MARC LOIRE®

MARC LOIRE FASHION LIMITED

13th ANNUAL REPORT

2025-26



FORGING AHEAD

A year of growth,
brand building and
omnichannel expansion.

Contents

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A curated journey through the year's performance, strategy and growth roadmap.

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Corporate Information

Our foundation. Our governance.

1. Marc Loire Fashions Limited

Corporate Information

CIN: L18202DL2014PLC266184

ISIN: INE0TBQ01014

BSE Code: MARCLOIRE

Registered Office: Plot No. 426/1, First Floor, Rani Khera Road, Village Mundaka, West Delhi – 110041

Website: www.marcloire.com

Email: finance@marcloire.in

Contact Number: +91 6200962002

2. Statutory Auditor

S P M G & Company
914, D-Mall, Plot No.1
Netaji Subhash Place, Pitampura,
New Delhi-110034

3. Secretarial Auditor

M R S & Associates
D-230/B, New Ashok Nagar,
Delhi-110096

4. Internal Auditor

S U V & Co
A-7, Fourth Floor,
Shree Ram Palace, Sector-27,
Noida, Uttar Pradesh

5. Registrar & Share Transfer Agent

Maashitla Securities Private Limited
451, Krishna Apra Business Square
Netaji Subhash Place, Pitampura,
Delhi-110034

Board of Directors & Committees

1. Board of Directors

Mr. Arvind Kamboj (DIN: 09624208)	Chairman & Managing Director
Mrs. Shaina Malhotra (DIN: 06809352)	Whole-Time Director
Mr. Atul Malhotra (DIN: 07814724)	Non-Executive Director
Mr. Saurav Gupta (DIN: 11371121)	Independent Director
Ms. Yamini Soni (DIN: 11371065)	Independent Director

2. Key Managerial Personnel

Mr. Rachit Choudhary	Chief Financial Officer
Mr. Vasant Kuber Soni	Compliance Officer

3. Committees

Audit Committee

DIN	Name	Designation
11371121	Mr. Saurav Gupta	Chairman
11371065	Ms. Yamini Soni	Member
09624208	Mr. Arvind Kamboj	Member

Nomination & Remuneration Committee

DIN	Name	Designation
11371121	Mr. Saurav Gupta	Chairman
11371065	Ms. Yamini Soni	Member
07814724	Mr. Atul Malhotra	Member

Stakeholder Relationship Committee

DIN	Name	Designation
07814724	Mr. Atul Malhotra	Chairman
11371065	Ms. Yamini Soni	Member
09624208	Mr. Arvind Kamboj	Member

BRAND OVERVIEW



At Marc Loire, we create fashion-led footwear that blends elegance, comfort and versatility for the modern Indian woman. Our collections move seamlessly across everyday style, statement dressing and special occasions.



Statement footwear that elevates confidence and style.



Intricate detailing crafted for life's most beautiful moments.



Versatile styles designed for comfort and effortless elegance.

WHO WE ARE

Marc Loire Fashions Limited is a women's footwear brand focused on contemporary, bridal and casual fashion categories.

PRODUCT UNIVERSE

Our portfolio spans heels, wedges, flats, juttis, loafers, sandals, sneakers and occasion footwear.

CUSTOMER PROMISE

We are committed to stylish design, quality craftsmanship and comfortable wear across channels.

WHERE WE SELL

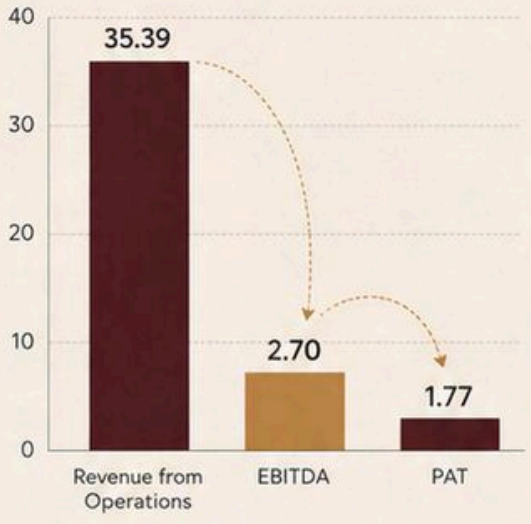
Our omnichannel presence spans offline retail, multi-brand distribution, our website and leading marketplaces.

FY 2025-26 Highlights

A year marked by stronger business momentum, sharper execution and disciplined profitability.

Revenue from Operations	EBITDA	PAT	EBITDA Margin
₹35.39 Cr	₹2.70 Cr	₹1.77 Cr	7.57%

PROFITABILITY SNAPSHOT (₹ in Cr)



HIGHLIGHTS THAT DRIVE US FORWARD

Brand building across channels
Strengthening visibility and deepening customer connect.

Omnichannel expansion
Widening reach and enhancing customer convenience.

Sharpened product mix
Focusing on high-potential, high-margin categories.

Operational discipline
Driving efficiency and sustaining profitability.

"Building a stronger foundation for scalable and sustainable growth."



FORGING AHEAD

FY 2025–26 was a year of purposeful progress for Marc Loire—defined by brand building, omnichannel expansion, product-led differentiation and disciplined execution.



1. **BRAND ELEVATION**
   Strengthening brand desirability through sharper storytelling and premium presentation.

2. **OMNICHANNEL EXPANSION**
   Building seamless presence across retail, digital and marketplace channels.

3. **PRODUCT INNOVATION**
   Refreshing the portfolio with contemporary, bridal and comfort-led fashion choices.

4. **RETAIL & REACH**
   Enhancing visibility and deeper customer access across geographies.

5. **OPERATIONAL EXCELLENCE**
   Improving agility, merchandising discipline and execution consistency.

OUR DIRECTION OUR DISCIPLINE OUR DIFFERENCE

Guided by these pillars, we continue to build a future-ready brand that inspires confidence, delivers value and creates lasting impact for our customers and communities.

MARC LOIRE

MARC LOIRE FASHIONS LIMITED



GROWTH PILLAR 01

EXPANDING OUR PRODUCT UNIVERSE

The Company intends to continue expanding and refreshing its product catalogue across key consumer segments, with a wider assortment of designs, styles, colours, materials and price points while maintaining focus on quality and comfort.

This wider portfolio will support stronger consumer relevance, broader occasion-based shopping and better retention across age groups and income segments.

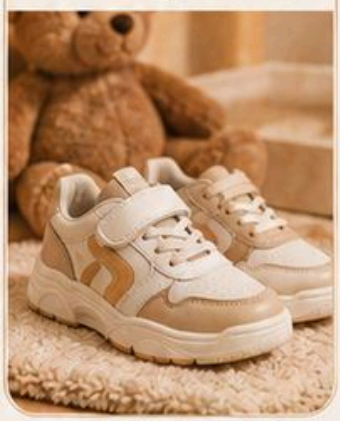
WOMEN



MEN



KIDS



ACCESSORIES



MARC LOIRE®

MARC LOIRE FASHIONS LIMITED

GROWTH PILLAR 02

STRENGTHENING OUR RETAIL FOOTPRINT



Physical retail is an important part of Marc Loire's long-term strategy. The objective is not merely to increase store count, but to establish a scalable retail network that improves accessibility, product discovery and brand experience.

Future retail expansion will be guided by location potential, target audience fit, store economics and the ability to build a stronger omnichannel presence.

METRO MARKETS

Expand presence in top metros with high footfall and strong purchasing power to drive brand visibility and leadership.



MINI-METROS

Strengthen footprint in high-potential mini-metros with growing incomes and aspirational consumers.



STRATEGIC CITIES

Enter and expand in key Tier 1 and Tier 2 cities to capture underserved demand and build market share.



CUSTOMER EXPERIENCE

Deliver exceptional in-store experiences through service, design and technology for lasting loyalty.



Expanding thoughtfully.
Connecting meaningfully.

MARC LOIRE

MARC LOIRE FASHIONS LIMITED

GROWTH PILLAR 03

BUILDING AN INTEGRATED OMNICHANNEL PRESENCE



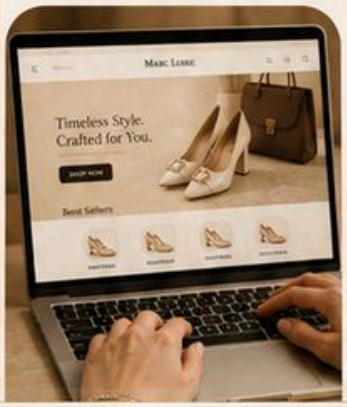
Marc Loire intends to strengthen integration between marketplaces, its D2C website, social media and physical stores. The combination of digital reach and physical accessibility is expected to create a more consistent consumer experience.

The omnichannel approach is designed to improve discoverability, customer engagement, inventory efficiency and long-term loyalty.

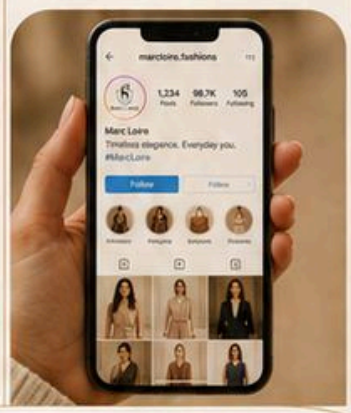
MARKETPLACES



D2C WEBSITE



SOCIAL MEDIA



PHYSICAL STORES



Seamless experiences.
Stronger connections. Sustainable growth.

MARC LOIRE®

MARC LOIRE FASHIONS LIMITED

GROWTH PILLAR 04

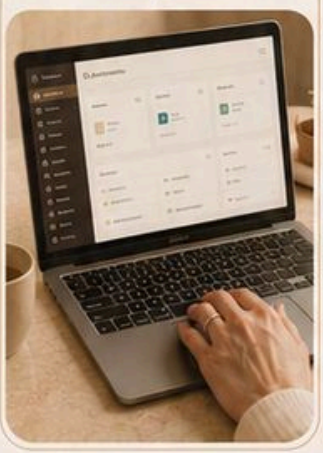
ENHANCING DIGITAL & TECHNOLOGY CAPABILITIES

Technology will support catalogue management, inventory visibility, customer engagement, demand planning, order management and data-driven decision-making as the business scales.

Continued digital capability building is expected to improve agility, transparency and efficiency across business functions.



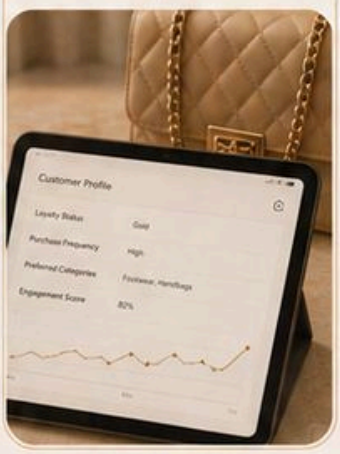
ERP



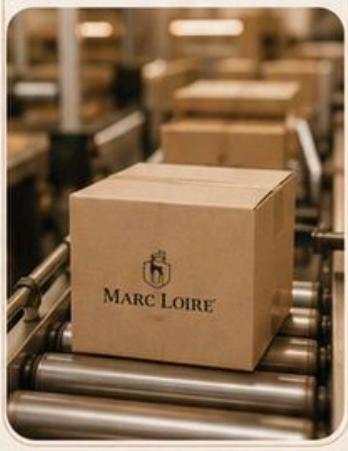
DEMAND FORECASTING



CUSTOMER DATA



AUTOMATION



Smarter systems. Stronger performance.

Building digital strength for sustainable growth.

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MARC LOIRE FASHIONS LIMITED

GROWTH PILLAR 05

DRIVING OPERATIONAL EXCELLENCE



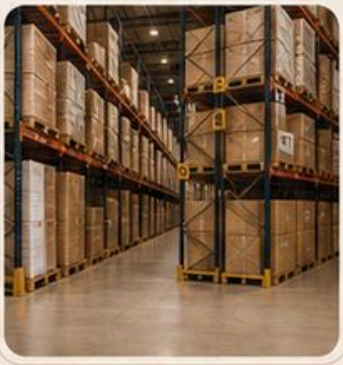
Sustainable growth requires a strong operating foundation. Marc Loire will continue to focus on supply chain, warehousing, inventory management, retail operations and process standardisation.

Operational excellence will remain central to service quality, scalability, cost discipline and long-term profitability.

SUPPLY CHAIN



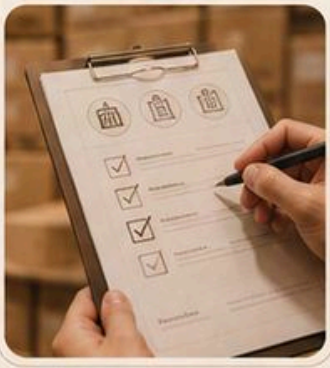
WAREHOUSING



INVENTORY



PROCESS DISCIPLINE



Efficient operations.
Exceptional outcomes.

STRENGTHENING THE MARC LOIRE BRAND



Marc Loire aims to build a stronger, more recognisable brand anchored in fashion, comfort, quality and accessibility.
The brand journey will be strengthened through product storytelling, digital visibility, retail presence and meaningful consumer engagement.

