



151st
Annual Report
2025-2026
The New Great
Eastern Spinning
and Weaving
Company Limited



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY LIMITED

DIRECTORS

SMT. VINEETA KANORIA	Whole Time Director	DIN 00775298
SHRI ANURAG KANORIA	Whole Time Director	DIN 00200630
SHRI VINOD JIWANRAM LOHIA	Whole Time Director	DIN 01509730
SHRI BIMAL KUMAR KANODIA	Independent Director	DIN 00819671
SHRI PRAGYAN VIVEK PITTIE	Independent Director	DIN 10735025

KEY MANAGERIAL PERSONNEL

SMT NISHA CHOPRA	Company Secretary
SHRI KRISHNA KUMAR KUNWAR	Chief Financial Officer

**THE NEW GREAT EASTERN
SPINNING AND WEAVING
COMPANY LIMITED**

CIN : U51100MH1873PLC000015

ISIN : INE067V01025

AUDITORS

M/S. BANSI S. MEHTA & CO.
Chartered Accountants

LEGAL ADVISORS

KANGA & COMPANY
CYRIL AMARCHAND MANGALDAS

REGISTERED OFFICE

25-29, DR. AMBEDKAR ROAD
MUMBAI 400 027.
TEL: +91 22 22003231

REGISTRAR AND TRANSFER AGENT

M/S PURVA SHAREGISTRY (INDIA) PVT. LTD
UNIT NO. 9, SHIV SHAKTI INDUSTRIAL ESTATE,
J. R. BORICHA MARG, LOWER PAREL (E),
MUMBAI - 400 011.



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

NOTICE OF MEETING

NOTICE is hereby given that the 151st Annual General Meeting of the members of **THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY LIMITED** will be held at Kilachand Conference Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020 on Wednesday, 30th September, 2026 at 12.00 Noon (IST) to transact the following business.

ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, the Reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 and Auditors Report thereon.
2. To appoint a Director in place of Shri Anurag Kanoria (DIN 00200630) who retires by rotation and, being eligible, offers himself for reappointment.

SPECIAL BUSINESS

3. Reappointment of Shri Anurag Kanoria (DIN 00200630), as a Whole Time Director

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to such other approvals and/or sanctions as may be necessary, consent and/or approval of the Company be and is hereby accorded to the reappointment of Shri Anurag Kanoria (DIN 00200630) as a Whole Time Director of the Company for a further term of three (3) consecutive years, commencing from 1st August, 2026 till 31st July, 2029, whose office is liable to retire by rotation, on terms and conditions including remuneration by way of salary, commission, perquisites and/or allowances as recommended by the Nomination and Remuneration Committee, contained in the draft Agreement to be entered into between the Company and Shri Anurag Kanoria (DIN 00200630), which Agreement is hereby specifically approved and sanctioned with liberty to the Board of Directors to alter, vary and modify the terms, conditions and stipulations of the said reappointment provided, however, that the remuneration payable to Shri Anurag Kanoria (DIN 00200630), shall not exceed the maximum limit for payment of managerial remuneration specified in Schedule V to the said Act or any amendment thereto as may be made from time to time or laws or guidelines as may for the time being be in force”

“RESOLVED FURTHER THAT pursuant to provisions of Section 196 and other applicable provisions, if any, of the Companies Act 2013 and the rules made thereunder, approval of the Members be and is hereby accorded to the continuation of Shri Anurag Kanoria (DIN 00200630) as Whole Time Director.”

“RESOLVED FURTHER THAT if the Company has no profits or its profits are inadequate in any financial year, the Company may pay to Shri Anurag Kanoria a minimum remuneration in terms of Schedule V of the Companies Act, 2013 or as may be agreed to by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”



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4. Reappointment of Smt. Vineeta Kanoria (DIN 00775298), as a Whole Time Director

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to such other approvals and/or sanctions as may be necessary, consent and/or approval of the Company be and is hereby accorded to the reappointment of Smt. Vineeta Kanoria (DIN 00775298) as a Whole Time Director of the Company for a further term of three (3) consecutive years, commencing from 1st April, 2027 till 31st March, 2030, whose office is liable to retire by rotation, on terms and conditions including remuneration by way of salary, commission, perquisites and/or allowances as recommended by the Nomination and Remuneration Committee, contained in the draft Agreement to be entered into between the Company and Smt. Vineeta Kanoria (DIN 00775298), which Agreement is hereby specifically approved and sanctioned with liberty to the Board of Directors to alter, vary and modify the terms, conditions and stipulations of the said reappointment provided, however, that the remuneration payable to Smt. Vineeta Kanoria (DIN 00775298), shall not exceed the maximum limit for payment of managerial remuneration specified in Schedule V to the said Act or any amendment thereto as may be made from time to time or laws or guidelines as may for the time being be in force”

“RESOLVED FURTHER THAT pursuant to provisions of Section 196 and other applicable provisions, if any, of the Companies Act 2013 and the rules made thereunder, approval of the Members be and is hereby accorded to the continuation of Smt. Vineeta Kanoria (DIN 00775298) as Whole Time Director.”

“RESOLVED FURTHER THAT if the Company has no profits or its profits are inadequate in any financial year, the Company may pay to Smt. Vineeta Kanoria a minimum remuneration in terms of Schedule V of the Companies Act, 2013 or as may be agreed to by the Board of Directors of the Company”.

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.

5. Appointment of Shri Vinod Jiwanram Lohia (DIN 01509730) as a Whole Time Director

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and subject to such other approvals and/or sanctions as may be necessary, consent and/or approval of the Company be and is hereby accorded to the appointment of Shri Vinod Jiwanram Lohia (DIN 01509730) as a Whole Time Director of the Company for a term of three (3) consecutive years, commencing from 1st March, 2026 till 28th February, 2029, whose office is liable to retire by rotation, on terms and conditions including remuneration by way of salary, commission, perquisites and/or allowances as recommended by the Nomination and Remuneration Committee, contained in the draft Agreement to be entered into between the Company and Shri Vinod Jiwanram Lohia (DIN 01509730) which Agreement is hereby specifically approved and sanctioned with liberty to the Board of Directors to alter, vary and modify the terms, conditions and stipulations of the said appointment provided, however, that the remuneration payable to Shri Vinod Jiwanram Lohia (DIN 01509730), shall not exceed the maximum limit for payment of managerial remuneration specified in Schedule V to the said Act or any amendment thereto as may be made from time to time or laws or guidelines as may for the time being be in force”

“RESOLVED FURTHER THAT pursuant to provisions of Section 196 and other applicable provisions, if any, of the Companies Act 2013 and the rules made thereunder, approval of the Members be and is hereby accorded to the continuation of Shri Vinod Jiwanram Lohia (DIN 01509730) as a Whole Time Director.”



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“RESOLVED FURTHER THAT if the Company has no profits or its profits are inadequate in any financial year, the Company may pay to Shri Vinod Jiwanram Lohia a minimum remuneration in terms of Schedule V of the Companies Act, 2013 or as may be agreed to by the Board of Directors of the Company”.

“RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto.”

Mumbai, 4th September, 2026

Registered Office

25-29, Dr. Ambedkar Road,
Mumbai – 400 027.

CIN U51100MH1873PLC000015

Tel 91 22 22003231 / 4325

Email : nge@newgreat.in

By Order of the Board of Directors
For The New Great Eastern Spinning And Weaving Company Limited

Vinod Jiwanram Lohia

Whole Time Director
DIN 01509730

Vineeta Kanoria

Whole Time Director
DIN 00775298



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Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning special businesses under Item No. 3, Item No. 4 and Item no. 5 of the accompanying Notice, is annexed hereto. Further additional information with respect to Item No. 2 to 5 of this Notice respectively, as required under Secretarial Standard-2 (SS-2) on General Meetings issued by The Institute of Company Secretaries of India is also annexed to and shall be read as part of this Notice.
2. A member entitled to attend and vote is entitled to appoint one or more proxy(ies) to attend and vote on his/ her behalf and such proxy(ies) need not be member(s) of the Company.
3. A Proxy Form, in prescribed format (Form MGT-11), is being sent herewith, with instructions for filling, signing and submitting the same. The instrument of proxy, in order to be effective, must be deposited with the Company at its registered office not less than forty-eight (48) hours before the commencement time of the 151st Annual General Meeting (“Meeting”) of the Company. The Proxy Form, if not complete in all respects, will be considered invalid.
4. A person can act as a proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A Member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other person or Member. Proxy(ies) submitted on behalf of limited companies, societies etc. must be supported by an appropriate resolution/ authority as applicable.
5. The proxy holder shall prove his/her identity at the time of attending the meeting.
6. When a member appoints a proxy and both the member and proxy attend the meeting, the proxy stands automatically revoked.
7. In case of joint holders, only the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
8. The Register of Members and Share Transfer Books of the Company will remain closed from the **24th September, 2026 to 30th September, 2026** (both days inclusive).
9. Pursuant to the provisions of Section 113 of the Act, Members who are Body Corporates/Companies and who intend to send their authorized representative(s) to attend the Meeting are requested to send, to the Company, a certified copy of the Resolution, of its Board of Directors or other governing body, authorizing such representative(s) along with the respective specimen signature(s) of those representative(s) authorized to attend and vote on their behalf at the Meeting.
10. Members attending the AGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. The Registrar and Share Transfer Agent (RTA) of the Company for its share registry work (physical and dematerialized) is Purva Sharegistry (India) Private Limited (“PSIPL”) having its office at 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai – 400 011.
12. Members are hereby informed that there is no unpaid dividend of earlier years which has been transferred or is due to be transferred to the Investor Education and Protection Fund for the year under review.



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13. At the 147th AGM held on 26th September, 2022 the Members approved appointment of Messrs Bansi S. Mehta & Co., Chartered Accountants, Mumbai, having (ICAI Firm Registration No. 100991W) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 152nd AGM to be held in the year 2027, subject to ratification of their appointment by Members at every AGM, if so, required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 151st AGM.
14. As per Section 29 of the Act read with Rule 9A of the Companies (Prospectus and Allotment of Securities) Rules, 2014, securities of a Company can be transferred only in a dematerialized form with effect from 1st April, 2019 except in the case of a request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to a dematerialized form. Members can contact the Company or its RTA for assistance in this regard.
15. A copy of the financial statements of the Company for the financial year ended 31st March 2026 together with the Auditors' and Directors' Report thereon are enclosed.
16. **Electronic despatch of Annual Report, process for Registration of Email Id for obtaining copy of the Notice and Annual Report**

In compliance with the Ministry of Corporate Affairs (MCA) Circulars, the Notice of the 151st AGM alongwith the Attendance Slip, Proxy Form and the Annual Report is being sent only through electronic mode (unless specifically requested for hard copies by the members) to all the Members whose email addresses are registered with the Company/RTA/Depositories.

