</b> |

### 22 EMPLOYEE BENEFIT EXPENSES

|                  |               |               |
|------------------|---------------|---------------|
| Salary           | 346.76        | 367.98        |
| Wages            | 1.92          | 2.67          |
| Gratuity         | 21.56         | 11.58         |
| Actuarial Loss   | -             | -             |
| Staff welfare    | 20.05         | 13.01         |
| Bonus            | 3.98          | 7.30          |
| EPF Contribution | 6.19          | 5.06          |
| ESI Contribution | 1.13          | 0.88          |
|                  | <b>401.78</b> | <b>408.48</b> |

**23 FINANCE COST**

|                              |               |               |
|------------------------------|---------------|---------------|
| Interest on CC               | -             | 44.62         |
| Interest on Term Loan        | 170.04        | 51.44         |
| Interest on Covid Loan       | -             | 3.81          |
| Interest on car loan         | 3.54          | 1.57          |
| Interest on Bill Discounting | 13.12         | 28.42         |
| Interest Others              | -             | -             |
|                              | <b>186.70</b> | <b>129.85</b> |

**24 DEPRICIATION AND AMORTISATION EXPENSES**

|              |              |              |
|--------------|--------------|--------------|
| Depreciation | 69.43        | 46.93        |
|              | <b>69.43</b> | <b>46.93</b> |

**25 OTHER EXPENSES**

|                                      |       |       |
|--------------------------------------|-------|-------|
| Advertisement                        | 3.49  | 2.23  |
| Audit fees                           | 7.80  | 4.00  |
| Bad debts                            | 0.60  | 9.45  |
| Bank charges                         | 3.66  | 20.13 |
| Computer maintenance                 | -     | 0.33  |
| Courier charges                      | 0.76  | 0.83  |
| Directors Sitting Fees               | 1.20  | 1.20  |
| Discount Allowed                     | 0.12  | 1.44  |
| Donation                             | -     | -     |
| Freight outwards                     | 9.32  | 5.98  |
| Fuel Expenses                        | 12.80 | 16.42 |
| Insurance                            | 7.48  | 4.97  |
| Interest on Income Tax               | -     | -     |
| Interest on Tds                      | 0.66  | 0.05  |
| Job Work Charges                     | -     | 11.61 |
| Land Development Expenses            | 2.39  | 10.86 |
| Legal Expenses                       | 3.08  | 0.10  |
| Loading and unloading charges        | 0.27  | 0.54  |
| Office Maintenance                   | 0.87  | 1.32  |
| Printing and stationery              | 3.65  | 3.84  |
| Professional fees                    | 14.06 | 6.43  |
| Property tax                         | 4.92  | 4.93  |
| Rates and taxes                      | 51.38 | 10.37 |
| Recruitment Charges                  | 1.22  | 0.90  |
| Rent                                 | 11.81 | 13.78 |
| Repairs & Maintenance Others         | 2.19  | 0.05  |
| Repairs and maintenance - building   | 5.61  | 8.84  |
| Repairs and maintenance - Electrical | 3.45  | 1.78  |
| Rounding off.                        | 0.01  | -0.00 |

# CYBELE INDUSTRIES LIMITED

|                            |               |               |
|----------------------------|---------------|---------------|
| Sales promotion Expenses   | 10.34         | 2.44          |
| Security Charges           | 13.04         | 12.60         |
| Share maintenance Expenses | 5.04          | 5.73          |
| Software Expenses          | 4.49          | 3.58          |
| Subscription               | -             | 0.29          |
| Telephone charges          | 3.03          | 3.43          |
| Testing Charges            | 1.47          | 0.79          |
| Travelling and conveyance  | 9.38          | 9.95          |
| Vehicle maintenance        | 7.58          | 8.40          |
| Miscellaneous Expenses     | 4.42          | -             |
| Brokerage Commission       | 56.06         | -             |
|                            | <b>267.66</b> | <b>189.60</b> |

## EXCEPTIONAL ITEM

### 26 Tax expenses

|                                          |       |       |
|------------------------------------------|-------|-------|
| (a) Current tax expense for current year | -     | 0.90  |
| (b) Deferred tax                         | 12.86 | 24.72 |
| (c) Mat Credit                           | -     |       |

|                                       |              |              |
|---------------------------------------|--------------|--------------|
| Written down value as per company act | 39,91,96,587 | 60,88,00,449 |
| Written down value as per I.T act     | 37,27,50,582 | 58,65,49,575 |
| Difference                            | 2,64,46,005  | 2,22,50,874  |
| 26.00%                                | 68,75,961    | 57,85,227    |
| Less: already provided                | 55,89,547    | 31,17,545    |
| Deferred tax provision                | 12,86,414    | 26,67,682    |

|                             |        |         |
|-----------------------------|--------|---------|
| <b>27 Earning per share</b> | 32.709 | -11.039 |
|-----------------------------|--------|---------|

Balances of the sundry debtors and sundry creditors are subject to confirmation.

### Related party disclosure

There are no related party transactions during the year

|                           |      |       |
|---------------------------|------|-------|
| Remuneration to Directors | -    | 27.06 |
| Auditors remuneration     | 3.00 | 3.00  |

The company operate in two segments namely. Wires & Cables and Property Ddevelopment

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**

Chartered Accountants

FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**  
Partner  
M No 026588

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A.JoyKutty**  
Chairman & Director  
01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
01850040

Place : Chennai  
Date : 28-05-2026

# CYBELE INDUSTRIES LIMITED

**CYBELE INDUSTRIES LTD**  
CIN: L31300TN1993PLC025063  
No.138, SIDCO INDUSTRIAL ESTATE, AMBATTUR, CHENNAI - 600 098  
(All amounts are in Indian Rupees in lakhs as stated)

## NOTE 4 NON CURRENT ASSETS FIXED ASSETS STATEMENT AS ON 31st MARCH, 2026

| Particulars                                     | GROSS BLOCK                    |               |                 |                                | DEPRECIATION |                               |                           |              |                                | NET BLOCK              |                        |
|-------------------------------------------------|--------------------------------|---------------|-----------------|--------------------------------|--------------|-------------------------------|---------------------------|--------------|--------------------------------|------------------------|------------------------|
|                                                 | Cost of Acquisition 01-04-2025 | Additions     | Deletions       | Cost of Acquisition 31-03-2026 | Rate         | Depreciation as on 31-03-2025 | Depreciation for the Year | Del etio ns  | Depreciati on as on 31-03-2026 | W.D.V as on 31-03-2026 | W.D.V as on 31-03-2025 |
| <b>(i) Tangible assets</b>                      |                                |               |                 |                                |              |                               |                           |              |                                |                        |                        |
| Agricultural land                               | 5,040.53                       | -             | 2,469.96        | 2,570.56                       | -            | -                             | -                         | -            | -                              | 2,570.56               | 5,040.53               |
| Land                                            | 412.87                         | -             | -               | 412.87                         | -            | -                             | -                         | -            | -                              | 412.87                 | 412.87                 |
| Building - Factory                              | 238.57                         | 81.42         | -               | 319.99                         | 3.17%        | 85.61                         | 4.88                      | -            | 90.49                          | 229.49                 | 152.96                 |
| Plant and Machinery                             | 651.79                         | -             | 5.76            | 646.03                         | 6.33%        | 295.31                        | 22.37                     | 0.55         | 317.12                         | 328.91                 | 356.48                 |
| Lab Equipments                                  | 8.29                           | -             | -               | 8.29                           | 9.50%        | 4.93                          | 0.31                      | -            | 5.25                           | 3.04                   | 3.35                   |
| Air Conditioners                                | 25.39                          | -             | -               | 25.39                          | 9.50%        | 18.04                         | 0.75                      | -            | 18.79                          | 6.60                   | 7.36                   |
| Office Equipments                               | 15.14                          | 3.77          | -               | 18.90                          | 19.00%       | 10.88                         | 1.08                      | -            | 11.96                          | 6.94                   | 4.26                   |
| Furniture & Fittings                            | 79.04                          | -             | -               | 79.04                          | 9.50%        | 51.97                         | 2.57                      | -            | 54.54                          | 24.50                  | 27.07                  |
| Leasehold Improvements                          | -                              | 2.26          | -               | 2.26                           | 9.50%        | -                             | 0.06                      | -            | 0.06                           | 2.20                   | -                      |
| Motor Car (Vehicles)                            | 236.86                         | 359.47        | 33.91           | 562.42                         | 11.88%       | 163.87                        | 34.58                     | 29.19        | 169.25                         | 393.17                 | 72.99                  |
| Motor Cycle                                     | 1.96                           | -             | -               | 1.96                           | 9.50%        | 1.87                          | 0.01                      | -            | 1.88                           | 0.08                   | 0.09                   |
| Projector                                       | 3.33                           | -             | -               | 3.33                           | 6.33%        | 1.80                          | 0.10                      | -            | 1.90                           | 1.43                   | 1.52                   |
| Computers                                       | 38.74                          | 1.59          | -               | 40.33                          | 31.67%       | 31.79                         | 2.40                      | -            | 34.20                          | 6.13                   | 6.95                   |
| <b>(ii) Intangible assets</b>                   |                                |               |                 |                                |              |                               |                           |              |                                |                        |                        |
| Software                                        | 7.35                           | 4.78          | -               | 12.13                          | 15.83%       | 5.78                          | 0.31                      | -            | 6.09                           | 6.04                   | 1.57                   |
| <b>(iii) Capital work-in-progress</b>           |                                |               |                 |                                |              |                               |                           |              |                                |                        |                        |
| <b>(iv) Intangible assets under development</b> |                                |               |                 |                                |              |                               |                           |              |                                |                        |                        |
| <b>Total</b>                                    | <b>6,759.85</b>                | <b>453.28</b> | <b>2,509.64</b> | <b>4,703.50</b>                |              | <b>671.85</b>                 | <b>69.43</b>              | <b>29.74</b> | <b>711.53</b>                  | <b>3,991.97</b>        | <b>6,088.00</b>        |
| Previous Year                                   | 6,744.35                       | 15.51         | -               | 6,759.85                       |              | 624.92                        | 46.93                     | -            | 671.85                         | 6,088.00               | 6,119.43               |

