

THIRTY SECOND ANNUAL REPORT 2024-25



CYBELE INDUSTRIES LIMITED

CYBELE INDUSTRIES LIMITED

BOARD OF DIRECTORS

Mr.P.A.Joykutty
Chairman

Mr. Thomas P. Joy
Managing Director

Mr. George P. Joy
Joint Managing Director

Mr. D.Giridhar
Independent Director

Mr. Sunny George Kutty
Independent Director

Mrs. Jean Franklin
Independent Director

MANAGEMENT TEAM

Mr. P.A. Joykutty
Chairman

Mr. Thomas P. Joy
Managing Director

Mr. George P. Joy
Joint Managing Director

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Gnana Pragasam

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

HPN & Associates
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**(32nd Annual General Meeting – September 22, 2025)****Message from the Chairman****Dear Shareholders,**

I extend a warm welcome to you on **32nd 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 **31st March 2025** have been with you for some time now and with your permission, I shall take them as read.

Business Performance: 2024-25

Your Company has posted consolidated gross revenue of Rs.2043.38 Lakhs for the financial year ended March 31, 2025 as compared to Rs.3548.34 Lakhs in FY 2023-24 resulting in Loss of Rs.1360.38 lakhs in FY 2024-25 as against Profit After Tax of Rs.4.87 lakhs in FY 2023-24.

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 SECOND ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE is hereby given that the **Thirty Second Annual General Meeting** of the Company will be held **Monday, September 22, 2025 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 31st March, 2025 including Audited Balance Sheet as on 31st March 2025 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. To appoint a director in place of Mr. P.A. Joykutty (DIN: 01850120) who retires by rotation at this Annual General Meeting and eligible offers himself for re-appointment.

Special Business:

1. **To consider and approve the Appointment of Secretarial Auditor Mrs. Parimala Natarajan, Practicing Company Secretary for the Company for a period of five years i.e. 2025-26 to 2029-30**

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of **Mrs. Parimala Natarajan, Practicing Company Secretaries (Peer Review Certificate No. 3784/2023). Membership No.: FCS 5597 and CoP No.: 5239) as the Secretarial Auditor of the Company for a period of five (5) years, commencing on April 01, 2025, until March 31, 2030, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.**

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.

(By Order of the Board)
For CYBELE INDUSTRIES LIMITED

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P Joy
Managing Director
DIN:01850040

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("The Act") setting out material facts concerning the business under Item No.2 of the accompanying Notice, is annexed to
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 EGM/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 EGM/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 EGM/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 EGM/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 EGM/AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the EGM/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 EGM/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 EGM/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 EGM/AGM has been uploaded on the website of the Company at www.cybele.in The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com 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.
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 19.09.2025 at 09:00 A.M. and ends on 21.09.2025 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. 15.09.2025, 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 15.09.2025.

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.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com 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 & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - 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. 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 & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing myeasi username & password.

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

Type of shareholders	Login Method
	- After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com 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?

- 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.
- 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 holding 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 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 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 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:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - 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:

- 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.
- Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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 with a copy marked to 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 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 or call on.: 022 - 4886 7000 or send a request to **Ms.Prajakta Pawle, Executive** at 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 .
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 . 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 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. The same will be replied by the company suitably.

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

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P 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.1:

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Auditor for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of **Mrs. Parimala Natarajan, Practicing Company Secretaries, as the Secretarial Auditor of the Company for a period of five years, commencing from April 1, 2025, to March 31, 2030. The appointment is subject to shareholders' approval at the Annual General Meeting.**

While recommending **Mrs. Parimala Natarajan** for appointment, the Board and the Audit Committee evaluated various factors, including the auditor's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. **Mrs. Parimala Natarajan** was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

Mrs. Parimala Natarajan is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, New Delhi. The firm is led by experienced partners, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans corporate advisory, transactional services, litigation, advocacy, and legal due diligence. The firm also has associate partners with strong professional credentials who align with its core values of character, competence, and commitment. **Mrs. Parimala Natarajan** specializes in compliance audit and assurance services, advisory and representation services, and transactional services.

The terms and conditions of **Mrs. Parimala Natarajan** appointment include a tenure of five years, from April 1, 2025, to March 31, 2030. The fixed remuneration for the Secretarial Audit for the year 2025 is set at Rs.1,00,000/- (Rupees One Lakhs only), plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required by BNP to conduct the audit effectively.

Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with **Mrs. Parimala Natarajan**, and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from 2026 to 2030 will also be approved by the Board and/ or the Audit Committee.

The requirement for a Secretarial Audit became applicable to the Company from the financial year 2025, during which **Mrs. Parimala Natarajan** was appointed as the Secretarial Auditor. This appointment took place before the implementation of the five-year term requirement, as described above.

Mrs. Parimala Natarajan has provided her consent to act as the Secretarial Auditor of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of **Mrs. Parimala Natarajan** as the Secretarial Auditor of the Company.

The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 1 of the Notice.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

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

Sd/-

Thomas P Joy
Managing Director
DIN:01850040

Place: Chennai
Date: 12.08.2025

DIRECTOR'S REPORT

Dear Members,

Your Directors hereby present the Thirty Second Annual Report together with the Audited Accounts for the year ended **31st March, 2025**.

FINANCIAL RESULTS	(Rs.in Lakhs)	
	2024-2025	2023-2024
Profit / (Loss)before Interest and Depreciation and Tax	-1331.84	173.85
(Less:) Finance Cost	129.85	121.87
Depreciation	46.93	79.08
Current Tax	0.90	0.00
Deferred Tax	24.72	-19.83
MAT Credit	0.00	12.14
Profit After Tax	-1180.68	4.86

OPERATIONS

During the year under review, the Company has taken steps to improve the operations of the Company. The Company has achieved revenue of Rs.2150.81 lakhs and net loss of Rs.1180.68 lakhs. 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 Losses of the Company.

SHARE CAPITAL

The paid-up Equity Share Capital of the company was Rs.1069.58 Lakhs as on March 31, 2025. During the year under review, the company has not issued any shares and there is no outstanding instrument pending conversion as on March 31, 2025.

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 three wholly owned Subsidiaries

1. Cybele Electra Private Limited in Feb 2024 and
2. Cybele Electronics Private Limited in Feb 2024 and
3. Cybele Properties Pvt. Ltd. incorporated in April 2024, which was converted into Public Ltd. Company on 13.03.2025

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 2024-25, the Directors met four times i.e., on 29.05.2024, 13.08.2024, 14.11.2024 and 14.02.2025.

DIRECTORS / KEY MANAGERIAL PERSONNEL:

Mrs. Franklin Christopher Jean franklin (DIN: 08519247) has been re-appointed as an Independent Director of the Company for a term of 5 years from 27th July 2024 was approved by shareholders' at the 31st Annual General Meeting held on 27.09.2024.

The director being re-appointed have given required declaration under Companies Act, 2013 and Listing Regulations.

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. B.Gnana Pragasam as appointed 'Company Secretary & Compliance Officer' as KMP of the Company on 14.02.2025 due to vacancy arose for the resignation of Mr. P. Raja Sekaran, CFO & 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 upto 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

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 last three years average profits for spending on CSR activities. Hence, the company could not spend the amount on CSR during the financial year 2024-25. Further, the details of composition of the CSR Committee and other details are provided in the Corporate Governance Report that forms part of this 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 2024-25.

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 HPN & Associates (COP No.17698), Company Secretary in Practice, Chennai, to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2025. The Secretarial Audit Report for the financial year ended March 31, 2025 in Form MR - 3 is attached to this report. The Secretarial Audit report does not contain any qualification, reservation or adverse report.

The Board has recommended to appoint Mrs. Parimala Natarajan as ‘Secretarial Auditor’ of the Company for the period of 5 years from the FY 2025-26 to FY 2029-30 subject to the approval ensuing this 32nd AGM.

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

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, 2025.

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, 2025 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, 2025, 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 ”

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.