Members may note that the Notice of the 151st AGM alongwith the Attendance Slip, Proxy Form and the Annual Report for the financial year ended 31st March, 2026, will also be available on the Company's website: www.newgreat.in and on the website of the Purva Sharegistry (India) Private Limited i.e. www.purvashare.com. The Company will also be sending printed copies of the Annual Report 2025-2026 to the shareholders on receipt of specific requests.

17. Members who have not yet registered their email addresses are requested to register the same with their DP in case their shares are held by them in electronic form and with the RTA in case the shares are held by them in physical form.
Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number, mandate, nomination, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR and IFSC codes etc. to the DP in case the shares held by them in electronic form and to the RTA in case the shares are held by them in a physical form.

Members are entitled to make a nomination in respect of shares held by them in physical form and may send their requests in Form SH-13 which can be obtained from the RTA.

18. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 20th September, 2026 through email on nge@newgreat.in. The same will be replied by the Company suitably.
19. Relevant documents referred to in this Notice / Explanatory Statement are open for inspection by the Members at the Meeting and such documents will also be available for inspection in physical or in electronic form at the



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Registered Office of the Company on all working days, except Saturdays, from 11.00 A.M. to 1.00 P.M. upto and including the date of the Meeting and also at the Meeting.

20. A route map and prominent landmark for easy location of the venue of the Meeting is enclosed with this Notice. Members may also note that the Notice of the Meeting along with the route map and the Annual Report 2025--2026 will also be available on the website of the Company www.newgreat.in for download.
21. For convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by way of Attendance Slip, which is annexed to this Notice. Members are requested to bring their Attendance Slip, fill up and sign the same at the place provided and hand it over at the entrance of the venue of the Meeting.
22. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested, maintained under section 189 of the Act read with Rules made thereunder will be available for inspection by the Members at the Meeting.
23. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India, the Company is providing the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM and for this purpose, it has appointed Purva Sharegistry (India) Private Limited to facilitate voting through electronic means. Accordingly, the facility of casting votes by a Member using remote e-Voting system before the AGM as well as remote e-Voting during the AGM will be provided by Purva Sharegistry (India) Private Limited. The remote e-Voting facility would be available during the following period:

Commencement of e-Voting	From 9.00 a.m. (IST) on Sunday, 27th September, 2026
End of e-Voting	Upto 5.00 p.m. (IST) on Tuesday, 29th September, 2026

During this period, members holding shares either in physical form or in dematerialized form as on **Wednesday 23rd September, 2026** ('Cut-Off date') may cast their vote by remote e-Voting before the AGM. The remote e-Voting module shall be disabled by Purva Sharegistry (India) Private Limited for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date i.e., **Wednesday, 23rd September, 2026**.

Members will be provided with the facility for remote voting through electronic voting system at the AGM and those Members participating at the AGM, who have not already cast their vote by remote e-Voting before the Meeting, will be eligible to exercise their right to vote during such proceedings of the AGM. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote on such resolution(s) again.

24. Details required under Secretarial Standards on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment at this AGM is provided in **"Annexure-A"** of this notice. Directors seeking appointment/reappointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Act including rules framed thereunder.
25. To prevent fraudulent transactions, shareholders are advised to exercise due diligence and notify the Company of any change in address or demise of any Shareholder as soon as possible. Shareholders are also advised to not



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leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

26. The Board of Directors of the Company have appointed Mrs. Zankhana Bhanshali (Membership No. FCS 9261 / CP No. 10513), Practicing Company Secretary to scrutinize the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.
27. The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorized by him in writing, who shall countersign the same and declare results (consolidated) within two days from the conclusion of the AGM.
28. The result declared along with the Scrutinizers Report will be placed on the website of Purva Sharegistry (India) Private Limited (www.purvashare.com) immediately after the declaration of result.
29. Instructions for e-voting and joining the AGM are as follows

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER

PURVA e-Voting System - For Remote e-voting

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

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

- (i) The voting period begins on **Sunday, September 27, 2026, (9.00 a.m. IST) and ends on Tuesday, September 29, 2026 (5.00 p.m. IST) (both days inclusive)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., **Wednesday, September 23, 2026** may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not



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only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

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

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



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	2) If the user is 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 3) 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 ‘Shareholde.r/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
	4) 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   5) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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



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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
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 and 022 - 2499 7000

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

(i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” module.
- 3) Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVENT is 8 then user ID is 8001***
- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

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

- (i) After entering these details appropriately, click on “SUBMIT” tab.



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- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; nge@newgreat.in, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Mumbai, 4th September, 2026
Registered Office
25-29, Dr. Ambedkar Road,
Mumbai – 400 027.
CIN U51100MH1873PLC000015
Tel 91 22 22003231 / 4325
Email : nge@newgreat.in

By Order of the Board of Directors
For The New Great Eastern Spinning And Weaving Company Limited

Vinod Jiwanram Lohia
Whole Time Director
DIN 01509730

Vineeta Kanoria
Whole Time Director
DIN 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

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

ITEM NO. 3

Re-appointment of Shri Anurag Kanoria (DIN 00200630), as a Whole Time Director

The present term of Shri Anurag Kanoria as Whole Time Director of the Company has expired by efflux of time on 31st July, 2026. The Board of Directors at their meeting held on 4th September, 2026, have recommended to re-appoint Shri Anurag Kanoria as Whole Time Director of the Company for a further period of three (3) consecutive years, commencing from 1st August, 2026 and upto 31st July, 2029 on the remuneration as recommended by the Nomination and Remuneration Committee. His appointment and remuneration fixed by the Board are in accordance with Schedule V to the Companies Act, 2013 ("the Act") and are subject to the approval of the shareholders by way of Special Resolution, for which purpose relevant Resolution as set out under item No. 3 of the accompanying Notice is proposed.

Shri Anurag Kanoria is not disqualified from being appointed as a director in terms of section 164 of the Companies Act, 2013.

Shri Anurag Kanoria is interested in the resolution set out at Item No. 3 of the Notice regarding his re-appointment. The relatives of Shri Anurag Kanoria may be deemed to be interested in the resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors have recommended the following remuneration as recommended by the Nomination and Remuneration Committee payable to Shri Anurag Kanoria with the power to the Board to make variation or increase therein as may be thought fit from time to time, during the tenure of his re-appointment but within the ceiling laid down in Schedule V to the Companies Act, 2013 or any statutory amendment or relaxations thereof. The abstract of terms and conditions of the re-appointment and remuneration payable to Shri Anurag Kanoria, as embodied in the draft Agreement to be entered into by Shri Anurag Kanoria with the Company for his re-appointment and remuneration payable to him, are as follows:

1. Period of Appointment

Three (3) years commencing from 1st August, 2026 to 31st July, 2029.

2. Remuneration

a) SALARY : Rs. 6,00,000 (Rupees Six Lakhs Only) per month.

b) PERQUISITES : Shri Anurag Kanoria will be entitled to the following perquisites in addition to his salary restricted to an amount equal to the annual salary of Shri Anurag Kanoria.

Unless the context otherwise requires, perquisites are classified into three categories A, B and C as follows

CATEGORY – A

This will comprise of house rent allowance, leave travel concession, bonus, medical reimbursement, fees of clubs, personal accident insurance and such other benefits, facilities and allowances as may be available and allowed to Shri Anurag Kanoria as per the rules of the Company. These may be provided for as under

Housing Rent Allowance

Free furnished accommodation or House Rent Allowance of Rs. 2,00,000/- per month in lieu thereof.



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Medical Reimbursement

All medical expenses incurred for self and his family including hospitalisation, nursing home and surgical charges in India and/or abroad subject to a ceiling of one month salary in a year.

Leave Travel Concession

For self and family once in a year to any destination in India or abroad.

Bonus

As per rules of the Company.

Club Fees

Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

Personal Accident Insurance

Of an amount the annual premium of which does not exceed Rs. 20,000/- per annum for Shri Anurag Kanoria.

Education Benefits

For self and family in India and / or abroad

Other Benefits and Allowances

Any other benefits, facilities and allowances as may be available and allowed as per rules of the Company.

The value of the perquisites for the purpose of calculating the above annual ceiling shall be evaluated as per Income Tax Rules wherever applicable, otherwise at actual.

CATEGORY –B

- i) Contributions to Provident Fund will not be included in the computation of the ceiling on perquisites to the extent it is not taxable under the Income Tax Act, 2025.
- ii) Gratuity payable shall be half a month salary for each completed year of service.
- iii) Encashment of Leave at the end of the tenure, as per rules of the Company will be permitted and will not be included in the computation of the ceiling on perquisites.

CATEGORY – C

Provision of car for use of the Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to Shri Anurag Kanoria. He shall also be provided with a mobile, laptop and internet connection for the purpose of the business of the Company which will also not form part of perquisites.



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Minimum Remuneration

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of office of Shri Anurag Kanoria, the Company shall pay remuneration by way of consolidated salary and perquisites in the manner laid down under Section II or Part II of Schedule V to the Companies Act, 2013 as amended and in force or any statutory amendments or relaxation in force.

Sitting Fee

Shri Anurag Kanoria shall not, so long as he acts as the Whole Time Director of the Company, be paid any sitting fee for attending any meeting of the Board or any Committee thereof.

Other Terms

Shri Anurag Kanoria shall not, during the continuance of his employment hereunder or at any time thereafter, divulge or disclose to any person or make use whatever for his own or for any other purpose any confidential information or knowledge acquired by her during his employment under the Company as to the business or affairs of the Company or as to any trade secret or secrets, processes of the Company and shall, during the continuance of his employment hereunder, use his best endeavors to prevent any other person from doing so.

Shri Anurag Kanoria hereby undertakes that so long as he functions as a Whole Time Director of the Company, he shall not become interested or otherwise concerned directly or indirectly in any selling agency of the Company in future without the prior approval of the Board of Directors of the Company.

The Board of Directors may in their discretion, revise or modify any of the terms of appointment and remuneration from time to time within the limits laid down in Schedule V to the Act.

Termination

Notwithstanding anything contained in this Agreement, either party shall be entitled to terminate this Agreement by giving six (6) months notice in writing in that behalf to the other party and on the expiry of the period of such notice, this Agreement shall stand terminated. The Company shall also be entitled to terminate the Agreement on giving to Shri Anurag Kanoria six (6) months' salary in lieu of six months notice.