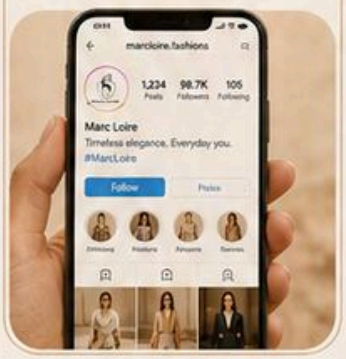
DIGITAL MARKETING

Strengthening discoverability and brand reach across digital channels.



SOCIAL MEDIA ENGAGEMENT

Building relevance through content, community and conversations.



RETAIL VISIBILITY

Enhancing physical brand presence and in-store experience.



PRODUCT STORYTELLING

Communicating design, comfort and craftsmanship more effectively.



A strong brand is built over time through consistent quality, memorable experiences and meaningful engagement.

VISIBILITY | RELEVANCE | ENGAGEMENT | TRUST

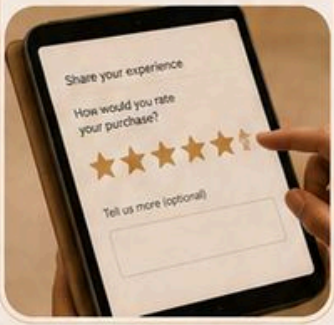
DEEPENING CUSTOMER RELATIONSHIPS



Customer centricity remains at the heart of Marc Loire. We leverage consumer feedback, purchasing behaviour, market trends and product performance to continually refine our offerings.
Our objective is to build long-term relationships that go beyond transactions, through product relevance, service standards, digital engagement and consistent experiences.

CUSTOMER INSIGHTS

We listen to our customers through feedback, reviews and data to understand their evolving needs.



PRODUCT RELEVANCE

We design and curate products that combine style, comfort and quality to match customer preferences and trends.



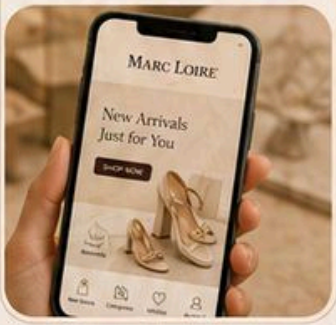
SERVICE STANDARDS

We uphold consistent service excellence across every touchpoint to deliver a premium experience.



DIGITAL ENGAGEMENT

We strengthen relationships through digital platforms, personalised communication and seamless interactions.



OUR CUSTOMER JOURNEY

DISCOVER
Customers discover Marc Loire through multiple touchpoints.

PURCHASE
A seamless and enjoyable shopping experience.

EXPERIENCE
Quality products and service create memorable experiences.

RETURN / REPEAT
Trust and satisfaction drive repeat purchases and brand advocacy.

"Stronger relationships create stronger loyalty."

TRUST | LOYALTY | REPEAT PURCHASES | EXPERIENCE

PEOPLE AS A FOUNDATION FOR GROWTH

Behind every stage of Marc Loire's growth is a committed team. We intend to strengthen talent across design, merchandising, retail, e-commerce, technology, supply chain and corporate functions. Our culture emphasizes collaboration, innovation, accountability, customer focus and continuous learning.



DESIGN & MERCHANDISING

Creative professionals curating timeless, trend-forward collections that reflect our brand philosophy.



RETAIL TEAMS

Passionate teams delivering exceptional in-store experiences and building lasting customer relationships.



E-COMMERCE & DIGITAL

Digital-first thinkers driving seamless online experiences, analytics and customer engagement.



SUPPLY CHAIN & OPERATIONS

Dedicated professionals ensuring quality, efficiency and reliability across the entire value chain.



LEARNING CULTURE

We invest in continuous learning, leadership development and skills that future-proof our people.



OUR CAPABILITY ECOSYSTEM



BUILDING A STRONGER TEAM



Investing in people. Scaling for the future.

*Inclusive of corporate office, stores, warehouse and support functions.

"A capable and empowered team is the foundation of sustainable growth."

TALENT | COLLABORATION | LEARNING | ACCOUNTABILITY

RESPONSIBLE AND SUSTAINABLE GROWTH

Marc Loire recognises that long-term growth must be accompanied by responsible practices. Our sustainability agenda focuses on progressively integrating responsible practices across operations, products, packaging and community initiatives. We continue to explore sustainable materials, responsible packaging, energy efficiency, waste management and social initiatives to create positive and lasting impact.



SUSTAINABLE MATERIALS

Exploring eco-friendly and responsibly sourced materials to reduce environmental impact and support a circular fashion future.

RESPONSIBLE PACKAGING

Using recyclable and sustainably sourced packaging solutions that minimise waste and promote conscious consumption.

ENERGY EFFICIENCY

Improving energy performance across our operations through smart systems, efficient processes and continuous monitoring.

WASTE MANAGEMENT

Implementing responsible waste management practices to reduce, reuse and recycle across our value chain.

COMMUNITY INITIATIVES

Investing in people and communities through education, empowerment and inclusive initiatives that create meaningful social impact.

OUR SUSTAINABILITY APPROACH



ENVIRONMENTAL
Reducing our footprint through responsible resource use and sustainable choices.

SOCIAL
Empowering communities and fostering inclusion through meaningful initiatives.

OPERATIONAL RESPONSIBILITY
Embedding sustainability into processes, governance and day-to-day decisions.

"Responsible practices strengthen resilience, trust and long-term value."

RESPONSIBILITY | EFFICIENCY | COMMUNITY | TRUST

ABOUT MARC LOIRE

Affordable Luxury. Timeless Style.

Marc Loire Fashions Limited is one of India's fastest growing and most admired women's footwear brands. Established in 2014, we blend global design trends with Indian sensibilities to create stylish, comfortable, durable and affordable footwear.

Our guiding philosophy:

"Parisian Inspiration, Indian Emotion."



Customer First

Consumer satisfaction & trust at the heart of every decision.

Design Excellence

In-house design & product development blending creativity with ergonomics.

Agile Supply Chain

Efficient network enabling nationwide delivery and operational agility.

Strong Leadership

Experienced leadership team with industry expertise and strategic foresight.

Our journey is not just about selling footwear —
it's about creating value, inspiring confidence, and walking with India.

MILESTONES & ACHIEVEMENTS

A decade of growth, style and strategic expansion.



2014
Incorporated in Delhi with a vision to redefine women's footwear in India.

2015
Entered e-commerce via Amazon, Flipkart and Myntra.

2017
Expanded into premium festive and ethnic collections.

2019
Partnered with AJIO and other e-commerce platforms, strengthening multi-platform reach.

2021
Achieved 1 million customers milestone.

2025
Listed on BSE.

2026
Opened 3 stores in Delhi NCR by March 31, 2026; 5 stores in Punjab are in fit-out stage.

1M+ Customers
Built trust and loyalty across India.

Multi-channel Growth
Strong presence across leading e-commerce platforms and own retail network.

BSE Listing
A significant milestone marking our next phase of growth and value creation.

Retail Expansion
Strengthening our physical footprint to be closer to our customers.

PRESENCE & FOOTPRINT

Pan-India reach with a growing omnichannel foundation.



Corporate Headquarters:
Delhi.

Business Operations:
Maharashtra, Haryana, Karnataka, Telangana, West Bengal, Gujarat, Tamil Nadu, Punjab, Bihar, Madhya Pradesh.

E-commerce Partnerships:
Amazon, Myntra, AJIO, Flipkart, Nykaa, Tata Cliq, Limeroad, JioMart, Snapdeal.

D2C:
www.marcloire.com

Offline Retail Stores:
3 locations in Delhi.



10+
Key States
Strong presence across key markets pan-India.

9+
Online Platforms
Listed across leading e-commerce platforms.

3
Delhi Stores
Exclusive offline experience in the capital city.

D2C +
Marketplaces
A balanced omnichannel approach for sustainable growth.

CHAIRMAN'S INSIGHT

A year of transformation and omnichannel progress.



Dear Shareholders,

FY 2025–26 was a significant year marked by strategic initiatives and new channels of growth.

Marc Loire built a strong online foundation and has now entered offline retail to create a more comprehensive shopping experience.

During FY 2025–26, the company established **3 operational stores** by March 31, 2026.

Offline expansion complements our digital strength and supports our vision of a true omnichannel presence.

We are targeting **15 stores** by March 31, 2027 through a disciplined, market-driven approach.

> *"The road ahead is ambitious, and sustainable growth demands discipline, patience and consistent execution."*

THE INDIAN RETAIL INDUSTRY OFFERS COMPELLING OPPORTUNITY:

- Rising disposable incomes
- Greater fashion consciousness
- Rapid urbanisation
- Accelerated digital adoption

To capture this opportunity, Marc Loire is broadening its proposition across **Women, Men, Kids and Accessories,** supported by catalogue depth, merchandising excellence and digital capabilities.

None of this would have been possible without the unwavering dedication of our employees, the continued support of our partners, the trust of our customers, and the confidence of our investors. Together, we will continue to build a future that is resilient, relevant and rewarding.

Thank you for being an integral part of our journey.

Warm Regards,

Arvind Kamboj

Chairman

RETAIL GROWTH & CLOSING MESSAGE

Building scale, experience and long-term value.

OUR RETAIL GROWTH ROADMAP

3
OPERATIONAL STORES
in Delhi NCR
by March 31, 2026.

5
STORES
in Punjab
in fit-out stage.

TARGET OF
15
STORES
by March 31, 2027.

OBJECTIVE
To create a consistent brand experience and stronger customer engagement.

OMNICHANNEL STRATEGY
Combining online reach with offline presence.

CHAIRMAN'S CLOSING MESSAGE

"Our shoes don't just carry women, they carry their stories.

Every step we take is towards *empowering stories of ambition, resilience and individuality.*

With the support of all stakeholders, Marc Loire will continue to walk with *purpose, inspire confidence and pursue new milestones."*

Warm Regards,
Arvind Kamboj
Chairman & Managing Director



Managing Director's Note

EXECUTION. GROWTH. RESPONSIBILITY.

Dear Shareholders,

It is both a privilege and a responsibility to share with you our journey in FY 2025–26. This financial year has been one of purposeful transformation—marked by operational excellence, digital acceleration and a relentless focus on customer-centric growth.

The environment presented both opportunities and challenges. Amidst evolving consumer preferences, macroeconomic headwinds and a dynamic retail landscape, Marc Loire delivered strong and sustainable growth. Our unwavering commitment to quality, innovation and execution enabled us to strengthen our market position and build long-term value for all stakeholders.

We advanced operational excellence across the value chain, optimized our processes and enhanced efficiencies. Our product innovation pipeline continued to deliver fashion-forward, comfort-driven collections that resonate with modern consumers. Sustainability remains integral to our journey as we embed responsible practices across our business and communities.

Looking ahead, we are well-positioned to scale with confidence. Our strategic priorities—expanding retail presence, deepening omnichannel capabilities, leveraging data and technology, and nurturing our people—will drive profitable growth and strengthen our brand legacy.

I extend my heartfelt gratitude to our Board for their vision and guidance, to our employees for their passion and dedication, to our partners and suppliers for their trust and collaboration, to our investors for their continued confidence, and most importantly, to our customers for making Marc Loire a part of their lives.

Together, let us continue to raise the standard in fashion footwear—creating confidence with every step.



> "Our focus is clear: execute with discipline, innovate with purpose and grow responsibly. Together, we are building a future where Marc Loire leads with style, trust and impact."

EXECUTION EXCELLENCE
Disciplined operations and agile execution that drive consistent performance.

INNOVATION WITH PURPOSE
Fashion-forward, comfort-led products designed for the evolving customer.

SUSTAINABLE GROWTH
Responsible practices that create long-term value for people and the planet.

CUSTOMER FOCUS
Building meaningful connections and exceeding expectations at every step.

With warm regards,

Arvind Kamboj

Chairman & Managing Director
Marc Loire Fashions Private Limited

Operational Excellence

EXECUTION THAT SCALES WITH GROWTH.

Execution has been the cornerstone of our progress. As we scaled across markets and channels, we focused on building a resilient, efficient, and customer-centric operating model.

This year, we strengthened our foundation by focusing on three operational priorities that drive consistency, improve agility, and unlock long-term value.



1. Strengthening Supply Chain & Logistics

- Expanded warehousing capacity in Delhi NCR and 10 other major cities.
- Reduced average delivery time from 5 days to 1 day / same-day delivery, improving customer experience.
- Optimized vendor partnerships for raw material procurement, reducing dependency on single suppliers.

2. Driving Efficiency & Profitability

- Implemented stricter cost control mechanisms.
- Adopted technology-driven inventory management systems to reduce wastage.
- Enhanced cross-functional coordination across design, production, and retail teams.

3. Offline Retail Expansion

- Successfully opened 3 stores in Delhi.
- Plan is to open 5–7 additional outlets by the end of September 2026 in the Punjab region.

13+
Warehouses across key metros

1 DAY
Average delivery time achieved

30%+
Improvement in inventory turnover

100+
Strategic vendor partnerships

222+
Stores across India

Innovation in Products

STYLE. COMFORT. DURABILITY.