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026**
**Note 8 TRADE RECEIVABLES**

| S.No. | Particulars                                | Outstanding for following periods from due date of payment |                   |             |              |                   | 31.03.2026    |
|-------|--------------------------------------------|------------------------------------------------------------|-------------------|-------------|--------------|-------------------|---------------|
|       |                                            | 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                          | 429.25                                                     | 1.57              | 4.67        | 12.41        | -                 | 448.59        |
|       | - Considered Doubtful                      |                                                            |                   |             |              |                   |               |
| (ii)  | Disputed Trade Receivables                 |                                                            |                   |             |              |                   |               |
|       | - Considered Good                          |                                                            |                   |             |              |                   |               |
|       | - Considered Doubtful                      |                                                            |                   |             |              |                   |               |
|       | Less: Provision for Bad and Doubtful Debts |                                                            |                   |             |              |                   |               |
|       | <b>Total</b>                               | <b>429.25</b>                                              | <b>1.57</b>       | <b>4.67</b> | <b>12.41</b> | <b>-</b>          | <b>448.59</b> |

| S.No. | Particulars                                | Outstanding for following periods from due date of payment |                   |             |             |                   | 31.03.2026    |
|-------|--------------------------------------------|------------------------------------------------------------|-------------------|-------------|-------------|-------------------|---------------|
|       |                                            | 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                          | 422.00                                                     | 5                 | 20          | -           | 1                 | 448.00        |
|       | - Considered Doubtful                      |                                                            |                   |             |             |                   | -             |
| (ii)  | Disputed Trade Receivables                 |                                                            |                   |             |             |                   |               |
|       | - Considered Good                          |                                                            |                   |             |             |                   | -             |
|       | - Considered Doubtful                      |                                                            |                   |             |             |                   | -             |
|       | Less: Provision for Bad and Doubtful Debts |                                                            |                   |             |             |                   | -             |
|       | <b>Total</b>                               | <b>422.00</b>                                              | <b>5</b>          | <b>20</b>   | <b>-</b>    | <b>1</b>          | <b>448.00</b> |



**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026**
**NOTE 16 - TRADE PAYABLES**

(A) Total outstanding dues of micro enterprises and small enterprises

| S.No. | Particulars          | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2026 |
|-------|----------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                      | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | MSME                 | 6.81                                                       | -           | -           | -                 | 6.81       |
| (ii)  | Disputed dues – MSME |                                                            |             |             |                   | -          |

| S.No. | Particulars          | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2025 |
|-------|----------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                      | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | MSME                 | 3.58                                                       | -           | 0.17        | -                 | 3.76       |
| (ii)  | Disputed dues – MSME | -                                                          | -           | -           | -                 | -          |

(B) Total outstanding dues of creditors other than micro enterprises and small enterprises

| S.No. | Particulars            | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2026 |
|-------|------------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                        | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | Other than MSME        | 26.68                                                      | 0.56        | -           | -                 | 27.74      |
| (ii)  | Disputed dues - Others |                                                            |             |             |                   | -          |

| S.No. | Particulars            | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2025 |
|-------|------------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                        | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | Other than MSME        | 25.95                                                      | 0.88        | 0.78        | -                 | 27.61      |
| (ii)  | Disputed dues - Others |                                                            |             |             |                   | -          |

**NOTE 17 - OTHER CURRENT LIABILITIES**

| Particulars                                                                                                | 31.03.2026    | 31.03.2025    |
|------------------------------------------------------------------------------------------------------------|---------------|---------------|
|                                                                                                            | Rs.           | Rs.           |
| (A) Current maturities of finance lease obligations                                                        | -             | -             |
| (B) Interest accrued but not due on borrowings                                                             | -             | -             |
| (C) Interest accrued and due on borrowings                                                                 | -             | -             |
| (D) Income received in advance                                                                             | -             | -             |
| (E) Unpaid dividends                                                                                       | -             | -             |
| (F) Application money received for allotment of securities and due for refund and interest accrued thereon | -             | -             |
| (G) Unpaid matured deposits and interest accrued thereon                                                   | -             | -             |
| (H) Unpaid matured debentures and interest accrued thereon                                                 | -             | -             |
| (I) Others payables                                                                                        | 124.59        | 183.34        |
| <b>Total</b>                                                                                               | <b>124.59</b> | <b>183.34</b> |

**Auditor's Report****To the Members of CYBELE INDUSTRIES LIMITED****REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying Consolidated financial statements of Cybele Industries Limited (hereinafter referred to as 'the Holding Company') and its subsidiaries (the holding and its subsidiaries together referred to as "the group"), its associates and jointly controlled entities, comprising of the consolidated Balance sheet as at 31<sup>st</sup> March 2026, the consolidated statement of Profit and Loss and the consolidated Cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

**Management's Responsibility for the Consolidated financial statements**

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated cash flows and consolidated statement of changes in equity of the group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with the companies (Indian Accounting standards) Rules, 2015 as amended. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit. While conducting the 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.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the holding Company's Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated financial statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiary, associate companies and jointly controlled companies, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31<sup>st</sup> March 2026, and their consolidated Profit (financial performance including other comprehensive income), their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.

**Other Matters**

We did not audit the financial statements/financial information of a subsidiary, associate and jointly controlled entities whose financial statements/ financial information for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose report have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, associate companies and jointly controlled companies, and our report in terms of sub-section (3) of the section 143 of the Act, in so far as it relates to the aforesaid subsidiary, associate and jointly controlled entities is based solely on the reports of the other auditors.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiary, associate and jointly controlled entities, as noted in the 'other matter' paragraph, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

(c) The consolidated Balance sheet, the consolidated statement of Profit and Loss, the consolidated cash flow and the consolidated statement of changes in equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting standards) Rules, 2015, as amended.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March 2026 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary, associate companies and jointly controlled companies, none of the directors of the group companies, its associate companies and jointly controlled companies is disqualified as on 31<sup>st</sup> March 2026 from being appointed as a director in terms of Section 164(2) of the Act;

(f) With respect to the reporting on internal financial controls with reference to financial statements of the holding company and its subsidiary, associate and jointly controlled entities and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other Auditors on separate financial statements as also the other financial information of the subsidiary associate and jointly controlled entities, as noted in the "other matter" paragraph:

- i. There were no pending litigations which would impact the consolidated financial position of the Group, its associates and jointly controlled entities.
- ii. The Group, its associates and jointly controlled entities did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the investor education and Protection Fund by the Holding Company, and its subsidiary, associate companies and jointly controlled companies.

**For Karpagam Krishnan and Natarajan  
Chartered Accountants  
Firm's registration number:001748S**

Place: Chennai  
Date: 28.05.2026

**sd/-  
S. Srikanth  
Partner  
Membership No.026588  
UDIN: 26026588RANIQL3250**

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31<sup>st</sup> March, 2026, we have audited the internal financial controls with reference to consolidated financial statements of M/s. Cybele Industries Ltd (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), as of that date.

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

The respective Board of Directors of the Company, its subsidiaries, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements 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. 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.

**Auditor's 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 Institute of Chartered Accountants of India 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 required that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respect.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other Auditors of the subsidiary, associate companies and jointly controlled companies in terms of their reports referred to in the "other matter" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to consolidated financial statements.

**Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial controls system with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purpose in accordance with generally accepted accounting principles. A Company's internal financial control with reference to consolidated financial statements 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 consolidated 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 consolidated financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements 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 explanations given to us, the Holding Company, its subsidiary, associate companies and jointly controlled companies, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, 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.

**Other Matters**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated Financial statements in so far as it relates to subsidiary, associate companies and jointly controlled companies, is based on the corresponding reports of the Auditors of such companies.