Service of Notice

Any notice to be given hereunder shall be sufficiently given or served in case of Shri Anurag Kanoria by being delivered either personally to him or left for him at his address last known to the Company or sent by registered post addressed to him at such address and in the case of the Company by being delivered at or sent by registered post addressed to its registered office, any such notice if so posted shall be deemed served on the day following that on which it was posted.

In pursuance of Section II of Part II of Schedule V of the Act, following further information is given:

I. General Information

- | | |
|-----------------------|---|
| 1. Nature of Industry | : The New Great Eastern Spinning & Weaving Company Limited was incorporated in the year 1873. The Company's primary business is manufacturing, trading / marketing activities and other business as per Memorandum of Association of the Company. The |
|-----------------------|---|



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

- Company owns substantial financial investments in the form of shares and other financial securities.
2. Date or expected date of commencement of commercial production : The Company is carrying its business since more than 100 years.
 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Existing Company, not applicable.
 4. Foreign investments or collaborations, if any : Not Applicable

II. Information about the Appointee

1. Background Details : Shri Anurag Kanoria, aged about 58 years, is an able administrator with an experience of several years in the field of administration and commercial matters. His Director Identification Number is 00200630.
2. Past Remuneration : Rs. 4,50,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 1,50,000/- per month. Total Remuneration for the year 2025-2026 was Rs. 6,00,000/- excluding Provident Fund and Bonus.
3. Recognition or Awards : NIL
4. Job Profile and Suitability : He is a Whole Time Director of the Company and devotes attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
5. Remuneration Proposed : Salary: Rs. 6,00,000/- per month plus perquisites and House Rent Allowance of Rs. 2,00,000/- per month.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.e.f. the country of his origin) : The remuneration structure proposed is competitive to what is prevailing for a position of a Whole Time Director in the textile & home décor business relative to the size and capacity of the Company.
7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any : Shri Anurag Kanoria is a Director holding 2,37,630 shares of the paid-up and subscribed capital of the Company. Apart from receiving remuneration as stated above and dividend as a member of the Company, he is not entitled to remuneration from the Company under any other head save what is set out in the Resolution. Smt. Vineeta Kanoria, a Whole Time Director of the Company is brother's wife of Shri Anurag Kanoria.

In view of the above, and in view of the high esteem in which he is held in the corporate world for his commercial knowledge and business acumen, the Board considers it fit and suitable to the remuneration as proposed herein.



III. Other Information

1. Reasons of Loss or Inadequate Profits

Due to economic slowdown and consequent adverse market conditions prevailing in the organized Textile Industry in Mumbai.

The Company seeks the permission of its shareholders for approval for re-appointment of Shri Anurag Kanoria for the period 1st August, 2026 to 31st July, 2029 as per resolution as set out at Item No. 3 notwithstanding the fact that the Company may not generate a profit or inadequate profit in any such financial year.

This Explanatory Statement and the resolution at Item No. 3 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

The Board of Directors recommends the passing of Special Resolution as set out at Item No. 3 of the accompanying Notice relating to re-appointment of Shri Anurag Kanoria as Whole Time Director of the Company, by way of Special Resolution for the approval of the members.

2. Steps taken or proposed to be taken for improvement

The management of the Company has taken various steps for a sustained business operation.

3. Expected improvement in Productivity and Profits in measurable terms

The Company is conscious about improvement in productivity and undertakes constant measures to improve it. It is difficult, however in the present scenario to predict profit from business operations in measurable terms.

The Board of Directors is of the view that it is in the interest of the Company to continue to avail the services of Shri Anurag Kanoria as a Whole Time Director of the Company.

Approval of members is sought for re-appointment of Shri Anurag Kanoria as a Whole Time Director and for payment of remuneration including minimum remuneration.

The Board recommends the Resolution under item No. 3 of the accompanying notice for approval of the shareholders of the Company by way of Special Resolution.

The Explanatory Statement and the resolution at Item No. 3 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.



ITEM NO. 4

Reappointment of Smt. Vineeta Kanoria as a Whole Time Director

The present term of Smt. Vineeta Kanoria as Whole Time Director of the Company will expire by efflux of time on 31st March 2027. The Board of Directors at their meeting held on 4th September 2026, have recommended to re-appoint Smt. Vineeta Kanoria as Whole Time Director of the Company for a further period of three (3) consecutive years, commencing from 1st April, 2027 and upto 31st March, 2030 on the remuneration as recommended by the Nomination and Remuneration Committee. Her appointment and remuneration fixed by the Board are in accordance with Schedule V to the Companies Act, 2013 (“the Act”) and are subject to the approval of the shareholders by way of Special Resolution, for which purpose relevant resolution as set out under item No. 4 of the accompanying Notice is proposed.

Smt. Vineeta Kanoria is not disqualified from being appointed as a director in terms of section 164 of the Companies Act, 2013.

Smt. Vineeta Kanoria is interested in the resolution set out at Item No. 4 of the Notice with regard to her re-appointment. The relatives of Smt. Vineeta Kanoria may be deemed to be interested in the resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors have recommended the following remuneration as recommended by the Nomination and Remuneration Committee payable to Smt. Vineeta Kanoria with the power to the Board to make variation or increase therein as may be thought fit from time to time, during the tenure of her re-appointment but within the ceiling laid down in Schedule V to the Companies Act, 2013 or any statutory amendment or relaxations thereof. The abstract of terms and conditions of the re-appointment and remuneration payable to Smt. Vineeta Kanoria, as embodied in the draft Agreement to be entered into by Smt. Vineeta Kanoria with the Company for her re-appointment and remuneration payable to her, are as follows:

1. Period of Appointment

Three (3) years commencing from 1st April, 2027 to 31st March, 2030.

2. Remuneration

- a) SALARY : Rs. 10,00,000 (Rupees Ten Lakhs Only) per month.
- b) PERQUISITES : Smt. Vineeta Kanoria will be entitled to the following perquisites in addition to her salary restricted to an amount equal to the annual salary of Smt. Vineeta Kanoria.

Unless the context otherwise requires, perquisites are classified into three categories A, B and C as follows

CATEGORY – A

This will comprise of house rent allowance, leave travel concession, bonus, medical reimbursement, fees of clubs, personal accident insurance and such other benefits, facilities and allowances as may be available and allowed to Smt. Vineeta Kanoria as per the rules of the Company. These may be provided for as under



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Housing Rent Allowance

Free furnished accommodation or House Rent Allowance of Rs. 4,00,000/- per month in lieu thereof.

Medical Reimbursement

All medical expenses incurred for self and her family including hospitalisation, nursing home and surgical charges in India and/or abroad subject to a ceiling of one month salary in a year.

Leave Travel Concession

For self and family once in a year to any destination in India or abroad.

Bonus

As per rules of the Company.

Club Fees

Fees of clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

Personal Accident Insurance

Of an amount the annual premium of which does not exceed Rs. 20,000/- per annum for Smt. Vineeta Kanoria.

Education Benefits

For self and family in India and / or abroad

Other Benefits and Allowances

Any other benefits, facilities and allowances as may be available and allowed as per rules of the Company. The value of the perquisites for the purpose of calculating the above annual ceiling shall be evaluated as per Income Tax Rules wherever applicable, otherwise at actual.

CATEGORY –B

- i) Contributions to Provident Fund will not be included in the computation of the ceiling on perquisites to the extent it is not taxable under the Income Tax Act, 2025.
- ii) Gratuity payable shall be half a month salary for each completed year of service.
- iii) Encashment of Leave at the end of the tenure, as per rules of the Company will be permitted and will not be included in the computation of the ceiling on perquisites.

CATEGORY - C

Provision of car for use of the Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the



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Company to Smt. Vineeta Kanoria. She shall also be provided with a mobile, laptop and internet connection for the purpose of the business of the Company which will also not form part of perquisites.

Minimum Remuneration

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of office of Smt. Vineeta Kanoria, the Company shall pay remuneration by way of consolidated salary and perquisites in the manner laid down under Section II or Part II of Schedule V to the Companies Act, 2013 as amended and in force or any statutory amendments or relaxation in force.

Sitting Fee

Smt. Vineeta Kanoria shall not, so long as she acts as the Whole Time Director of the Company, be paid any sitting fee for attending any meeting of the Board or any Committee thereof.

Other Terms

Smt. Vineeta Kanoria shall not, during the continuance of her employment hereunder or at any time thereafter, divulge or disclose to any person or make use whatever for her own or for any other purpose any confidential information or knowledge acquired by her during her employment under the Company as to the business or affairs of the Company or as to any trade secret or secrets, processes of the Company and shall, during the continuance of her employment hereunder, use her best endeavors to prevent any other person from doing so.

Smt. Vineeta Kanoria hereby undertakes that so long as she functions as a Whole Time Director of the Company, she shall not become interested or otherwise concerned directly or indirectly in any selling agency of the Company in future without the prior approval of the Board of Directors of the Company.

The Board of Directors may in their discretion, revise or modify any of the terms of appointment and remuneration from time to time within the limits laid down in Schedule V to the Act or any statutory amendment or relaxations thereof.

Termination

Notwithstanding anything contained in this Agreement, either party shall be entitled to terminate this Agreement by giving six (6) months notice in writing in that behalf to the other party and on the expiry of the period of such notice, this Agreement shall stand terminated. The Company shall also be entitled to terminate the Agreement on giving to Smt. Vineeta Kanoria six (6) months' salary in lieu of six months notice.

Service of Notice

Any notice to be given hereunder shall be sufficiently given or served in case of Smt. Vineeta Kanoria by being delivered either personally to her or left for her at her address last known to the Company or sent by registered post addressed to her at such address and in the case of the Company by being delivered at or sent by registered post addressed to its registered office, any such notice if so posted shall be deemed served on the day following that on which it was posted.



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In pursuance of Section II of Part II of Schedule V of the Act, following further information is given:

II. General Information

1. Nature of Industry : The New Great Eastern Spinning & Weaving Company Limited was incorporated in the year 1873. The Company's primary business is manufacturing, trading / marketing activities and other business as per Memorandum of Association of the Company. The Company owns substantial financial investments in the form of shares, mutual funds, other financial securities.
2. Date or expected date of commencement of commercial production : The Company is carrying its business since more than 100 years.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Existing Company, not applicable.
4. Foreign investments or collaborations, if any : Not Applicable

II. Information about the Appointee

1. Background Details : Smt. Vineeta Kanoria, aged about 64 years, is an able administrator with an experience of several years in the field of administration and commercial matters. Her Director Identification Number is 00775298.
2. Past Remuneration : Rs. 10,00,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 4,00,000/- per month.
3. Recognition or Awards : NIL
4. Job Profile and Suitability : She is a Whole Time Director of the Company and devotes attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company.
5. Remuneration Proposed : Salary: Rs. 10,00,000/- per month plus perquisites and House Rent Allowance of Rs. 4,00,000/- per month.
6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.e.f. the country of his origin) : The remuneration structure proposed is competitive to what is prevailing for a position of a Whole Time Director in the textile & home décor business relative to the size and capacity of the Company.