Our in-house Design and R&D team continued to push boundaries and create footwear that reflects evolving customer aspirations. By blending contemporary style with thoughtful engineering and premium materials, we delivered collections that combine elegance, comfort, and durability—built to be loved every day.



Festive & Ethnic Wedges

Strong traction during the Diwali season.



Workwear Loafers

Expansion targeted at urban professionals.



Sustainability-Driven Prototypes

Development of prototypes using recycled materials.



OUR INNOVATION PILLARS

TREND RESEARCH

Continuous study of global trends and consumer insights to stay ahead of evolving preferences.

COMFORT ENGINEERING

Ergonomic designs and advanced cushioning technologies that deliver all-day comfort.

MATERIAL INNOVATION

Exploring sustainable, durable and high-performance materials for a better product experience.

DESIGN EXCELLENCE

Crafting timeless silhouettes with meticulous attention to detail and superior craftsmanship.



Challenges Faced

RESILIENCE IN A DYNAMIC MARKET.

Like any growing business, we encountered challenges that tested our resilience. These experiences have strengthened our resolve and sharpened our focus on long-term value creation.



1. Input Cost Volatility

Volatility in synthetic leather and rubber impacted short-term margins.

2. Intensifying Competition

Both domestic and global brands demanded sharper differentiation.

3. Changing Consumer Preferences

Evolving tastes and expectations required constant innovation and faster product cycles.

How We Responded

TIGHTENED PROCUREMENT PROCESSES
Strengthened supplier partnerships, improved cost visibility and optimized sourcing.

ACCELERATED DESIGN CYCLES
Invested in trend insights, agile development and cross-functional collaboration.

FOCUSED ON CUSTOMER ENGAGEMENT
Deepened omnichannel presence and listened closely to evolving consumer needs.

> While risks remain, our resilient operating model, proactive strategies and strong brand foundation equip us to navigate uncertainties and emerge stronger—creating enduring value for our stakeholders.

Sustainability & The Road Ahead

RESPONSIBLE GROWTH. FUTURE-READY AMBITION.

1. Commitment to Sustainability & Responsibility

- CSR initiatives in the field of Child Care through Care & Hope Foundation.
- Evaluating recyclable, reusable and environmentally friendly packaging alternatives.
- Working towards responsible sourcing, minimizing material wastage, and encouraging environmentally conscious practices across the value chain.



2. The Road Ahead

01 Expanding the product portfolio with Mens, Kids, Sneakers and Bridal collections.

02 Investing in AI-driven personalisation, AR try-ons and digital commerce innovations.

03 Exploring international market entry, starting with the Middle East.

04 Driving sustainability initiatives towards a 100% eco-friendly packaging goal by 2030.

> "Our vision is to position Marc Loire not only as a leading Indian brand, but as a globally admired fashion company—innovative, responsible and future-ready."

OUR JOURNEY

FROM A VISION IN WOMEN'S FOOTWEAR TO AN EMERGING LIFESTYLE FOOTWEAR BRAND

ENTREPRENEURSHIP. PERSEVERANCE. INNOVATION.

Marc Loire's journey reflects **entrepreneurship, perseverance, innovation** and a constant effort to evolve with changing Indian consumer needs.

Established in **2014** with a clear vision to create fashionable, comfortable and accessible footwear for the modern Indian woman.

Built its foundation around **design, product quality, customer understanding** and a **digital-first** mindset.

Recognised the transformation in the Indian footwear market, where consumers increasingly sought **fashion, comfort, quality** and **affordability.**

Entered the e-commerce ecosystem in **2015** through **Amazon, Flipkart** and **Myntra**, enabling reach beyond traditional physical retail.

Over time, the Company evolved from a women's footwear brand towards an **emerging lifestyle-oriented** footwear platform.



2014
Established

2015
Entered e-commerce marketplaces

900+ STYLES
Developed by FY 2024–25

1 MILLION+
Customers Crossed by 2021

BUILDING A DIGITAL-FIRST FOUNDATION

SCALING REACH THROUGH E-COMMERCE, ASSORTMENT DEPTH AND PLATFORM PARTNERSHIPS.

Marc Loire's initial growth was driven predominantly through online channels. By leveraging leading e-commerce marketplaces and continuously expanding its product catalogue, the Company reached consumers across India without being constrained by a traditional store-led model.



PORTFOLIO EVOLUTION

Our assortment expanded across **party heels, ethnic flats, wedges, boots, mules,** formal **footwear, loafers, sandals, athleisure footwear, sneakers** and other contemporary styles, all anchored in the proposition of style and comfort.

2015
Entered Amazon, Flipkart and Myntra

2017
Strengthened the portfolio with premium festive and ethnic collections

2019
Expanded digital reach through AJIO and other e-commerce platforms

2021
Crossed 1 million customers

FY 2024–25
Developed a catalogue of 900+ styles

NATIONWIDE REACH
Serving customers in metros, tier 2–3 cities and beyond through online channels.

ASSORTMENT BREADTH
A wide spectrum of styles for every occasion, preference and lifestyle need.

CONSUMER CONVENIENCE
Seamless shopping experience with easy access, choice and reliable delivery.

DIGITAL SCALABILITY
Data-led insights and platform partnerships driving growth and operational efficiency.

OMNICHANNEL TRANSITION

FROM DIGITAL REACH TO A MORE INTEGRATED BRAND EXPERIENCE.



EVOLVING WITH THE CONSUMER

Marc Loire increasingly focused on understanding changing consumer preferences, fashion trends and purchasing behaviour.

Our design and product development approach combined market research, global fashion influences, consumer insights and experimentation to balance aesthetics with **fit, comfort and durability.**

This enabled us to move beyond being merely a footwear seller and build a proposition centred on **fashion-led, versatile and value-conscious footwear.**

FROM DIGITAL REACH TO OMNICHANNEL EXPANSION

Long-term growth required a stronger presence beyond digital marketplaces. Offline expansion would deepen consumer engagement, strengthen brand visibility and create a more direct relationship with customers.

We therefore moved towards an omnichannel model by strengthening our offline strategy through **Exclusive Brand Outlets (EBOs) and other retail** opportunities.

Our objective was not just to add stores, but to create a **consistent brand experience** where consumers can physically experience the products and engage with the brand.

ONLINE REACH
Expanding digital footprint across platforms.

CONSUMER INSIGHT
Understanding preferences, behaviour and expectations.

OFFLINE EXPERIENCE
Bringing the brand closer through stores and physical touchpoints.

OMNICHANNEL BRAND
A seamless, integrated experience across every channel.

DEEPER ENGAGEMENT
Stronger connections with consumers through meaningful interactions online and offline.

BRAND VISIBILITY
Enhanced visibility across markets, building recognition and long-term trust.

PHYSICAL EXPERIENCE
Customers can see, feel and try our products, creating confidence and loyalty.

INTEGRATED GROWTH
A unified approach that drives sustainable growth, profitability and brand equity.

Combining the scale of digital reach with the impact of physical retail, Marc Loire is building a future-ready omnichannel ecosystem that puts the consumer at the centre of every experience.

THE IPO: A MILESTONE, NOT THE DESTINATION

CAPITALISING THE NEXT PHASE OF SCALE AND DIVERSIFICATION.

The successful completion of the IPO marked a major milestone in Marc Loire's evolution from an entrepreneurial footwear venture to a publicly listed company, while also providing a platform for the next stage of growth.



IPO SNAPSHOT

- FY 2025 IPO
- ₹21.00 crore raised
- Fresh issue of 21,00,000 equity shares
- Issue price: ₹100 per share
- Listed on the BSE SME platform on July 7, 2025

USE OF PROCEEDS

Launch of 15 new EBOs	Purchase of multi-purpose racks	Working capital support	General corporate purposes

A NEW CHAPTER

With the strength of our IPO, Marc Loire is broadening its addressable market beyond a predominantly women's footwear brand toward Women, Men, Kids and Accessories.

This strategic expansion is designed to increase customer wallet share, improve store productivity, strengthen brand recall and create multiple avenues for growth across online and offline channels.



WOMEN | MEN | KIDS | ACCESSORIES

The IPO is a milestone, not the destination.

LOOKING AHEAD

Future growth will depend on effective execution, selective long-term investments and strengthening core business fundamentals.



OUR NEXT-PHASE PRIORITIES

01
Expand product catalogue across Women, Men, Kids & Accessories

02
Strengthen Exclusive Brand Outlet retail footprint

03
Enhance digital and e-commerce capabilities

Build an integrated omnichannel ecosystem

Improve warehousing, inventory and supply chain efficiency

Invest in technology and automation

Strengthen brand visibility and customer engagement

Develop people and organisational capabilities

Advance sustainability and CSR initiatives

CREATING LONG-TERM STAKEHOLDER VALUE

CUSTOMERS
Consistently delivering quality, style and seamless experiences across every touchpoint.

EMPLOYEES
Empowering talent, fostering growth and creating a culture of purpose and pride.

PARTNERS
Building trust, driving collaboration and creating shared opportunities.

SHAREHOLDERS
Delivering sustainable returns through disciplined execution and prudent growth.

COMMUNITIES
Contributing to a betuer tomorrow through responsible and inclusive actions.

"Marc Loire is ready to forge ahead."

GROWTH | EXECUTION | INNOVATION | LONG-TERM VALUE

PROFIT & LOSS OVERVIEW

FY 2025-26 performance snapshot



₹35.39 Cr	₹0.31 Cr	₹35.70 Cr
Revenue from Operations	Other Income	Total Income

₹2.70 Cr	7.57%
EBITDA	EBITDA Margin

₹2.43 Cr	₹1.77 Cr
Profit Before Tax	Profit After Tax

COMMENTARY

The draft attributes the decrease in PAT primarily to IPO-related expenses. Despite the impact on profitability, Marc Loire reported positive EBITDA and PAT during FY 2025-26.

Revenue ₹35.39 Cr • EBITDA ₹2.70 Cr • PAT ₹1.77 Cr

BALANCE SHEET OVERVIEW

A conservative capital structure with zero debt.



₹7.10 Cr	₹26.42 Cr	₹33.52 Cr	₹0.00 Cr
Equity Share Capital	Reserves & Surplus	Net Worth	Total Debt

0.00	₹1.02 Cr	₹37.09 Cr	₹2.37 Cr
Debt-to-Equity	Fixed Assets	Current Assets	Cash & Cash Equivalents

BALANCE SHEET STRENGTHS

Net Worth	Debt	Current Assets	Cash
₹33.52 Cr	₹0.00 Cr	₹37.09 Cr	₹2.37 Cr

Debt-free positioning supports future financial flexibility.

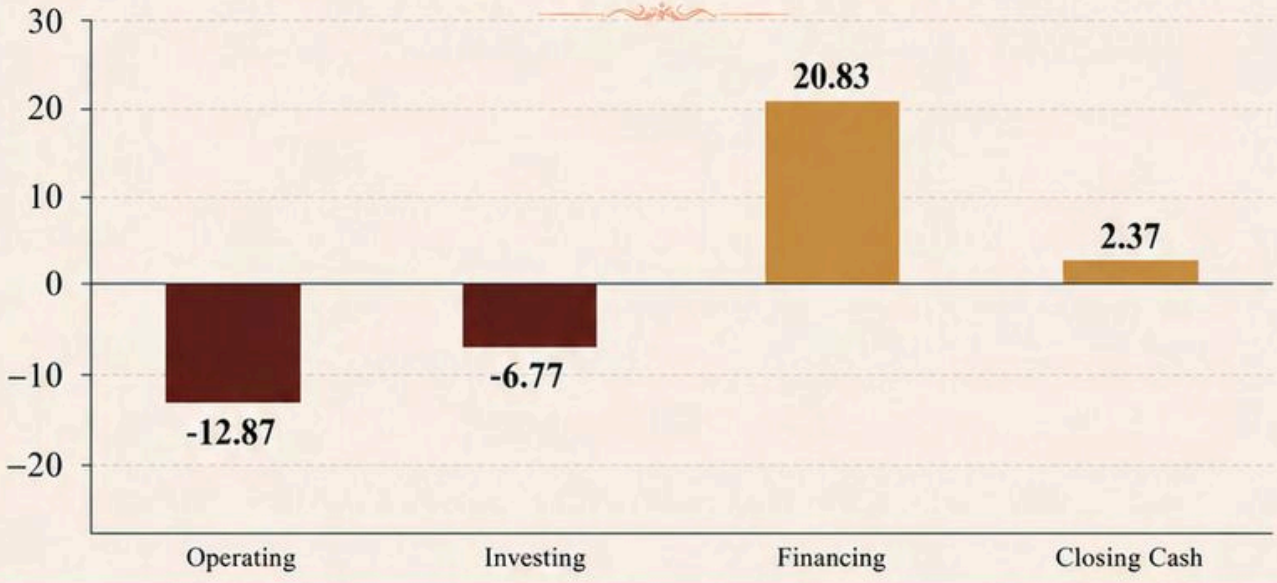
CASH FLOW PERFORMANCE

Cash deployment across operating, investing and financing activities.