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

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P Joy
Managing Director
DIN:01850040

ANNEXURES TO DIRECTOR'S REPORT FOR THE YEAR ENDED 31st MARCH, 2025

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	21.70
Earned	6.60	1.64

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

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P Joy
Managing Director
DIN:01850040

FORM AOC-1

Annexure to the Board's Report

(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

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)	Turn over	Profit / (Loss) before taxation	Tax Expenses/ (credit)	Profit / (Loss) after taxation	Proposed dividend equity holding	% Share holding
1	Cybele Properties Limited	Apr 2024 - Mar 2025	INR	15.00	0.00	20.00	35.00	0.00	0.00	0.00	0.00	0.00	0.00	99.99%
2	Cybele Electra Private Limited	Apr 2024 - Mar 2025	INR	15.00	(102.86)	238.84	150.98	0.00	135.30	(102.84)	0.02	(102.86)	0.00	99.99%
3	Cybele Electronics Private Limited	Apr 2024 - Mar 2025	INR	15.00	(61.79)	291.64	244.85	0.00	129.18	(61.09)	0.70	(61.79)	0.00	99.99%

PART "B": Associates and Joint Ventures

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.	Holding %				Considered in consolidation	Not Considered in consolidation
	Associates and Joint Ventures NIL	NIL	L	NIL	NIL	NIL	NIL		

For and on behalf of Board of Directors

Sd/-

P.A. Joykuttiy
Chairman & Non-Executive Director
DIN: 01850120

Sd/-

Thomas P Joy
Managing Director
DIN: 01850086

Place: Chennai
Date: 12.08.2025

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	21.04.2025
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
h)	Nature of contracts/arrangements/transaction	SUPPLY OF GOODS
i)	Duration of the contracts/arrangements/transaction	ONGOING
j)	Salient terms of the contracts or arrangements or transaction including the value, if any	
k)	Date of approval by the Board	21.04.2025
l)	Amount paid as advances, if any	NIL

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	21.04.2025
r)	Amount paid as advances, if any	NIL

For and on behalf of Board of Directors

Sd/-**P.A. Joykutty**Chairman & Non-Executive Director
DIN: 01850120**Sd/-****Thomas P Joy**Managing Director
DIN: 01850086Place: Chennai
Date: 12.08.2025

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

Mr. D.Giridhar, Chairman & Independent Director

Mr. Sunny Kutty George, Independent Director

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: 12.08.2025

Sd/-
Jean Franklin
Independent Director
DIN: 08519247

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

MANAGEMENT DISCUSSION AND ANALYSIS**Global Economic Overview**

The global economy has demonstrated remarkable resilience, with growth holding steady and advanced and emerging economies countries returning to their target inflation levels after staying elevated for the past few years. The post-pandemic period saw a war between Russia and Ukraine. This was accompanied by supply chain disruptions, middle-eastern wars, and various other geopolitical crises, which led to a surge in inflation. However, despite predictions of a recession, the world economy avoided a downturn. The banking system proved robust, and major emerging market economies remained stable, avoiding sudden stops.

Indian Economic Overview

India's economic landscape in 2024-25 is marked by resilience and growth. This reflects the country's ability to maintain a strong economic trajectory despite global uncertainties.

According to provisional estimates of gross domestic product (GDP) growth released by the National Statistics Office (NSO), India registered the modest growth among major advanced and emerging market economies. This positions the country as a global economic leader.

Industry Review**Wires and Cables (W&C):**

The consumer electrical industry in India plays a crucial role in the economy, significantly contributing to manufacturing production, GDP, and exports. It includes heavy electrical products like wires and cables (W&C) and light electrical products such as fast-moving electrical goods (FMEG), encompassing appliances like fans, lighting, appliances, switches and switchgears. The industry is highly competitive with many players offering diverse products and services.

Key Sub-Categories of Wires & Cables

A wire is a single conductor, while a cable consists of multiple conductors for transmitting electricity and telecommunication signals. The W&C market includes:

Housing Wires: Used in commercial, industrial, and residential properties to carry electrical current

Power Cables: Utilised for power transmission and distribution

Control and Instrumentation Cables: Multi-conductor cables for low-energy signals in power system monitoring and control

Communication Cables: Transmit information signals, including coaxial, fibre optic, data, ethernet, and twisted wire pairs

Flexible and Specialty Cables: Used in consumer appliances, railways, mining, and specific sectors like marine and oil &

Key Growth Drivers of Wires and Cables Market in India**Residential and Commercial Real Estate**

The booming real estate market increases the demand for high-quality wiring and cabling solutions. As new buildings and complexes are developed, the need for reliable electrical infrastructure rises, directly boosting sales for Cybele Industries.

Push towards Renewable Energy

Under the Paris Agreement, countries like Japan, South Korea, India, and those from the European Union, have committed to achieving net zero emissions, with India targeting 2070. This global commitment has accelerated the adoption of renewable energy, particularly solar and wind power, creating significant growth opportunities for India's consumer electrical industry. Cybele stands to benefit from this shift, with India aiming to install 500 GW of renewable energy

capacity by 2030, driven primarily by solar energy projects.

The Interim Union Budget 2024-25 allocated the following:

Rooftop Solarisation: To cover 10 million homes with the rooftop solar scheme which will provide 300 units of free electricity each month to these households

EV Transition

The transition to EVs presents a significant growth opportunity for Cybele Industries in the W&C industry. With the Indian Government targeting 30% vehicle electrification by 2030 and implementing supportive policies such as the FAME India Scheme and PLI Scheme, the EV market is poised for rapid expansion. Additional initiatives like the Battery Swapping Policy and tax exemptions further stimulate EV adoption. Given the anticipated need for 20.5 Lakhs charging infrastructure installations by CY 2030, Cybele Industries is well-positioned to capitalise on the EV transition in India.

Rural Electrification

The enhancement of road connectivity between rural and urban areas has improved the living standards of rural households, leading to a significant increase in the demand for basic electrical needs. Although seven states have achieved full access to electricity more than 11.8 Lakhs households, still await access to electricity.

Since 1950, the number of villages with electricity has surged from 3,000 to 600,000, driving substantial growth in the electrical market. This expansion offers lucrative opportunities for companies like Cybele Industries to penetrate rural markets and meet the rising demand for wiring cables and FMEG products. The ongoing rural electrification drive is set to further stimulate demand as it requires the establishment and maintenance of new power infrastructure.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is engaged in the business of manufacture and sale of Building Cables, Flexible Cables, Power Cables, Submersible Pump Cables, Automotive Cables, Control Cables, Railway Signaling Cables and Harness Cables which are classified under the Industrial Structure as Electrical Cables and Wires. The company also in property development.

OPPORTUNITIES AND THREATS

The product portfolio of the Company is dominated by threats posed by manufacturers in un-organised sector. As the Government is initiating various measures to encourage the infrastructure and housing sector, there is possibility of increase in demand for cables and wires and also improvement in the real estate sector.

RISK AND CONCERNS

The fortune of the Company is dependent on entry barriers set up by electrical cables and wires business in the unorganized sector. Further as a manufacturer in the organized sector, the fixed costs in terms of administrative expenses are high.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control system monitored by Internal Auditors who are reporting to the Audit Committee. The Audit Committee is meeting periodically for reviewing the performance of the Company and formulating policies / issuing guide lines to the Management.

FINANCIAL PERFORMANCE

The Company incurred a loss of Rs.1180.68 lakhs during the year. The Company is taking necessary steps to improve the performance of the company.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company regularly deputed employees to seminars and various programmes to help them to enrich their professional skills and knowledge. The company has formulated incentive schemes to employees to increase the productivity and performance. The company maintains cordial relationship with workers and employees at all levels.

REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards as amended from time to time.

DISCLOSURE OF ACCOUNTING TREATMENT:

Pursuant to the notification, issued by the Ministry of Corporate Affairs dated February 16, 2015 relating to the Companies (Indian Accounting Standards) Rules, 2015, the Company has adopted "IND AS" with effect from 1st April 2016. Accordingly, the financial statements for the year 2024-25 have been prepared in compliance with the said Rules.

ACKNOWLEDGEMENT

The Directors would like to place on record their sincere appreciation to its customers, vendors, dealers, suppliers, investors, business associates, bankers, Government Authorities for their continued support during the year. The Directors truly appreciate the contribution made by employees at all levels for their hard work, solidarity, co-operation and support.

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

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P Joy
Managing Director
DIN:01850040

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

For the Financial year ended 31st March, 2025

(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, 2025, 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, 2025 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.