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7. Pecuniary relationship : Smt. Vineeta Kanoria is a Director holding 7,31,510 shares directly or indirectly with the Company or relationship with the managerial personnel if any of the paid-up and subscribed capital of the Company. Apart from receiving remuneration as stated above and dividend as a member of the Company, she is not entitled to remuneration from the Company under any other head save what is set out in the Resolution. Shri Anurag Kanoria, a Whole Time Director of the Company is the brother-in-law of Smt. Vineeta Kanoria.

In view of the above, and in view of the high esteem in which she is held in the corporate world for her commercial knowledge and business acumen, the Board considers it fit and suitable to the remuneration as proposed herein.

III. Other Information

1. Reasons of Loss or Inadequate Profits

Due to economic slowdown and consequent adverse market conditions prevailing in the organized Textile Industry in Mumbai.

The Company seeks the permission of its shareholders for approval for re-appointment of Smt. Vineeta Kanoria for the period 1st April, 2027 to 31st March, 2030 as per resolution as set out at Item No. 4 notwithstanding the fact that the Company may not generate a profit or inadequate profit in any such financial year.

This Explanatory Statement and the resolution at Item No. 4 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

The Board of Directors recommends the passing of Special Resolution as set out at Item No. 4 of the accompanying Notice relating to re-appointment of Smt. Vineeta Kanoria as Whole Time Director of the Company, by way of Special Resolution for the approval of the members.

2. Steps taken or proposed to be taken for improvement

The management of the Company has taken various steps for a sustained business operation.

3. Expected improvement in Productivity and Profits in measurable terms

The Company is conscious about improvement in productivity and undertakes constant measures to improve it. It is difficult, however in the present scenario to predict profit from business operations in measurable terms.

The Board of Directors is of the view that it is in the interest of the Company to continue to avail the services of Smt. Vineeta Kanoria as a Whole Time Director of the Company.

Approval of members is sought for re-appointment of Smt. Vineeta Kanoria as a Whole Time Director and for payment of remuneration including minimum remuneration.



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The Board recommends the Resolution under item No. 4 of the accompanying notice for approval of the shareholders of the Company by way of Special Resolution.

The Explanatory Statement and the resolution at Item No. 4 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

ITEM NO. 5

Appointment of Shri Vinod Jiwanram Lohia (DIN 01509730) as a Whole Time Director

The Board of Directors at their meeting held on 24th March, 2026, have recommended to appoint Shri Vinod Jiwanram Lohia as an Additional Director designated as a Whole Time Director of the Company for a period of three (3) consecutive years, commencing from 1st March, 2026 to 28th February, 2029 on the remuneration as recommended by the Nomination and Remuneration Committee. His appointment and remuneration fixed by the Board are in accordance with Schedule V to the Companies Act, 2013 ("the Act") and are subject to the approval of the shareholders by way of Special Resolution, for which purpose relevant resolution as set out under item No. 5 of the accompanying Notice is proposed.

Shri Vinod Jiwanram Lohia is not disqualified from being appointed as a director in terms of section 164 of the Companies Act, 2013.

Shri Vinod Jiwanram Lohia is interested in the resolution set out at Item No. 5 of the Notice regarding his appointment. The relatives of Shri Vinod Jiwanram Lohia may be deemed to be interested in the resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors have recommended the following remuneration as recommended by the Nomination and Remuneration Committee payable to Shri Vinod Jiwanram Lohia with the power to the Board to make variation or increase therein as may be thought fit from time to time, during the tenure of his appointment but within the ceiling laid down in Schedule V to the Companies Act, 2013 or any statutory amendment or relaxations thereof. The abstract of terms and conditions of the appointment and remuneration payable to Shri Vinod Jiwanram Lohia, as embodied in the draft Agreement to be entered into by Shri Vinod Jiwanram Lohia with the Company for his appointment and remuneration payable to him, are as follows:

a) Period of Appointment

Three (3) years commencing from 1st March, 2026 to 28th February, 2029.

b) Remuneration

a) SALARY : Rs. 50,000 (Rupees Fifty Thousand Only) per month.

b) PERQUISITES : Shri Vinod Jiwanram Lohia will be entitled to the following perquisites in addition to his salary restricted to an amount equal to the annual salary of Shri Vinod Jiwanram Lohia.

Unless the context otherwise requires, perquisites are classified into three categories A, B and C as follows



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

CATEGORY - A

This will comprise of bonus and such other benefits, facilities and allowances as may be available and allowed to Shri Vinod Jiwanram Lohia as per the rules of the Company. These may be provided for as under

Bonus

As per rules of the Company.

Other Benefits and Allowances

Any other benefits, facilities and allowances as may be available and allowed as per rules of the Company. The value of the perquisites for the purpose of calculating the above annual ceiling shall be evaluated as per Income Tax Rules wherever applicable, otherwise at actual.

CATEGORY –B

- i) Contributions to Provident Fund will not be included in the computation of the ceiling on perquisites to the extent it is not taxable under the Income Tax Act, 2025.
- ii) Gratuity payable shall be half a month salary for each completed year of service.
- iii) Encashment of Leave at the end of the tenure, as per rules of the Company will be permitted and will not be included in the computation of the ceiling on perquisites.

CATEGORY - C

Provision of car for use of the Company's business and telephone at residence will not be considered as perquisites. Personal long distance calls on telephone and use of car for private purpose shall be billed by the Company to Shri Vinod Jiwanram Lohia. He shall also be provided with a mobile, laptop and internet connection for the purpose of the business of the Company which will also not form part of perquisites.

Minimum Remuneration

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of office of Shri Vinod Jiwanram Lohia, the Company shall pay remuneration by way of consolidated salary and perquisites in the manner laid down under Section II or Part II of Schedule V to the Companies Act, 2013 as amended and in force or any statutory amendments or relaxation in force.

Sitting Fee

Shri Vinod Jiwanram Lohia shall not, so long as he acts as the Whole Time Director and General Manager (Works) of the Company, be paid any sitting fee for attending any meeting of the Board or any Committee thereof.

Other Terms

Shri Vinod Jiwanram Lohia shall not, during the continuance of his employment hereunder or at any time thereafter, divulge or disclose to any person or make use whatever for his own or for any other purpose any confidential information or knowledge acquired by him during his employment under the Company as to the business or affairs of



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

the Company or as to any trade secret or secrets, processes of the Company and shall, during the continuance of his employment hereunder, use his best endeavors to prevent any other person from doing so.

Shri Vinod Jiwanram Lohia hereby undertakes that so long as he functions as a Whole Time Director of the Company, he shall not become interested or otherwise concerned directly or indirectly in any selling agency of the Company in future without the prior approval of the Board of Directors of the Company.

The Board of Directors may in their discretion, revise or modify any of the terms of appointment and remuneration from time to time within the limits laid down in Schedule V to the Act.

Termination

Notwithstanding anything contained in this Agreement, either party shall be entitled to terminate this Agreement by giving six (6) months notice in writing in that behalf to the other party and on the expiry of the period of such notice, this Agreement shall stand terminated. The Company shall also be entitled to terminate the Agreement on giving to Shri Vinod Jiwanram Lohia six (6) months' salary in lieu of six months notice.

Service of Notice

Any notice to be given hereunder shall be sufficiently given or served in case of Shri Vinod Jiwanram Lohia by being delivered either personally to him or left for him at his address last known to the Company or sent by registered post addressed to him at such address and in the case of the Company by being delivered at or sent by registered post addressed to its registered office, any such notice if so posted shall be deemed served on the day following that on which it was posted.

In pursuance of Section II of Part II of Schedule V of the Act, following further information is given:

I. General Information

- | | |
|--|---|
| 1. Nature of Industry | : The New Great Eastern Spinning & Weaving Company Limited was incorporated in the year 1873. The Company's primary business is manufacturing, trading/marketing activities and other business as per Memorandum of Association of the Company. The Company owns substantial financial investments in the form of shares, mutual funds, other financial securities. |
| 2. Date or expected date of commencement of commercial production | : The Company is carrying its business since more than 100 years. |
| 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | : Existing Company, not applicable. |
| 4. Foreign investments or collaborations, if any | : Not Applicable |

II. Information about the Appointee

- | | |
|-----------------------|---|
| 1. Background Details | : Shri Vinod Jiwanram Lohia, aged about 76 years, holding B.Com, LLB & DBM degrees and is an able administrator with an experience of over 50 years in the corporate world. His Director Identification Number is 01509730. |
|-----------------------|---|



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

- | | | |
|---|---|--|
| 2. Past Remuneration | : | NIL |
| 3. Recognition or Awards | : | NIL |
| 4. Job Profile and Suitability | : | He is a Whole Time Director of the Company and devotes attention to the management of the affairs of the Company and exercises powers under the supervision and superintendence of the Board of the Company. |
| 5. Remuneration Proposed | : | Salary: Rs. 50,000/- per month plus perquisites. |
| 6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.e.f. the country of his origin) | : | The remuneration structure proposed is competitive to what is prevailing for a position of a Whole Time Director in the textile & home décor business relative to the size and capacity of the Company. |
| 7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel if any | : | Shri Vinod Jiwanram Lohia is a Director holding 50 equity shares of the paid-up and subscribed capital of the Company. Apart from receiving remuneration as stated above, he is not entitled to remuneration from the Company under any other head save what is set out in the Resolution. |

In view of the above, and in view of the high esteem in which he is held in the corporate world for his commercial knowledge and business acumen, the Board considers it fit and suitable to the remuneration as proposed herein.

III. Other information

Due to economic slowdown and consequent adverse market conditions prevailing in the organized Textile Industry in Mumbai.

The Company seeks the permission of its shareholders for approval for appointment of Shri Vinod Jiwanram Lohia for the period 1st March, 2026 to 28th February, 2029 as per resolution as set out at Item No. 5 notwithstanding the fact that the Company may not generate a profit or inadequate profit in any such financial year.