OPERATING ACTIVITIES	INVESTING ACTIVITIES	FINANCING ACTIVITIES	CLOSING CASH BALANCE
-₹12.87 Cr	-₹6.77 Cr	₹20.83 Cr	₹2.37 Cr

CASH FLOW VISUAL (₹ Cr)



REVENUE BY CHANNEL

A diversified revenue mix led by e-commerce.



E-Commerce

₹18.74 Cr — 53.00%

Offline Retail

₹2.27 Cr — 6.41%

Wholesale / Other

₹14.38 Cr — 40.59%

CHANNEL INSIGHT

E-commerce contributed 53% of revenue. Wholesale and other channels contributed 40.59%, while offline retail contributed 6.41% during the early stage of physical expansion.

PRODUCT CATEGORY MIX

A portfolio spanning fashion, workwear, athleisure and everyday comfort.



Comfortable Casuals	8%
Athleisure Wear	23%
Party / High Fashion	**35%**
Formals / Office Wear	22%
Ethnic Collection	12%

LARGEST CATEGORY

35%

Party / High Fashion

PORTFOLIO TAKEAWAY

The category mix reflects Marc Loire's balance between statement fashion, office wear, athleisure, ethnic and comfortable everyday footwear.

KEY FINANCIAL RATIOS

FY 2025-26 vs FY 2024-25

The year reflects the impact of IPO-related expenses and a stronger liquidity position, alongside higher inventory levels as the Company prepared for its next phase of growth.



1. RETURN ON EQUITY (ROE)

FY 2025-26	FY 2024-25
5.29% ↓	43.77%

IPO listing / related expenses impacted profitability.

2. RETURN ON CAPITAL EMPLOYED

FY 2025-26	FY 2024-25
7.53% ↓	60.59%

Lower profit following IPO expenses reduced return metrics.

3. NET PROFIT MARGIN

FY 2025-26	FY 2024-25
4.96% ↓	11.08%

IPO expenses weighed on the net profitability ratio.

4. CURRENT RATIO

FY 2025-26	FY 2024-25
7.29 ↑	1.84

Increase in inventory and decrease in trade payables strengthened liquidity.

5. INVENTORY TURNOVER

FY 2025-26	FY 2024-25
1.23 ↓	2.26

Higher inventory levels reduced turnover during the year.

KEY CONTEXT: Profitability ratios were affected by IPO-related expenses, while the current ratio improved due to higher inventory and lower trade payables.

OUTLOOK
FY 2026–27

GROWTH WITH DISCIPLINE. SCALE WITH PURPOSE.

Marc Loire enters FY 2026–27 with a focused agenda around revenue growth, margin expansion, offline scale and prudent liquidity management. Our strategy remains centred on strengthening brand presence, expanding distribution and improving profitability while maintaining financial discipline.



FINANCIAL PRIORITIES

20–22%
Revenue Growth

Targeted topline growth for FY 2026–27 through stronger brand visibility, category expansion and wider reach.

Up to 40%
Offline Contribution

Increase offline contribution to up to 40% of total revenues through opening EBOs and strengthening retail presence.

15–17%
EBITDA Margin

Focus on improving operating profitability through product mix, scale efficiencies and disciplined cost management.

Prudent
Working Capital & Liquidity

Continue prudent working capital and liquidity management to support sustainable growth and financial stability.

Strategic Focus for FY 2026–27

Scale Revenue • Expand Offline • Improve Margins • Preserve Liquidity

MARKETING & BRAND BUILDING



- Marketing and brand-building lie at the heart of Marc Loire's growth story.
- The brand serves the modern Indian woman with affordable luxury, elegance, style and comfort.
- During FY 2025–26 the company strengthened brand equity, digital visibility and consumer engagement across Tier 1, Tier 2 and Tier 3 cities.
- The strategy remained digital-first, content-led and performance-driven.
- The brand is evolving beyond women-centric positioning into a broader lifestyle brand spanning Women, Men, Kids and Accessories.

DIGITAL-FIRST

Strengthened digital presence through SEO, social media, influencer collaborations and marketplace partnerships.

BRAND STORYTELLING

Powerful campaigns and content that celebrate craftsmanship, style moments and the Marc Loire woman.

PERFORMANCE MARKETING

Data-driven campaigns and CRM-led initiatives that deliver measurable reach, engagement and conversions.

OMNICHANNEL GROWTH

Expanding reach across offline stores, multi-brand outlets, online platforms and leading marketplaces.

BRAND PHILOSOPHY



At Marc Loire, we believe fashion footwear is more than an accessory—it is a statement of individuality, confidence and modern elegance. Our brand philosophy is built on accessible luxury, quality craftsmanship and a balance of global inspiration with local cultural relevance.

> *Every pair carries the confidence, ambition and stories of the women who wear it.*

STATEMENT OF INDIVIDUALITY

Footwear is not just an accessory, but a statement of individuality.

CONFIDENCE IN EVERY STEP

Every pair reflects confidence, ambition and self-expression.

ACCESSIBLE LUXURY

Luxury can and should be accessible without compromising quality.

GLOBAL + LOCAL

A strong brand balances global design inspirations with local cultural relevance.

This philosophy is reflected in every campaign, product launch and consumer interaction.

DIGITAL MARKETING PERFORMANCE



Marc Loire remains a digital-first brand, with e-commerce, social media and performance marketing serving as key growth drivers. During FY 2025–26, the company strengthened its online reach, improved efficiency and enhanced conversion performance across digital touchpoints.

11.4K
Instagram followers

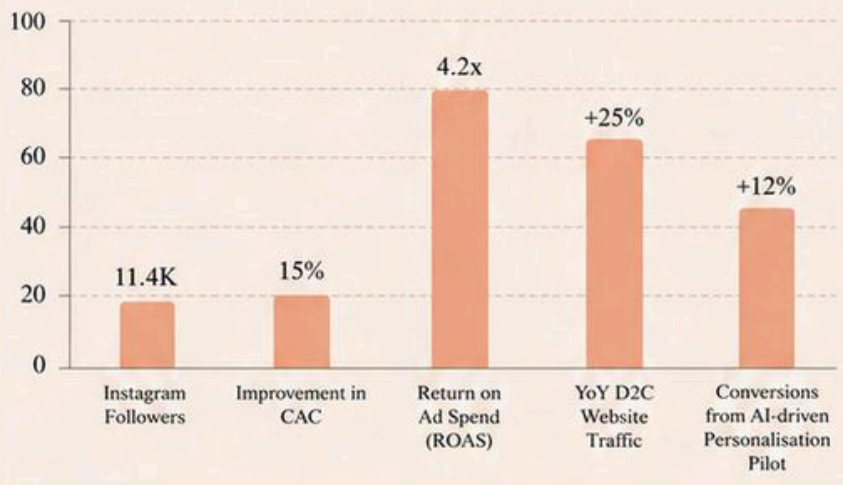
15%
improvement in customer acquisition cost (CAC)

4.2x
return on ad spend (ROAS)

+25%
YoY D2C website traffic

+12%
higher conversions from AI-driven personalisation pilot

KEY DIGITAL METRICS FY 2025–26



- Stronger data-driven campaign optimisation
- Improved repeat purchase behaviour on D2C channels
- Better audience targeting across Meta and Google

INFLUENCER & COMMUNITY COLLABORATIONS

In FY 2025–26, we scaled our influencer and community-first marketing approach to strengthen brand visibility, deepen consumer engagement and build authentic connections across India.



180+
influencers engaged, Pan India.

Collaborations included fashion bloggers, lifestyle creators, and working professionals.

UGC (User-Generated Content) campaigns such as #WalkWithMarcLoire generated authentic storytelling.

Community-first content helped build trust, relatability and stronger social engagement.





"Our collaborations go beyond products—they celebrate style, confidence and the real stories of our community."

BRAND IDENTITY REFRESH

During FY 2025-26, Marc Loire invested in refreshing its brand identity to align with its growing aspirations and create a more cohesive premium experience across customer touchpoints.



01 Updated Visual Identity

Sleek logo variations and a refined minimalist brand system that reflect our premium ethos.

02 Minimalist Colour Palette

Cleaner premium tones aligned to a luxury yet accessible brand image.

03 Sustainable Packaging

Streamlined packaging using eco-friendly materials and modern design.

04 Unified Brand Guidelines

Refreshed guidelines across digital, print and retail touchpoints for consistency and impact.

05 Enhanced Unboxing Experience

A more elevated and memorable luxury feel at an affordable price point.

CUSTOMER ENGAGEMENT INITIATIVES

Marc Loire continued to strengthen customer engagement through loyalty programs, interactive content and community-led experiences designed to build repeat connection with the brand.



1. Marc Loire Rewards Program

Loyalty initiative offering points, early access and styling perks.

2. Styling Workshops

Online styling workshops with influencers conducted regularly for customers.

3. Interactive Experiences

Instagram polls, AR try-ons, quizzes and Ask Us Anything sessions improved engagement.

4. Customer Satisfaction

CSAT improved to 4.5/5.

5. Repeat Purchase Strength

Repeat purchases reached 32%.

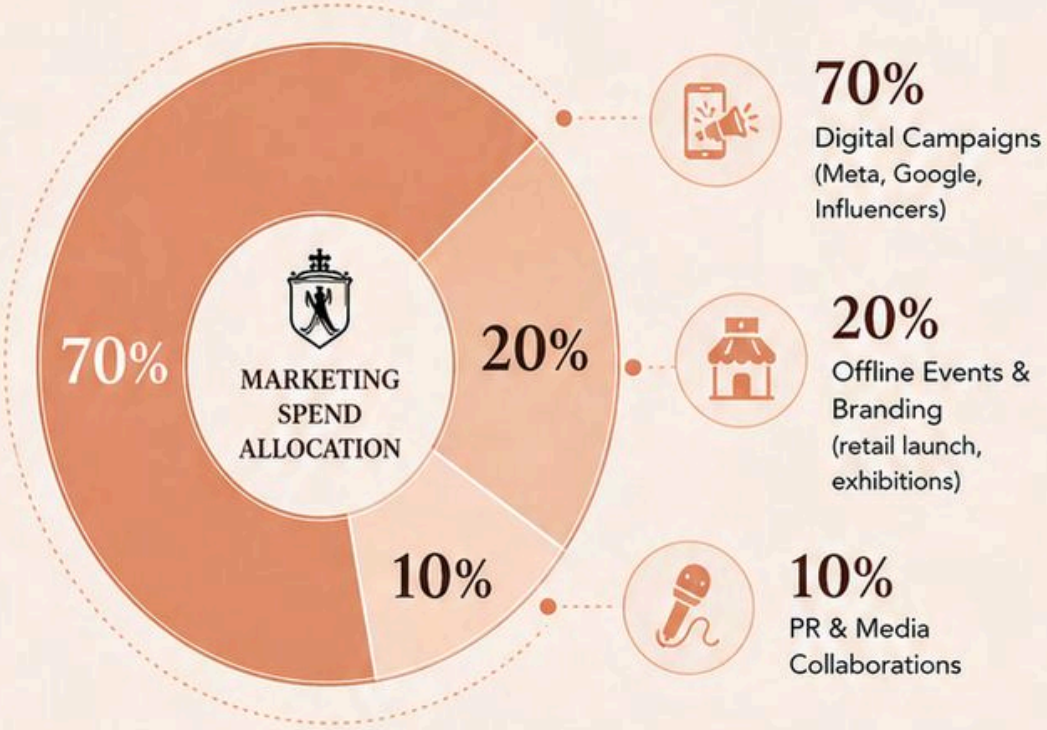
> "We believe that every interaction is an opportunity to build trust, create value and strengthen our relationship with our customers."

MARKETING SPEND & ROI



Marketing investments of ₹0.29 crores in FY 2025–26 supported both digital growth and brand-building initiatives across channels.

Overall ROI:
3.9x
across all marketing channels.



70%
Digital Campaigns (Meta, Google, Influencers)

20%
Offline Events & Branding (retail launch, exhibitions)

10%
PR & Media Collaborations

PERFORMANCE FOCUS

Digital campaigns delivered strong engagement, traffic, and conversions, contributing the highest impact and ROI.

BALANCED CHANNEL MIX

A well-distributed spend across digital, offline, and PR strengthened brand recall, visibility, and customer trust.

"Smart investments, strategic execution, and a balanced mix of channels driving measurable growth and long-term brand value."

PRODUCT PORTFOLIO & INNOVATIONS



Introduction

At Marc Loire, our strength lies in a diverse and evolving product portfolio designed for the modern Indian woman—blending style, comfort and timeless elegance.

During FY 2025–26, we strengthened our core categories and prepared an exciting pipeline of new product lines to support our next phase of growth.

Our in-house design and R&D teams closely track global and local trends, experiment with materials, colours and silhouettes, and explore sustainable alternatives to keep our collections relevant and responsible.

A strong and differentiated product portfolio remains a key competitive advantage—delivering consistency and choice across online and offline channels.

STYLE

Trend-led designs crafted for the modern Indian woman.

COMFORT

Thoughtful ergonomics for all-day ease and confidence.

QUALITY

Premium materials and rigorous quality standards in every creation.