Place: Chennai
Date: 20.05.2025

For HPN & Associates
Sd/-
H P Nitesh
Company Secretary in Practice
FCS No. 12446 - C.P.No.17698
UDIN:F012446G000386226
P.R.No.3013/2023

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

ANNEXURE - A

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: 20.05.2025

For HPN & Associates
Sd/-
H P Nitesh
Company Secretary in Practice
FCS No. 12446 - C.P.No.17698
UDIN:F012446G000386226
P.R.No.3013/2023

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 Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company 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, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S.No.	Name of Director	DIN	Date of appointment in Company
1.	Shri. P.A.Joykutty	01850120	17/05/1993
2.	Shri. Thomas P Joy	01850040	17/05/1993
3.	Shri. George P Joy	01850086	07/11/2020
4.	Srimati. Jean Franklin	08519247	27/07/2019
5.	Shri. D.Giridhar	01777107	11/08/2023
6.	Shri. Sunny George Kutty	01739835	31/03/2024
7.	Shri. N.Karuppiah *	02083289	31/01/2009

Note:

*** Shri. N.Karuppiah, (having DIN: 02083289) Director was completed from his tenure as Independent Director of the Company on 01st April 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: 20.05.2025

For HPN & Associates
Sd/-
H P Nitesh
Company Secretary in Practice
FCS No. 12446 - C.P.No.17698
UDIN:F012446G000386963
P.R.No.3013/2023

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, 2025, 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, 2025.

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: 20.05.2025

For HPN & Associates
Sd/-
H P Nitesh
Company Secretary in Practice
FCS No. 12446 - C.P.No.17698
UDIN:F012446G000387007
P.R.No.3013/2023

REPORT ON CORPORATE GOVERNANCE (2024-25)

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. Mr. P.A.Joykutty, Promoter, Chairman & Non-Executive Director	4	Yes	3	—	1
2. Mr. Thomas P Joy, Managing Director Promoter & Executive Director	4	Yes	2	—	—
3. Mr. George P Joy, Joint Managing Director Promoter & Executive Director	4	Yes	2	—	—
4. Mr. D.Giridhar Non Executive Independent Director	4	Yes	—	4	4
5. Mrs. Jean Franklin Non Executive Independent Director	4	Yes	—	—	4
6. Mr. Sunny George Kutty Non Executive Independent Director	4	Yes	2	—	3

Number of Board Meetings held: 4

Dates on which held: 29th May, 2024; 13th August, 2024; 14th November, 2024 and 14th Feb, 2025

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, **4 (Four) Board Meetings were held.** These meetings were held on : **29th May, 2024; 13th August, 2024; 14th November, 2024 and 14th Feb, 2025**

Meeting of Independent Directors

Independent Directors of the Company met on November 14, 2024 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, 2025.

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 fulfils 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, Chairman & Director	Mr. Thomas P Joy, Managing Director	Mr. George P Joy, Joint Managing Director	Total Amount
1.	Gross Salary	5.46	12.60	9.00	27.06
	a) Salary as per provisions contained in section 17(1) of the income-tax Act, 1961.				
	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)	5.46	12.60	9.00	27.06

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
A. Governance & Industry Skills 1. Executive and Leadership: Senior Executive experience, leadership experience in markets, cultural, regulatory and business environments	Mr. P.A. Joykutty Mr. Thomas P Joy Mr. George P Joy Mr. D.Giridhar Mr. Sunny George Kutty
2. Financial Acumen Senior Executive experience in financial accounting & reporting, Corporate finance, Risk and Internal Controls	Mr. P.A.Joykutty Mr. Thomas P Joy Mr. George P Joy Mr. D.Giridhar
3. Strategy 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 Mr. Thomas P Joy Mr. George P Joy Mr. D.Giridhar Mr. Sunny George Kutty Mrs. Jean Franklin
4. Cable and Wire Industry 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 Mr. Thomas P Joy Mr. George P Joy
B. Human Resource & Development Skills 5. Remuneration and selection of Board Members: 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 Mr. Thomas P Joy Mr. George P Joy Mrs. Jean Franklin Mr. D.Giridhar
6. Learning and Development Experience relating to education and growth of knowledge base	Mr. P.A. Joykutty Mr. D.Giridhar Mr. Thomas P Joy Mr. George P Joy Mr. Sunny George Kutty Mrs. Jean Franklin
C. Other Skills 7. Work, Health, Safety, Information Technology and Sustainability Experience related to health, safety, environment, social responsibility, Information technology and sustainability	Mr. P.A. Joykutty Mr. D.Giridhar Mr. Thomas P Joy Mr. George P Joy Mrs. Jean Franklin
8. Governance and Board Prior experience as a Board member, Industry or membership of governance bodies	Mr. P.A. Joykutty Mr. D.Giridhar Mr. Thomas P Joy Mr. George P Joy Mr. Sunny George Kutty
9. Regulatory and Public Policy Legal background or experience in regulatory and public policy	Mr. P.A. Joykutty Mr. Thomas P Joy Mr. George P Joy Mr. D.Giridhar Mr. Sunny George Kutty

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 control 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 Georgy Kutty 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
29.05.2024	D. Giridhar, Sunny Georgy Kutty, Jean Franklin
13.08.2024	D. Giridhar, Sunny Georgy Kutty, Jean Franklin
14.11.2024	D. Giridhar, Sunny Georgy Kutty, Jean Franklin
14.02.2025	D. Giridhar, Sunny Georgy Kutty, 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 four 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 Georgy Kutty 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.

Name of the Director	Designation	Category of Directorship	Meetings held	Meetings attended
Mr. D.Giridhar	Chairman	Independent Director	2	2
Mr. Sunny Georgy Kutty	Member	Independent Director	2	2
Mrs. Jean Franklin	Member	Independent Director	2	2

The Nomination & Remuneration Committee met two times during the period under review i.e., on **14 Nov 2024, 14 Feb, 2025**. 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 Georgy Kutty and Mrs. Jean Franklin** are Members.

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. Joykutty	Member	Non-Executive Director	2	2
Mrs. Jean Franklin	Member	Independent Director	2	2

The Stakeholder Relationship Committee met two times during the period under review i.e., on 14 Nov 2024, 14 Feb, 2025. Attendance of members at the Committee Meeting 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 31st March, 2025.

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	2	2
Mr. Sunny Georgy Kutty	Member	Independent Director	2	2
Mrs. Jean Franklin	Member	Independent Director	2	2

The Committee met two times during the period under review i.e., on 14 Nov 2024, 14 Feb, 2025. 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
2021-22	23.09.2022	04.00 P.M.	No.138, SIDCO Industrial Estate, Ambattur, Chennai – 600 098	AGM
2022-23	29.09.2023	04.00 P.M.	-do-	AGM
2023-24	27.09.2024	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:

Your company conducted one Postal Ballot for APPROVAL BY MEMBERS FOR SALE OF 41.70 ACRES OF AGRICULTURAL LAND AT CHINNOBALAPURAM, GUMMIDIPUNDI, TIRUVALLUR DISTRICT on 12.06.2024. Reconciliation of Share Capital Audit

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 dematerialised 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 M/s.HPN & Associates, 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**

Website:

The primary source of information regarding the operations of the Company is in the corporate **website: 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. 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 2025

The Thirty Second Annual General Meeting of the Shareholders of the company will be held on Monday September 22, 2025 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 16, 2025 to September 22, 2025 (both days inclusive)

Financial Reporting/Results for the year 2025-26

Financial reporting for	Published in Month / year
Quarter ending June 30, 2025	August 2025
Quarter ending September 30, 2025	November 2025
Quarter ending December 31, 2025	February 2026
Quarter ending, March 31, 2026	May 2026

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 grievances are :

E- mail: secretarial@cybele.in

Website: www.cybele.in

Company Secretary & Compliance Officer:

B. GNANA PRAGHASAM

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

Tel/Fax: 91-44-26254366/ 91-44-26254377

E- mail: secretarial@cybele.in

Registrars & Share Transfer Agents:

Cameo Corporate Services Limited

No.1 Club House Road, Chennai – 600 002

Contact Persons: Mrs. J.Kanthimathi, 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 2024-25	BSE	
	High (Rs.)	Low (Rs.)
April 2024	42.90	35.61
May 2024	43.50	34.30
June 2024	44.00	35.01
July 2024	61.05	39.01
August 2024	58.21	43.00
September 2024	50.00	42.10
October 2024	49.30	38.30
November 2024	48.60	36.10
December 2024	42.50	34.60
January 2025	41.20	31.51
February 2025	38.99	27.12
March 2025	30.99	18.25

Distribution of Shareholding as on 31st March, 2025

Category (Number of Shares)	No. of Share holders	Percentage	No. of Shares	Percentage
1- 100	1982	52.7970	67542	0.6315
101 - 500	1089	29.0091	382840	3.5793
501 - 1000	403	10.7352	343150	3.2083
1001 - 2000	134	3.5695	210663	1.9696
2001 - 3000	42	1.1188	107735	1.0073
3001 - 4000	20	0.5328	70988	0.6637
4001 - 5000	24	0.6393	113181	1.0582
5001 -10000	26	0.6926	192103	1.7961
10001 & above	34	0.9057	9207598	86.0861
Total	3754	100.00	10695800	100.00

Shareholding Pattern as on 31st March, 2025

Category	No. of Equity Shares	% to Paid- up Capital
Promoter Group	77,08,432	72.0697
Corporate Bodies	2,46,884	2.3082
HUF	-	-
Non-Resident Indian	7,872	0.0735
General Public	27,32,612	25.5486
Total	1,06,95,800	100.00

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, 93.55% of the paid-up share capital of the Company representing 1,00,05,100 shares are in dematerialized form and balance 6.45% representing 6,90,700 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 M/s.HPN & Associates, 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.