**For Karpagam Krishnan and Natarajan  
Chartered Accountants.  
Firm's registration number:001748S**

Place: Chennai  
Date: 28.05.2026

**sd/-**  
**S. Srikanth**  
Partner  
Membership number.026588  
UDIN:26026588RANIQL3250

# CYBELE INDUSTRIES LIMITED

## Consolidated Balance Sheet As at 31st March 2026

Rs. in Lakhs

| Particulars                                | Note No. | As at 31 March, 2026 | As at 31 March, 2025 |
|--------------------------------------------|----------|----------------------|----------------------|
| <b>ASSET</b>                               |          |                      |                      |
| <b>Non Current assets</b>                  |          |                      |                      |
| Property, Plant and Equipment              | 4        | 4,160.84             | 6,137.35             |
| Capital work-in-progress                   |          |                      |                      |
| Goodwill                                   |          |                      |                      |
| Other Intangible assets                    |          |                      |                      |
| Intangible assets under development        |          |                      |                      |
| Biological assets other than bearer plants |          |                      |                      |
| Financial assets                           | 5        | 548.80               | 548.80               |
| Deferred Tax Assets (Net)                  |          |                      |                      |
| Other non-current Assets                   |          |                      |                      |
| <b>Sub total Non current assets</b>        |          | <b>4,709.64</b>      | <b>6,686.15</b>      |
| <b>Current Assets</b>                      |          |                      |                      |
| Inventories                                | 6        | 1,154.96             | 517.46               |
| Financial Assets                           |          |                      |                      |
| i Investments                              |          | 1,436.33             |                      |
| ii Trade receivables                       | 7        | 653.88               | 275.52               |
| iii Cash and cash equivalents              | 8        | 0.42                 | 0.11                 |
| iv Bank Balances other than iii above      | 8a       | 1,137.86             | 109.51               |
| v Loans                                    |          |                      |                      |
| vi Other Financial Assets                  |          |                      |                      |
| Current Tax Assets (Net)                   |          |                      |                      |
| Other current assets                       | 9        | 553.41               | 209.37               |
| <b>Sub total Current assets</b>            |          | <b>4,936.87</b>      | <b>1,111.97</b>      |
| <b>Total - Assets</b>                      |          | <b>9,646.52</b>      | <b>7,798.13</b>      |
| <b>EQUITY AND LIABILITIES</b>              |          |                      |                      |
| Equity                                     |          |                      |                      |
| (a) Equity share capital                   | 10       | 1,299.58             | 1,069.58             |
| (b) Other equity                           | 11       | 5,366.08             | 3,509.50             |
| <b>Sub total Equity</b>                    |          | <b>6,665.66</b>      | <b>4,579.08</b>      |
| <b>LIABILITIES</b>                         |          |                      |                      |
| <b>Non current liabilities</b>             |          |                      |                      |
| Financial liabilities                      |          |                      |                      |
| (i) Borrowings                             | 12       | 2,433.39             | 2,635.07             |
| Provisions                                 | 13       | 13.18                | 44.87                |
| Deferred tax liabilities net               | 14       | 72.34                | 56.61                |
| Other non current liabilities              |          |                      |                      |
| <b>Sub total- Non current liabilities</b>  |          | <b>2,518.92</b>      | <b>2,736.56</b>      |
| <b>Current liabilities</b>                 |          |                      |                      |
| Financial liabilities                      |          |                      |                      |
| (i) Borrowings                             | 12       | 121.45               | 167.43               |
| (ii) Trade payable                         | 15       | 125.53               | 53.02                |
| Other current liabilities                  | 16       | 199.01               | 249.16               |
| Provisions                                 | 13       | 15.95                | 12.88                |
| <b>Sub total Current liabilities</b>       |          | <b>461.94</b>        | <b>482.49</b>        |
| <b>Total Equity and Liabilities</b>        |          | <b>9,646.52</b>      | <b>7,798.13</b>      |

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**

Chartered Accountants

FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**

Partner  
M No 026588

**Sd/-**  
**V Santhosh**

Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**

CFO

**Sd/-**  
**P.A.JoyKutty**

Chairman & Director  
DIN: 01850120

**Sd/-**  
**Thomas P Joy**

Managing Director  
DIN: 01850040

Place : Chennai

Date : 28-05-2026 UDIN:26026588RANIQL3250

# CYBELE INDUSTRIES LIMITED

## Consolidated Statement of Profit & Loss for the Year Ended 31st March 2026

Rs. in Lakhs

| Particulars                                                            |                                                                                   | Note No. | For the Year Ended 31 March, 2026 | For the Year Ended 31 March, 2025 |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------|----------|-----------------------------------|-----------------------------------|
| 1                                                                      | (a) Revenue from operations                                                       | 17       | 3,596.85                          | 2,043.38                          |
|                                                                        | (b) Other operating income                                                        | 18       | 4,239.44                          | 23.42                             |
|                                                                        | <b>Total income</b>                                                               |          | <b>7,836.29</b>                   | <b>2,066.81</b>                   |
| 2                                                                      | <b>Expenses</b>                                                                   |          |                                   |                                   |
|                                                                        | (a) Cost of materials consumed                                                    | 19       | 3,513.46                          | 2,232.85                          |
|                                                                        | (b) Purchase of stock in trade                                                    |          | -                                 | -                                 |
|                                                                        | (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | 20       | -541.68                           | 113.54                            |
|                                                                        | (d) Employee benefits expense                                                     | 21       | 662.11                            | 640.83                            |
|                                                                        | (e) Finance cost                                                                  | 22       | 214.10                            | 129.85                            |
|                                                                        | (e) Depreciation and amortisation expense                                         | 23       | 79.43                             | 47.90                             |
|                                                                        | (f) Other expenses                                                                | 24       | 365.88                            | 235.89                            |
|                                                                        | <b>Total expenses</b>                                                             |          | <b>4,293.29</b>                   | <b>3,400.85</b>                   |
| 3                                                                      | <b>Profit / (Loss) before exceptional and extraordinary items and tax (1-2)</b>   |          | <b>3,543.00</b>                   | <b>-1,334.05</b>                  |
| 4                                                                      | <b>Exceptional item</b>                                                           |          |                                   |                                   |
| 5                                                                      | <b>Profit/Loss before extraordinary item and tax from ordinary activities</b>     |          | <b>3,543.00</b>                   | <b>-1,334.05</b>                  |
| 6                                                                      | <b>Extraordinary item</b>                                                         |          |                                   | -                                 |
| 7                                                                      | <b>Profit before tax</b>                                                          |          | <b>3,543.00</b>                   | <b>-1,334.05</b>                  |
| 8                                                                      | <b>Tax expenses</b>                                                               | 25       |                                   |                                   |
|                                                                        | (a) Current tax expense for current year                                          |          | 14.41                             | -                                 |
|                                                                        | Current tax previous year                                                         |          | -                                 | 0.90                              |
|                                                                        | (b) Deferred tax                                                                  |          | 15.73                             | 25.44                             |
|                                                                        | (c) Mat Credit                                                                    |          | -                                 | -                                 |
| 9                                                                      | <b>Net profit/loss for the period(7-8)</b>                                        |          | <b>3,512.86</b>                   | <b>-1,360.38</b>                  |
| 10                                                                     | <b>Other comprehensive income</b>                                                 |          |                                   |                                   |
| 11                                                                     | <b>Total comprehensive income for the period after tax</b>                        |          | <b>3,512.86</b>                   | <b>-1360.38</b>                   |
| 12                                                                     | <b>Paid up equity share capital (shares of Rs 10/- each)</b>                      |          | <b>12995806</b>                   | <b>10695800</b>                   |
| 13                                                                     | <b>Reserves excluding revaluation reserve</b>                                     |          | <b>3,838.00</b>                   | <b>326.00</b>                     |
| 14                                                                     | <b>Earning per share basic &amp; Diluted</b>                                      | 26       | <b>27.03</b>                      | <b>12.72</b>                      |
| <b>See accompanying notes forming part of the financial statements</b> |                                                                                   |          |                                   |                                   |

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**  
Chartered Accountants  
FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**  
Partner  
M No 026588  
Place : Chennai  
Date : 28-05-2026

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer  
UDIN: 26026588RANIQL3250

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A.JoyKutty**  
Chairman & Director  
01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
01850040

