



20th May, 2025

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Security Code 533018

Dear Sir,

Sub.: Outcome of the Board Meeting- 20th May, 2025

Ref: Intimation under Regulations 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Listing Regulations)

We are pleased to inform you that the Board of Directors of the Company at its meeting held on today i.e. 20th May, 2025, *inter-alia*, considered and approved the following:

Financial Results:

Approved the Audited Financial Results for the quarter and financial year ended 31st March, 2025. The copy of the following is enclosed:

- a. Annual Audited Financial Results of the Company for the quarter and financial year ended 31st March, 2025
- b. Auditor's Report in respect of the Audited Financial Results of the Company for the financial year ended 31st, March, 2025

These are also being made available on the website of the Company at www.simplex-group.com

Unmodified Opinion:

Khandelwal and Mehta LLP, the Statutory Auditors of the Company, have issued auditors' reports with an unmodified opinion on the Audited Financial Results for financial year ended 31st March, 2025. This declaration is made pursuant to Regulation 33(3)(d) of the SEBI Listing Regulations.

Appointment of Secretarial Auditor:

In terms of Regulation 15(2) of the SEBI Listing Regulations, the compliance with the provisions of Regulation 24A of the SEBI Listing Regulations pertaining to the appointment of Secretarial Auditor is not applicable to the Company.

The said exemption is available as on the last date of the financial year i.e., 31st March, 2025, the paid-up equity share capital of the Company was 30,004 comprising shares of ₹1,000/- each, and the net worth stood at ₹(3,47,82,809), both being below the prescribed thresholds of ₹10 crores and ₹25 crores, respectively.

Nevertheless, as a measure of good corporate governance, the Company has voluntarily undertaken Secretarial Audit of its records and operations. Accordingly, the Board has approved the appointment of M/s. Taher Sapatwala & Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company, subject to approval of the shareholders at the ensuing 27th Annual General Meeting.

CIN-L65900MH1998PLC116585

Registered Office: Village Shivni, Taluka and District, Akola – 444104.

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The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/ CFD-PoD-I/P/CIR/2023/123 dated 13th July, 2023, as amended, is enclosed as Annexure

Annual General Meeting

The 27th Annual General Meeting of the Company would be held on Tuesday, the 5th August, 2024 through the permissible mode.

The Board meeting commenced at 12.50 pm and concluded at 1.15pm.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **Simplex Mills Company Limited**

Kalyani Natekar
Company Secretary

Encl: as above

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Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 for appointment of Appointment of Secretarial Auditor

Particulars	Details
Name of Secretarial Auditor	M/s. Taher Sapatwala & Associates, Practicing Company Secretary
Reason for Change viz appointment, Resignation, removal, death or otherwise	<p>In terms of Regulation 15(2) of the SEBI Listing Regulations, the compliance with the provisions of Regulation 24A of the SEBI Listing Regulations pertaining to the appointment of Secretarial Auditor is not applicable to the Company.</p> <p>The said exemption is available as on the last date of the financial year i.e., 31st March, 2025, the paid-up equity share capital of the Company was ₹30,004/- comprising shares of ₹1,000/- each, and the net worth stood at ₹(3,47,82,809), both being below the prescribed thresholds of ₹10 crore and ₹25 crore, respectively.</p> <p>As a measure of good corporate governance, the Company has voluntarily undertaken Secretarial Audit of its records and operations.</p>
Date of Appointment & Terms of Appointment	<ul style="list-style-type: none"> ▪ 20th May, 2025 ▪ For a period of five consecutive years commenced from the conclusion 27th AGM till the conclusion of 32th AGM ▪ The appointment of M/s. Taher Sapatwala & Associates, Practicing Company Secretary as Secretarial Auditor is exempted in terms of Regulation 15 (2) the SEBI Listing Regulations ▪ As a measure of good corporate governance, the Company has voluntarily undertaken Secretarial Audit of its records and operations
Brief Profile	M/s. Taher Sapatwala, Company Secretaries (Firm Unique Code: S2016MH378000), has been serving as the Secretarial Auditor of the Company since FY 2019-20. The firm is peer-reviewed, bearing Peer Review Certificate No.: 2703/2022 and holds a valid Peer Review Certificate No.2703/2022, issued by the Institute of Company Secretaries of India. Shri. Taher Sapatwala has a post-qualification experience of

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	more than 9 years as a Company Secretary in Practice and an overall professional experience of more than 15 years.
Disclosure of relationship between directors (in case of appointment of a director)	None

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SIMPLEX MILLS COMPANY LIMITED