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 31st March, 2025.

Place: Chennai
Date: 12.08.2025

Sd/-
Thomas P 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, 2025 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 : 12.08.2025

Sd/-
Thomas P Joy
Managing Director
DIN: 01850040

Sd/-
M. Anandham
Chief Financial Officer

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 **31st March 2025**, 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 31st March 2025 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 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls 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.
 - iv. 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.

For Karpagam Krishnan and Natarajan
Chartered Accountants

sd/-
S. Srikanth
Partner

Place: Chennai
Date: 27.05.2025

Membership No.026588
UDIN:25026588BMIMWB2486
Firm Reg No.001748S

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 31st March 2025, 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 31st March 2025 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 31st March 2025.
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.

**For Karpagam Krishnan and Natarajan
Chartered Accountants**

sd/-

S. Srikanth

Partner

Membership No.026588

UDIN:25026588BMIMWB2486

Firm Reg No.001748S

Place: Chennai

Date: 27.05.2025

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, 2025 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 31,2025, 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.

For **Karpagam Krishnan and Natarajan**
Chartered Accountants

sd/-
S. Srikanth
Partner

Membership No.026588

UDIN:25026588BMIMWB2486

Firm Reg No.001748S

Place: Chennai

Date: 27.05.2025

CYBELE INDUSTRIES LIMITED

Standalone Balance Sheet As at 31 March 2025

Rs. in Lakhs

Particulars	Note No.	As at 31 March, 2025	As at 31 March, 2024
ASSET			
Non Current assets			
Property, Plant and Equipment	4	6,088.00	6,119.43
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			
Sub total Non current assets		6,636.80	6,668.23
Current Assets			
Inventories	6	380.99	853.27
Financial Assets			
i Investments	7	45.00	-
ii Trade receivables	8	447.94	573.34
iii Cash and cash equivalents	9	0.04	0.18
iv Bank Balances other than iii above	9a	105.75	30.22
v Loans			
vi Other Financial Assets			
Current Tax Assets (Net)			
Other current assets	10	106.91	59.23
Sub total Current assets		1,086.64	1,516.25
Total - Assets		7,723.44	8,184.48
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	11	1,069.58	1,069.58
(b) Other equity	12	3,689.21	4,869.89
Sub total Equity		4,758.79	5,939.47
LIABILITIES			
Non current liabilities			
Financial liabilities			
(i) Borrowings	13	2,468.86	700.96
Provisions	14	44.87	40.78
Defered tax liabilities net	15	55.90	31.18
Other non current liabilities			
Sub total- Non current liabilities		2,569.63	772.91
Current liabilities			
Financial liabilities			
(i) Borrowings	13	167.43	1,169.76
(ii) Trade payable	16	31.37	167.87
Other current liabilities	17	183.34	127.76
Provisions	14	12.88	6.71
Sub total Current liabilities		395.02	1,472.10
Total Equity and Liabilities		7,723.44	8,184.48

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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai

Date : 27-05-2025

CYBELE INDUSTRIES LIMITED

Standalone Statement of Profit & Loss for the Year Ended 31st March 2025

Rs. in Lakhs

Particulars		Note No.	For the Year Ended 31 March, 2025	For the Year Ended 31 March, 2024
1	(a) Revenue from operations	18	2,150.81	3,548.34
	(b) Other operating income	19	23.42	90.51
	Total income		2,174.24	3,638.85
2	Expenses			
	(a) Cost of materials consumed	20	2,341.32	2,827.14
	(b) Purchase of stock in trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	213.12	-153.83
	(d) Employee benefits expense	22	408.48	587.68
	(e) Finance cost	23	129.85	121.87
	(e) Depreciation and amortisation expense	24	46.93	79.08
	(f) Other expenses	25	189.60	204.00
	Total expenses		3,329.30	3,665.95
3	Profit / (Loss) before exceptional and extraordinary items and tax (1-2)		-1,155.06	-27.10
4	Exceptional item			-
5	Profit/Loss before extraordinary item and tax from ordinary activities		-1,155.06	-27.10
6	Extraordinary item			-
7	Profit before tax		-1,155.06	-27.10
8	Tax expenses	26		
	(a) Current tax expense for current year		-	-
	Current tax previous year		0.90	-
	(b) Deferred tax		24.72	-19.83
	(c) Mat Credit		-	-12.14
9	Net profit/loss for the period(7-8)		-1,180.68	4.87
10	Other comprehensive income			
11	Total comprehensive income for the period after tax		-1,180.68	4.87
12	Paid up equity share capital (shares of Rs 10/- each)		10,695,800	10,695,800
13	Reserves excluding revaluation reserve		505.30	1,685.98
14	Earning per share basic & Diluted	27	-11.04	0.05
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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai
Date : 27-05-2025

CYBELE INDUSTRIES LIMITED

Standalone Cash Flow Statement for the year ended 31st March 2025

A. CASH FLOW FROM OPERATING ACTIVITIES

Net Profit/(Loss) for the year before extraordinary items	-1,155.06	-27.10
Add: Adjustments for Non-Cash items/ Non operating items:		
Provision for Income Tax	-	-
Provision for Deferred Tax	24.72	-
MAT Credit -	12.14	-
Provision for Gratuity	11.58	20.46
Provision for Compensated benefits	-	-
Depreciation	46.93	79.08
Interest Income	5.98	1.26
Insurance claim received	-	74.84
Loss/(Profit) on sale of asset	-	-
Dividend income	-	0.01
Interest Expenses	129.85	121.87
Unrealised forex (Gain)/ Loss	-	-
Bad debts written off/Provision	3.67	0.58

Operating Profit before Working Capital Changes

222.73 310.25
-932.32 283.15

Adjustment for changes in:

(Increase)/ Decrease Inventories	472.28	-411.94
(Increase)/ Decrease Trade Receivables	121.73	93.23
(Increase)/ Decrease Loans and Advances	-	-
(Increase)/ Decrease Other Current Assets and non - Current assets	-47.68	-31.19
Increase/ (Decrease) Trade Payables & Other Current liabilities	-99.47	109.71

446.86 -240.20

Cash generated from Operations

-485.46 42.95

Income Tax Paid

0.90 4.30

TOTAL (A)

-486.36 38.64

B. CASH FLOW FROM INVESTING ACTIVITIES

Capital Subsidy/ Sale of Fixed Assets	-	29.54
Purchase of Fixed Assets	-7.98	-93.19
Investment	-45.00	-
Dividend income	-	-0.01
Insurance claim received	-	-74.84
Interest Income	-5.98	-1.26
Unrealised forex (Gain)/ Loss	-	-

TOTAL (B)

-58.96 -139.77

C. CASH FLOW FROM FINANCING ACTIVITIES

Increase/(Decrease) in Long term borrowings	1,767.91	-40.89
Increase/(Decrease) in Short term borrowings	-1,002.33	251.04
Increase/(Decrease) in Long term Provisions	-7.49	0.01
Interest on Borrowings	-129.85	-121.87
Preference Dividend	-	-
(Payments) / Proceeds from issue of shares	-	-

TOTAL (C)

628.24 88.28

TOTAL CASH FLOW FOR THE YEAR

(A + B + C)

82.91 -12.84

Add: Opening Cash and Cash Equivalents

30.41 43.25

CLOSING CASH AND CASH EQUIVALENTS

113.32 30.41

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

For Karpagam Krishnan and Natarajan

For and on behalf of the Board of Directors

Chartered Accountants

FRN 0001748S

Sd/-
S.Srikanth
Partner
M No 026588

Sd/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai

Date : 27-05-2025

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, 2025, 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, 2025, 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, 2025 were authorized and approved for issue by Board of Directors of the Company on 27th May, 2025

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:

