

11th February, 2026

**The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata-700001**

**Stock Code : 10029405
Scrip ID : SUDHA APPARELS**

Sub: Outcome of Board Meeting held on 11th February, 2026

Dear Sir,

We wish to inform you that pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Board of Directors (the "Board") of Sudha Apparels Ltd. (the "Company") at its meeting held today i.e. February 11, 2026, inter alia, have considered and approved the following matters:

1. The Un-Audited Financial Results for the Quarter ended 31st December, 2025. A copy of duly signed Un-audited Financial Results along with Limited Review Reports issued by Statutory Auditors of the Company are enclosed.
2. a. Appointment of Mrs. Roma Kumar, Independent Director as the Chairperson of the Board of Directors with effect from 11th February, 2026.
b. Appointment of Mr. Sarat Kumar Mohanty (DIN: 11537271) as an Additional Director (Non-Executive) of the Company with effect from 11th February, 2026.

We hereby affirm that Mr. Sarat Kumar Mohanty being appointed as an Additional Director is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Further, the necessary information in respect of Mrs. Roma Kumar and Mr. Sarat Kumar Mohanty in terms of SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, are enclosed.

The meeting of Board of Directors commenced at 4:15 P.M and concluded at 5:15 P.M.

Submitted for your kind information and record.

Thanking You,
Yours Faithfully,
For **SUDHA APPARELS LTD**

**Tanmay Bhasker
(Company Secretary)**

Independent Auditor's Review Report on the Quarterly and Year to date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors
Sudha Apparels Limited

1. We have reviewed the accompanying statement of Standalone unaudited financial results (Statement) of **M/S Sudha Apparels Limited**, ("the Company") for the quarter ended 31.12.2025 and Year to date from April 1, 2025 to December 31, 2025 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.
2. This Statement which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principals laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to issue a report on these financial statements based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Engagements to "Review of Interim Financial information performed by the Independent Auditor of the Entity" Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as state above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the recognition and measurement principles laid down in the applicable Accounting Standards i.e. Indian Accounting Standards (" Ind AS") specified under section 133 of the Companies Act, 2013 as amended , read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Emphasis of Matter

- As per note 4 of published results the Company had leased properties to Future Retail Limited and Future Lifestyle Fashions Limited, both of which are currently undergoing proceedings under the Insolvency and Bankruptcy Code (IBC). In the case of Future Retail Limited, the Hon'ble NCLT has ordered liquidation and possession of the leased premises has been taken over by the Company. A claim has been submitted to the liquidator for recovery of outstanding dues. In case of Future Lifestyle Fashions Limited, a claim of Rs. 1000.40 Lakh towards pre- CIRP dues has been admitted by the Resolution Professional. An appeal for recovery of possession and post-CIRP dues is currently pending before the Hon'ble NCLAT. In light of the ongoing legal proceeding and uncertainties involved, the income has not been recognized as neither there has been any receipt of rent since default nor there is any clarity of receipt of any income.