# CYBELE INDUSTRIES LIMITED

| Consolidated Cash Flow Statement for the year ended 31 March 2026  |                          | Rs. in Lakhs             |
|--------------------------------------------------------------------|--------------------------|--------------------------|
|                                                                    | Year Ended 31 March 2026 | Year Ended 31 March 2025 |
| <b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>                      |                          |                          |
| <b>Net Profit/(Loss) for the year before extraordinary items</b>   |                          |                          |
| Add: Adjustments for Non-Cash items/ Non operating items:          | 3,543.00                 | -1,334.05                |
| Provision for Income Tax                                           | 14.41                    | -                        |
| Provision for Deferred Tax                                         | 15.73                    | 25.44                    |
| MAT Credit                                                         | -                        | -                        |
| Provision for Gratuity                                             | 21.56                    | 11.58                    |
| Provision for Compensated benefits                                 | -                        | -                        |
| Depreciation                                                       | 79.43                    | 47.90                    |
| Interest Income                                                    | -39.85                   | 5.98                     |
| Creditors Written Back                                             | -0.74                    | -                        |
| Loss/(Profit) on sale of asset                                     | -4,005.89                | -                        |
| Loss/(Profit) on sale of Shares                                    | -108.81                  | -                        |
| Dividend income                                                    | -5.39                    | -                        |
| Interest Expenses                                                  | 214.10                   | 129.85                   |
| Unrealised forex (Gain)/ Loss                                      | -                        | -                        |
| Bad debts written off/Provision                                    | 1.93                     | 3.67                     |
| <b>Operating Profit before Working Capital Changes</b>             | <b>-3,813.53</b>         | <b>224.42</b>            |
| <b>Adjustment for changes in:</b>                                  | <b>-270.53</b>           | <b>-1,109.62</b>         |
| (Increase)/ Decrease Inventories                                   | -637.50                  | 335.81                   |
| (Increase)/ Decrease Trade Receivables                             | -378.36                  | 294.15                   |
| (Increase)/ Decrease Other Current Assets and non - Current assets | <b>-344.04</b>           | <b>-150.14</b>           |
| (Increase)/ Decrease Other Current Assets                          | -                        | -150.14                  |
| Increase/ (Decrease) Trade Payables & Other Current liabilities    | <b>-6.25</b>             | <b>-12.72</b>            |
| Increase/ (Decrease) Short term Provisions                         | -28.62                   | -19.27                   |
| Increase/ (Decrease) Trade Payables                                | 72.51                    | -114.86                  |
| Increase/ (Decrease) Other current liabilities                     | -50.15                   | 121.41                   |
| <b>Cash generated from Operations</b>                              | <b>1,366.15</b>          | <b>467.10</b>            |
| Income Tax Paid                                                    | -1,636.68                | -642.53                  |
| Income Tax Paid - Advance tax                                      | -                        | <b>0.90</b>              |
| <b>TOTAL ( A )</b>                                                 | <b>-1636.68</b>          | <b>-643.43</b>           |
| <b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>                      |                          |                          |
| Share capital                                                      | -                        | -                        |
| Purchase of Fixed Assets                                           | -582.51                  | -65.83                   |
| Sale of Fixed Assets                                               | 4,005.89                 | -                        |
| Sale of Investment                                                 | 1,094.38                 | -                        |
| Investment                                                         | -1,436.33                | -                        |
| Dividend income                                                    | 5.39                     | -                        |
| Written Back                                                       | 0.74                     | -                        |
| Interest Income                                                    | 39.85                    | -5.98                    |
| Unrealised forex (Gain)/ Loss                                      | -                        | -                        |
| <b>TOTAL ( B )</b>                                                 | <b>3,127.11</b>          | <b>-71.81</b>            |
| <b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>                      |                          |                          |
| Increase/(Decrease) in Long term borrowings                        | -201.68                  | 1,934.11                 |
| Increase/(Decrease) in Short term borrowings                       | -45.98                   | -1,002.33                |
| Increase/(Decrease) in Long term Provisions                        | -                        | -7.49                    |
| Interest on Borrowings                                             | -214.10                  | -129.85                  |
| Preference Dividend                                                | -                        | -                        |
| (Payments) / Proceeds from issue of shares                         | -                        | -                        |
| <b>TOTAL ( C )</b>                                                 | <b>-461.77</b>           | <b>794.45</b>            |
| <b>TOTAL CASH FLOW FOR THE YEAR (A+B + C )</b>                     | <b>1,028.67</b>          | <b>79.21</b>             |
| Add: Opening Cash and Cash Equivalents                             | <b>109.62</b>            | <b>30.41</b>             |
| <b>CLOSING CASH AND CASH EQUIVALENTS</b>                           | <b>1,138.29</b>          | <b>109.62</b>            |

See accompanying notes forming part of the financial statements in terms of our report attached.

For **Karpagam Krishnan and Natarajan**

Chartered Accountants

FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S. Srikanth**

Partner  
M No 026588

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A. Joykutty**  
Chairman & Director  
01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
01850040

Place : Chennai  
Date : 28-05-2026



**Notes to Consolidated Financial Statements****1. Corporate Information**

Cybele Industries Limited ("the Company") (CIN- L31300TN1993PLC025063) is a public limited Company incorporated in India with its registered office in No. 138, SIDCO Industrial, Estate, Ambattur, Chennai, Tamil Nadu, 600098 India. The Company is listed on the BSE Limited (BSE).

"FLX CABLES is equipped with the most sophisticated manufacturing and testing equipment to ensure consistent quality in all the products, manufactured in their modernized plant, located in the well-developed Ambattur Industrial Estate, Chennai, Tamil Nadu, which is 20km away from Chennai International Airport, 15kms from seaport and 12 km from Chennai Central railway station. Through our consistent quality and innovative solutions, we cater to the needs of a variety of consumers ranging from individuals to large projects. Our excellent track record on product quality has made milestones in various fields such as Construction, Industry Power Projects, Railways, Automotive Industry, Consumer Electrical and electronics, computer and home appliances. With our commitment to excellence, Q-FLX CABLES stands as a leading Wiring Harness Manufacturer in India.

Customized product design and manufacture is the special feature of the company and thus the company is recognized for its innovative leadership. We always believe that public awareness on product quality and safety yields better living environment, which is recognized far and wide."

**2. Summary of Material Accounting Policies****a General Information and Statement of Compliance with Ind AS**

The Consolidated Financial Statements (hereinafter referred as Consolidated Financial Statements or the Financial Statements) of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015. These Consolidated financial statements include Consolidated Balance Sheet as at 31st March, 2026, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, Consolidated Statement of Cash Flows and Statement of Changes in Equity for the year ended 31st March, 2026, and a summary of material accounting policies and other explanatory information (together hereinafter referred to as Consolidated Financial Statements or the Financial Statements).

The Consolidated Financial Statements comprise Financial Statements of Holding Company and its Subsidiary (Collectively known as "Group") and Share of Profit/Loss of Associate for the year ended 31st March, 2026.

The financial statements have been prepared on historical cost basis, except for following assets and liabilities:

- i. Certain Financial Assets, Financial Liabilities and Contingent Consideration that are measured at fair value
- ii. Assets held for sale measured at lower of cost or fair value less cost to sell.
- iii. Defined benefit plan assets measured at fair value.
- iv. Share-based payment liability measured at fair value.

"Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the date of respective transactions"

**Accounting policies have been consistently applied except where :**

- i. a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use"
- ii. The Group presents an additional balance sheet at the beginning of the earliest comparative period when: it applies an accounting policy retrospectively; it makes a retrospective restatement of items in its financial statements; or, when it reclassifies items in its financial statements, and the change has a material effect on the financial statements.

All amounts are stated in Lakhs of Rupees, rounded off to two decimal places, except when otherwise indicated. The figure "0.00" wherever stated, represents value less than ₹5,000.

The Consolidated Financial Statements for year ended 31st March, 2026 were authorized and approved for issue by Board of Directors of the Holding Company on 28th May 2026

**b Current Versus Non-Current Classification**

The Group presents assets and liabilities in statement of financial position based on current/ non-current classification. The Group has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by Ministry of Corporate Affairs (MCA). Operating Cycle is time between acquisition of assets for processing and their realisation in cash or cash equivalents. The Group has identified twelve months as its operating cycle for the purpose of current non-current classification of assets and liabilities.

**Classification of assets and liabilities****i. An asset is classified as current when it is:**

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

All other assets are classified as non-current.

**ii. A liability is classified as current when it is:**

- a) Expected to be settled in normal operating cycle
- b) Held primarily for purpose of trading
- c) Due to be settled within twelve months after reporting period, or
- d) There is no unconditional right to defer settlement of liability for at least twelve months after reporting period.

All other liabilities are classified as non-current

**iii. Deferred tax assets and Deferred tax liabilities are classified as non-current assets and liabilities.****c Functional and Presentation Currency**

These financial statements are presented in Indian Rupees (₹) which is the functional currency of the Company. All amounts disclosed in the financial statements which also include the accompanying notes have been rounded off to the nearest million up to two decimal places, as per the requirement of Schedule III to the Companies Act, 2013, unless otherwise stated.

**d Foreign Currency Transactions And Balances**

In Consolidated Financial Statements of the Group, transactions in currencies other than functional currency are translated into functional currency at exchange rates ruling at date of transaction. Monetary assets and liabilities denominated in other currencies are translated into functional currency at exchange rates prevailing on reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are not retranslated.

All exchange differences are included in the statement of profit and loss except any exchange differences on monetary items designated as an effective hedging instrument of the currency risk of designated forecasted sales or purchases, which are recognized in the Other Comprehensive Income.

For Advance Consideration, date of transaction for purpose of determining exchange rate to use on initial recognition of the related asset, expense or income when the Group has received or paid advance consideration in Foreign Currency.

**e Basis of Consolidation****Basis of Accounting**

- i. Financial Statements of the Associate in the consideration are drawn up to same reporting date as of Holding Company for purpose of consolidation. In case of Subsidiary are drawn upto the same reporting date as of Holding Company

- ii. Consolidated Financial Statements have been prepared in accordance Indian Accounting Standard (Ind AS) 110–'Consolidated Financial Statements' specified under Section 133 of Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

### **Principles of Consolidation**

The Consolidated Financial Statements relate to the Holding Company, its Subsidiary and Associate.

Subsidiary are those entities in which the Holding Company directly or indirectly, has interest more than 50% of voting power or otherwise control composition of board or governing body so as to obtain economic benefits from activities.