This Explanatory Statement and the resolution at Item No. 5 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

The Board of Directors recommends the passing of Special Resolution as set out at Item No. 5 of the accompanying Notice relating to appointment of Shri Vinod Jiwanram Lohia as Whole Time Director of the Company, as he will be attaining the age of 76 years in his proposed tenure of 3 years, by way of Special Resolution for the approval of the members. In compliance with the Ministry of Corporate Affairs General Circular No. 20/2020 dated May 5, 2020, this item is considered unavoidable and forms part of this Notice.

The Board of Directors is of the view that it is in the interest of the Company to avail the services of Shri Vinod Jiwanram Lohia as a Whole Time Director of the Company.



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Approval of members is sought for appointment of Shri Vinod Jiwanram Lohia as a Whole Time Director and for payment of remuneration including minimum remuneration.

The Board recommends the Resolution under item No. 5 of the accompanying notice for approval of the shareholders of the Company by way of Special Resolution.

The Explanatory Statement and the resolution at Item No. 5 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

Mumbai, 4th September, 2026

Registered Office

25-29, Dr. Ambedkar Road,

Mumbai – 400 027.

CIN U51100MH1873PLC000015

Tel 91 22 22003231 / 4325

Email nge@newgreat.in

By Order of the Board of Directors

For The New Great Eastern Spinning And Weaving Company Limited

Vinod Jiwanram Lohia

Whole Time Director

DIN 01509730

Vineeta Kanoria

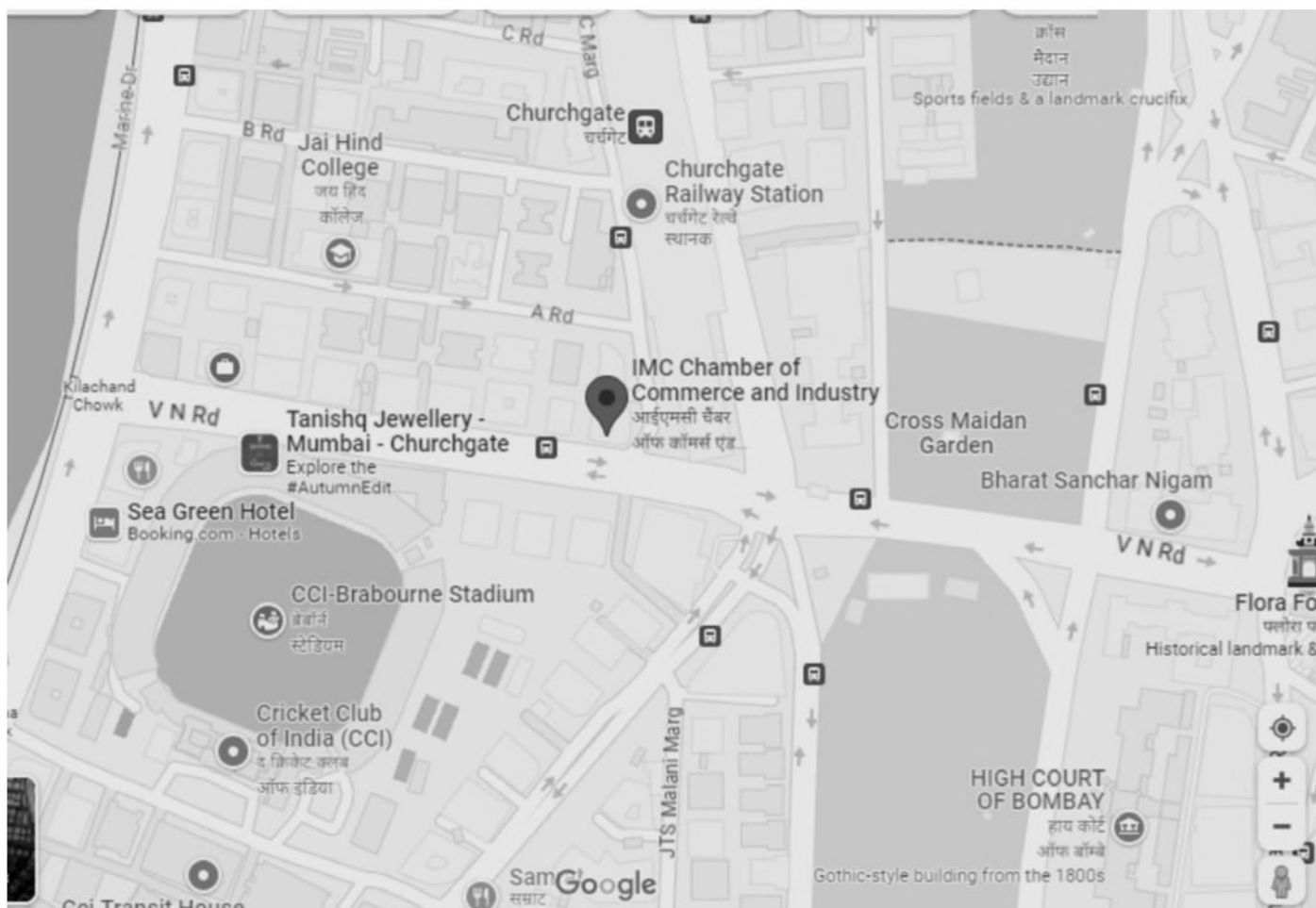
Whole Time Director

DIN 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

ROUTE MAP FOR THE AGM VENUE



AGM Venue

Kilachand Conference Room, 2nd Floor, IMC Chamber of Commerce and Industry, IMC Building, IMC Marg, Churchgate, Mumbai - 400 020.

Prominent landmark:

Near Churchgate Railway Station



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY LIMITED

As per the requirement of Clause 1.2.5 of the Secretarial Standard 2 as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Directors are given below

Name of Director	Smt. Vineeta Kanoria	Shri Anurag Kanoria	Shri Vinod Jiwanram Lohia
Date of Birth	27th May, 1962	19th September, 1968	26th January, 1951
DIN	00775298	00200630	01509730
Designation	Whole Time Director	Whole Time Director	Whole Time Director
Nationality	Indian	Indian	Indian
Date of Appointment	25th March, 2015	1st August, 2011	1st March, 2026
Qualification	Master of Arts from Bombay University	M.A-Literature (North Eastern University) , PHD (University of Bombay)	B.Com, LLB, DBM
Nature of expertise in specific functional areas	Has experience and expertise in general administration and procurement/marketing of home décor items.	General Administration and Procurement/ Marketing of Home Décor Items.	Vast experience in Industry for over 48 years in the field of Technical, Commercial, Finance and Legal areas.
Last Remuneration drawn	Salary Rs. 10,00,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 4,00,000/- per month	Salary Rs. 4,50,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 1,50,000/- per month	NIL
Proposed Remuneration	Salary Rs. 10,00,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 4,00,000/- per month	Salary Rs. 6,00,000/- per month plus perquisites including retirement benefits and House Rent Allowance of Rs. 2,00,000/- per month	Salary Rs. 50,000/- per month plus perquisites including retirement benefits.
Directorship in other Indian Companies	1. Bombay Wire Ropes Limited 2. New India Exports Private Limited	1. Bombay Wire Ropes Limited 2. New India Exports Private Limited 3. The United Provinces Sugar Company Limited	NIL
Number of meetings of the Board attended during the Financial Year 2025-26	Ten (10)	Ten (10)	Eight (8)
Relationship inter-se with other directors/ key managerial personnel	Shri Anurag Kanoria, a Whole Time Director of the Company is the brother-in-law of Smt. Vineeta Kanoria	Smt. Vineeta Kanoria, a Whole Time Director of the Company is brother's wife of Shri Anurag Kanoria	NIL
Chairman/ Member of any committee of the board of directors	Member of Corporate Social Responsibility Committee and Stakeholders Relationship Committee	Member of Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Audit Committee	Member of Nomination and Remuneration Committee
Shareholding, if any in the Company	7,31,510 equity shares of the paid-up and subscribed capital of the Company	2,37,630 equity shares of the paid-up and subscribed capital of the Company	50 equity shares of the paid-up and subscribed capital of the Company

By order of the Board of Directors
For The New Great Eastern Spinning And Weaving Company Limited

Place : Mumbai
Dated : 4th September, 2026

Vinod Jiwanram Lohia
Whole Time Director and
General Manager (Works)
DIN : 01509730

Vineeta Kanoria
Whole Time Director
DIN : 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

DIRECTORS' REPORT

TO THE MEMBERS

The Directors of the Company are pleased to present the One Hundred Fifty First Annual Report of the Company along with the Audited Financial Statements for the Financial Year ended 31st March, 2026.

Financial Results

(All amounts in ₹ Lakhs, unless otherwise stated)

Sl.	Particulars	F.Y 2025-26 Standalone	F.Y 2024-25 Standalone	F.Y 2025-26 Consolidated	F.Y 2024-25 Consolidated
A	Continuing Operations				
1.	Revenue from Operations	2,030.97	1,891.12	2,026.16	1,898.89
2.	Other Income	152.42	136.08	158.89	139.69
3.	Profit before Depreciation and Tax from Continuing Operations	523.23	426.63	523.00	436.31
4.	Provision for Depreciation and Exceptional Item	29.23	38.54	29.23	38.54
5.	Profit / (Loss) before Tax from Continuing Operations	494.00	388.09	493.77	397.77
6.	Total Tax Expense of Continuing Operations	175.52	205.79	176.43	205.79
7.	Profit / (Loss) for the Year from Continuing Operations	318.48	182.30	317.34	191.98
B	Discontinued Operations				
8.	Profit/(Loss) for the Year from Discontinued Operations	(122.77)	(183.00)	(122.77)	(183.00)
A+B	Profit/(Loss) for the Year from Continuing Operations and Discontinued Operations	195.71	(0.70)	194.57	8.98
9.	Total Other Comprehensive Income/(Loss) for the Year	(5,296.34)	7,537.40	(5,296.34)	7,537.40
10.	Total Comprehensive Income/(Loss) for the Year	(5,100.63)	7,536.70	(5,101.77)	7,546.38

Management Discussion and Analysis

During the year under review, the Company recorded a standalone Total Income of ₹ 2,183.39 lakhs as against ₹ 2,027.20 lakhs in the previous year, and a consolidated Total Income of ₹ 2,185.05 lakhs as against ₹ 2,038.58 lakhs in the previous year, an increase driven primarily by growth in Interest Income (standalone: ₹ 1,216.24 lakhs; consolidated: ₹ 1,211.43 lakhs) and Dividend Income (₹ 395.88 lakhs), reflecting the Company's continuing shift towards income from its investment portfolio. Profit before tax from Continuing Operations stood at ₹ 494.00 lakhs on a standalone basis (previous year: ₹ 388.09 lakhs) and ₹ 493.77 lakhs on a consolidated basis (previous year: ₹ 397.77 lakhs). After accounting for a loss of ₹ 122.77 lakhs (net of tax) from Discontinued Operations relating to the textile business, the Company posted a net profit of ₹ 195.71 lakhs (standalone) and ₹ 194.57 lakhs (consolidated) for the year, as against a marginal standalone loss of ₹ 0.70 lakhs and a consolidated profit of ₹ 8.98 lakhs in the previous year.