DURABILITY

Made to last with strong craftsmanship and attention to detail.

PRODUCT PORTFOLIO & INNOVATION

Our diverse portfolio is designed to meet the evolving style aspirations of modern Indian women across occasions and lifestyles.



8+
Product Categories

500+
Active SKUs

100+
New Designs Developed

3
Major Collections Launched

Trend-led Design Approach

Focus on Quality, Comfort & Style

R&D AND DESIGN INNOVATION

Innovation drives our creativity. Our in-house design and R&D teams focus on creating fashion-forward footwear with unmatched comfort and quality.



In-house Design Studio

Dedicated team of designers and product developers crafting unique and trend-led collections.

Material Innovation

Continuous exploration of premium materials, embellishments and finishes to enhance product appeal.

Comfort Engineering

Ergonomic design, cushioned footbeds and perfect fit at the heart of our innovations.

Technology Integration

Exploring AR/VR, 3D design tools and digital sampling to accelerate development cycles.



CONSUMER INSIGHTS & FEEDBACK LOOPS

We believe in staying close to our customers. Their feedback shapes our designs, assortments and overall experience.

> "Listening to our customers helps us create footwear that truly resonates with their lifestyle and aspirations."

Customer Feedback Channels

Insights gathered through reviews, surveys, social media and direct interactions.

Data-Driven Decisions

Analysing feedback and sales data to identify preferences and emerging trends.

Agile Product Development

Quick iteration and testing to bring the right styles to market faster.

Stronger Customer Connect

Building long-term relationships through personalisation and engagement.





KEY CONSUMER TRENDS FY 2025–26

Occasion-led Demand

Strong growth in bridal, festive and celebration wear segments.

Comfort with Style

Rising preference for comfortable footwear that doesn't compromise on elegance.

Sustainable Choices

Increasing interest in eco-friendly materials and responsible production.

Digital First Mindset

Customers discover, research and shop seamlessly across digital channels.

Personalisation & Exclusivity

Demand for unique designs, limited editions and customisation.

These trends continue to shape our collections and innovation roadmap, helping us create footwear that stays relevant and desired.

UPCOMING LAUNCHES FY 2026–27

We are excited about the road ahead. Our upcoming launches are designed to elevate our brand and expand our market presence.



SNEAKERS COLLECTION

Stylish and comfortable sneakers for everyday wear, targeting the growing athleisure market.

PREMIUM BRIDAL LINE

Launching an exclusive premium bridal collection with intricate craftsmanship and luxe materials.

SUSTAINABLE COLLECTION

Expanding our sustainable range with eco-friendly materials and ethical production practices.

AR PERSONALISATION EXPERIENCE

Introducing AR-based try-on and personalisation features for a more engaging shopping experience.

EXPANSION & OPERATIONS

During FY 2025-26, Marc Loire strengthened its operating platform while expanding its physical and digital presence. The strategy remains focused on accessibility, operational efficiency and scalability.



01

ACCESSIBILITY

Expanding presence across India to improve customer access across a wider range of markets and consumer segments.

02

OPERATIONAL EFFICIENCY

Strengthening supply chain, warehousing, inventory and fulfilment to improve speed, reliability and cost efficiency.

03

SCALABILITY

Building robust systems and infrastructure that can support domestic expansion and future international growth.

BUILDING FOR SCALE

Disciplined expansion, prudent resource allocation and continuous improvement remain central to Marc Loire's growth philosophy.

WAREHOUSING & LOGISTICS

Marc Loire is strengthening its warehousing, fulfilment, inventory flow and delivery efficiency to support scale, speed and consistent customer satisfaction across markets.



01 DISTRIBUTION NETWORK

Expanding and optimising our distribution footprint to improve regional reach and ensure greater product availability.

02 INVENTORY VISIBILITY

Leveraging better stock planning, real-time tracking and data-driven insights to reduce stockouts and improve replenishment accuracy.

03 FULFILMENT EFFICIENCY

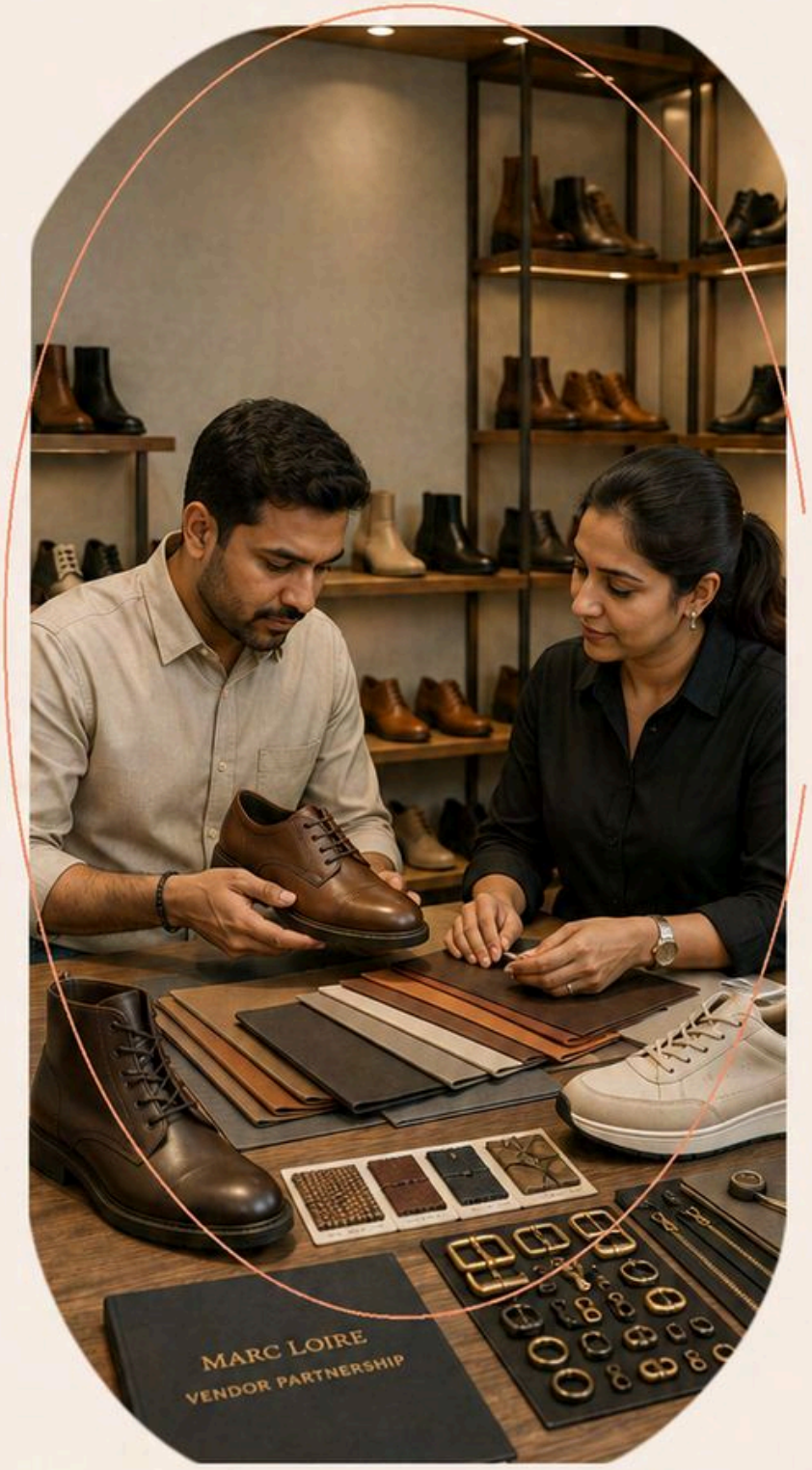
Enhancing order processing, ensuring dependable dispatch and maintaining delivery consistency to elevate the customer experience.

BUILT FOR GROWTH

A resilient and technology-enabled logistics backbone ensures Marc Loire is equipped to meet rising demand and deliver excellence—every time.

VENDOR PARTNERSHIPS

Marc Loire continues to strengthen its vendor and manufacturing ecosystem to support product quality, supply continuity and sourcing flexibility. Long-term partnerships across materials and manufacturing categories help the Company respond efficiently to evolving market requirements.



01

STRATEGIC VENDOR PARTNERSHIPS

Long-term relationships with suppliers across leather, fabrics, synthetic materials and embellishments support consistent quality, timely procurement and collaborative product development.

02

QUALITY ASSURANCE

Multi-stage quality control, including checks at vendor facilities and warehouse-level inspections, helps ensure every product meets defined quality standards before reaching customers.

03

SUPPLY CHAIN RESILIENCE

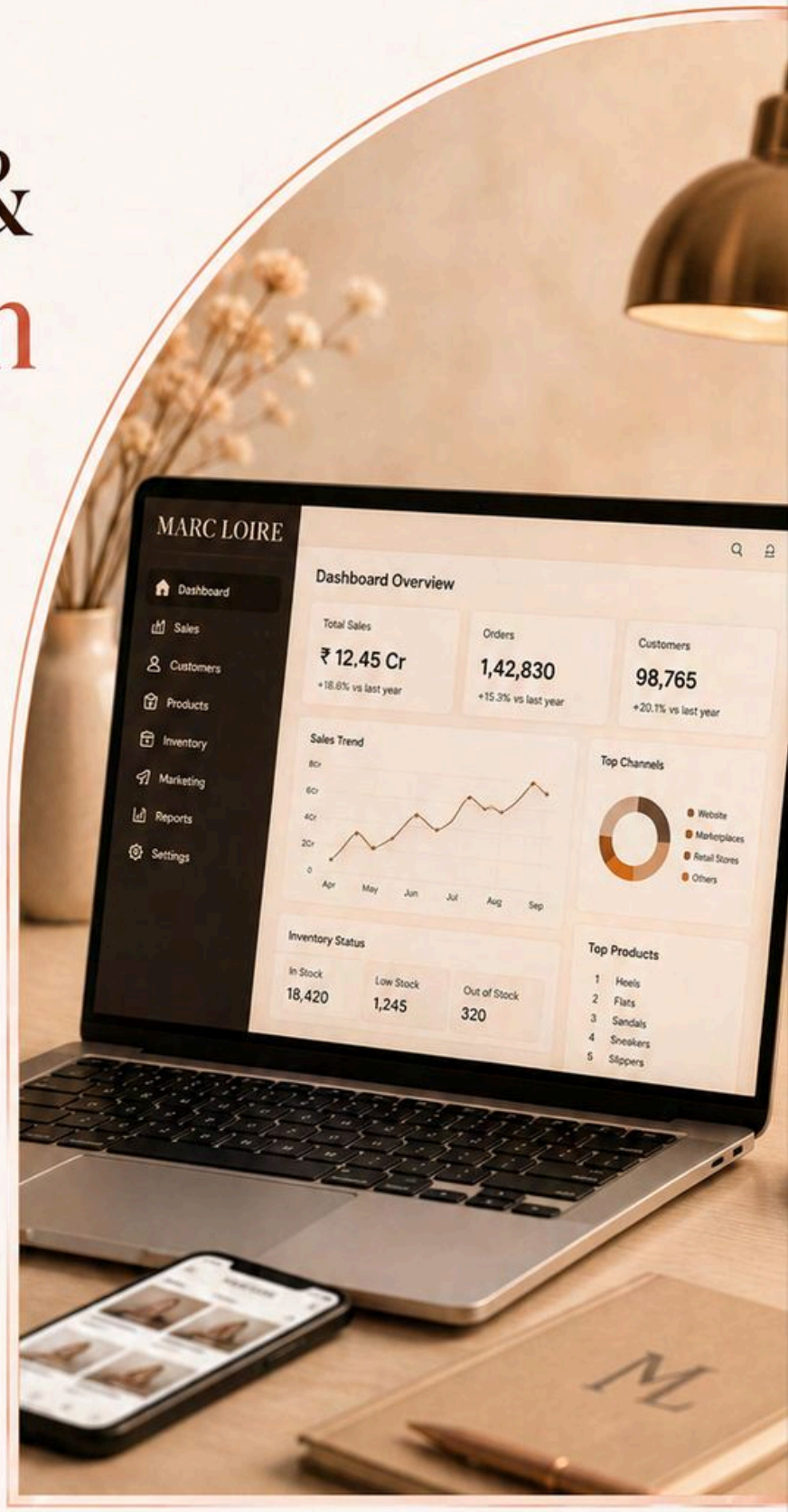
A geographically diversified vendor network reduces dependency on individual suppliers, improves sourcing flexibility and supports business continuity during market or logistics disruptions.

BUILT ON TRUST

Through active vendor engagement and disciplined sourcing practices, Marc Loire is building a resilient, scalable and efficient manufacturing ecosystem for long-term growth.

Technology & Automation

Leveraging technology to drive efficiency, insights and exceptional customer experiences.



ERP INTEGRATION

Unified systems for real-time visibility across sales, inventory, finance and operations.

DATA-DRIVEN DECISIONS

Advanced analytics and dashboards for deeper insights into customer behavior, sales and profitability.

CUSTOMER DATA PLATFORM

Personalized marketing, loyalty programs and targeted campaigns to enhance engagement.