For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)
Partner

Membership No.: 508751
UDIN: 26508751THZLBD5800

Place: New Delhi
Date: February 11, 2026



SUDHA APPARELS LIMITED						
Regd. Office : 2/5, Sarat Bose Road, Flat No. 8A, 8th Floor, Kolkata - 700020						
CIN: L17296WB1981PLC033331						
Website : www.sudhaapparels.com Email : secretarial@sudhaapparels.com (Rs. in lakhs Except EPS)						
STANDALONE STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR QUARTER / NINE MONTHS ENDED 31ST DECEMBER, 2025						
PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	31.12.2025	30.09.2025	31.12.2024	31.12.2025	31.12.2024	31.03.2025
						Audited
1 A. Revenue from Operations	26.05	36.51	47.54	96.16	151.18	167.66
a) Interest Income	-	877.51	74.90	877.51	880.87	661.22
b) Dividend Income	(8.58)	16.51	5.35	15.46	50.88	46.17
c) Rental Income	19.49	930.53	127.79	989.13	1,062.73	1,095.37
Total Revenue from operations (a+b+c)	37.19	244.97	67.63	445.50	169.44	220.52
2 Other Income	98.88	1,175.60	188.42	1,434.83	1,332.17	1,315.89
3 Total Income (1+2)						
4 Expenses	112.33	127.25	124.10	367.17	413.71	551.23
a) Finance Cost	12.27	5.84	8.88	25.72	26.13	36.85
b) Employees' Benefits expenses	36.51	35.49	37.33	107.49	111.97	149.29
c) Depreciation & Amortisation expense	-	-	5.44	-	16.32	83.39
d) Net loss on Fair value change	81.09	172.15	51.78	261.56	144.70	201.88
e) Other Expenses	(3.38)	(0.27)	(2.14)	(3.02)	(4.07)	(4.64)
f) Contingent Provision against Standard Assets	-	-	-	-	-	24.60
g) Contingent Provision against Doubtful Assets	-	-	-	-	-	-
Total Expenses (a+b+c+d+e+f+g)	238.82	340.46	226.49	769.02	769.76	1,044.68
5 Profit/(Loss) before exceptional items and tax (3-4)	(142.14)	835.04	(30.07)	675.61	523.41	271.23
6 Exceptional items gain/(loss)	-	-	-	-	-	1,526.65
7 Profit/(Loss) before Tax (5-6)	(142.14)	835.04	(30.07)	675.61	523.41	(1,365.82)
8 Tax Expense	(37.11)	209.28	-	172.15	-	151.00
Current Tax	20.22	4.11	-	24.33	-	(12.17)
Deferred Tax	-	-	(135.88)	-	(135.88)	(123.87)
Tax Adjustment for Earlier Year	(18.89)	213.37	(135.88)	166.48	(135.88)	15.16
Total Tax Expense	(125.35)	621.67	106.81	479.13	459.29	(1,270.78)
9 Profit / (Loss) for the period (7-8)						
10 Other Comprehensive Income						
(a) Items that will not be reclassified to profit or loss	(3,360.08)	(12,236.41)	8,541.30	(15,439.28)	(3,762.29)	(4,100.83)
Due to Change in Fair Value of Investments	-	-	-	-	-	0.12
Due to remeasurements of post-employment benefit obligations	480.49	1,749.81	(2,558.82)	2,226.21	538.02	3,705.84
Deferred Tax	(2,879.59)	(10,486.60)	5,982.46	(13,239.07)	(3,224.27)	4,606.13
Total Other Comprehensive Income	(3,004.84)	(9,864.93)	8,088.29	(12,750.94)	(2,564.98)	3,334.35
11 Total Comprehensive Income for the period						
12 Paid up Equity Share Capital (face Value Rs. 10/- each)	78.98	78.98	78.98	78.98	78.98	94,182.80
13 Other Equity						(160.90)
14 Earning per Share (EPS)	(15.85)	78.71	13.40	60.87	83.48	
- Basic / Diluted Earning Per Share Not Annualised (Rs)						
SEGMENT WISE REVENUE, RESULTS & CAPITAL EMPLOYED						
PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	31.12.2025	30.09.2025	31.12.2024	31.12.2025	31.12.2024	31.03.2025
						Audited
1 Segment Revenue	103.24	1,158.99	122.44	1,416.17	1,012.05	1,269.72
a. Income from Financing & Investment Activities	(8.58)	16.51	72.88	15.46	220.12	46.17
b. Income from Renting & Other Activities	98.88	1,175.50	188.42	1,434.83	1,232.17	1,315.89
Total Income						
2 Segment results : Profit before Tax and after interest on financing segment	13.25	981.27	126.01	1,134.81	988.41	925.58
a. Financing activities	(43.07)	(18.98)	(31.98)	(92.03)	(61.29)	(103.12)
b. Renting services	(29.81)	982.29	94.03	1,042.78	937.12	822.46
Total	112.33	127.25	124.10	367.17	413.71	551.23
Less - Interest on financing activities	(142.14)	835.04	(30.07)	675.61	523.41	271.23
Total Profit before Tax						
3 Segment Assets	90,900.14	93,113.32	1,06,565.78	90,900.14	1,06,565.78	1,05,516.89
a. Financing activities	5,102.84	5,144.20	5,378.86	5,102.84	5,378.86	5,304.22
b. Renting services	-	-	-	-	-	-
c. Other Unallocated	95,803.08	98,257.82	1,13,964.84	95,803.08	1,13,964.84	1,10,821.11
Total Segment Assets						
4 Segment Liabilities	14,211.36	13,373.34	25,250.43	14,211.36	25,250.43	15,202.93
a. Financing activities	280.88	368.49	351.75	280.88	351.75	358.40
b. Renting services	-	-	-	-	-	-
c. Other Unallocated	14,492.24	13,741.83	25,692.18	14,492.24	25,692.18	15,688.33
Total Segment Liabilities						
5 Total capital employed	81,510.84	84,515.69	88,362.45	81,510.84	88,362.45	94,201.76