The Company permanently closed its Byculla textile unit with effect from 23rd August, 2025, following settlement of dues with the workmen and officers in consultation with the Rashtriya Mill Mazdoor Sangh, the recognised labour union. The Company's Silvassa unit, which had remained closed since April 2024, was also identified for permanent



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closure, and the Board approved disposal of the old and obsolete plant, machinery and other movable assets lying thereat. Pursuant thereto, the Company executed a Sale Agreement on 4th August, 2026 for disposal of the said assets for a consideration of ₹ 65,00,000/- plus applicable GST, on an "as is where is" basis. The exit from textile operations is expected to eliminate recurring operating losses and enable the Company to focus on optimising returns from its investment portfolio.

To secure a stable, centrally located registered office, the Board approved the purchase of office premises admeasuring 1,340 sq. ft. at Jolly Bhavan No. 1, New Marine Lines, Mumbai, from Bombay Wire Ropes Limited for ₹ 5,15,00,000/-, supported by independent valuation reports, with a portion of 250 sq. ft. being leased back to the seller on arm's length terms.

The Company's Scheme of Amalgamation providing for the merger of its wholly owned subsidiary, Kanoria Udyog Limited, with the Company was filed before the Hon'ble National Company Law Tribunal, Mumbai Bench on 21st August, 2025. The Application faced procedural defects raised by the Registry, and an Order dated 15th September, 2025 refusing registration was successfully appealed, with the Tribunal allowing the Appeal on 14th October, 2025. The matter has since been listed before the Tribunal on multiple occasions and adjourned for want of time, most recently on 2nd September, 2026, and remains pending as on the date of this report.

Separately, the Company's Petition for reduction of its issued, subscribed and paid-up equity share capital, filed on 18th March, 2026, was admitted by the Tribunal on 25th March, 2026, pursuant to which notices are being issued to creditors, the Registrar of Companies and the Regional Director, along with the requisite public notice, with creditors being given 90 days to raise objections. The matter was thereafter listed on 8th July, 2026 and adjourned for want of time, with the next hearing scheduled for 7th October, 2026.

Change in Nature of the Business of the Company

There is no change in the nature of the business of the Company.

Indian Accountings Standard

The Ministry of Corporate Affairs (MCA) has, notified that the Indian Accounting Standards (Ind AS) are applicable to certain classes of companies from 1st April, 2019 with a transition date of 1st April, 2018 and accordingly. Ind AS was applicable to the Company w.e.f. 1st April, 2019.

Details of Board / Committee and Meeting

Ten (10) Board Meetings were convened and held during the year. The meetings were held on 7th April 2025, 11th June, 2025, 9th July, 2025, 4th November, 2025, 24th December, 2025, 7th January, 2026, 27th January, 2026, 24th February, 2026, 9th March, 2026 and 24th March, 2026. There has not been any instance during the year where a recommendation of the Audit Committee has not been accepted by the Board. The interval between two meetings has been well within the maximum period mentioned under section 173 of the Companies Act, 2013. The other details are given in "Annexure A" of the Report.

Dividend

The Board of Directors do not recommend declaration of any dividend for the year ended 31st March, 2026.

Transfer to Reserves

The profit/(loss) earned during the year has been transferred by the Company to its reserves.



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Share Capital

The paid-up equity share capital of the Company as on 31st March, 2026 stood at ₹ 16.30 crores. During the year under review, the Company has not issued any shares including shares with differential voting rights or any employee stock options or as sweat equity nor does it have any scheme to fund its employees to purchase the shares of the Company.

As on 31st March, 2026, none of the directors of the Company hold instruments which are convertible into equity shares of the Company.

The Board of Directors at its meeting held on 24th March, 2025, approved a buyback of its equity shares from its existing shareholders on a proportionate basis for upto 4,40,965 fully paid up equity shares (representing 2.70% of the total paid-up equity share capital of the Company as on 31st December, 2024) of a face value of ₹ 10/- (Rupees Ten Only) each at a price of ₹ 413.96/- (Rupees Four Hundred Thirteen and Ninety-Six Paise Only) per equity share payable in cash for a maximum aggregate consideration not exceeding ₹ 1,826 Lakhs (Rupees One Thousand Eight Hundred Twenty Six Lakhs Only), representing 4.61% of the fully paid-up equity share capital and free reserves of the Company as per its latest Limited Review Financial Statement as on 31st December, 2024 the buyback size did not include any transaction costs viz. brokerage, applicable taxes such as buyback tax, securities transaction tax, GST, stamp duty as well as any expenses incurred or to be incurred for the buyback like filing fees, advisors / legal fees, public announcement publication expenses, printing and dispatch expenses and any other incidental and related expenses.

Under the aforesaid buyback, the Company has bought back 40,230 (Forty Thousand Two Hundred Thirty) equity shares at a price of ₹ 413.96/- (Rupees Four Hundred Thirteen and Ninety-Six Paise Only) per equity share, post which, the equity share capital of the Company stood at ₹ 16,29,70,167 consisting of 1,62,97,017 equity shares of ₹ 10 each as on date.

Subsidiary, Associate and Consolidated Financial Statements

The Board of Directors has reviewed the affairs of the subsidiary viz. Kanoria Udyog Limited of the Company during the year.

In accordance with Section 129(3) of the Companies Act 2013, consolidated financial statements of the Company and of its subsidiary have been prepared which form a part of this Annual Report.

During the year under review, no company has ceased to be a subsidiary or an associate company of the Company.

A statement containing the salient features of the financial statements of the subsidiary and other necessary details in the prescribed format AOC-1 is at “**Annexure B**” that forms a part of the consolidated financial statements.

Particulars of Loans, Guarantees and Investments

Particulars of loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 form a part of the Notes to the Financial Statements.

Deposits

The Company has not accepted any deposit from the public during the financial year 2025-26 within the meaning of Sections 73 and 76 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014 as amended, and there are no outstanding deposits in terms of the Companies (Acceptance of Deposits) Rules, 2014.



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Insurance

The properties of the Company have been adequately insured.

Contracts or Arrangements with Related Parties

All related party transactions are in accordance with the approvals being granted by the Audit Committee, Board of Directors and the Members at the Annual General Meeting (as applicable).

The particulars of every contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, is detailed in “**Annexure C**” to this Report.

Material Changes and Commitments

There were no material changes or commitments entered into between the end of the financial year and the date of the Report affecting the financial position of the Company.

Risk Management

Business risk evaluation and management is an ongoing and continuous process within the Company and an assessment of the same is periodically carried out by the Board of Directors.

Internal Control Systems and their Adequacy

The Company has an effective internal control and risk-mitigation system which are constantly assessed and strengthened with new/revised standard operating procedures. The internal control system of the Company is commensurate with its size, scale and complexities of its operations. The main thrust of the internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry.

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has a robust Management Information System which is an integral part of the control mechanism.

The Audit Committee of the Board of Directors, Statutory Auditors and the Business Heads are periodically apprised of the audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board.

Human Resources

The Company treats its human resources as an important asset and believes in its contribution to the all round growth of the Company. The Company takes adequate steps to upgrade and enhance the quality of this asset and strives to maintain it in an agile and responsive form. The Company is an equal opportunity employer and practices fair employment policies. The Company is confident that its human capital will effectively contribute to the long term value enhancement of the organization.

Significant and Material orders passed by regulators or courts

There is no significant and material order passed by Regulators / Courts which would impact the going concern status of the Company and its future operations.



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Industrial Relations

Industrial relations with staff and workmen during the year under review remained cordial.

Directors and Key Management Personnel

Appointment / Reappointment of Directors

Shri Anurag Kanoria (DIN 00200630) Director, retires by rotation and being eligible and offers himself for reappointment. A brief resume of Shri Anurag Kanoria, who is proposed to be reappointed, is provided in the Notice of the 151st Annual General Meeting of the Company.

The Board, on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Shri Anurag Kanoria as Whole Time Director for a further term of three (3) years from 1st August, 2026 to 31st July, 2029, subject to the approval of the Members by way of a Special Resolution at the ensuing Annual General Meeting.

The Board, on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Smt. Vineeta Kanoria as Whole Time Director for a further term of three (3) years from 1st April, 2027 to 31st March, 2030, subject to the approval of the Members by way of a Special Resolution at the ensuing Annual General Meeting.

The Board, on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Shri Vinod Jiwanram Lohia as Whole Time Director for a term of three (3) years from 1st March, 2026 to 28th February, 2029, subject to the approval of the Members by way of a Special Resolution at the ensuing Annual General Meeting.

Policy on Appointment and Remuneration of Directors

Criteria for Appointment of Independent Directors

The Board of Directors on the recommendation of the Nomination and Remuneration Committee, appoints independent directors who are of high integrity and with the relevant expertise and experience so as to have a diverse Board.

Criteria for Appointment of Whole Time Directors

The Nomination and Remuneration Committee identifies persons of integrity who possess relevant expertise and experience as well as leadership qualities for such positions and takes into consideration recommendations, if any, received from any member of the Board of Directors in this regard.

Declaration from Independent Directors

Each independent director has given a declaration that he/she meets the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

Performance Evaluation

Pursuant to the provisions of the Companies Act, 2013, the Nomination and Remuneration Committee has laid down the criteria for evaluation of the performance of individual directors and the Board as a whole. Based on the said criteria, the exercise of evaluation is carried out through a structured process covering various aspects of the functioning of the Board such as the composition of the Board and Committees, experience & expertise, performance of specific duties & obligations, governance & compliance issues, attendance, contribution at meetings etc. The performance evaluation of non-independent directors was carried out by an independent director at a separately convened meeting in which the



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performance of the Board as a whole was also evaluated. The performance of the independent directors has been carried out by the entire Board (excluding the director being evaluated).

Directors' Responsibility Statement

The Board of Directors acknowledges its responsibility towards ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in preparation of the annual accounts for the year ended 31st March, 2026 and states that.