PROCESS AUTOMATION

Automating repetitive tasks across order processing, inventory updates and customer communications.

Technology empowers us to work smarter, *serve better and grow faster.*

RISKS & MITIGATION

As Marc Loire expands its omnichannel footprint, the Company remains focused on managing the operational and competitive challenges associated with growth.



01 INTENSIFYING COMPETITION

Risk: Global and established domestic brands continue to increase competitive intensity.

Mitigation: Brand differentiation through distinctive products, focused marketing and enhanced customer experience.

02 RETAIL REAL ESTATE COSTS

Risk: Premium retail locations involve higher rental and occupancy costs.

Mitigation: Balanced retail expansion with an optimal mix of Company-owned and franchise-led formats.

03 SUPPLY CHAIN VOLATILITY

Risk: Fluctuations in input prices and availability can impact product costs and operating margins.

Mitigation: Multi-vendor sourcing across geographies and categories to improve flexibility and continuity.

04 REGULATORY & COMPLIANCE

Risk: Expansion into new markets increases regulatory, taxation, labour and compliance complexity.

Mitigation: Operational discipline, stronger processes and continuous monitoring across functions.

RESILIENT GROWTH

Through brand differentiation, balanced retail expansion, diversified sourcing and operational discipline, Marc Loire aims to build a scalable operating model that can manage the evolving risks associated with expansion.

DISCIPLINE • DIVERSIFICATION • BALANCED GROWTH

PEOPLE, CULTURE & HUMAN CAPITAL

PEOPLE POWERING PROGRESS.

At Marc Loire, our people are fundamental to sustained growth and success. During FY 2025–26, the Company continued to strengthen its talent base and build a future-ready workforce aligned with its expanding omnichannel operations.



01 WORKFORCE COMPOSITION

Diverse, inclusive and performance-oriented workforce supporting business expansion across India.

02 ENGAGEMENT & WELL-BEING

Open communication, healthcare support, work-life balance, team-building and employee recognition.

03 LEARNING & DEVELOPMENT

Focus on digital upskilling, functional training, managerial capability building and leadership development.

04 PERFORMANCE & REWARDS

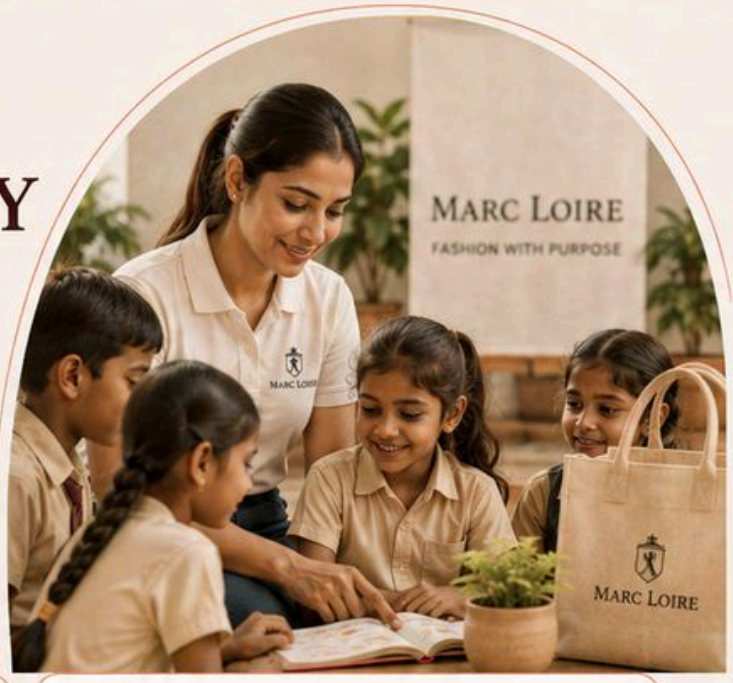
Structured appraisal, recognition, incentives and long-term employee retention initiatives.

CULTURE PILLARS

- Collaboration
- Innovation
- Accountability
- Empowerment

> *"Our people remain central to Marc Loire's growth journey."*

CSR & SUSTAINABILITY



RESPONSIBLE GROWTH. MEANINGFUL IMPACT.

Marc Loire believes growth is meaningful only when it is responsible, inclusive and sustainable. During FY 2025–26, the Company strengthened its CSR initiatives and advanced its sustainability agenda across community, environment and governance.

01 COMMUNITY IMPACT

Collaborated with Care & Hope Foundation with a focused emphasis on child care, welfare and development.

02 CSR INVESTMENT

Invested ₹0.85 crore towards CSR initiatives during FY 2025–26.

03 ENVIRONMENTAL ACTION

40% of packaging transitioned to eco-friendly alternatives and paper consumption reduced by 25% through digital-first systems.

04 GOVERNANCE & ETHICS

Strengthened compliance, whistle-blower mechanisms, ethical sourcing awareness and ESG risk management.

SUSTAINABLE MATERIALS & DESIGN

- Recycled fabrics
- Plant-based dyes
- Biodegradable soles



> "At Marc Loire, fashion and responsibility go hand in hand."

SUSTAINABILITY ROADMAP FY 2025–30

BUILDING A RESPONSIBLE FUTURE.

Marc Loire's sustainability roadmap focuses on accelerating the transition towards responsible materials, sustainable operations and measurable social impact.



2026

Launch a dedicated sustainable footwear collection using recycled, plant-based and biodegradable materials.

2027

Achieve 100% sustainable packaging, subject to scalability and commercial viability.

2030

Progress towards carbon-neutral operations through energy efficiency, renewable energy, waste reduction and credible offsets.

CSR IMPACT

Positively impact more than 25,000 lives across India through child care, skill development and community empowerment.

CURRENT PRIORITIES

- Sustainable packaging
- Responsible materials
- Energy & waste management
- Ethical governance

> "The roadmap integrates style, responsibility and long-term value creation."

MANAGEMENT DISCUSSION & ANALYSIS



MARKET MOMENTUM. STRATEGIC CLARITY.

FY 2025–26 marked an important milestone in Marc Loire's evolution from a digital-first footwear brand to an emerging omnichannel business with strong long-term growth potential.

INDUSTRY OVERVIEW

Global footwear market valued at approximately USD 420 billion in 2024 with expected CAGR of around 4.2% through 2030.

Indian footwear market valued at approximately INR 92,000 crores in 2024, with expected CAGR of 10–12% over the next five years.

BUSINESS MODEL PILLARS

- Strong e-commerce presence (61% revenue contribution)
- Design-led differentiation
- Affordable luxury positioning
- Expanding omnichannel presence
- Customer-centric approach

GROWTH DRIVERS

- Rising fashion consciousness
- Higher women workforce participation
- Premiumisation
- Rapid e-commerce adoption
- Growth of organised retail



WOMEN'S FOOTWEAR OPPORTUNITY

Workwear, casual, festive and occasion wear continue to present strong growth opportunities for the brand.

> "Marc Loire is positioned to benefit from a favourable industry environment and a differentiated brand model."

SWOT, RISK MANAGEMENT & OUTLOOK



DISCIPLINED GROWTH. FUTURE READY.

Marc Loire continues to strengthen its business with a clear understanding of its strategic strengths, operational risks and future growth priorities.

STRENGTHS

- Strong e-commerce presence (61% contribution)
- Affordable luxury positioning
- In-house design capabilities
- Growing brand recall

WEAKNESSES

- Limited offline footprint
- Dependence on third-party platforms

SWOT

OPPORTUNITIES

- Pan India expansion
- New categories such as sneakers and bridal wear
- International exploration

THREATS

- Global competition
- Raw material cost fluctuations
- Counterfeit and unorganised market competition

RISK MANAGEMENT

- **Operational risk** — diversified supplier base and robust logistics network
- **Reputational risk** — customer feedback and grievance redressal focus
- **Regulatory risk** — compliance with SEBI, Companies Act and labour laws
- **Technology risk** — IT security and AI-driven analytics

CLOSING OUTLOOK

- Expand offline presence to 15 new stores Pan India by FY 2026
- Introduce sneakers and premium bridal footwear
- Leverage AR/VR for customer experience
- Explore Dubai, Abu Dhabi and Singapore
- Strengthen sustainability through recycled materials and biodegradable packaging

Marc Loire is well-poised to capture the next wave of growth as a global Indian footwear brand.

CIN-L18202DL2014PLC266184 GST No: 07AAJCM1276G1ZF

Marc Loire Fashions Limited

(Formerly Known As Marc Loire Fashions Private Limited)

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting ("AGM/ 13th AGM") of the Members MARC LOIRE FASHIONS LIMITED ("the Company") will be held on Tuesday the 29th day of September, 2026 at 11:30 A.M. Indian Standard Time ("IST"), through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2026 including the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement for the year ended as at 31st March 2026 and the Reports of the Board of Directors and Auditors thereon.

2. **Appointment of Director in the place of retiring Director**

   To appoint a director in place of Mr. Arvind Kamboj, who retires by rotation and being eligible offers himself for re-appointment.

   "**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013 and rules made thereunder (including any statutory modification and re-enactment thereof) and other applicable provisions, if any of the Companies Act, 2013, Mr. Arvind Kamboj, (DIN: 09624208) who is liable to retire by rotation and being eligible has offered himself for appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. **TO CONSIDER AND APPROVE APPOINTMENT OF MR. SAURAV GUPTA (DIN: 11371121) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

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

   "RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee and that of the Board of Directors and provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations") and the rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s) and guideline(s) and the

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provisions of the Articles of Association of the Company, Mr. Saurav Gupta (holding DIN: 11371121), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from November 15, 2025, and who holds office up to the date of this Annual General Meeting, has submitted a declaration that he meets the criteria for independence as provided in Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR) Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, being eligible for appointment, be and is hereby appointed as an Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of 5 (five) consecutive years with effect from November 15, 2025 to November 14, 2030, on the Board of Directors of the Company.

RESOLVED FURTHER THAT any one of the Director of the Company or Company Secretary of the Company be and is hereby authorized to file the necessary applications, e-forms, documents with concerned statutory authorities/agencies such as the Registrar of Companies, Stock Exchanges, etc. in relation thereto, send intimation(s) to Stock Exchange(s) as per SEBI (LODR) Regulations and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto."

4. TO CONSIDER AND APPROVE APPOINTMENT OF MS. YAMINI SONI (DIN: 11371065) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee and that of the Board of Directors and provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations") and the rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s) and guideline(s) and the provisions of the Articles of Association of the Company, Ms. Yamini Soni (holding DIN: 11371065), who was appointed by the Board of Directors as an Additional Independent Director of the Company with effect from November 15, 2025, and who holds office up to the date of this Annual General Meeting, has submitted a declaration that she meets the criteria for independence as provided in Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (LODR)

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Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, being eligible for appointment, be and is hereby appointed as an Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of 5 (five) consecutive years with effect from November 15, 2025 to November 14, 2030, on the Board of Directors of the Company.

RESOLVED FURTHER THAT any one of the Director of the Company or Company Secretary of the Company be and is hereby authorized to file the necessary applications, e-forms, documents with concerned statutory authorities/agencies such as the Registrar of Companies, Stock Exchanges, etc. in relation thereto, send intimation(s) to Stock Exchange(s) as per SEBI (LODR) Regulations and to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient for the purpose of giving effect to the above resolution and for matters connected herewith or incidental hereto."

By the order of the Board
For MARC LOIRE FASHIONS LIMITED

sd/-
VASANT KUBER SONI
Company Secretary & Compliance Officer
ACS: 66674

Date: 2nd September, 2026
Place: Delhi

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IMPORTANT NOTES:

1. The 13th Annual General Meeting of the Company will be held on Tuesday, 29th day of September, 2026, at 11:30 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the applicable provisions. and circular issued by

2. Ministry of Corporate Affairs ("MCA") vide its General circular 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular Nos.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No.20/2020 dated 5th May, 2020, Circular No.02/2021 dated 13th January, 2021, Circular No.19/2021 dated 8th December, 2021, Circular No.21/2021 dated 14th December, 2021, Circular No.02/2022 dated 5th May, 2022 ,Circular No. 10/2022 dated 28th December, 2022 and circular No. 09/2023 dated 25th September, 2023 ("MCA Circulars") has permitted to conduct the Annual General Meeting through video conferencing ("VC") or other audiovisual means ("OAVM"). In compliance with the aforesaid MCA Circulars, the 13th Annual General Meeting ("13th AGM" or "Meeting") of the Members of the Company will be held through VC/OAVM, without the physical presence of the Members. In accordance with the aforesaid MCA Circulars rules made thereunder and the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Notice of the AGM along with the Annual Report for F.Y. 2025-26 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively "Depositories"

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint Authorized Representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Body Corporates whose Authorized Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on its email Id csvasant@marcloire.in, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. An explanatory statement setting out details relating to the businesses to be transacted at the Annual General Meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.

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7. In case of joint holders, 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 during the AGM.

8. As the Annual General Meeting of the Company is held through VC / OAVM, we therefore request the members to submit questions in advance relating to the business specified in this notice of AGM on the email ID csvasant@marcloire.in at least 10 days in advance but not later than Saturday, 19th September, 2026.