Asset category	Useful life
Land	
Buildings	
- Factory Buildings	30 Years
- Other (including temporary structure, etc.)	05 Years
Plant and Equipment including Project tools	05 - 20 Years
Furniture and Fittings	05 - 10 Years
Motor Vehicles	
- Owned	08 - 10 Years
Office Equipment	05 Years
Computers	
- 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	152.96	172.24
Plant and Machinery	356.48	463.03
Lab Equipments	3.35	4.54
Air Conditioners	7.36	9.21
Office Equipments	4.26	4.93
Furniture & Fittings	27.07	35.42
Motor Car (Vehicles)	72.99	119.97
Motor Cycle	0.09	0.15
Projector	1.52	2.11
Computers	6.95	18.26

Intangible Assets

Software	1.57	3.37
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Investment Property

Agricultural land	5,040.53	5,033.00
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Total	6,088.00	6,279.10
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5 Financial Assets

Investments

Investments in Partnership firms:

Investment in M/s.Rotomac Industries,Chennai	548.80	548.80
--	--------	--------

Total	548.80	548.80
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CURRENT ASSETS

6 Inventories

Raw materials	40.42	299.57
Work-in-progress	109.44	250.67
Finished goods	231.13	303.02
Total	380.99	853.27

7 Investments

Investment in Equity instruments

Unlisted equities	-	-
Cybele Electronics Private Limited CIN: U27320TN2024PTC167885 Shares 1,50,000	15.00	-
Cybele Electra Private Limited CIN: U46590TN2024PTC167923 Shares 1,50,000	15.00	-
Cybele Properties Limited CIN: U68200TN2024PLC169009, Shares 1,50,000	15.00	-
Total	45.00	-

8 TRADE RECEIVABLES

Secured, considered good	447.94	573.34
	447.94	573.34

9 CASH AND CASH EQUIVALENTS

Cash on Hand	0.04	0.18
9a Balances with Banks	1.42	9.56
9a Bank deposits	104.34	20.67
	105.79	30.41

10 Other current assets

Deposits	23.38	21.50
Advance and Deposits	2.24	2.60
Prepaid expenses	30.97	2.96
IT TDS Receivable	3.31	1.79
Advance to Suppliers	28.88	11.79
MAT Credit	12.14	12.14
GST Input Credit	5.89	6.17
GST TDS Receivable	0.10	0.27
	106.91	59.23

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
	1,069.58	1,069.58

12 Other Equity
Reserves and surplus
Capital Reserves:

Subsidy	-	1.95
Less: Transfer to Assets	-	-1.95
General Reserve as per last balance sheet	1,685.97	1,681.11
Add: Profit During the year	-1,180.68	4.87
	505.30	1,685.98

Revaluation Reserve:

Revaluation Reserve	3,183.91	3,183.91
	3,689.21	4,869.89

Non current liabilities

Borrowings
Term loans

13 HDFC Bank - Nexa Car Loan	0.74	5.01
HDFC Bank - KIA Car Loan	0.57	7.13
HDFC Bank - i20 Car Loan	8.05	11.57
Poonawalla fincorp Ltd	1,574.18	-
SIB Machinery Term Loan - I - 0912652000000096	-	50.96
SIB Machinery Term Loan - II - 09126520000000207	-	33.32
SIB Covid Loan - I - 09126560000000013	-	6.67
SIB Covid Loan - II - 09126560000000049	-	76.01
HDFC Bank - Fortuner Legender Car Loan	-	4.29
Current maturities of long-term debt	-54.75	-85.22

CYBELE INDUSTRIES LIMITED

Loans from related parties:		
P.A.Joykutty	947.35	532.07
George P Joy	74.63	35.56
Thomas P Joy	45.72	23.60
Cybele Properties Limited.	24.00	-
Cybele Electronics Private Limited.	-94.99	-
Cybele Electra Private Limited.	-56.64	-
	2,468.86	700.96
13 CURRENT LIABILITIES		
From Banks		
SIB - CC Working capital loan	0.67	799.24
SIB - OD A/c Property Division	-	1.73
Hero Fin Corp Ltd - Bill Discounting Loan	112.01	148.67
SIB - Bill Discounting Loan	-	134.90
Current maturities of long-term debt	54.75	85.22
Non current liabilities	167.43	1,169.76
14 PROVISIONS		
Provision for employee benefits		
Gratuity Non Current	44.87	40.78
	44.87	40.78
Current liabilities		
14 PROVISIONS:		
Provision for Income Tax	6.43	6.43
Provision for Gratuity	6.45	0.29
	12.88	6.71
15 NON CURRENT LIABILITIES		
Deffered tax liability	31.18	51.01
Impact of differences between tax depreciation and depreciation charged in the financial statements	24.72	-19.83
	55.90	31.18
16 TRADES PAYABLE		
Trade payables are dues in respect of purchases made/services received in the normal course of business	31.37	167.87
17 OTHER CURRENT LIABILITIES:		
Outstanding liability	10.18	7.13
Advance from Customers	141.95	30.11
Professional Tax Payable	0.00	1.53
GST Payable	-0.03	38.86
TDS/TCS Payable	8.01	6.28
Provision for wages,Salary,ESI,PF & Others	23.23	43.84
	183.34	127.76
18 INCOME FROM OPERATIONS		
Sale of goods:		
Sales of Cables	2,138.13	3,539.03

CYBELE INDUSTRIES LIMITED

Other operating revenues:		
Scrap Sales	12.68	9.31
Income from real estate activities	-	-
Income from operations (net)	2,150.81	3,548.34
19 OTHER INCOME		
Discount received	13.70	12.55
Duty Draw Back	0.07	0.03
Interest on Deposits	5.98	1.26
Written Back	3.67	0.58
Insurance Claim	-	74.84
Dividend income	-	0.01
Profit on Sale of Shares	-	1.24
Actuarial Gain	-	-
Profit on Sale of Land	-	-
Miscellaneous Income	-	-
	23.42	90.51
20 COST OF MATERIALS CONSUMED		
Opening stock - Raw Material	299.57	41.46
Add:		
Purchases	1,908.03	2,898.16
Direct Expenses:		
Electricity Charges	73.22	86.71
Contract labour wages	88.40	72.27
Freight inwards	7.46	19.94
Inspection charges	0.53	2.07
Machinery maintenance	4.51	6.10
	2,381.73	3,126.72
Less:		
Closing stock - Raw Material	40.42	299.57
	2,341.32	2,827.14
Total Cost of materials consumed	2,341.32	2,827.14
21 CHANGES IN INVENTORIES		
Opening stock - work in progress	250.67	145.29
Opening stock - Finished goods	303.02	254.58
	553.70	399.86
Less:		
Closing stock - work in process	109.44	250.67
Closing stock - Finished goods	231.13	303.02
	340.58	553.70
	213.12	-153.83
22 EMPLOYEE BENEFIT EXPENSES		
Salary	367.98	527.52
Wages	2.67	5.62
Gratuity	11.58	20.46
Actuarial Loss	-	-

CYBELE INDUSTRIES LIMITED

Staff welfare	13.01	20.15
Bonus	7.30	5.59
EPF Contribution	5.06	6.92
ESI Contribution	0.88	1.42
	408.48	587.68
23 FINANCE COST		
Interest on CC	44.62	72.39
Interest on Term Loan	51.44	8.05
Interest on Covid Loan	3.81	9.21
Interest on car loan	1.57	2.38
Interest on Bill Discounting	28.42	29.86
	129.85	121.87
24 DEPRICIATION AND AMORTISATION EXPENSES		
Depreciation	46.93	79.08
	46.93	79.08
25 OTHER EXPENSES		
Advertisement	2.23	2.57
Audit fees	4.00	3.00
Bad debts	9.45	-
Bank charges	20.13	7.98
Computer maintenance	0.33	0.13
Courier charges	0.83	1.43
Directors Sitting Fees	1.20	1.20
Discount Allowed	1.44	0.39
Donation	-	0.45
Freight outwards	5.98	15.13
Fuel Expenses	16.42	19.35
Insurance	4.97	2.42
Interest on Income Tax	-	0.52
Interest on Tds	0.05	0.05
Job Work Charges	11.61	38.34
Land Development Expenses	10.86	0.58
Legal Expenses	0.10	0.10
Loading and unloading charges	0.54	0.88
Office Maintenance	1.32	2.08
Printing and stationery	3.84	7.82
Professional fees	6.43	2.11
Property tax	4.93	4.79
Rates and taxes	10.37	0.94
Recruitment Charges	0.90	1.66
Rent	13.78	10.06
Repairs & Maintenance Others	0.05	0.32
Repairs and maintenance - building	8.84	13.42
Repairs and maintenance - Electrical	1.78	4.15
Rounding off.	-0.00	0.00