Associates are all entities where the group has significant influence but not control or joint control. This is generally when the group holds between 20% and 50% of voting rights. Investment in associates are accounted for using equity method of accounting

### **Consolidated Financial Statements have been prepared as per the following principles**

- i. Financial Statements of Holding Company and its Subsidiary are combined on a line by line basis by adding together of like items of Assets, Liabilities, Income and Expenses after eliminating intra-group balances, intra-group transactions, unrealized profits or losses in accordance with Ind AS 110–'Consolidated Financial Statements' notified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended time to time.
- ii. Non-Controlling Interest (NCI) in net assets of the consolidated subsidiaries is identified and presented in Consolidated Balance Sheet separately from liabilities and equity attributable to Holding Company's shareholders. NCI in net assets of consolidated subsidiary consists of:-
  - a. Amount of equity attributable to NCI at the date on which investment in a subsidiary is made; and
  - b. NCI share of movement in equity since the date the Holding Subsidiary relationship came into existence.
- iii. For acquisitions of additional interests in subsidiary, where there is no change in control, Group recognises a reduction to NCI of the respective Subsidiary with difference between this figure and cash paid, inclusive of transaction fees, being recognised in equity. In addition, upon dilution of NCI, difference between cash received from sale or listing of subsidiary shares and increase to NCI is also recognised in equity.
- iv. If Group loses control over a subsidiary, it derecognises related assets (including goodwill), liabilities, NCI and other components of equity, while any resultant gain or loss is recognised in profit and loss account. Any investment retained is recognised at fair value. Results of subsidiaries acquired or disposed of during the year are included in the Consolidated Statement of Profit and Loss from effective date of acquisition or up to effective date of disposal, as appropriate.
- v. In case of foreign subsidiaries, being non integral foreign operations, revenue items are consolidated at average exchange rates prevailing during the year. All assets and liabilities are converted at rates prevailing at end of the year. Components of equity are translated at closing rate. Any Gain or (Loss) on exchange difference arising on consolidation is recognized in the Foreign Currency Translation Reserve (FCTR).
- vi. In case of Associate and Joint Venture, investments are accounted for using equity method in accordance with Ind AS-28 "Investments in Associates and Joint Ventures". Under equity method, carrying amount of investment in Associates and Joint Ventures is increased or decreased to recognize the Group's share of Profit and Loss and Other Comprehensive Income of Associate and Joint Venture, adjusted where necessary to ensure consistency with Accounting Policies of Group. Goodwill relating to associate or joint venture is included in carrying amount of investment and is not tested for impairment individually. The carrying amount of these investments are tested for impairment in accordance with Ind AS-36 "Impairment of Assets".
- vii. Consolidated Financial Statements are prepared using uniform Accounting Policies for like transactions and other events in similar circumstances and are presented to extent possible, in same manner as Holding Company's Separate Financial Statements except as otherwise stated in notes to the accounts.

### **f Significant Management Judgements in applying Accounting Policies and Estimation Uncertainty**

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances. Although these estimates and assumptions used in accompanying financial statements are based upon management's evaluation of relevant facts and circumstances as of date of financial

statements which in management's opinion are prudent and reasonable, actual results may differ from estimates and assumptions used in preparing accompanying financial statements.

Any revision to accounting estimates is recognized prospectively from the period in which results are known/ materialise in accordance with applicable Indian Accounting Standards (Ind AS). Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. "

### **A Significant Management Judgements**

Following are Significant Management Judgements in applying Accounting Policies of the Group that have most significant effect on the Financial Statements.

#### **I. Evaluation of Indicators for Impairment of Assets**

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

#### **II. Revenue from contracts with customers**

Certain contracts of the Group for sale of goods and services include discounts, rebates & Incentives that give rise to variable consideration. The Group determined that estimates of variable consideration are based on its historical experience, business forecast and current economic conditions. The Group determined that expected value method is appropriate method to use in estimating the variable consideration as the large number of customer contracts that have similar characteristics.

### **B Estimation uncertainty**

Information about estimates and assumptions that have most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below:

#### **I. Revenue Recognition**

Where revenue contracts include deferred payment terms, management of the Group determines fair value of consideration receivable using the expected collection period and incremental rate of borrowing interest rate prevailing at the date of transaction.

#### **II. Cost to Complete**

The Group's management estimate the cost to complete for each project for the purpose of revenue recognition and recognition of anticipated losses of the projects, if any. In the process of calculating the cost to complete, management conducts regular and systematic reviews of actual results and future projections with comparison against budget. The process requires monitoring controls including financial and operational controls and identifying major risks facing the Group and developing and implementing initiative to manage those risks. The Group's management is confident that the costs to complete the project are fairly estimated

#### **III. Useful lives of property, plant and equipment**

The Group 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 current and future periods.

#### **IV. Fair Value Measurement of Financial Instrument**

When fair value of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as Liquidity Risk, Credit Risk and Volatility. Changes in assumptions about these factors could affect reported fair value of financial instruments.

#### **V. Impairment of Financial Assets**

Impairment Provisions of financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

#### **VI. Impairment of Investments In Subsidiaries and Associates**

Determining whether the investments in subsidiaries and associates are impaired requires an estimate in the value in use of investments. In considering the value in use, the directors have anticipated the future market conditions and other parameters that affect the operations of these entities.

#### **VII. Inventories**

The Group estimates net realisable values of inventories, taking into account the most reliable evidence available at each reporting date. The future realisation of these inventories may be affected by future technology or other market driven changes that may reduce future selling prices.

**VIII. Recoverability of Advances / Receivables**

The Group from time to time reviews the recoverability of advances and receivables. Review is done at least once in a financial year and such assessment requires significant management judgement based on financial position of the counter-parties, market information and other relevant factors.

**IX. Provisions for Warranties**

Warranty provisions are determined based on the historical percentage of warranty expense to sales for the same types of goods for which the warranty is currently being determined. The same percentage to the sales is applied for the current accounting period to derive the warranty expense to be accrued. It is very unlikely that actual warranty claims will exactly match the historical warranty percentage, so such estimates are reviewed annually for any material changes in assumptions and likelihood of occurrence. “

**X. Income Tax and Deferred Tax**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of business relationships and the long term nature and complexity of existing contractual agreements, differences arising between actual results and assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations.

A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

**XI. Provisions and Contingencies**

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Group as it is not possible to predict the outcome of pending matters with accuracy

**XII. Defined Benefit Obligation (DBO)**

Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may impact the DBO amount and the annual defined benefit expenses.

**g Exceptional Items**

Exceptional items are transactions which due to their size or incidence are separately disclosed to enable a full understanding of the Group's financial performance. Items which may be considered exceptional are significant restructuring charges, gains or losses on disposal of investments of subsidiaries & associates and impairment losses/ write down in the value of investment in subsidiaries & associates and significant disposal of fixed assets.

- h The material accounting policies used in preparation of the financial statements have been disclosed in the respective notes.

**3. Property, Plant and Equipment****Accounting Policy**

Freehold land is carried at historical cost. Property, Plant and Equipment are stated at cost, net of accumulated depreciation and impairment losses, if any. Cost of Property, Plant and Equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.”

Borrowing Cost attributable to acquisition, construction of qualifying assets is capitalized until such time as the assets are substantially ready for their intended use. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalised.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and cost of the item can be measured reliably”

Expenditure incurred after Property, Plant and Equipment have been put into operation, such as repairs and maintenance, are charged to Statement of Profit and Loss in the period in which costs are incurred.

Advances paid towards the acquisition of Property, Plant and Equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets.

An item of Property, Plant and Equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss account when the asset is derecognised.

Depreciation on Property, Plant and Equipment is charged on straight line method either on the basis of rates arrived at with reference to the useful life of the assets evaluated by Independent valuer and approved by the Management or rates arrived at based on useful life prescribed under Part C of Schedule II of the Companies Act, 2013

**The following useful lives are applied:**

| <b>Asset category</b>                              | <b>Useful life</b> |
|----------------------------------------------------|--------------------|
| <b>Land</b>                                        |                    |
| <b>Buildings</b>                                   |                    |
| - Factory Buildings                                | 30 Years           |
| - Other (including temporary structure, etc.)      | 05 Years           |
| <b>Plant and Equipment including Project tools</b> | 05 - 20 Years      |
| <b>Furniture and Fittings</b>                      | 05 - 10 Years      |
| <b>Motor Vehicles</b>                              |                    |
| - Owned                                            | 08 - 10 Years      |
| <b>Office Equipment</b>                            | 05 Years           |
| <b>Computers</b>                                   |                    |
| - End user devices viz. desktops, laptops, etc.    | 03 Years           |

Property, Plant and Equipment individually costing upto ` 5,000 are fully depreciated in the year of acquisition.