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2025

Sr. No.	Particulars	Quarter ended			Year ended	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
		Audited	Unaudited	Audited	Audited	Audited
1	Revenue from operations	3.89	8.98	-	15.90	-
2	Other income	15.63	15.79	14.55	62.66	61.10
3	Total income (1+2)	19.52	24.77	14.55	78.56	61.10
4	Expenses:					
	a) Purchases of stock-in-trade	3.63	8.38	-	14.84	-
	b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	(0.01)	-	-
	c) Employee benefits expense	0.90	0.93	0.77	3.27	3.47
	d) Finance costs	6.01	5.78	5.52	22.92	21.03
	e) Depreciation and amortisation expense	0.23	0.23	0.91	0.92	3.69
	f) Other expenses	10.51	8.77	11.16	39.78	47.00
	Total expenses	21.28	24.09	18.35	81.73	75.19
5	Profit / (Loss) before exceptional items and tax (3-4)	(1.76)	0.68	(3.80)	(3.17)	(14.09)
6	Exceptional items (net)	-	-	-	-	-
7	Profit / (Loss) before tax (5+/-6)	(1.76)	0.68	(3.80)	(3.17)	(14.09)
8	Tax expense	-	-	-	-	-
9	Profit / (Loss) for the period (7-8)	(1.76)	0.68	(3.80)	(3.17)	(14.09)
10	Other Comprehensive Income - (OCI)- (net of tax)	-	-	-	-	-
11	Total Comprehensive Income / (Expense) for the period (9+10)	(1.76)	0.68	(3.80)	(3.17)	(14.09)
12	Paid-up Equity share capital (Face value of the Share of ₹ 1000/- each)	300.04	300.04	300.04	300.04	300.04
13	Other equity excluding Revaluation Reserves	-	-	-	(647.87)	(644.70)
14	Basic and Diluted Earnings per share (of ₹ 1000/- each)*	(5.87)	2.27	(12.67)	(10.57)	(46.95)

*Not annualised, except year end basic and diluted EPS

Notes :

- The above results of the Company have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 20th May, 2025.
- The financial results are in accordance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 read with rules made thereunder and other recognised accounting practices and policies to the extent applicable.
- The Company has only one reportable segment viz. "Textile", disclosure under Ind AS 108 on "Operating Segments" is not applicable.
- The figures for the last quarter are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year.
- Figures of the previous quarter/year have been regrouped, wherever necessary, to conform to the current quarter/year's presentation.
- The statutory auditors have expressed an unqualified audit opinion on the audited financial results for the quarter and year ended 31st March, 2025

For Simplex Mills Company Limited
SHEKHAR Digitally signed by
RAMJEET SHEKHAR RAMJEET
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SINGH Date: 2025.05.20
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Shekhar R Singh
Director
DIN: 03357281

Mumbai, 20th May, 2025



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AUDITED STATEMENT OF ASSETS AND LIABILITIES AS AT 31ST MARCH, 2025

(₹ in Lakhs)

Particulars		Year ended 31.03.2025	Year ended 31.03.2024
A ASSETS			
I Non-Current Assets			
Property, Plant and Equipment		397.09	398.01
Financial Assets:			
Other Financial Assets		0.33	0.33
	Total Non-current Assets	397.42	398.34
II Current Assets			
Inventories		0.14	0.14
Financial Assets:			
Trade Receivables		4.09	-
Cash and Cash Equivalents		10.20	6.83
Bank Balances other than above		13.38	13.38
Loans		167.10	181.10
Other Financial Assets		92.08	86.49
Other Current Assets		24.85	24.32
	Total Current Assets	311.84	312.26
	TOTAL ASSETS	709.26	710.60
B EQUITY AND LIABILITIES			
I Equity			
Equity Share Capital		300.04	300.04
Other Equity		(647.87)	(644.70)
	Total Equity	(347.83)	(344.66)
II Liabilities			
Non-Current Liabilities			
Financial Liabilities :			
Borrowings		275.21	252.34
Other Financial Liabilities		0.60	0.71
Other Non Current Liabilities		462.94	499.43
	Total Non-Current Liabilities	738.75	752.48
Current Liabilities			
Financial Liabilities :			
Borrowings		-	-
Trade Payables		3.82	-
Other Financial Liabilities		31.77	20.13
Other Current Liabilities		282.75	282.65
	Total Current Liabilities	318.34	302.78
	Total Liabilities	1,057.09	1,055.26
	TOTAL EQUITY AND LIABILITIES	709.26	710.60



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CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2025