CYBELE INDUSTRIES LIMITED

Sales promotion Expenses	2.44	5.93
Security Charges	12.60	10.28
Share maintenance Expenses	5.73	7.32
Software Expenses	3.58	3.93
Subscription	0.29	0.51
Telephone charges	3.43	3.11
Testing Charges	0.79	1.96
Travelling and conveyance	9.95	22.79
Vehicle maintenance	8.40	6.29
	189.60	204.00

EXCEPTIONAL ITEM

26 Tax expenses

(a) Current tax expense for current year	0.90	-
(b) Deferred tax	24.72	-19.83
(c) Mat Credit	-	-12.14

Written down value as per company act	608,800,449
Written down value as per I.T act	586,549,575
Difference	22,250,874
26.00%	5,785,227
Less: already provided	3,117,545
Deferred tax provision	2,667,682

27 Earning per share

-11.039 0.045

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	28.20
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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai
Date : 27-05-2025

NOTE 4 NON CURRENT ASSETS
FIXED ASSETS STATEMENT AS ON 31st MARCH, 2025

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost of Acquisition 01-04-2025	Additions	Deletions	Cost of Acquisition 31-03-2025	Rate	Depreciation as on 31-03-2024	Depreciation for the Year	Depreciation as on 31-03-2025	W.D.V as on 31-03-2025	W.D.V as on 31-03-2024
(i) Tangible assets										
Agricultural land	5,033.00	7.53	-	5,040.53	-	-	-	-	5,040.53	5,033.00
Land	412.87	-	-	412.87	-	-	-	-	412.87	412.87
Building - Factory	237.91	0.65	-	238.57	3.17%	80.61	5.00	85.61	152.96	157.31
Plant and Machinery	651.44	0.35	-	651.79	6.33%	271.13	24.18	295.31	356.48	380.31
Lab Equipments	7.77	0.52	-	8.29	9.50%	4.58	0.36	4.93	3.35	3.20
Air Conditioners	23.86	1.54	-	25.39	9.50%	17.16	0.88	18.04	7.36	6.70
Office Equipments	13.78	1.36	-	15.14	19.00%	10.13	0.76	10.88	4.26	3.65
Furniture & Fittings	77.52	1.52	-	79.04	9.50%	49.26	2.71	51.97	27.07	28.27
Motor Car (Vehicles)	236.86	-	-	236.86	11.88%	154.02	9.84	163.87	72.99	82.83
Motor Cycle	1.96	-	-	1.96	9.50%	1.86	0.01	1.87	0.09	0.10
Projector	3.33	-	-	3.33	6.33%	1.70	0.10	1.80	1.52	1.63
Computers	36.69	2.05	-	38.74	31.67%	29.00	2.80	31.79	6.95	7.69
(ii) Intangible assets										
Software	7.35	-	-	7.35	15.83%	5.48	0.30	5.78	1.57	1.87
(iii) Capital work-in-progress										
(iv) Intangible assets under development										
Total	6,744.35	15.51	-	6,759.85		624.92	46.93	671.85	6,088.00	6,119.43
Previous Year	3,498.73	3,277.11	31.49	6,744.35		545.83	79.08	624.92	6,119.43	2,952.89

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2025
Note 8 TRADE RECEIVABLES
Ageing of Trade Receivables as at 31st March, 2025

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						
	- Considered Good	422.24	5.21	19.65	-	0.85	447.94
	- Considered Doubtful						
(ii)	Disputed Trade Receivables						
	- Considered Good						
	- Considered Doubtful						
	Less: Provision for Bad and Doubtful Debts						
	Total	422.24	5.21	19.65	-	0.85	447.94

Ageing of Trade Receivables as at 31st March, 2024

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						
	- Considered Good	569.13	2.64	1.57	-	-	573.34
	- Considered Doubtful						-
(ii)	Disputed Trade Receivables						
	- Considered Good						-
	- Considered Doubtful						-
	Less: Provision for Bad and Doubtful Debts						-
	Total	569.13	2.64	1.57	-	-	573.34

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2025
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				31.03.2025
		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					-

S.No.	Particulars	Outstanding for following periods from due date of payment				31.03.2024
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	MSME	-	-	-	-	-
(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				31.03.2025
		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					-

S.No.	Particulars	Outstanding for following periods from due date of payment				31.03.2024
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	Other than MSME	167.19		0.68		167.87
(ii)	Disputed dues - Others					-

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

Particulars	31.03.2025	31.03.2024
	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	183.34	127.76
Total	183.34	127.76

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 31st March 2025, 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 31st March 2025, 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 31st March 202 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 31st March 2025 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

sd/-
S. Srikanth
Partner

Membership No.026588

UDIN:25026588BMIMWC9779

Firm Reg No.001748S

Place: Chennai

Date: 27.05.2025

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 31st March, 2025, 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 31,2025, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

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**

**sd/-
S. Srikanth**
Partner

Membership No.026588

UDIN:25026588BMIMWC9779

Firm Reg No.001748S

Place: Chennai

Date: 27.05.2025

CYBELE INDUSTRIES LIMITED

Consolidated Balance Sheet As at 31st March 2025

Rs. in Lakhs

Particulars	Note No.	As at 31 March, 2025	As at 31 March, 2024
ASSET			
Non Current assets			
Property, Plant and Equipment	4	6,137.35	6,119.43
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			
Sub total Non current assets		6,686.15	6,668.23
Current Assets			
Inventories	6	517.46	853.27
Financial Assets			
i Investments	-	-	
ii Trade receivables	7	275.52	573.34
iii Cash and cash equivalents	8	0.11	0.18
iv Bank Balances other than iii above	8a	109.51	30.22
v Loans			
vi Other Financial Assets			
Current Tax Assets (Net)			
Other current assets	9	209.37	59.23
Sub total Current assets	1,111.97	1,516.25	
Total - Assets		7,798.13	8,184.48
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	10	1,069.58	1,069.58
(b) Other equity	11	3,509.50	4,869.89
Sub total Equity	4,579.08	5,939.47	
LIABILITIES			
Non current liabilities			
Financial liabilities			
(i) Borrowings	12	2,635.07	700.96
Provisions	13	44.87	40.78
Defered tax liabilities net	14	56.61	31.18
Other non current liabilities			
Sub total- Non current liabilities	2,736.56	772.91	
Current liabilities			
Financial liabilities			
(i) Borrowings	12	167.43	1,169.76
(ii) Trade payable	15	53.02	167.87
Other current liabilities	16	249.16	127.76
Provisions	13	12.88	6.71
Sub total Current liabilities	482.49	1,472.10	
Total Equity and Liabilities		7,798.13	8,184.48

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 : 27-05-2025

Sd/-

B. Gnana Pragasam

Company Secretary

Sd/-

Anandham M

CFO

Sd/-

P.A.JoyKutty

Chairman & Director

01850120

Sd/-

Thomas P Joy

Managing Director

01850040

CYBELE INDUSTRIES LIMITED

Consolidated Statement of Profit & Loss for the Year Ended 31st March 2025

Rs. in Lakhs

Particulars		Note No.	For the Year Ended 31 March, 2025	For the Year Ended 31 March, 2024
1	(a) Revenue from operations	17	2,043.38	3,548.34
	(b) Other operating income	18	23.42	90.51
	Total income		2,066.81	3,638.85
2	Expenses			
	(a) Cost of materials consumed	19	2,232.85	2,754.87
	(b) Purchase of stock in trade		-	-
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	20	113.54	-153.83
	(d) Employee benefits expense	21	640.83	659.95
	(e) Finance cost	22	129.85	121.87
	(e) Depreciation and amortisation expense	23	47.90	79.08
	(f) Other expenses	24	235.89	204.00
	Total expenses		3,400.85	3,665.95
3	Profit / (Loss) before exceptional and extraordinary items and tax (1-2)		-1,334.05	-27.10
4	Exceptional item			-
5	Profit/Loss before extraordinary item and tax from ordinary activities		-1,334.05	-27.10
6	Extraordinary item			-
7	Profit before tax		-1,334.05	-27.10
8	Tax expenses	25		
	(a) Current tax expense for current year		-	-
	Current tax previous year		0.90	-
	(b) Deferred tax		25.44	-19.83
	(c) Mat Credit		-	-12.14
9	Net profit/loss for the period(7-8)		-1,360.38	4.87
10	Other comprehensive income			
11	Total comprehensive income for the period after tax		-1,360.38	4.87
12	Paid up equity share capital (shares of Rs 10/- each)		10695800	10695800
13	Reserves excluding revaluation reserve		326	1,686
14	Earning per share basic & Diluted	26	-12.72	0.05
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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai
Date : 27-05-2025