## CYBELE INDUSTRIES LIMITED

|          |                                               |                 |                 |
|----------|-----------------------------------------------|-----------------|-----------------|
| <b>4</b> | <b>PROPERTY, PLANT &amp; EQUIPMENT</b>        |                 |                 |
|          | Land                                          | 412.87          | 412.87          |
|          | Building - Factory                            | 229.49          | 152.96          |
|          | Plant and Machinery Lab                       | 343.10          | 373.69          |
|          | Equipments                                    | 3.04            | 2.84            |
|          | Air Conditioners Office                       | 8.65            | 8.08            |
|          | Equipments                                    | 22.74           | 9.72            |
|          | Furniture & Fittings                          | 55.12           | 49.04           |
|          | Leasehold improvements                        | 18.68           | -               |
|          | Motor Car (Vehicles) Motor                    | 476.14          | 72.99           |
|          | Cycle                                         | 0.08            | 0.09            |
|          | Projector                                     | 1.43            | 1.52            |
|          | Computers                                     | 12.04           | 10.42           |
|          | <b>Intangible Assets</b>                      |                 |                 |
|          | Software                                      | 6.89            | 2.59            |
|          | <b>Investment Property</b>                    |                 |                 |
|          | Agricultural land                             | 2,570.56        | 5,040.53        |
|          | <b>Total</b>                                  | <b>4,160.84</b> | <b>6,137.35</b> |
| <b>5</b> | <b>Financial Assets</b>                       |                 |                 |
|          | <b>Investments</b>                            |                 |                 |
|          | <b>Investments in Partnership firms:</b>      |                 |                 |
|          | Investment in M/s.Rotomech Industries,Chennai | 548.80          | 548.80          |
|          | <b>Total</b>                                  | <b>548.80</b>   | <b>548.80</b>   |
|          | <b>CURRENT ASSETS</b>                         |                 |                 |
| <b>6</b> | <b>Inventories</b>                            |                 |                 |
|          | Rawmaterials                                  | 173.11          | 77.30           |
|          | Work-in-progress                              | 356.41          | 109.44          |
|          | Finished goods                                | 554.79          | 330.72          |
|          | Land                                          | 70.65           | -               |
|          | <b>Total</b>                                  | <b>1,154.96</b> | <b>517.46</b>   |
| <b>0</b> | <b>Investments</b>                            |                 |                 |
|          | <b>Investment in Equity instruments</b>       |                 |                 |
|          | Unlisted equities                             | -               | -               |
|          | Cybele Electronics Private Limited            | -               | -               |
|          | CIN: U27320TN2024PTC167885 Shares 1,49,999    |                 |                 |
|          | Cybele Electra Private Limited                | -               | -               |
|          | CIN: U27320TN2024PTC167923 Shares 1,49,999    |                 |                 |
|          | Cybele Properties Limited                     | -               | -               |
|          | CIN: U68200TN2024PLC169009, Shares 1,49,999   |                 |                 |
|          | Shares, mutual funds, etc.,                   | 1,436.33        | -               |
|          | <b>Total</b>                                  | <b>1,463.33</b> | <b>-</b>        |
| <b>7</b> | <b>TRADE RECEIVABLES</b>                      |                 |                 |
|          | Secured, considered good                      | 653.88          | 275.52          |
|          |                                               | <b>653.88</b>   | <b>275.52</b>   |
| <b>8</b> | <b>CASH AND CASH EQUIVALENTS</b>              |                 |                 |
|          | Cash on Hand                                  | 0.42            | 0.11            |
| 8a       | Balances with Banks                           | 242.24          | 5.17            |
| 8a       | SIB - CC Working capital loan                 | 36.82           | -               |
| 8a       | Bank deposits                                 | 858.80          | 104.34          |
|          |                                               | <b>1,138.29</b> | <b>109.62</b>   |

**9 Other current assets**

|                                      |               |               |
|--------------------------------------|---------------|---------------|
| Deposits                             | 46.62         | 47.68         |
| Advance and Deposits                 | 21.38         | 2.99          |
| Prepaid expenses                     | 40.41         | 31.58         |
| Preliminary expenses                 | 6.62          | 35.41         |
| IT TDS Receivable                    | 60.22         | 3.37          |
| Advance to Suppliers                 | 66.00         | 31.08         |
| MAT Credit                           | 12.14         | 12.14         |
| GST Input Credit                     | 103.64        | 45.03         |
| GST TDS Receivable                   | -             | 0.10          |
| Branding Stock                       | 0.67          | -             |
| General Stock                        | 1.83          | -             |
| Accrued Income                       | 22.56         | -             |
| Deferred Revenue Expenditure - N P E | 141.45        | -             |
| Deferred Revenue Expenditure         | 29.88         | -             |
|                                      | <b>553.41</b> | <b>209.37</b> |

**10 Equity share capital**
**Authorised**

|                                                              |          |          |
|--------------------------------------------------------------|----------|----------|
| 11215500 equity shares of Rs.10/- each Issued and subscribed | 1,121.55 | 1,121.55 |
| 10695800 equity shares of Rs.10/- each Called and paid up    | 1,069.58 | 1,069.58 |

**Issued, Subscribed and fully Paid up**

|                                                                                                                                  |                 |                 |
|----------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|
| 576800 equity shares issued as bonus shares of Rs.10/- each for consideration other than cash out of the revaluation of the land | 287.68          | 57.68           |
| Issued to promoters of Asia Cables due to its merger as per BIFR order                                                           | 567.55          | 567.55          |
| For cash consideration 4443500 shares of Rs.10/- each                                                                            | 444.35          | 444.35          |
|                                                                                                                                  | <b>1,299.58</b> | <b>1,069.58</b> |

**11 Other Equity**
**Reserves and surplus**

|                                           |          |          |
|-------------------------------------------|----------|----------|
| General Reserve as per last balance sheet | 325.59   | 1,685.97 |
| Add: Profit During the year               | 3,512.86 | -1360.38 |

**Revaluation Reserve:**

|                     |                    |                 |                 |
|---------------------|--------------------|-----------------|-----------------|
|                     | <b>Sub total a</b> | <b>3,838.45</b> | <b>325.59</b>   |
| Revaluation Reserve | <b>Sub total b</b> | <b>1,519.71</b> | <b>3,183.91</b> |
| Share Application   |                    | 7.92            | -               |
|                     | <b>Total (a+b)</b> | <b>5,366.50</b> | <b>3,510.00</b> |



## CYBELE INDUSTRIES LIMITED

Noncurrent liabilities

### Borrowings

#### 12 Term loans

|                                        |          |          |
|----------------------------------------|----------|----------|
| HDFC Bank - Nexa Car Loan              | -        | 0.74     |
| HDFC Bank - KIA Car Loan               | -        | 0.57     |
| HDFC Bank - i20 Car Loan               | 4.20     | 8.05     |
| HDFC Bank - Car Loan                   | 67.91    | -        |
| Poonawalla fincorp Ltd                 | 1,509.93 | 1,574.18 |
| Kotak Mahindra Bank                    | 54.05    | -        |
| South Indian Bank                      | 250.63   | -        |
| Kotak - Car Loan                       | 36.97    | -        |
| Kotak - MTF Loan                       | 368.82   | -        |
| HDFC Bank - Fortuner Legender Car Loan | -        | -        |
| Current maturities of long-term debt   | -        | -54.75   |

### Loans from related parties:

|                                     |                 |                 |
|-------------------------------------|-----------------|-----------------|
| P.A.Joykutty                        | 147.76          | 947.35          |
| George P Joy                        | 13.99           | 123.22          |
| Thomas P Joy                        | -20.87          | 35.72           |
| Cybele Properties Limited.          | -               | -               |
| Cybele Electronics Private Limited. | -               | -               |
| Cybele Electra Private Limited.     | -               | -               |
| Cybele Industries Ltd.              | -               | -               |
|                                     | <u>2,433.39</u> | <u>2,635.07</u> |

#### 13 CURRENT LIABILITIES

##### From Banks

|                                           |        |        |
|-------------------------------------------|--------|--------|
| SIB - CC Working capital loan             | -      | 0.67   |
| SIB - OD A/c Property Division            | -      | -      |
| Hero Fin Corp Ltd - Bill Discounting Loan | 121.45 | 112.01 |
| SIB - Bill Discounting Loan               | -      | -      |
| Current maturities of long-term debt      | -      | 54.75  |

##### Non current liabilities

|               |               |
|---------------|---------------|
| <u>121.45</u> | <u>167.43</u> |
|---------------|---------------|

#### 13 PROVISIONS

Provision for employee benefits

|                      |              |              |
|----------------------|--------------|--------------|
| Gratuity Non Current | 13.18        | 44.87        |
|                      | <u>13.18</u> | <u>44.87</u> |

Current liabilities

#### 13 PROVISIONS:

|                              |              |              |
|------------------------------|--------------|--------------|
| Provision for doubtful debts | -            | -            |
| Provision for Income Tax     | 6.43         | 6.43         |
| Provision for Gratuity       | 9.52         | 6.45         |
|                              | <u>15.95</u> | <u>12.88</u> |

**14 NON CURRENT LIABILITIES**

|                                                                                                     |       |       |
|-----------------------------------------------------------------------------------------------------|-------|-------|
| Defferred tax liability                                                                             | 72.34 | 31.18 |
| Impact of differences between tax depreciation and depreciation charged in the financial statements | -     | 25.44 |

**15 TRADES PAYABLE**

|                                                                                                         |               |              |
|---------------------------------------------------------------------------------------------------------|---------------|--------------|
| Trade payables are dues in respect of purchases made/services received in the normal course of business | <u>72.34</u>  | <u>56.61</u> |
|                                                                                                         | <u>125.53</u> | <u>53.02</u> |

**16 OTHER CURRENT LIABILITIES:**

|                                            |               |               |
|--------------------------------------------|---------------|---------------|
| Outstanding liability                      | 23.58         | 10.35         |
| Expenses payable                           | 11.98         | 1.52          |
| Advance from Customers                     | 47.00         | 180.03        |
| Professional Tax Payable                   | 0.17          | 0.00          |
| GST Payable                                | 18.87         | 0.19          |
| TDS/TCS Payable                            | 21.55         | 9.86          |
| Income tax provisions                      | 14.41         | -             |
| Provision for wages,Salary,ESI,PF & Others | 61.47         | 47.21         |
|                                            | <u>199.01</u> | <u>249.16</u> |