- (i) The applicable accounting standards have been followed along with proper explanation relating to material departures, if any in preparation of the annual accounts;
- (ii) The Directors 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/loss of the Company for that period;
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors have prepared the annual accounts on a going concern basis;
- (v) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- (vi) There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

Information pursuant to Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of The Companies (Accounts) Rules, 2014, is given in “**Annexure D**” of this Report.

Annual Return

The Annual Return of the Company as on March 31, 2026 in Form MGT-7 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014, is available on the website of the Company at www.newgreat.in/Annual_Return.htm

Particulars of Employees

The particulars of employees as required under section 197(12) of the Companies Act, 2013 read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in “**Annexure E**” to this Report.

Corporate Social Responsibility

The Company has constituted a Corporate Social Responsibility Committee pursuant to Section 135 of the Companies Act, 2013.

The Annual Report on the Corporate Social Responsibility is annexed herewith as “**Annexure F**”



Auditors

Statutory Auditors and their Audit Report

The Members of the Company, at their 147th Annual General Meeting held on 26th September, 2022, approved the appointment of Messrs Bansi S. Mehta & Co., Chartered Accountants, (Firm Registration No. 100991W) (“BSM”) as the Statutory Auditors of the Company to hold office for a further term of five years commencing from the conclusion of the 147th Annual General Meeting (AGM) upto the conclusion of the 152nd AGM of the Company to be held in the year 2027. BSM have provided their consent and confirmed that they meet the eligibility criteria prescribed under Section 141 of the Act read with Rule 4 of the Company (Audit and Auditors) Rules, 2014 and that they are not disqualified to act as Statutory Auditors of the Company.

BSM have confirmed that the firm holds a valid certificate issued by the Peer Review Board of the ICAI. They have also furnished a declaration of independence as well as their arm’s length relationship with the Company and declared that they have not taken up any prohibited non audit assignments for the Company.

The Auditors’ Report for the Financial Year 2025-2026 is unmodified i.e. it does not contain any qualification(s), reservation(s) or adverse remark(s) and forms part of this Annual Report.

The Statutory Auditors have not reported any incident of fraud in terms of the second proviso to Section 143(12) of the Act to the Audit Committee of the Company during the Financial Year under review.

Cost Auditors

Cost Audit is not applicable to the Company for the financial year 2025-26 as per the provisions of section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules 2014 framed thereunder as well as the Cost Audit Orders issued from time to time.

Compliance of Secretarial Standards

The Board hereby confirms that during the year under review, the Company has complied with the Secretarial Standards as prescribed by Institute of Company Secretaries of India.

Secretarial Auditors and Audit Report

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, Secretarial Audit is not applicable since the paid up share capital of the Company is below ₹ 50 crores and its turnover is below ₹ 250 crores and its outstanding loans/borrowings from banks / public financial institutions is below Rs. 100 crores.

Internal Audit

Pursuant to the provisions of Section 138 of the Act read with the Companies (Accounts) Rules, 2014, Internal Audit is not applicable since the paid up share capital of the Company is below 50 crores and its turnover is below 200 crores.

Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

The Company has formed Internal Complaints Committee and Sexual Harassment Policy in accordance with the provisions of “The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013”.



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Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

We would like to further add that the Company provides a conducive work environment in terms of sexual harassment for the women employees and has sufficient checks to provide protection against sexual harassment of women at workplace.

Details of Sexual Harassment cases are following

Sr. No.	Particulars	Details
1.	Number of Sexual Harassment Complaints received	Nil
2.	Number of Sexual Harassment Complaints disposed off	NA
3.	Number of Sexual Harassment Complaints pending beyond 90 days.	Nil

The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 (31 of 2016) during the year along with their status as at the end of the Financial Year.

No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year is not applicable

The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

The requirement to disclose the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

Acknowledgement

Your Directors would like to express their appreciation for the assistance and co-operation received from all its employees and members during the year under review.

Mumbai, 4th September, 2026
Registered Office
25-29, Dr. Ambedkar Road,
Mumbai – 400 027.
CIN U51100MH1873PLC000015
Tel 91 22 22003231 / 4325
Email nge@newgreat.in

By Order of the Board of Directors
For The New Great Eastern Spinning And Weaving Company Limited

Vinod Jiwanram Lohia
Whole Time Director
DIN 01509730

Vineeta Kanoria
Whole Time Director
DIN 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

ANNEXURE “A” TO THE DIRECTORS REPORT

1. Board of Directors

The Board of Directors comprised of Five (5) Directors including 2 Independent Directors, which is in compliance with the Companies Act, 2013.

The day to day management is conducted by Shri. Vinod Jiwanram Lohia, Shri Anurag Kanoria and Smt. Vineeta Kanoria Directors of the Company, subject to superintendence, control and direction of the Board of Directors.

None of the Directors on the Board of the Company is holding office of Director in more than twenty Companies and Independent Director in more than seven listed companies.

The composition of the Board, and other relevant details relating to the Directors, is given below:

Name of the Director	DIN	Category	No. of other Directorships*	No. of Shares held
Vineeta Arvindkumar Kanoria	00775298	Director	2	731510
Anurag Kantikumar Kanoria	00200630	Director	3	237630
Vinod Jiwanram Lohia	01509730	Director	1	50
Pragyan Vivek Pittie	10735025	Independent Director	1	NIL
Bimal Kumar Kanodia	00819671	Independent Director	1	NIL

* Excludes Directorship in Foreign Companies and Government Bodies.

2. Skill/Expertise/Competencies of the Board of Directors

The requisite skills, expertise and Competence required for running the business of the Company and as identified by Board of Director are available with Board of Directors.

3. Committees of the Board

The Board has constituted Committees of Directors as to effectively focus in activities falling within their terms of reference. The minutes of the meeting of all the Committees of the Board are placed before the Board for discussion/noting. The Board Committees can request special invitees to join the meeting, as appropriate.

The Board has currently established the following Committees:

A. Audit Committee

I. Composition

Pursuant to Section 177 of the Companies Act, 2013, the Audit Committee comprising of three (3) Directors, who have considerable expertise in accounting and financial management. The necessary quorum was present for all the meetings.

Name of the Member	Designation	Nature of Directorship
Anurag Kanoria	Member	Director
Pragyan Vivek Pittie	Chairperson	Independent Director
Bimal Kumar Kanodia	Member	Independent Director



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Brief Description of the Term of Reference

The terms of reference of the Audit Committee are broadly as under

- > Oversight of financial reporting process of the Company and the disclosure of its financial information so as to ensure that the financial statement is correct, sufficient and credible;
- > Recommending to the Board, the appointment, reappointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;
- > Review and monitor the auditors independence and performance, and effectiveness of audit process;
- > Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- > Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to, but not restricted to:
 - Matters required to be included in the 'Director's Responsibility Statement' under sub Section 5 of Section 134, which is further required to be included in our Board's report in terms of clause (c) of sub Section 3 of Section 134 of the Companies Act, 2013;
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with legal requirements relating to financial statements;
 - Disclosure of any related party transactions; and
 - Qualifications in the draft audit report.
- > Approval or any subsequent modification of transactions of our Company with related parties;
- > Scrutiny of inter-corporate loans and investments, valuation of undertakings or assets of our Company, wherever it is necessary;
- > To review, along with the management, the periodical financial statements before submission to the Board for approval;
- > To review, along with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- > To review, along with the management, performance of statutory auditors, adequacy of the internal control systems;
- > To review the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit; discussion with internal auditors of any significant findings and follow-up thereon;
- > To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

- > Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- > To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- > To review the functioning of the 'vigil' mechanism, in case the same is existing;
- > Approval of appointment of CFO, or any other person heading the finance function or discharging that function after assessing the qualifications, experience and background of the candidate, etc.;
- > Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and to carry out any other function statutorily required to be carried out by the Audit Committee as per applicable laws;
- > Mandatorily review the following information
 - management discussion and analysis of financial information and results of operations;
 - statement of significant related party transactions (as defined by the Audit Committee), submitted by the management;
 - management letters/letters of internal control weaknesses issued by the statutory auditors;
 - internal audit reports relating to internal control weaknesses; and
 - the appointment, removal and terms of remuneration of the chief internal auditor if applicable, shall be subject to review by the Audit Committee.

II. The Audit Committee invites executive as it may consider appropriate as well as representative of the statutory auditors.

B. Nomination and Remuneration Committee

I. Composition

Nomination and Remuneration Committee has been constituted as per the provisions of Section 178(1) of the Companies Act, 2013 to review and to recommend the remuneration payable to the Whole Time Directors and Senior Management of the Company based on their performance and defined assessment criteria.

Name of the Member	Status	Nature of Directorship
Vinod Jiwanram Lohia	Member	Director
Pragyan Vivek Pittie	Chairperson	Independent Director
Bimal Kumar Kanodia	Member	Independent Director

II. Brief Description of the Terms of Reference

The following is the terms of reference of Nomination and Remuneration Committee

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the level and composition of remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of independent directors and the Board;



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

3. To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
4. Devising a policy on Board diversity; and
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend by the Board.

III. Nomination and Remuneration Policy

The Nomination and Remuneration Policy is in place, which determines criteria inter-alia qualification, positive attributes and independence of Directors for their appointment on the Board of the Company and payment of remuneration to Directors, Key Managerial Personnel and other Employees.

The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.

- (i) Qualification, expertise and experience of the Directors in their respective fields;
- (ii) Personal, Professional or business standing;
- (iii) Diversity of the Board.

In case of reappointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

C. Stakeholders Relationship Committee

I. Composition

Pursuant to Section 178 of the Companies Act, 2013, the Company has constituted a Stakeholders Relationship Committee comprising of Three (3) Directors as mentioned below to redress complaints of the shareholders.

Name of the Member	Status	Nature of Directorship
Anurag Kanoria	Member	Whole Time Director
Vineeta Kanoria	Member	Whole Time Director
Pragyan Vivek Pittie	Chairperson	Independent Director

II. Term of Reference

The following is term of reference of Stakeholders Relationship Committee

- i. Efficient transfer of shares; including review of cases for the refusal of transfer / transmission of shares and debentures
- ii. Redressal of shareholders/investors complaints efficient transfer of shares; including review cases for refusal of transfer / transmission of any other securities;
- iii. Reviewing on a periodic basis the approval/refusal of transfer or transmission of shares or any other securities,
- iv. Issue of duplicate certificates and new certificates on split/consolidation/renewal;
- v. Allotment of shares;
- vi. Reference to statutory and regulatory authorities regarding investor grievances; and



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- vii. To otherwise ensure proper and timely attendance and redressal of investor queries and grievances and
- viii. Any other power specifically assigned by the Board of Directors of the Company.