9. The Annual Report along with the Notice of AGM will be placed on the Company's website on www.marcloire.com.

10. In compliance with the MCA Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent only through email to those Members whose email IDs are registered with the Company/Depositories. In case any Member is desirous of obtaining physical copy of the Integrated Annual Report for the Financial Year 2025-26 and Notice of the AGM of the Company, may send a request to the Company at csvasant@marcloire.in, mentioning their DP ID and Client ID/folio no. or raise a service request with Maashitla Securities Private Limited, the Company's Registrar and Share Transfer Agent ("RTA"). Members may note that the Notice of the AGM and Annual Report for the Financial Year 2025-26 will also be available on the Company's website www.marcloire.com. and the websites of the Stock Exchanges i.e. Bombay Stock Exchange Limited at www.bseindia.com/, respectively and on the website of National Securities Depository Limited ("NSDL") (agency providing the remote e-Voting facility) at www.evoting.nsdl.com.

11. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants in case the shares are held by them in electronic mode and with the Company's RTA i.e. Maashitla Securities Private Limited ("RTA") in case the shares are held by them in physical mode.

12. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 the Company is providing the facility of remote e-Voting to its Members in respect of the businesses to be transacted at this AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by Members using remote e-Voting system is provided by NSDL. Members who have cast their votes by remote e-Voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by Members holding shares in dematerialised mode, physical mode and for Members who have not registered their e-mail addresses is provided in the "Instructions for e-Voting" section which forms part of this Notice.

13. 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 the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to www.marcloire.com.

14. The Board of Directors of the Company has appointed M/s MRS & Associates, Company Secretaries, a Peer Reviewed Firm, as the Scrutiniser, to scrutinise the voting during the AGM and remote e-Voting process in a fair and transparent manner.

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15. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23rd September, 2026 to Tuesday, 29th September, 2026 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.

16. Members holding shares either in physical or dematerialised form, as on Tuesday, September 22, 2026 ("Cut-off Date"), may cast their votes electronically. The e-Voting period commences on Friday, September 25, 2026 (9:00 A.M. IST) and ends on Monday, September 28, 2026 (5:00 P.M. IST). The e-Voting module will be disabled by NSDL thereafter. A Member will not be allowed to vote again on any Resolution on which vote has already been cast.

    The voting rights of Members shall be proportionate to their share of the paid-up equity share capital of the Company as on the Cut-off Date, i.e. 22/09/2026. A person who is not a Member as on the Cut-off Date is requested to treat this Notice for information purposes only.

    The facility for voting during the AGM will also be made available. Members present at the AGM through VC and who have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM.

    Any person holding shares in physical form and nonindividual shareholders who acquire shares of the Company and become Member of the Company after the Notice is sent and holding shares as of the Cut-off Date, i.e. September 22, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-Voting, then he/she can use his/her existing user ID and password for casting the vote. In case of individual shareholders holding securities in demat mode, who acquire shares of the Company and become Member of the Company after the Notice is sent and holding shares as of the Cut-off Date, may follow steps mentioned in the Notice under 'Instructions for e-Voting'.

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

The remote e-voting period begins on Friday, September 25, 2026 at 9:00 A.M. (IST) and ends on Monday, September 28, 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 22nd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 22nd September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with

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Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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.

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Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

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

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

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

   c) How to retrieve your 'initial password'?

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

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

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6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

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

General Guidelines for shareholders

a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mohit@mrsassociates.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to csvasant@marcloire.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to csvasant@marcloire.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from 25/09/2026 (9.00 a.m. IST) and 27/09/2026 (5.00 p.m. IST) from their registered e-mail Id's mentioning their name, DP ID and client Id / folio number, PAN, mobile number on csvasant@marcloire.in as registered in the records of the Company. The same will be replied by the company suitably.Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

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EXPLANATORY STATEMENT

[Pursuant to Sections 102 of the Companies Act, 2013]

EXPLANATORY STATEMENT IN RESPECT OF BUSINESS SET OUT IN ITEM NO. 3 AND 4 OF THE NOTICE CONVENING THE ANNUAL GENERAL MEETING OF MARC LOIRE FASHIONS LIMITED TO BE HELD ON TUESDAY, 29TH DAY OF SEPTEMBER, 2026 AT 11:30 A.M. (IST) THROUGH VIDEO CONFRENCING

The Following Explanatory Statement sets out all material facts relating to the Business mentioned under item sr. no. 3 and 4 of the accompanying Notice:

ITEM NO. 3
TO CONSIDER AND APPROVE APPOINTMENT OF MR. SAURAV GUPTA (DIN: 11371121) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Saurav Gupta was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 15th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting. In accordance with Section 149(10) and (11) of the act, an independent director can hold office for two consecutive terms of upto five years each on the Board of the Company, subject to the approval of shareholders approving the term by passing a special resolution.

Mr. Saurav Gupta brings over 8 years of rich experience in sales and marketing, having served as Senior Manager (Sales & Marketing) at Mezzex Ltd. He possesses strong leadership capabilities, strategic thinking, and a proven track record in driving business growth and operational excellence.

The Company now proposes to seek approval of the Members for his appointment as an Independent Director for her first term of five consecutive years with effect from November 15, 2025 to November 14, 2030, in accordance with the applicable provisions of the Companies Act, 2013 (“Act”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and the Articles of Association of the Company.

The Company has received from Mr. Saurav Gupta, his consent to act as Director of the Company along with a declaration to the effect that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has also received the requisite disclosures and confirmations from Mr. Saurav Gupta, including confirmation regarding his eligibility for appointment as an Independent Director, and confirmation that he is not debarred from holding the office of Director by virtue of any order of SEBI, the Ministry of Corporate Affairs or any other statutory authority, to the extent applicable.

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Brief details of Mr. Saurav Gupta, the nature of his expertise and experience, with other details relation to his directorship, are annexed to this notice. The Company has received notice in writing under the provisions of the Companies Act 160 of the Companies Act 2013 from a member proposing candidature of Mr. Saurav Gupta for the office of Independent director for a first term of five consecutive years. Based on the recommendation of the Nomination and remuneration committee and considering his skills and expertise, the Board at its meeting held on September 2, 2026, has approved the appointment of Mr. Saurav Gupta as an Independent Director for the first term of five consecutive years i.e. from 15.11.2025 to 14.11.2030, subject to the approval of shareholders. In the opinion of the Board, Mr. Saurav Gupta fulfils the condition for appointment as an Independent Director of the Company as specified in the act and rules thereunder, he is not debarred from holding the office of director by virtue of any SEBI order and he is independent of the management of the Company.

The Board is of the opinion that his association with the Company as an Independent Director would be beneficial to the Company and its stakeholders. Accordingly, the board recommends the appointment of Mr. Saurav Gupta as an Independent Director for the first term from 15.11.2025 to 14.11.2030, subject to the approval of the shareholders. He shall not be liable to retire by rotation. He shall be entitled to sitting fees and reimbursement of expenses for attending meetings of the Board and Committees thereof, as may be determined by the Board in accordance with applicable law and the Company's policy.

The Board recommends the resolution set forth in item no. 3 of the accompanying notice for approval by the members of the company is being sought by way of Special resolution.

None of the other Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested in the resolution. Mr. Saurav Gupta does not hold any shares in the Company and is not related to any other Director or Key Managerial Personnel of the Company.

Details of Mr. Saurav Gupta, pursuant to Regulation 36(3) of SEBI Regulations and Secretarial Standard-2 on General Meeting is enclosed in Annexure – I to this Notice.

ITEM NO. 4
TO CONSIDER AND APPROVE APPOINTMENT OF MS. YAMINI SONI (DIN: 11371065) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Ms. Yamini Soni was appointed as an Additional Director in the capacity of Non-Executive Independent Director with effect from 15th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting. In accordance with Section 149(10) and (11) of the act, an independent director can hold office for two consecutive terms of upto five years each on the Board of the Company, subject to the approval of shareholders approving the term by passing a special resolution.

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Ms. Yamini Soni brings over 7 years of experience in marketing, having served in leadership roles with reputed institutions such as BLK Hospital and CloudNine Hospital. She has demonstrated strong capabilities in strategic planning, marketing management, and, contributing to business growth and operational excellence.

The Company now proposes to seek approval of the Members for her appointment as an Independent Director for her first term of five consecutive years with effect from November 15, 2025 to November 14, 2030, in accordance with the applicable provisions of the Companies Act, 2013 ("Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and the Articles of Association of the Company.

The Company has received from Ms. Yamini Soni, her consent to act as Director of the Company along with a declaration to the effect that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has also received the requisite disclosures and confirmations from Ms. Yamini Soni, including confirmation regarding her eligibility for appointment as an Independent Director, and confirmation that she is not debarred from holding the office of Director by virtue of any order of SEBI, the Ministry of Corporate Affairs or any other statutory authority, to the extent applicable.

Brief details of Ms. Yamini Soni, the nature of her expertise and experience, with other details relation to her directorship, are annexed to this notice. The Company has received notice in writing under the provisions of the Companies Act 160 of the Companies Act 2013 from a member proposing candidature of Ms. Yamini Soni for the office of Independent director for a first term of five consecutive years. Based on the recommendation of the Nomination and remuneration committee and considering her skills and expertise, the Board at its meeting held on September 2, 2026, has approved the appointment of Ms. Yamini Soni as an Independent Director for the first term of five consecutive years i.e. from 15.11.2025 to 14.11.2030, subject to the approval of shareholders. In the opinion of the Board, Ms. Yamini Soni fulfils the condition for appointment as an Independent Director of the Company as specified in the act and rules thereunder, she is not debarred from holding the office of director by virtue of any SEBI order and she is independent of the management of the Company.

The Board is of the opinion that his association with the Company as an Independent Director would be beneficial to the Company and its stakeholders. Accordingly, the board recommends the appointment of Ms. Yamini Soni as an Independent Director for the first term from 15.11.2025 to 14.11.2030, subject to the approval of the shareholders. She shall not be liable to retire by rotation. She shall be entitled to sitting fees and reimbursement of expenses for attending meetings of the Board and Committees thereof, as may be determined by the Board in accordance with applicable law and the Company's policy.

The Board recommends the resolution set forth in item no. 4 of the accompanying notice for approval by the members of the company is being sought by way of Special resolution.

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None of the other Directors and Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested in the resolution. Ms. Yamini Soni does not hold any shares in the Company and is not related to any other Director or Key Managerial Personnel of the Company.

Details of Ms. Yamini Soni, pursuant to Regulation 36(3) of SEBI Regulations and Secretarial Standard-2 on General Meeting is enclosed in Annexure – I to this Notice.

By the order of the Board
For MARC LOIRE FASHIONS LIMITED

sd/-
VASANT KUBER SONI
Company Secretary & Compliance Officer
ACS: 66674

Date: 2nd September, 2026
Place: Delhi

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Annexure I

As per the requirement of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Directors is given below:

S.no.	Particulars	Description	Description
a	Name	Mr. Saurav Gupta	Ms. Yamini Soni
b	Designation	Non-executive, Independent Director (Additional Director)	Non-executive, Independent Director (Additional Director)
c	DIN	11371121	11371065
d	Date Of Birth	29/09/1993	28/10/1995
e	Nationality	Indian	Indian
f	Initial date of Appointment/Reappointment	15.11.2025	15.11.2025
g	Term of appointment/reappointment;	Mr. Saurav Gupta is proposed to be appointed as a non-executive Independent Director for a period of 5 (five) consecutive years with effect from November 15, 2025 to November 14, 20230 and not be liable to retire by rotation	Ms. Yamini Soni is proposed to be appointed as a non-executive Independent Director for a period of 5 (five) consecutive years with effect from November 15, 2025 to November 14, 20230 and not be liable to retire by rotation
h	Brief profile	Mr. Saurav Gupta brings over 8 years of rich experience in sales and marketing, having served as Senior Manager (Sales & Marketing) at Mezzex Ltd.	Ms. Yamini Soni brings over 7 years of experience in marketing, having served in leadership roles with reputed institutions such as BLK Hospital and CloudNine Hospital.
i	Expertise in specific functional area	He possesses strong leadership capabilities, strategic thinking, and a proven track record in driving business growth and operational excellence.	She has demonstrated strong capabilities in strategic planning, marketing management, and, contributing to business growth and operational excellence.
j	Remuneration proposed to be paid	Nil, except sitting fees/reimbursement of expenses, if applicable	Nil, except sitting fees/reimbursement of expenses, if applicable

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k	Remuneration last drawn (including sitting fees, if any)	Sitting fees- Rs. 12,000	Sitting fees- Rs. 12,000
l	No. of share held in the Company as on 31.03.2026	Nil	Nil
m	Disclosure of relationships between directors (in case of appointment of Directors)	Mr. Saurav Gupta is not related to any Director of the Company and satisfies the criteria of independence prescribed under the Companies Act, 2013, and SEBI LODR	Ms. Yamini Soni is not related to any Director of the Company and satisfies the criteria of independence prescribed under the Companies Act, 2013, and SEBI LODR
n	Number of meetings of the Board attended during the financial year	1	1
o	Directorships held in other Boards	Nil	Nil
p	Membership/ Chairmanship of Committees of other Boards	Nil	Nil
q	Listed entities from which resigned in the past three years	Nil	Nil

DIRECTORS' REPORT

To
The Members,
MARC LOIRE FASHIONS LIMITED
Plot No 426/1 First Floor Rani Khera Road,
Village Mundaka, West Delhi, Delhi-110041, India

Dear Shareholders,

The Directors of your Company take pleasure in presenting their 13th Annual Report on the operations of the Company and the Audited Financial Accounts of the Company for the year ended 31st March, 2026.