**17 INCOME FROM OPERATIONS**

|                                     |                 |                 |
|-------------------------------------|-----------------|-----------------|
| Sale of goods:                      |                 |                 |
| Sales of Cables                     | 3,581.65        | 2,030.70        |
| Other operating revenues:           |                 |                 |
| Scrap Sales                         | 15.21           | 12.68           |
| Income from real estate activities  | -               | -               |
| <b>Income from operations (net)</b> | <u>3,596.85</u> | <u>2,043.38</u> |

**18 OTHER INCOME**

|                              |                 |              |
|------------------------------|-----------------|--------------|
| Discount received            | 14.75           | 13.70        |
| Duty Draw Back               | 0.22            | 0.07         |
| Interest on Deposits         | 39.85           | 5.98         |
| Written Back                 | 1.93            | 3.67         |
| Sundry Creditors written off | 0.74            | -            |
| Dividend income              | 5.39            | -            |
| Profit on Sale of Shares     | 102.72          | -            |
| Management Commission        | 22.56           | -            |
| Profit on Sale of Land       | 4,005.89        | -            |
| Profit on Sale of assets     | 6.09            | -            |
| Miscellaneous Income         | 39.30           | -            |
|                              | <u>4,239.44</u> | <u>23.42</u> |

## CYBELE INDUSTRIES LIMITED

### 19 COST OF MATERIALS CONSUMED

|                                         |                 |                 |
|-----------------------------------------|-----------------|-----------------|
| Opening stock - Raw Material            | 77.30           | 299.57          |
| Add:                                    |                 |                 |
| Purchases                               | 3,422.98        | 1,920.85        |
| Purchases Land                          | 70.65           | -               |
| Direct Expenses:                        |                 |                 |
| Electricity Charges                     | 88.70           | 76.01           |
| Freight inwards                         | 16.09           | 8.35            |
| Inspection charges                      | 10.15           | 0.53            |
| Machinery maintenance                   | 0.71            | 4.82            |
|                                         | <b>3,686.57</b> | <b>2,310.15</b> |
| Less:                                   |                 |                 |
| Closing stock - Raw Material            | 173.11          | 77.30           |
|                                         | 3,513.46        | 2,232.85        |
| <b>Total Cost of materials consumed</b> | <b>3,513.46</b> | <b>2,232.85</b> |

### 20 CHANGES IN INVENTORIES

|                                  |                |               |
|----------------------------------|----------------|---------------|
| Opening stock - work in progress | 109.44         | 250.67        |
| Opening stock - Finished goods   | 330.72         | 303.02        |
|                                  | <b>440.16</b>  | <b>553.70</b> |
| Less:                            |                |               |
| Closing stock - work in process  | 356.41         | 109.44        |
| Closing stock - Finished goods   | 554.79         | 330.72        |
|                                  | 70.65          | -             |
|                                  | <b>981.85</b>  | <b>440.16</b> |
|                                  | <b>-541.68</b> | <b>113.54</b> |

### 21 EMPLOYEE BENEFIT EXPENSES

|                       |               |               |
|-----------------------|---------------|---------------|
| Salary                | 471.58        | 487.52        |
| Wages                 | 2.36          | 2.67          |
| Gratuity              | 21.56         | 11.58         |
| Actuarial Loss        | -             | -             |
| Staff welfare         | 23.59         | 15.05         |
| Bonus                 | 4.67          | 7.30          |
| Contract labour wages | 126.33        | 108.52        |
| EPF Contribution      | 9.99          | 7.23          |
| ESI Contribution      | 2.03          | 0.95          |
|                       | <b>662.11</b> | <b>640.83</b> |

### 22 FINANCE COST

|                              |               |               |
|------------------------------|---------------|---------------|
| Interest on CC               | -             | 44.62         |
| Interest on Term Loan        | 170.04        | 51.44         |
| Interest on Covid Loan       | -             | 3.81          |
| Interest on car loan         | 4.78          | 1.57          |
| Interest on Bill Discounting | 13.12         | 28.42         |
| Interest on OD               | 0.62          | -             |
| Interest                     | 25.53         | -             |
|                              | <b>214.10</b> | <b>129.85</b> |

## CYBELE INDUSTRIES LIMITED

### 23 DEPRICIATION AND AMORTISATION EXPENSES

|              |              |              |
|--------------|--------------|--------------|
| Depreciation | 79.43        | 47.90        |
|              | <b>79.43</b> | <b>47.90</b> |

### 24 OTHER EXPENSES

|                                      |       |       |
|--------------------------------------|-------|-------|
| Advertisement                        | 3.57  | 2.53  |
| Audit fees                           | 9.30  | 5.00  |
| Bad debts                            | 0.60  | 9.45  |
| Bank charges                         | 4.78  | 20.15 |
| Computer maintenance                 | -     | 0.33  |
| Courier charges                      | 2.07  | 0.89  |
| Directors Sitting Fees               | 1.20  | 1.20  |
| Discount Allowed                     | 0.12  | 1.99  |
| Donation                             | -     | -     |
| Freight outwards                     | 11.66 | 7.52  |
| Fuel Expenses                        | 13.08 | 18.04 |
| Insurance                            | 8.60  | 4.97  |
| Interest on Income Tax               | -     | -     |
| Interest on Tds                      | 0.66  | 0.05  |
| Job Work Charges                     | -     | 11.61 |
| Packing Charges                      | 0.13  | -     |
| Land Development Expenses            | 2.57  | 10.86 |
| Legal Expenses                       | 3.31  | 0.10  |
| Loading and unloading charges        | 0.38  | 0.56  |
| Office Maintenance                   | 2.25  | 1.97  |
| Printing and stationery              | 5.13  | 4.41  |
| Professional fees                    | 22.47 | 10.31 |
| Property tax                         | 4.92  | 4.93  |
| Rates and taxes                      | 55.71 | 11.13 |
| Recruitment Charges                  | 1.22  | 0.90  |
| Rent                                 | 46.29 | 32.11 |
| Repairs & Maintenance Others         | 3.22  | 2.81  |
| Repairs and maintenance - building   | 6.87  | 9.41  |
| Repairs and maintenance - Electrical | 4.29  | 2.45  |
| Repairs & Maintenance                | 2.92  | -     |
| Share Trading Expenses               | 5.23  | -     |
| Demat Charges                        | 1.14  | -     |
| Rounding off.                        | 0.00  | 0.00  |
| Sales promotion Expenses             | 7.79  | 3.35  |
| Security Charges                     | 16.37 | 14.63 |
| Share maintenance Expenses           | 5.04  | 5.73  |
| Software Expenses                    | 7.80  | 4.72  |
| Subscription                         | 0.49  | 0.29  |
| Telephone charges                    | 4.05  | 3.47  |
| Testing Charges                      | 1.47  | 0.79  |

# CYBELE INDUSTRIES LIMITED

|                            |               |               |
|----------------------------|---------------|---------------|
| Travelling and conveyance  | 19.43         | 18.82         |
| Miscellaneous Expenses     | 7.51          | -             |
| Sundry Debtors Written Off | 0.02          | -             |
| Packing Materials          | 0.46          | -             |
| Preliminary Expenditure.   | 8.15          | -             |
| Brokerage Commission       | 56.06         | -             |
| Vehicle maintenance        | 7.58          | 8.40          |
|                            | <b>365.88</b> | <b>235.89</b> |

## EXCEPTIONAL ITEM

### 25 Tax expenses

|                                          |       |       |
|------------------------------------------|-------|-------|
| (a) Current tax expense for current year | 14.41 | 0.90  |
| (b) Deferred tax                         | 15.73 | 25.44 |
| (c) Mat Credit                           | -     | -     |

|                                        |               |
|----------------------------------------|---------------|
| Written down value as per company act- | 41,60,84,389  |
| Written down value as per I.T act      | 58,65,49,575  |
| Difference                             | -17,04,65,186 |
| 26.00%                                 | -4,43,20,948  |
| Less: already provided                 | 56,61,272     |
| Deferred tax provision                 | -4,99,82,220  |

### 26 Earning per share

27.031 -12.719

Balances of the sundry debtors and sundry creditors are subject to confirmation.

Related party disclosure

There are no related party transactions during the year

|                           |       |       |
|---------------------------|-------|-------|
| Remuneration to Directors | 27.06 | 27.06 |
|---------------------------|-------|-------|

|                       |      |      |
|-----------------------|------|------|
| Auditors remuneration | 9.30 | 5.00 |
|-----------------------|------|------|

The company operate in two segments namely.