II. Number of Shareholders' Complaints

No complaint was received during the year under review.

D. Corporate Social Responsibility Committee

I Constitution, Composition and Terms of Reference

The composition of this Committee is as under

Vineeta Kanoria	Whole Time Director	Member
Anurag Kanoria	Whole Time Director	Member
Pragyan Vivek Pittie	Independent Director	Member

II Meetings and Attendance

During the year ended 31st March, 2026, one meeting of the committee was held on 11th March, 2026. The attendance of each Member at this meeting is given as under:

Name	Status	11/03/2026
Vineeta Kanoria	Member	Present
Anurag Kanoria	Member	Present
Pragyan Vivek Pittie	Member	Present

E Independent Directors' Meeting

During the year under review the Independent Directors met on 11th March, 2026, inter alia, to discuss;

Evaluation of the performance of the Board as a whole;

Evaluation of performance of the Non-Independent, Directors of the Board;

To assess the quantity and timelines of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform its duties;

The attendance of each Member at this meeting is given as under

Name	Status	11/03/2026
Pragyan Vivek Pittie	Member	Present
Bimal Kumar Kanodia	Member	Present

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General Manager (Works)
DIN 01509730

Vineeta Kanoria
Whole Time Director
DIN 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

ANNEXURE “B” TO THE DIRECTORS’ REPORT

FORM AOC.1

Statement containing salient features of the financial statement of subsidiary/associate companies/ joint ventures [Pursuant to the first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014]

Part “A”: Subsidiaries

(₹ in Lakhs)

Name of Subsidiary	Kanoria Udyog Limited
Date since when subsidiary was acquired	01.04.1981
Share Capital	5,000 equity shares of par value Rs. 100/- each fully paid-up.
Other Equity	(384.50)
Total Assets	16,904.23
Total Liabilities	17,283.73
Investments	Nil
Turnover	Nil
Income	1,213.47
Expense	1,213.70
Profit/ (Loss) before Tax	(0.23)
Income Tax for earlier years	(0.91)
Profit/(Loss) for the period	(1.14)
Other Comprehensive Income	Nil
Total Comprehensive Income	(1.14)
Proposed Dividend	Nil
% of Shareholding	100%

Notes:

- Reporting period and reporting currency of the above subsidiary is the same as that of the Company.
- Part B of the Annexure is not applicable as there are no associate companies/joint ventures of the Company as on 31st March, 2026.

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Whole Time Director

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Vineeta Kanoria

Whole Time Director

DIN 00775298



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

ANNEXURE “C” TO THE DIRECTORS 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 - Not Applicable**
- 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	Shri Arvind Kanoria
b)	Nature of contracts / arrangements / transaction	Advisory Services
c)	Duration of the contracts / arrangements / transaction	Shall continue with effect from 1-4-2015 until either party gives the other party a written notice of not less than 30 days towards termination of the assignment.
d)	Value of transaction in FY 2025-26	₹. 3,60,00,000/-
e)	Date of approval by the Board /	22 nd April, 2024
f)	Amount paid as advances, if any	—

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ANNEXURE “D” TO THE DIRECTORS’ REPORT

[Pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014]

A. CONSERVATION OF ENERGY

- a) Energy conservation measures taken by the Company
 - (i) Electrical Energy
Reducing the maximum demand by evenly distributing the load throughout the day and increasing efficiency of the plant and equipment.
 - (ii) Fuel Oil Consumption: NIL
- b) Additional investments and proposals, if any, being implemented for reduction of consumption of energy: NIL
- c) Impact of the measures (a) and (b) above for reduction of energy consumption and consequent impact on cost of production of goods: Rationalisation in power consumption.
- d) Total energy consumption per unit of production: As per Form “A”.

FORM “A”

	Particulars	FY 2025-2026	FY 2024-2025
	Particulars with respect to Conservation of Energy		
A.	Power & Fuel Consumption		
	1. Electricity		
	a) Purchased Units (KWH)	4,09,992	4,94,444
	Total Amount (₹)	42,76,552	70,60,344
	Rate / Unit ₹	10.43	14.28
	b) Own Generation		
	From Diesel Generators (units)		
	Diesel oil consumption (Ltrs.)		
	Units per Litre of Diesel Oil		
	Cost per Unit (₹)		
	2. Coal / Per Coke		
	3. Furnace Oil Quantity in K. Ltr.		
	Total Cost (₹)		
	Average Rate / Ltr (₹)		
	4. Other / Internal Generation		
	5. Consumption per Unit of Production		
	In view of composite nature of the textile unit, it is not possible to express the consumption of power & fuel per unit of production.		



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B. TECHNOLOGY ABSORPTION

Efforts made in technology absorption as per Form “B”

I Research and Development (R&D)

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: Development of new varieties and product mix : NIL
4. Expenditure on R&D: NIL

II Technology Absorption, Adoption and Innovation:- NIL

C. FOREIGN EXCHANGE EARNINGS & OUTGO

	Financial Year 2025-2026	Financial Year 2024-2025
Earnings : Export of Goods / Services (₹)	Nil	14,942
Outgo: Import of materials & other expenses (₹)	21,36,755	21,91,859

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ANNEXURE “E” TO THE DIRECTORS REPORT

THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY DISCLOSURE UNDER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY LIMITED

A. List of top 10 Employees

Sl.	Name of Employee	Designation, Nature of duties	Remuneration*	Nature of Employment	Qualification and Experience (years)	Date of Appointment	DOB	Age (years)	Last employment held before joining the Company	Name of the Director of the Company who is relative
1	Vineeta Kanoria	Whole Time Director	1,83,26,200	Contractual	M. A. (27 years)	01/04/2015	27/05/1962	64	New India Exports Pvt. Ltd.	Anurag Kanoria
2	Anurag Kanoria	Whole Time Director	79,66,800	Contractual	M.A (Boston Univ.) (42 years)	01/03/1998	19/09/1968	57	None	Vineeta Kanoria
3	Krishna Kumar Kunwar	Chief Financial Officer	45,09,400	Full Time	B. Com (H), MBA-Fin. (21 years)	06/11/2013	24/12/1977	48	Nippo Batteries	Not Applicable
4	Suman Shah	Store Manager	33,25,326	Full Time	B.A (31 years)	01/05/2014	16/08/1966	60	STPI Ltd	Not Applicable
5	Vinod Jiwanram Lohia	Whole Time Director	18,37,080	Contractual	B. Com LLB	01/03/2026	26/01/1951	75	Bombay Wire Ropes Ltd	Not Applicable
6	Suresh Gangaprasad Gupta	Administration Manager	17,50,168	Full Time	B. Com (23 years)	01/04/2018	18/07/1960	66	The United Provinces Sugar Company Limited	Not Applicable
7	Hiren K. Shah	Manager (Finance & Accounts)	16,56,357	Full Time	B. Com (23 years)	01/04/2018	28/09/1978	47	The United Provinces Sugar Company Limited	Not Applicable
8	Nilofur M Loliwala	Deputy Store	14,64,203	Full Time	B.Sc. (25 years)	01/04/2014	04/12/1956	69	Citibank	Not Applicable
9	Zeba Hasmat	Senior Manager (Finance & Accounts)	12,83,800	Full Time	B Com (11 years)	01/01/2023	31/07/1992	34	Harshad Doshi & Co.	Not Applicable
10	Natasha Jinia	Administrative Manager	9,20,807	Full Time	MBA	20/09/2021	24/06/1983	43	Sri Lanka Consulate	Not Applicable

- 1 Remuneration includes salary, contribution to provident fund by the Company, bonus allowance and monetary value of perquisites paid but does not include any provision for gratuity or leave benefit as the same are determined on actuarial basis for the Company as a whole.
- 2 Shri Anurag Kanoria is the brother in law of Smt. Vineeta Kanoria and hence related to Smt. Vineeta Kanoria.
- 3 None of the employees are covered under Rule 5(2) (ii) and (iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

ANNEXURE “F” TO THE DIRECTORS` REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026.

1. Brief outline on CSR Policy of the Company.

Company believes in making a difference to the lives of millions of the people who are under privileged. It promotes social and economic inclusion by ensuring that communities have equal access to health care service and educational opportunities.

2. Composition of CSR Committee:

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Vineeta Kanoria	Member	1	1
2	Anurag Kanoria	Member	1	1
3	Pragyan Vivek Pittie	Member	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and www.newgreat.in CSR projects approved by the board are disclosed on the website
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attached the report). Not Applicable
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any Nil
6. Average net profit of the company as per section 135(5). ₹ 1,109.58 Lakhs
7. (a) Two percent of average net profit of the company as per section 135(5) ₹ 22.19 Lakhs
 - (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years. Nil
 - (c) Amount required to be set off for the financial year, if any Nil
 - (d) Total CSR obligation for the financial year (7a+7b-7c). ₹ 22.19 Lakhs
8. (a) CSR amount spent or unspent for the financial year

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second provision to section 135(5)		
	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
₹ 5.85 Lakhs	Nil	N. A.	—	—	—



THE NEW GREAT EASTERN SPINNING AND WEAVING COMPANY

(b) Details of CSR amount spent against **ongoing projects** for the financial year

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes / No)	Location of the Project		Amount spent for the Project (in ₹)	Mode of implementation on Direct (Yes / No)	Mode of Implementation Through Implementing Agency	
				State	District			Name	CSR registration number
1.	Health Care	Promoting Health Care	Yes	Maharashtra	Mumbai	₹ 5.85 Lakhs	No	Progressive Ladies Welfare Society	CSR00020151
	Total					₹ 5.85 Lakhs			

(c) Details of CSR amount spent against **other than ongoing projects** Nil for the financial year:

(d) Amount spent in Administrative Overheads Nil

(e) Amount spent Impact Assessment, if applicable Not Applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) ₹ 5.85 Lakhs

(g) Excess amount for set off, if any

Sr. No.	Particulars	Amount (in ₹ Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	₹ 22.19
(ii)	Total amount spent for the Financial Year	₹ 5.85
(iii)	Excess/(Short) amount spent for the financial year [(ii)-(i)]	₹ (16.34)
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	₹ 128.61
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹ 112.27

9. (a) Details of Unspent CSR amount for the preceding three financial years Nil

(b) Details of CSR amount spent in financial year for ongoing projects of the preceding financial year(s) Nil

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year Not Applicable

11. Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) Not Applicable

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