NOTES

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on 11th February, 2026 and limited review of these results has been carried out by the Statutory Auditors of the Company.
- 2 The company is a Non-Banking Finance Company (NBFC) as defined under the Companies (Indian Accounting Standard Amendment) Rules 2016 issued by the Ministry of Corporate Affairs vide notification dated 30th March, 2016.
- 3 The Company has identified two reportable primary Business Segment on the basis of risk & return involved, which are financing & investment and Renting of Property.
- 4 The Company had leased properties to Future Retail Limited and Future Lifestyle Fashions Limited, both of which are currently undergoing proceedings under the Insolvency and Bankruptcy Code (IBC).
 - In the case of Future Retail Limited, the Hon'ble NCLT has ordered liquidation and possession of the leased premises has been taken over by the Company. A claim has been submitted to the liquidator for recovery of outstanding dues.
 - In the case of Future Lifestyle Fashions Limited, a claim of ₹1,000.40 lakhs towards pre-CIRP dues has been admitted by the Resolution Professional. An appeal for recovery of possession and post-CIRP dues is currently pending before the Hon'ble NCLAT. In light of the ongoing legal proceedings and uncertainties involved, the income has not been recognized as neither there has been any receipt of rent since default nor there is any clarity of receipt of any income.
- 5 Sudha Apparels Limited (the "Company") is a Non-Deposit taking Non-Banking Financial Company ("NBFC ND") registered with the Reserve Bank of India (the "RBI") and classified as NBFC- Middle Layer under the Master Direction – Reserve Bank of India (Non-Banking Financial Company- Scale Based Regulation) Directions, 2023 dated October 19, 2023, as amended read with the Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs dated October 22, 2021 issued by RBI.
- 6 The Government of India has consolidated existing labour legislations into a united framework comprising four Labour code viz Code on wages 2019, Code on Social Security 2020, Industrial Relation Code, and Occupational Safety, Health and Working Condition Code 2020 (collectively referred to as the new Labour Codes). These Codes have been made effective from 21st November 2025. The corresponding all supporting rules under these codes are yet to be notified.

The company has carried out an assessment of the impact of past service cost in gratuity and leave arising primarily from the revision in the definition of which is not material and is in the process of evaluating other possible impacts including for contract workforce. However, management is of the view the impact, if any, is unlikely to be material & hence not considered in above financials.
- 7 Figures for the previous year/ quarter have been regrouped /rearranged /recast wherever considered necessary.

For Sudha Apparels Limited



Yogesh Sharma
Whole Time Director
(DIN - 10723585)

Place: Gurugram
Date: February 11, 2026



Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors
M/S. SUDHA APPARELS LIMITED

We have reviewed the accompanying statement of unaudited Consolidated financial results of SUDHA APPARELS LIMITED, ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group") and its share of the profit after tax and total comprehensive income for the for the quarter ended 31.12.2025 and Year to date from April 1, 2025 to December 31, 2025 ("the statement") attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular No. CIR/CFD/CMD1/80/2019 dated July 19, 2019("the Circular").

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

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Engagements to "Review of Interim Financial information performed by the Independent Auditor of the Entity" Statements* issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under regulation 33(8) of the Regulation, to extent applicable.