Consolidated Cash Flow Statement for the year ended 31st March 2025
A. CASH FLOW FROM OPERATING ACTIVITIES
Net Profit/(Loss) for the year before extraordinary items **-1,334.05** **-27.10**

Add: Adjustments for Non-Cash items/ Non operating items:

Provision for Income Tax	-	-
Provision for Deferred Tax	25.44	-
MAT Credit	-	12.14
Provision for Gratuity	11.58	20.46
Provision for Compensated benefits	-	-
Depreciation	47.90	79.08
Interest Income	5.98	1.26
Insurance claim received	-	74.84
Loss/(Profit) on sale of asset	-	-
Dividend income	-	0.01
Interest Expenses	129.85	121.87
Unrealised forex (Gain)/ Loss	-	-
Bad debts written off/Provision	3.67	0.58
	224.42	310.25

Operating Profit before Working Capital Changes
-1,109.62 **283.15**
Adjustment for changes in:

(Increase)/ Decrease Inventories	335.81	-411.94
(Increase)/ Decrease Trade Receivables	294.15	93.23
(Increase)/ Decrease Loans and Advances	-	-
(Increase)/ Decrease Long term Loans and Advances	-	-
(Increase)/ Decrease Short term Loans and Advances	-	-
(Increase)/ Decrease Other Current Assets and non - Current assets	-150.14	-31.19
(Increase)/ Decrease Other Current Assets	-150.14	-31.19
(Increase)/ Decrease Other non - Current Assets	-	-
(Increase)/ (Decrease) Trade Payables & Other Current liabilities	-12.72	109.71
Increase/ (Decrease) Short term Provisions	-19.27	-3.98
Increase/ (Decrease) Trade Payables	-114.86	72.25
Increase/ (Decrease) Other current liabilities	121.41	41.44
	467.10	-240.20

Cash generated from Operations
-642.53 **42.95**

Income Tax Paid 0.90 4.30
TOTAL (A)
-643.43 **38.64**
B. CASH FLOW FROM INVESTING ACTIVITIES

Capital Subsidy/ Sale of Fixed Assets	-	29.54
Purchase of Fixed Assets	-58.30	-93.19
Investment -	-	-
Dividend income	-	-0.01
Insurance claim received	-	-74.84
Interest Income	-5.98	-1.26
Unrealised forex (Gain)/ Loss	-	-
	-64.28	-139.77

TOTAL (B)
-64.28 **-139.77**
C. CASH FLOW FROM FINANCING ACTIVITIES

Increase/(Decrease) in Long term borrowings	1,934.11	-40.89
Increase/(Decrease) in Short term borrowings	-1,002.33	251.04
Increase/(Decrease) in Long term Provisions	-7.49	0.01
Interest on Borrowings	-129.85	-121.87
Preference Dividend	-	-
(Payments) / Proceeds from issue of shares	-	-
	794.45	88.28

TOTAL (C)
794.45 **88.28**
TOTAL CASH FLOW FOR THE YEAR
(A + B + C) “ **86.74** **-12.84**

Add: Opening Cash and Cash Equivalents 30.41 43.25
CLOSING CASH AND CASH EQUIVALENTS
117.14 **30.41**

See accompanying notes forming part of the financial statements

In terms of our report attached.

For **Karpagam Krishnan and Natarajan**

For and on behalf of the Board of Directors

Chartered Accountants

FRN 0001748S

Sd/-
S.Srikanth

Partner

M No 026588

Place : Chennai

Date : 27-05-2025

Sd/-
B. Gnana Pragasam

Company Secretary

Sd/-
Anandham M

CFO

Sd/-
P.A.Joykutty

Chairman & Director

01850120

Sd/-
Thomas P Joy

Managing Director

01850040

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) and the National Stock Exchange of India Limited (NSE).

"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 includes Consolidated Balance Sheet as at 31st March, 2025, 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, 2024, 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 it's Subsidiary (Collectively known as "Group") and Share of Profit/Loss of Associate for the year ended 31st March, 2025.

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, 2025 were authorized and approved for issue by Board of Directors of the Holding Company on 27th May 2025

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 23rd February, 2024 i.e. date till Holding Company has control over subsidiary.

- 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:

Asset category	Useful life
Land	
Buildings	
- Factory Buildings	30 Years
- Other (including temporary structure, etc.)	05 Years
Plant and Equipment including Project tools	05 - 20 Years
Furniture and Fittings	05 - 10 Years
Motor Vehicles	
- Owned	08 - 10 Years
Office Equipment	05 Years
Computers	
- 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	152.96	172.24
Plant and Machinery	373.69	463.03
Lab Equipments	2.84	4.54
Air Conditioners	8.08	9.21
Office Equipments	9.72	4.93
Furniture & Fittings	49.04	35.42
Motor Car (Vehicles)	72.99	119.97
Motor Cycle	0.09	0.15
Projector	1.52	2.11
Computers	10.42	18.26
Intangible Assets		
Software	2.59	3.37
Investment Property		
Agricultural land	5,040.53	5,033.00
Total	6,137.35	6,279.10

5 Financial Assets

Investments

Investments in Partnership firms:

Investment in M/s.Rotomac Industries,Chennai	548.80	548.80
Total	548.80	548.80

CURRENT ASSETS

6 Inventories

Raw materials	77.30	299.57
Work-in-progress	109.44	250.67
Finished goods	330.72	303.02
Total	517.46	853.27

7 TRADE RECEIVABLES

Secured, considered good	275.52	573.34
	275.52	573.34

8 CASH AND CASH EQUIVALENTS

Cash on Hand	0.11	0.18
8a Balances with Banks	5.17	9.56
8a Bank deposits	104.34	20.67
	109.62	30.41

9 Other current assets

Deposits	47.68	21.50
Advance and Deposits	2.99	2.60
Prepaid expenses	31.58	2.96
Preliminary expenses	35.41	-
IT TDS Receivable	3.37	1.79
Advance to Suppliers	31.08	11.79
MAT Credit	12.14	12.14
GST Input Credit	45.03	6.17
GST TDS Receivable	0.10	0.27
	209.37	59.23

CYBELE INDUSTRIES LIMITED

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	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
	1,069.58	1,069.58

11 Other Equity

Reserves and surplus

Capital Reserves:

Subsidy	-	1.95
Less: Transfer to Assets	-	-1.95
General Reserve as per last balance sheet	1,685.97	1,681.11
Add: Profit During the year	-1,360.38	4.87

Sub total a **325.59** **1,685.98**

Revaluation Reserve:

Revaluation Reserve **Sub total b** **3,183.91** **3,183.91**

Total (a+b) **3,509.50** **4,869.89**

Non current liabilities

Borrowings

Term loans

12 HDFC Bank - Nexa Car Loan	0.74	5.01
HDFC Bank - KIA Car Loan	0.57	7.13
HDFC Bank - i20 Car Loan	8.05	11.57
Poonawalla fincorp Ltd	1,574.18	-
SIB Machinery Term Loan - I - 0912652000000096	-	50.96
SIB Machinery Term Loan - II - 09126520000000207	-	33.32
SIB Covid Loan - I - 09126560000000013	-	6.67
SIB Covid Loan - II - 09126560000000049	-	76.01
HDFC Bank - Fortuner Legender Car Loan	-	4.29
Current maturities of long-term debt	-54.75	-85.22
Loans from related parties:		
P.A.Joykutti	947.35	532.07
George P Joy	123.22	35.56
Thomas P Joy	35.72	23.60
	2,635.07	700.96

13 CURRENT LIABILITIES

From Banks

SIB - CC Working capital loan	0.67	799.24
SIB - OD A/c Property Division	-	1.73
Hero Fin Corp Ltd - Bill Discounting Loan	112.01	148.67
SIB - Bill Discounting Loan	-	134.90
Current maturities of long-term debt	54.75	85.22

Non current liabilities **167.43** **1,169.76**

13 PROVISIONS

Provision for employee benefits

Gratuity Non Current

44.87

40.78

44.87
40.78

Current liabilities

13 PROVISIONS:

Provision for Income Tax

6.43

6.43

Provision for Gratuity

6.45

0.29

12.88
6.71
14 NON CURRENT LIABILITIES

Defferred tax liability

31.18

51.01

Impact of differences between tax depreciation and depreciation charged in the financial statements