		(₹ in Lakhs)	
		2024-25	2023-24
A.	CASH FLOW FROM OPERATING ACTIVITIES :		
	LOSS BEFORE EXCEPTIONAL ITEMS AND TAX	(3.17)	(14.09)
	Adjustment for :		
	Depreciation	0.92	3.69
	Interest expense	22.92	21.03
	Interest income	(59.47)	(58.60)
	Interest receivable written off	10.00	10.01
	Profit on sale of fixed assets	-	-
	Unwinding of discount on security deposit	(0.05)	(0.05)
	OPERATING LOSS BEFORE WORKING CAPITAL CHANGES	(25.68)	(23.92)
	Adjustment for changes in working capital	(28.85)	(38.01)
	Adjustment for (increase) / decrease in operating assets:		
	Inventories	-	-
	Trade receivables	(4.09)	-
	Other financial assets	(5.55)	(4.87)
	Other current assets	(0.58)	0.38
	Other financial liabilities	11.47	1.82
	Trade payables	3.82	-
	Other current liabilities	0.10	(0.44)
	Other non-current liabilities	0.12	0.04
	CASH (USED IN) / GENERATED FROM OPERATIONS	5.29	(3.07)
	Direct taxes paid-net	(23.56)	(41.08)
	NET CASH (USED IN) / GENERATED FROM OPERATING ACTIVITIES BEFORE EXCEPTIONAL ITEMS	0.05	(0.01)
	Exceptional items (net)	(23.51)	(41.09)
	NET CASH (USED IN) / GENERATED FROM OPERATING ACTIVITIES (A)	(23.51)	(41.09)
B.	CASH FLOW FROM INVESTING ACTIVITIES :		
	Sale of fixed assets	-	-
	Capital advances received	-	-
	Interest received	12.88	14.24
	Inter corporate deposits (given) - net	-	(85.00)
	Inter corporate deposits refund - net	14.00	105.65
	NET CASH GENERATED FROM / (USED IN) INVESTING ACTIVITIES (B)	26.88	34.89
C.	CASH FLOW FROM FINANCING ACTIVITIES :		
	Interest paid	-	-
	NET CASH (USED IN) / GENERATED FROM FINANCING ACTIVITIES (C)	-	-
	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	3.37	(6.20)
	CASH AND CASH EQUIVALENTS - AT THE START OF THE YEAR	6.83	13.03
	CASH AND CASH EQUIVALENTS - AT THE END OF THE YEAR	10.20	6.83
	Cash and cash equivalents comprise of :		
	Balances with banks :	As on	As on
	- in Current accounts	31-Mar-25	31-Mar-24
	Cash on hand	10.15	6.76
	Cash and cash equivalents	0.05	0.07
		10.20	6.83



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Khandelwal & Mehta LLP
Chartered Accountants
(LLP No. AAE-3742)

**INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL FINANCIAL RESULTS AND LIMITED
REVIEW OF QUARTERLY FINANCIAL RESULTS**

To
The Board of Directors of
Simplex Mills Company Limited

Report on the Audit of Financial Results

Opinion

We have audited the accompanying Statement of Financial Results of **SIMPLEX MILLS COMPANY LIMITED** (the "Company"), for the quarter and year ended March 31, 2025 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- (ii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the Net Loss and Total Comprehensive Loss and other financial information of the Company for the year ended March 31, 2025.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 as amended (the "Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Results for the quarter and year ended March 31, 2025 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Results.

Emphasis of matter

We draw your attention to the Financial Results for the quarter and year ended on 31st March 2025.

The Company has accumulated losses and its net worth has been fully eroded. This indicates the existence of an uncertainty that may cast doubt about the Company's ability to continue as a going concern. However, as informed by the management, the financial statements of the Company have been prepared on a going concern basis for the reason stated in the said note.

Loans and Advances recoverable from a company whose net worth is eroded are not impaired. However, as informed by the management and on the basis of projections of the said company submitted to us, the management of the Company, is of the view that the said advances are recoverable.

Our conclusion is not modified in respect of this matter.

Management's Responsibilities for the Financial Results

The Statement has been prepared on the basis of the Financial Statements. The Company's Management and the Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive loss of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Financial Results for the quarter and year ended March 31, 2025 as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Financial Results.

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

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation

Materiality is the magnitude of misstatements in the Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Results may be influenced.

We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Results.

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

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

Other Matter

The Statement includes the results for the quarter ended 31st March, 2025 being the balancing figure between the audited figures in respect of the full financial year ended 31st March, 2025 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subject to a limited review by us, as required under the Listing Regulations.

For Khandelwal and Mehta LLP
Chartered Accountants
Firm Reg. No. W100084

SUNIL
LAKHMICHAND
KHANDELWAL

Digitally signed by SUNIL LAKHMICHAND
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serialNumber=05d8ae64513fcd0bae80e56778
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Date: 2025.05.20 12:37:37 +05'30'

(Sunil Khandelwal)
Partner

Membership No: 101388

Place: Mumbai
Date: 20th May, 2025.
UDIN: 25101388BMNVNK7630