The Statement includes the results of the entities as mentioned below:

Sl. No.	Subsidiary
I	Floater Drilling Private Limited

Emphasis of Matter

- As per note 4 of published results the Company had leased properties to Future Retail Limited and Future Lifestyle Fashions Limited, both of which are currently undergoing proceedings under the Insolvency and Bankruptcy Code (IBC). In the case of Future Retail Limited, the Hon'ble NCLT has ordered liquidation and possession of the leased premises has been taken over by the Company. A claim has been submitted to the liquidator for recovery of outstanding dues. In case of Future Lifestyle Fashions Limited, a claim of Rs. 1000.40 Lakh towards pre- CIRP dues has been admitted by the Resolution Professional. An appeal for recovery of possession and post-CIRP dues is currently pending before the Hon'ble NCLAT. In light of the ongoing legal proceeding and uncertainties involved, the income has not been recognized as neither there has been any receipt of rent since default nor there is any clarity of receipt of any income.



- As per note 6 of published result, the figures for the quarter ended 31st December, 2024 and 31st December, 2025 are not comparable, as December 2024 figures represent standalone results.

Further, the Holding Company has made an investment in a wholly-owned subsidiary, Floater Drilling Private Limited, with effect from 14th February, 2025. The financial statements of the said subsidiary for the quarter ended 31st December, 2025 were not available at the time of preparation of these consolidated results. we have carried forward the financials of June 2025 for consolidation.

Our opinion is not modified in respect of these matters.

Based on our review conducted procedures performed as state above para 3 as stated above, nothing has come to our attention that causes us to believe that the accompanying statement read with notes therein, prepared in accordance with the recognition and measurement principles laid down in the afore-said Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: New Delhi
Date: 11th February 2026



For Kanodia Sanyal & Associates
Chartered Accountants
FRN: 008396N

(Pallav Kumar Vaish)
Partner

Membership Number: 508751
UDIN: 26508751VVNFFS4119

SUDHA APPARELS LIMITED						
Regd. Office : 2/5, Sarat Bose Road, Flat No. 8A, 8th Floor, Kolkata - 700029						
CIN: L17299WB1981PLC033331						
Website : www.sudhaapparels.com Email : secretariat@sudhaapparels.com						
(Rs. in lakhs Except EPS)						
CONSOLIDATED STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR QUARTER / NINE MONTHS ENDED 31ST DECEMBER, 2023						
PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	31-12-2023	30-09-2023	31-12-2024	31-12-2023	31-12-2024	31-03-2025
						Audited
1 A. Revenue from Operations						
a) Interest Income	26.05	35.51	47.54	86.16	151.18	167.86
b) Dividend Income	-	877.51	74.80	877.51	860.87	861.22
c) Rental Income	(8.56)	18.51	5.35	15.48	50.88	46.17
Total Revenue from operations (a+b+c)	17.49	930.53	127.79	989.13	1,062.73	1,065.37
2 Other Income	77.18	246.97	67.63	445.49	189.44	220.52
3 Total Income (1+2)	95.67	1,175.50	195.42	1,434.62	1,252.17	1,315.89
4 Expenses						
a) Finance Cost	112.34	127.25	124.10	372.58	413.71	574.12
b) Employees' benefits expenses	12.27	5.94	8.98	25.72	26.13	38.85
c) Depreciation & Amortisation expense	38.52	35.49	37.33	107.20	111.97	149.29
d) Net loss on Fair value change	-	-	5.44	-	16.32	61.93
e) Other Expenses	81.06	172.15	61.78	281.70	144.70	201.93
f) Contingent Provision against Standard Assets	(3.38)	(0.27)	(2.14)	(3.02)	(4.07)	(4.94)
g) Contingent Provision against Doubtful Assets	-	-	-	-	-	24.66
Total Expenses (a+b+c+d+e+f+g)	238.81	348.46	238.49	794.48	708.78	1,045.84
5 Profit/(Loss) before exceptional items and tax (3-4)	(142.14)	835.04	(30.07)	670.14	523.41	270.05
6 Exceptional items gain/(loss)	-	-	-	-	-	1,526.85
7 Provision for Diminution in value of investment	-	-	-	-	-	-
8 Profit / (Loss) before Tax (5-6)	(142.14)	835.04	(30.07)	670.14	523.41	(1,256.80)
9 Tax Expense						
Current Tax	(37.11)	209.28	-	172.15	-	150.71
Deferred Tax	20.21	4.11	-	24.32	-	(12.17)
Tax Adjustment for Earlier Year	-	-	(135.88)	-	(135.88)	(123.87)
Total Tax Expense	(16.90)	213.37	(135.88)	196.47	(135.88)	14.87
10 Profit / (Loss) for the period (8-9)	(125.24)	621.67	105.81	473.67	659.29	(1,271.67)
11 Other Comprehensive Income						
(a) Items that will not be reclassified to profit or loss						
Due to Change in Fair Value of Investments	(3,380.08)	(12,236.41)	6,541.30	(15,438.28)	(3,762.28)	(4,100.83)
Due to remeasurements of post-employment benefit obligations	-	-	-	-	-	0.12
Deferred Tax	480.49	1,746.81	(2,558.62)	2,208.21	539.02	8,705.54
Total Other Comprehensive Income	(2,899.59)	(10,489.60)	3,982.68	(13,230.07)	(3,224.27)	4,605.13
12 Total Comprehensive Income for the period	(3,024.83)	(9,867.93)	6,088.29	(12,756.40)	(2,564.98)	3,333.46
13 Paid up Equity Share Capital (face Value Rs. 10/- each)	78.98	78.98	78.98	78.98	78.98	78.98
14 Other Equity	-	-	-	-	-	94,152.94
Earning per Share (EPS)						
- Basic / Diluted Earning Per Share Not Annualised (Rs)	(15.80)	78.71	13.40	58.97	83.48	(161.01)