25.44

-19.83

56.61
31.18
15 TRADES PAYABLE

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

53.02
167.87
16 OTHER CURRENT LIABILITIES:

Outstanding liability

10.35

7.13

Expenses payable

1.52

-

Advance from Customers

180.03

30.11

Professional Tax Payable

0.00

1.53

GST Payable

0.19

38.86

TDS/TCS Payable

9.86

6.28

Provision for wages,Salary,ESI,PF & Others

47.21

43.84

249.16
127.76
17 INCOME FROM OPERATIONS

Sale of goods:

Sales of Cables

2,030.70

3,539.03

Other operating revenues:

Scrap Sales

12.68

9.31

Income from real estate activities

-

-

Income from operations (net)
2,043.38
3,548.34
18 OTHER INCOME

Discount received

13.70

12.55

Duty Draw Back

0.07

0.03

Interest on Deposits

5.98

1.26

Written Back

3.67

0.58

Insurance Claim

-

74.84

Dividend income

-

0.01

Profit on Sale of Shares

-

1.24

23.42
90.51

CYBELE INDUSTRIES LIMITED

19 COST OF MATERIALS CONSUMED

Opening stock - Raw Material	299.57	41.46
Add:		
Purchases	1,920.85	2,898.16
Direct Expenses:		
Electricity Charges	76.01	86.71
Freight inwards	8.35	19.94
Inspection charges	0.53	2.07
Machinery maintenance	4.82	6.10
	2,310.15	3,054.45
Less:		
Closing stock - Raw Material	77.30	299.57
	2,232.85	2,754.87
Total Cost of materials consumed	2,232.85	2,754.87

20 CHANGES IN INVENTORIES

Opening stock - work in progress	250.67	145.29
Opening stock - Finished goods	303.02	254.58
	553.70	399.86
Less:		
Closing stock - work in process	109.44	250.67
Closing stock - Finished goods	330.72	303.02
	440.16	553.70
	113.54	-153.83

21 EMPLOYEE BENEFIT EXPENSES

Salary	487.52	527.52
Wages	2.67	5.62
Gratuity	11.58	20.46
Staff welfare	15.05	20.15
Bonus	7.30	5.59
Contract labour wages	108.52	72.27
EPF Contribution	7.23	6.92
ESI Contribution	0.95	1.42
	640.83	659.95

22 FINANCE COST

Interest on CC	44.62	72.39
Interest on Term Loan	51.44	8.05
Interest on Covid Loan	3.81	9.21
Interest on car loan	1.57	2.38
Interest on Bill Discounting	28.42	29.86
	129.85	121.87

23 DEPRICIATION AND AMORTISATION EXPENSES

Depreciation	47.90	79.08
	47.90	79.08

24 OTHER EXPENSES

Advertisement	2.53	2.57
Audit fees	5.00	3.00
Bad debts	9.45	-
Bank charges	20.15	7.98
Computer maintenance	0.33	0.13
Courier charges	0.89	1.43
Directors Sitting Fees	1.20	1.20
Discount Allowed	1.99	0.39
Donation	-	0.45
Freight outwards	7.52	15.13
Fuel Expenses	18.04	19.35
Insurance	4.97	2.42
Interest on Income Tax	-	0.52
Interest on Tds	0.05	0.05
Job Work Charges	11.61	38.34
Land Development Expenses	10.86	0.58
Legal Expenses	0.10	0.10
Loading and unloading charges	0.56	0.88
Office Maintenance	1.97	2.08
Printing and stationery	4.41	7.82
Professional fees	10.31	2.11
Property tax	4.93	4.79
Rates and taxes	11.13	0.94
Recruitment Charges	0.90	1.66
Rent	32.11	10.06
Repairs & Maintenance Others	2.81	0.32
Repairs and maintenance - building	9.41	13.42
Repairs and maintenance - Electrical	2.45	4.15
Rounding off.	0.00	0.00
Sales promotion Expenses	3.35	5.93
Security Charges	14.63	10.28
Share maintenance Expenses	5.73	7.32
Software Expenses	4.72	3.93
Subscription	0.29	0.51
Telephone charges	3.47	3.11
Testing Charges	0.79	1.96
Travelling and conveyance	18.82	22.79
Vehicle maintenance	8.40	6.29
	235.89	204.00

EXCEPTIONAL ITEM
25 Tax expenses

(a) Current tax expense for current year	0.90	-
(b) Deferred tax	25.44	-19.83
(c) Mat Credit	-	-12.14

26 Earning per share	-12.719	0.045
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	28.20
Auditors remuneration	5.00	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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai
Date : 27-05-2025

NOTE 4 NON CURRENT ASSETS
FIXED ASSETS STATEMENT AS ON 31st MARCH, 2025

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost of Acquisition 01-04-2025	Additions	Deletions	Cost of Acquisition 31-03-2025	Rate	Depreciation as on 31-03-2024	Depreciation for the Year	Depreciation as on 31-03-2025	W.D.V as on 31-03-2025	W.D.V as on 31-03-2024
(i) Tangible assets										
Agricultural land	5,033.00	7.53	-	5,040.53	-	-	-	-	5,040.53	5,033.00
Land	412.87	-	-	412.87	-	-	-	-	412.87	412.87
Building - Factory	237.91	0.65	-	238.57	3.17%	80.61	5.00	85.61	152.96	157.31
Plant and Machinery	651.44	17.72	-	669.17	6.33%	271.13	24.34	295.47	373.69	380.31
Lab Equipments	7.77	-	-	7.77	9.50%	4.58	0.36	4.93	2.84	3.20
Air Conditioners	23.86	2.30	-	26.16	9.50%	17.16	0.92	18.08	8.08	6.70
Office Equipments	13.78	6.91	-	20.69	19.00%	10.13	0.84	10.96	9.72	3.65
Furniture & Fittings	77.52	23.91	-	101.44	9.50%	49.26	3.14	52.39	49.04	28.27
Motor Car (Vehicles)	236.86	-	-	236.86	11.88%	154.02	9.84	163.87	72.99	82.83
Motor Cycle	1.96	-	-	1.96	9.50%	1.86	0.01	1.87	0.09	0.10
Projector	3.33	-	-	3.33	6.33%	1.70	0.10	1.80	1.52	1.63
Computers	36.69	5.73	-	42.42	31.67%	29.00	3.00	32.00	10.42	7.69
(ii) Intangible assets										
Software	7.35	1.07	-	8.43	15.83%	5.48	0.35	5.83	2.59	1.87
(iii) Capital work-in-progress										
(iv) Intangible assets under developmen										
Total	6,744.35	65.83	-	6,810.17		624.92	47.90	672.82	6,137.35	6,119.43
Previous Year	3,498.73	3,277.11	31.49	6,744.35		545.83	79.08	624.92	6,119.43	2,952.89

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2025
Note 7 TRADE RECEIVABLES
Ageing of Trade Receivables as at 31st March, 2025

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						
	- Considered Good	275.52	-	-	-	-	275.52
	- Considered Doubtful						
(ii)	Disputed Trade Receivables						
	- Considered Good						
	- Considered Doubtful						
	Less: Provision for Bad and Doubtful Debts						
	Total	275.52	-	-	-	-	275.52

Ageing of Trade Receivables as at 31st March, 2024

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						
	- Considered Good	569.13	2.64	1.57			573.34
	- Considered Doubtful						-
(ii)	Disputed Trade Receivables						
	- Considered Good						-
	- Considered Doubtful						-
	Less: Provision for Bad and Doubtful Debts						-
	Total	569.13	2.64	1.57			573.34

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				31.03.2025
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	MSME	19.20		0.17		19.37
(ii)	Disputed dues – MSME					-

S.No.	Particulars	Outstanding for following periods from due date of payment				31.03.2024
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	MSME	-	-	-	-	-
(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				31.03.2025
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	Other than MSME	33.65	-	-	-	33.65
(ii)	Disputed dues - Others					-

S.No.	Particulars	Outstanding for following periods from due date of payment				31.03.2024
		Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i)	Other than MSME	167.19	-	0.68	-	167.87
(ii)	Disputed dues - Others					-

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

Particulars	31.03.2025	31.03.2024
	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	249.00	128.00
Total	249.00	128.00

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/-
B. Gnana Pragasam
Company Secretary

Sd/-
Anandham M
CFO

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

Sd/-
Thomas P Joy
Managing Director
01850040

Place : Chennai
Date : 27-05-2025