Wires & Cables and Property Ddevelopment

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**  
Chartered Accountants  
FRN 0001748S

For and on behalf of the Board of Directors

**Sd/-**  
**S.Srikanth**  
Partner  
M No 026588

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A.JoyKutty**  
Chairman&Director  
01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
01850040

Place : Chennai  
Date : 28-05-2026

# CYBELE INDUSTRIES LIMITED

**CYBELE INDUSTRIES LTD**  
CIN: L31300TN1993PLC025063  
No.138, SIDCO INDUSTRIAL ESTATE, AMBATTUR, CHENNAI - 600 098  
(All amounts are in Indian Rupees in lakhs as stated)

## NOTE 4 NON CURRENT ASSETS FIXED ASSETS STATEMENT AS ON 31st MARCH, 2026

| Particulars                                     | GROSS BLOCK                    |               |                 |                                | DEPRECIATION |                               |                           |               | NET BLOCK              |                        |
|-------------------------------------------------|--------------------------------|---------------|-----------------|--------------------------------|--------------|-------------------------------|---------------------------|---------------|------------------------|------------------------|
|                                                 | Cost of Acquisition 01-04-2025 | Additions     | Deletions       | Cost of Acquisition 31-03-2026 | Rate         | Depreciation as on 31-03-2025 | Depreciation for the Year | Depreciations | W.D.V as on 31-03-2026 | W.D.V as on 31-03-2025 |
| <b>(i) Tangible assets</b>                      |                                |               |                 |                                |              |                               |                           |               |                        |                        |
| Agricultural land                               | 5,040.53                       | -             | 2,469.96        | 2,570.56                       | -            | -                             | -                         | -             | 2,570.56               | 5,040.53               |
| Land                                            | 412.87                         | -             | -               | 412.87                         | -            | -                             | -                         | -             | 412.87                 | 412.87                 |
| Building - Factory                              | 238.57                         | 81.42         | -               | 319.99                         | 3.17%        | 85.61                         | 4.88                      | 90.49         | 229.49                 | 152.96                 |
| Plant and Machinery                             | 669.17                         | -             | 5.76            | 663.41                         | 6.33%        | 295.47                        | 23.48                     | 318.40        | 345.01                 | 373.69                 |
| Lab Equipments                                  | 7.77                           | -             | -               | 7.77                           | 9.50%        | 4.93                          | 0.31                      | 5.25          | 2.52                   | 2.84                   |
| Air Conditioners                                | 26.16                          | -             | -               | 26.16                          | 9.50%        | 18.08                         | 0.97                      | 19.04         | 7.11                   | 8.08                   |
| Office Equipments                               | 20.69                          | 15.09         | -               | 35.77                          | 19.00%       | 10.96                         | 1.92                      | 12.88         | 22.89                  | 9.72                   |
| Furniture & Fittings                            | 101.44                         | 10.97         | -               | 112.41                         | 9.50%        | 52.39                         | 4.89                      | 57.29         | 55.12                  | 49.04                  |
| Motor Car (Vehicles)                            | 236.86                         | 446.23        | 33.91           | 649.18                         | 11.88%       | 163.87                        | 38.37                     | 173.04        | 476.14                 | 72.99                  |
| Motor Cycle                                     | 1.96                           | -             | -               | 1.96                           | 9.50%        | 1.87                          | 0.01                      | 1.88          | 0.08                   | 0.09                   |
| Projector                                       | 3.33                           | -             | -               | 3.33                           | 6.33%        | 1.80                          | 0.10                      | 1.90          | 1.43                   | 1.52                   |
| Computers                                       | 42.42                          | 5.43          | -               | 47.85                          | 31.67%       | 32.00                         | 3.81                      | 35.81         | 12.04                  | 10.42                  |
| <b>(ii) Intangible assets</b>                   |                                |               |                 |                                |              |                               |                           |               |                        |                        |
| Software                                        | 8.43                           | 4.78          | -               | 13.20                          | 15.83%       | 5.83                          | 0.47                      | 6.31          | 6.89                   | 2.59                   |
| <b>(iii) Capital work-in-progress</b>           |                                |               |                 |                                |              |                               |                           |               |                        |                        |
| <b>(iv) Intangible assets under development</b> |                                |               |                 |                                |              |                               |                           |               |                        |                        |
| <b>Total</b>                                    | <b>6,810.17</b>                | <b>563.92</b> | <b>2,509.64</b> | <b>4,864.45</b>                |              | <b>672.82</b>                 | <b>79.21</b>              | <b>722.29</b> | <b>4,142.17</b>        | <b>6,137.35</b>        |
| Previous Year                                   | 6,744.35                       | 65.83         | -               | 6,810.17                       |              | 624.92                        | 47.90                     | 672.82        | 6,137.35               | 6,119.43               |

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026**
**Note 7 TRADE RECEIVABLES**

| S.No. | Particulars                                | Outstanding for following periods from due date of payment |                   |             |             |                   | 31.03.2026    |
|-------|--------------------------------------------|------------------------------------------------------------|-------------------|-------------|-------------|-------------------|---------------|
|       |                                            | Less than 6 months                                         | 6 months - 1 year | 1 - 2 years | 2 - 3 years | More than 3 years | Total         |
| (i)   | Undisputed Trade Receivables               | 275.52                                                     | -                 | -           | -           | -                 | 275.52        |
|       | - Considered Good                          |                                                            |                   |             |             |                   |               |
|       | - Considered Doubtful                      |                                                            |                   |             |             |                   |               |
| (ii)  | Disputed Trade Receivables                 |                                                            |                   |             |             |                   |               |
|       | - Considered Good                          |                                                            |                   |             |             |                   |               |
|       | - Considered Doubtful                      |                                                            |                   |             |             |                   |               |
|       | Less: Provision for Bad and Doubtful Debts |                                                            |                   |             |             |                   |               |
|       | <b>Total</b>                               | <b>275.52</b>                                              | <b>-</b>          | <b>-</b>    | <b>-</b>    | <b>-</b>          | <b>275.52</b> |

| S.No. | Particulars                                | Outstanding for following periods from due date of payment |                   |             |              |                   | 31.03.2025    |
|-------|--------------------------------------------|------------------------------------------------------------|-------------------|-------------|--------------|-------------------|---------------|
|       |                                            | Less than 6 months                                         | 6 months - 1 year | 1 - 2 years | 2 - 3 years  | More than 3 years | Total         |
| (i)   | Undisputed Trade Receivables               | 635.00                                                     | 2.00              | 5.00        | 12.00        |                   | 653.88        |
|       | - Considered Good                          |                                                            |                   |             |              |                   |               |
|       | - Considered Doubtful                      |                                                            |                   |             |              |                   | -             |
| (ii)  | Disputed Trade Receivables                 |                                                            |                   |             |              |                   |               |
|       | - Considered Good                          |                                                            |                   |             |              |                   |               |
|       | - Considered Doubtful                      |                                                            |                   |             |              |                   | -             |
|       | Less: Provision for Bad and Doubtful Debts |                                                            |                   |             |              |                   | -             |
|       | <b>Total</b>                               | <b>635.00</b>                                              | <b>2.00</b>       | <b>5.00</b> | <b>12.00</b> |                   | <b>653.88</b> |

**NOTE 15 - TRADE PAYABLES**

(A) Total outstanding dues of micro enterprises and small enterprises

| S.No. | Particulars          | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2026 |
|-------|----------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                      | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | MSME                 | 92.69                                                      |             |             |                   | 92.69      |
| (ii)  | Disputed dues – MSME | -                                                          |             |             |                   | -          |

| S.No. | Particulars          | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2025 |
|-------|----------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                      | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | MSME                 | 19                                                         | -           | -           | -                 | 19         |
| (ii)  | Disputed dues – MSME | -                                                          | -           | -           | -                 | -          |

# CYBELE INDUSTRIES LIMITED

## (B) Total outstanding dues of creditors other than micro enterprises and small enterprises

| S.No. | Particulars            | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2026 |
|-------|------------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                        | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | Other than MSME        | 32.28                                                      | 0.56        | -           | -                 | 32.84      |
| (ii)  | Disputed dues - Others |                                                            |             |             |                   | -          |

| S.No. | Particulars            | Outstanding for following periods from due date of payment |             |             |                   | 31.03.2025 |
|-------|------------------------|------------------------------------------------------------|-------------|-------------|-------------------|------------|
|       |                        | Less than 1 year                                           | 1 - 2 years | 2 - 3 years | More than 3 years | Total      |
| (i)   | Other than MSME        | 34.00                                                      | -           | -           | -                 | 34.00      |
| (ii)  | Disputed dues - Others |                                                            |             |             |                   | -          |

## (B) Total outstanding dues of creditors other than micro enterprises and small enterprises

| Particulars                                                                                                | 31.03.2026    | 31.03.2025    |
|------------------------------------------------------------------------------------------------------------|---------------|---------------|
|                                                                                                            | Rs.           | Rs.           |
| (A) Current maturities of finance lease obligations                                                        | -             | -             |
| (B) Interest accrued but not due on borrowings                                                             | -             | -             |
| (C) Interest accrued and due on borrowings                                                                 | -             | -             |
| (D) Income received in advance                                                                             | -             | -             |
| (E) Unpaid dividends                                                                                       | -             | -             |
| (F) Application money received for allotment of securities and due for refund and interest accrued thereon | -             | -             |
| (G) Unpaid matured deposits and interest accrued thereon                                                   | -             | -             |
| (H) Unpaid matured debentures and interest accrued thereon                                                 | -             | -             |
| (I) Others payables                                                                                        | 199.00        | 249.00        |
| <b>Total</b>                                                                                               | <b>199.00</b> | <b>249.00</b> |

In terms of our report attached.

For and on behalf of the Board of Directors

For **Karpagam Krishnan and Natarajan**  
Chartered Accountants  
FRN 0001748S

**Sd/-**  
**S.Srikanth**  
Partner  
M No 026588

**Sd/-**  
**V Santhosh**  
Company Secretary &  
Compliance Officer

**Sd/-**  
**Anandham M**  
CFO

**Sd/-**  
**P.A.JoyKutty**  
Chairman & Director  
01850120

**Sd/-**  
**Thomas P Joy**  
Managing Director  
01850040

Place : Chennai  
Date : 28-05-2026