SEGMENT WISE REVENUE, RESULTS & CAPITAL EMPLOYED

(Rs. in lakhs)

PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	31-12-2023	30-09-2023	31-12-2024	31-12-2023	31-12-2024	31-03-2025
						Audited
1 Segment Revenue						
a. Income from Financing & Investment Activities	103.23	1,158.99	122.44	1,419.16	1,012.06	1,049.20
b. Income from Renting & Other Activities	(8.56)	16.51	72.98	15.48	220.12	256.69
Total Income	95.67	1,175.50	195.42	1,434.62	1,232.17	1,315.89
2 Segment results : Profit before Tax and after interest on financing segment						
a. Financing activities	13.28	981.27	128.01	1,134.76	968.41	947.29
b. Renting services	(43.08)	(18.96)	(31.98)	(92.04)	(61.29)	(103.12)
Total	(29.80)	962.29	94.03	1,042.72	907.12	844.17
Less - Interest on financing activities	112.34	127.25	124.10	372.58	413.71	574.12
Total Profit before Tax	(142.14)	835.04	(30.07)	670.14	523.41	270.05
3 Segment Assets						
a. Financing activities	90,900.15	93,113.32	1,08,545.79	90,900.15	1,08,595.78	1,05,843.47
b. Renting services	5,102.95	5,144.20	5,378.88	5,102.95	5,378.86	5,304.21
c. Other Unallocated	325.14	325.14	-	325.14	-	-
Total Segment Assets	96,328.24	98,582.66	1,13,924.64	96,328.24	1,13,974.64	1,11,147.68
4 Segment Liabilities						
a. Financing activities	14,211.37	13,373.34	25,290.43	14,211.37	25,290.43	18,526.08
b. Renting services	280.88	368.49	361.75	280.88	351.75	360.88
c. Other Unallocated	300.48	350.48	-	300.48	-	-
Total Segment Liabilities	14,822.73	14,072.31	25,652.18	14,822.73	25,642.18	18,886.96
5 Total capital employed	81,505.51	84,510.35	88,272.46	81,505.52	88,332.46	94,260.72



NOTES

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at its meetings held on 11th February, 2026 and limited review of these results has been carried out by the Statutory Auditors of the Company.
- 2 The company is a Non-Banking Finance Company (NBFC) as defined under the Companies (Indian Accounting Standard Amendment) Rules 2016 issued by the Ministry of Corporate Affairs vide notification dated 30th March, 2016.
- 3 The Company has identified two reportable primary Business Segment on the basis of risk & return involved, which are financing & Investment and Renting of Property.
- 4 The Company had leased properties to Future Retail Limited and Future Lifestyle Fashions Limited, both of which are currently undergoing proceedings under the Insolvency and Bankruptcy Code (IBC).
 - In the case of Future Retail Limited, the Hon'ble NCLT has ordered liquidation and possession of the leased premises has been taken over by the Company. A claim has been submitted to the liquidator for recovery of outstanding dues.
 - In the case of Future Lifestyle Fashions Limited, a claim of ₹1,000.40 lakhs towards pre-CIRP dues has been admitted by the Resolution Professional. An appeal for recovery of possession and post-CIRP dues is currently pending before the Hon'ble NCLAT. In light of the ongoing legal proceedings and uncertainties involved, the income has not been recognized as neither there has been any receipt of rent since default nor there is any clarity of receipt of any income.
- 5 Sudha Apparels Limited (the "Company") is a Non-Deposit taking Non-Banking Financial Company ("NBFC ND") registered with the Reserve Bank of India (the "RBI") and classified as NBFC- Middle Layer under the Master Direction - Reserve Bank of India (Non-Banking Financial Company- Scale Based Regulation) Directions, 2023 dated October 19, 2023, as amended read with the Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs dated October 22, 2021 issued by RBI.
- 6 The Government of India has consolidated existing labour legislations into a united framework comprising four Labour code viz Code on wages 2019, Code on Social Security 2020, Industrial Relation Code, and Occupational Safety, Health and Working Condition Code 2020 (collectively referred to as the new Labour Codes). These Codes have been made effective from 21st November 2025. The corresponding all supporting rules under these codes are yet to be notified.

The company has carried out an assessment of the impact of past service cost in gratuity and leave arising primarily from the revision in the definition of which is not material and is in the process of evaluating other possible impacts including for contract workforce. However, management is of the view the impact, if any, is unlikely to be material & hence not considered in above financials.
- 7 The Holding Company has made an investment in a wholly-owned subsidiary, Floater Drilling Private Limited, with effect from 14 February, 2025.
- 8 Figures for the previous year/ quarter have been regrouped /rearranged /recast wherever considered necessary.

Place: Gurugram
Date: February 11, 2026



For Sudha Apparels Limited

Yogesh Sharma
Whole Time Director
DIN - 10735565

Annexure

Information as per SEBI Circular No. SEBI HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended from time to time, in respect of Mrs. Roma Kumar.

Mrs. Roma Kumar

S.No	Particular	Details
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mrs. Roma Kumar as the Chairperson of the Board of Directors of the Company.
2	Date of Appointment/ cessation (as applicable) & term of appointment	11 th February, 2026
3	Brief profile (in case of appointment)	Mrs. Roma Kumar aged about 61 years boasts over three decades of entrepreneurial experience driven by self-motivation. She brings a wealth of diverse expertise across various industries and is proficient in managing comprehensive operations, having successfully overseen numerous ventures. Her deep expertise and dedication make her a valuable asset as an independent director, offering strategic insights and a nuanced understanding of mental health and well-being.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Thanking You,

Yours Faithfully,

For **SUDHA APPARELS LTD**

Tanmay Bhasker
(Company Secretary)

Annexure

Information as per SEBI Circular No. SEBI HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended from time to time, in respect of Mr. Sarat Kumar Mohanty.

Mr. Sarat Kumar Mohanty

S.No	Particular	Details
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Sarat Kumar Mohanty as the Additional Director of the Company.
2	Date of Appointment/ cessation (as applicable) & term of appointment	11 th February, 2026
3	Brief profile (in case of appointment)	Mr. Sarat Kumar Mohanty aged about 52 years is a highly accomplished and qualified professional and a member of the Institute of Chartered Accountants of India (ICAI). With an extensive and distinguished career spanning over 27 years in the corporate sector, he possesses rich and diverse experience across financial planning and analysis, compliance management, taxation, accountancy, auditing, and overall business administration. Over the years, he has demonstrated strong leadership and strategic capabilities in managing finance functions, ensuring regulatory compliance, streamlining accounting processes, and strengthening internal controls. His expertise includes financial reporting, budgeting and forecasting, direct and indirect taxation, statutory and internal audits, corporate governance, and liaison with regulatory authorities.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Thanking You,

Yours Faithfully,

For **SUDHA APPARELS LTD**

Tanmay Bhasker
(Company Secretary)