1. FINANCIAL SUMMARY OR PERFORMANCE OF THE COMPANY

(Amount in Lakhs)

Particulars	**F.Y. 2025-26**	**F.Y. 2024-25**
Revenue from Operations	3,539.41	4,225.74
Other Income	30.69	20.68
Total Income	**3,570.11**	**4,246.42**
Purchase of Stock-in-Trade	2,698.79	2,167.18
Change in Inventory of FG, WIP and Stock in Trade	(927.10)	(241.58)
Employee Benefit Expenses	109.56	71.74
Finance Cost	10.00	16.21
Depreciation & Amortization Expenses	17.63	2.31
Other Expenses	1,418.64	1,595.42
Total Expenses	**3,327.52**	**3,611.29**
Profit before tax	**242.58**	**635.13**
Current tax	66.62	165.04
Deferred Tax	(1.23)	(0.45)
Profit/(Loss) after Tax	**177.20**	**470.54**
Earnings per share (Rs.)		
Basic	2.70	9.41
Diluted	2.70	9.41

2. REVIEW OF OPERATIONS

During the financial year under review, the Company recorded revenue from operations of Rs. 3,539.41 lakh as against Rs. 4,225.74 lakh in the previous financial year, representing a decline of approximately 16.24%. Total income stood at Rs. 3,570.11 lakh as compared with Rs. 4,246.42 lakh in the previous financial year.

Profit before tax for the year under review stood at Rs. 242.58 lakh as against Rs. 635.13 lakh in the previous year, while profit after tax stood at Rs. 177.20 lakh as compared with Rs. 470.54 lakh in the previous year.

The decline in profitability during the year under review was primarily attributable to the one-time expenses incurred in connection with the Initial Public Offering (IPO), which were accounted for during the financial year. These IPO-related expenses had an impact on the profitability of the Company for the year under review. The decline in revenue from operations was mainly on account of the Company's business performance during the year and the prevailing market and operating conditions.

During the year, the Company also successfully completed its Initial Public Offering and its equity shares were listed on the SME Platform of BSE Limited on 7 July 2025. The funds raised through the IPO are being deployed in accordance with the objects of the issue as disclosed in the offer document.

Going forward, the Company remains focused on improving revenue quality, optimising inventory and operating costs, strengthening its retail and digital presence and pursuing sustainable and profitable growth.

Website

The Company's website, www.marcloire.com, contains information relating to the Company, its policies and other investor-related information as required under applicable laws and regulations.

3. SHARE CAPITAL

A) Authorized Capital:

During the Financial Year 2025-26, the authorized share capital of the Company is Rs. 8,00,00,000/- (Rupees Eight Crores Only) divided into 80,00,000 (Eighty Lakhs) Equity shares of Rs. 10 each.

B) Issued, Subscribed and Paid-up Capital:

During the Financial Year 2025-26, the paid-up Share Capital of the Company increased from Rs. Rs. 5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lakh) Equity shares of Rs. 10 Each to Rs. 7,10,00,000/- (Rupees Seven Crore Ten Lakh only) divided into 71,00,000 (Seventy One Lakh) Equity shares of Rs. 10 Each. In Which Paid-up capital of Rs. 2,10,00,000 was raised through Initial Public Offer of Rs. 21,00,000 equity shares of Rs. 10 each with a premium of Rs. 90 each, which successfully got listed on BSE (SME) portal on 07/07/2025

C) During the Financial Year 2025-26 Company has not issued Bonus Shares.

D) During the Financial Year 2025-26 Company has not issued equity shares with differential rights/ Buy Back of Securities/ Issue of Sweat Equity Shares / Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees.

E) Issue of employee stock options

The Company has not issued any shares as employee stock options scheme during the year under consideration.

DEMATERIALISATION OF EQUITY SHARES

As at 31 March 2026, the entire paid-up equity share capital of the Company was held in dematerialised form with NSDL and CDSL. The ISIN No. allotted to the Company is INE0TBQ01014.

Listing Fees

Annual listing fees for the year 2025-26 has been paid by the Company to Bombay Stock Exchange Limited.

4. RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the quarterly reconciliation of the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital and the report thereon is submitted to the Bombay Stock Exchange Limited. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat mode are in agreement with each other.

5. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, none of the companies have become or ceased to be the associate/ subsidiary/ joint venture/ holding Company. There is no requirement of web link of policy for determining 'material' subsidiaries is disclosed as Company has no subsidiaries during 2025-26.

6. STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS

The audited financial statements of the Company for the financial year ended 31 March 2026 have been prepared in accordance with the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 and other applicable provisions of the Act. As the Company did not have any subsidiary, associate or joint venture during the financial year under review, the requirement to prepare consolidated financial statements under the applicable provisions of the Companies Act, 2013 was not applicable.

7. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there is no change in the nature of business of the Company.

8. TRANSFER TO RESERVES

The Board has not proposed to transfer any amount to the General Reserve for the financial year ended 31 March 2026.

9. DIVIDEND

Your Board does not recommend any dividend on the equity shares of the Company for financial year ended March 31, 2026 considering that the Company is in growth stage and require funds to support its growth objectives.

10. DEPOSITS

During the year under review, the Company has neither accepted any deposits under the Companies Act, 2013 nor any deposits have remained unpaid or unclaimed as at the end of the year or repaid during the year, save and except for the exempted deposits as permitted under the provisions of Companies (Acceptance of Deposits) Rules, 2014.

11. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL

During the financial year under review, there were following changes in the directorship/KMP of the company.

During the financial year under review, On 14th November 2025, the board welcomed two new Independent Directors. Mr. Saurav Gupta (DIN: 11371121), was appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025, bringing in external oversight and expertise. Alongside him, Ms. Yamini Soni (DIN: 11371065), was also appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025 for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations, to the extent applicable subject to approval by the members of the Company at the ensuing General Meeting. Their appointments enhance the board's independence and governance, providing diverse perspectives to the company's leadership.

Further, During the financial year under review, Mr. Saurabh Shashwat (DIN: 10074130) and Ms. Rojina Thapa (DIN: 10362834) has resigned from their positions as Independent Director of the Company vide their resignation letters dated 12th November, 2025, with effect from 18th November, 2025.

Further, The Board comprises of the following Directors as on March 31, 2026:

1) Mr. Arvind Kamboj (DIN: 09624208): Chairman and Managing Director
2) Mrs. Shaina Malhotra (DIN: 06809352): Whole-time director
3) Mr. Atul Malhotra (DIN: 07814724): Non-executive Director
4) Mr. Saurav Gupta (DIN: 11371121): Non Executive and Independent Director
5) Ms. Yamini Soni (DIN: 11371065): Non Executive and Independent Director

Key Managerial Personnel as at 31 March 2026

1) Mr. Arvind Kamboj – Managing Director
2) Mr. Rachit Choudhary: Chief Financial Officer
3) Mr. Vasant Kuber Soni: Company Secretary & Compliance Officer

At their meeting held on 2nd September, 2026, the Board of Directors approved and recommended to the members:

1) Regularization of Mr. Saurav Gupta (DIN: 11371121) as Non-Executive Independent Director of the Company.
2) Regularization of Ms. Yamini Soni (DIN: 11371065) as Non-Executive Independent Director of the Company.
3) **Retirement by Rotation**
   In accordance with Section 152(6) of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Arvind Kamboj (DIN: 09624208), Managing Director, is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment. The Board recommends his re-appointment for approval of the Members.

Below is a chronological summary of the recent changes in the company's leadership and key management positions, presented in a tabular format for clarity:

S.no.	Name of Directors/ KMP	Designation	DIN	Effective Date of Appointment/ Resignation	Appointment/ Resignation/ Change in Designation
1.	Saurav Gupta	Additional Director (Independent Director, Non Executive)	11371121	15/11/2025	Appointment
2.	Yamini Soni	Additional Director (Independent Director, Non Executive)	11371065	15/11/2025	Appointment
3.	Saurabh Shashwat	Independent Director	10074130	18/11/2025	Resignation
4.	Rojina Thapa	Independent Director	10362834	18/11/2025	Resignation

All the Independent Directors of your Company have submitted their declaration confirming that they meet the criteria of 'Independence' as prescribed under the Act and the Listing Regulations and are not disqualified from continuing as Independent Directors. The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and they have highest standards of integrity. The Independent Directors of the Company

have confirmed compliance with the relevant provisions of Rule 6 of the Companies (Appointments and Qualifications of Directors) Rules, 2014. The Nomination and Remuneration Committee has adopted principles for identification of Key Managerial Personnel, Senior Management including the executive directors. The policy of the Company on appointment and remuneration includes criteria for determining qualifications, positive attributes and independence of a director. The same is also available on the website of the Company at **https://www.marcloire.com.**

12. NUMBER OF MEETING OF THE BOARD:

There were 8 meetings of Board of Directors held during the financial year 2025-26. The status of the attendance of the Board of Directors are as follows:

S. No	Name of Directors	No. of Board Meetings entitled to attend	No. of Board Meeting attended
1.	Arvind Kamboj	8	8
2.	Shaina Malhotra	8	8
3.	Atul Malhotra	8	8
4.	Saurabh Shashwat	7	7
5.	Rojina Thapa	7	7
6.	Saurav Gupta	1	1
7.	Yamini Soni	1	1

13. COMMITTEES OF THE BOARD:

AUDIT COMMITTEE

As on 31st March, 2026, the Audit Committee comprised of following Members:

DIN	Name	Designation
11371121	Mr. Saurav Gupta	Chairman
11371065	Ms. Yamini Soni	Member
09624208	Mr. Arvind Kamboj	Member

Majority of the Members of the Committee are Independent Directors and possess accounting and financial management knowledge. All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

NOMINATION & REMUNERATION COMMITTEE

As on 31st March, 2026, the Nomination & Remuneration Committee comprised of following Members:

DIN	Name	Designation
11371121	Mr. Saurav Gupta	Chairman
11371065	Ms. Yamini Soni	Member
07814724	Mr. Atul Malhotra	Member

STAKEHOLDER RELATIONSHIP COMMITTEE

As on 31st March, 2026, the Stakeholder Relationship Committee comprised of following Members:

DIN	Name	Designation
07814724	Mr. Atul Malhotra	Chairman
11371065	Ms. Yamini Soni	Member
09624208	Mr. Arvind Kamboj	Member

14. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD, ETC.

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the individual Directors and the Board. The framework of performance evaluation of the Independent Directors captures the following points:

• Key attributes of the Independent Directors that justify his/ her extension/continuation on the Board of the Company; and

• Participation of the Directors in the Board proceedings and his/ her effectiveness.

The evaluation was carried out by means of the replies given/ observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them and its effectiveness.

15. DECLARATION BY INDEPENDENT DIRECTORS

In terms of the provisions of section 149 of the Act and the Listing Regulations, 2015, the independent directors on the Board of your Company as on the date of this report are Mr. Saurav Gupta and Ms. Yamini Soni.

The Company has received declaration pursuant to section 149(7) of the Act read with Listing Regulations, 2015 from all the independent directors stating that they meet the criteria of independence as provided in section 149(6) of the Act read Listing Regulations, 2015.

The independent directors have also confirmed compliance with the provisions of section 150 of the Act read with rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, relating to inclusion of their name in the independent director's databank of the Indian Institute of Corporate Affairs.

The Board of Directors of your Company have taken on record the said declaration and confirmation submitted by the independent directors after undertaking due assessment of the veracity of the same in terms of regulation 25 of the Listing Regulations, 2015. In the opinion of the Board, the independent directors fulfil the conditions specified in the Act as well as the Rules made thereunder read with the Listing Regulations, 2015 and have complied with the code for independent directors prescribed in Schedule IV to the Act.

16. MEETING OF INDEPENDENT DIRECTORS

A separate meeting of Independent Directors of the Company was held on 14th March, 2026. At the meeting, the Independent Director of the company reviewed the performance of the Non-Independent Directors and the Board as a whole; reviewed the performance of the Chairman of the Company, taking into account the views of the Executive and Non-executive Directors and assessed the quality, quantity and timeliness 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 Independent Directors expressed their satisfaction with the overall performance of the Directors and the Board as a whole.

17. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (*3*) OF SECTION 178

In compliance with the requirements of Section 178 of the Act, SEBI Listing Regulations, 2015 and any other re-enactment(s) for the time being in force, the Company has laid down a Nomination and Remuneration Policy which has been uploaded on the Company's website.

Nomination and Remuneration Policy is available at the website of the Company https://www.marcloire.com. The Board has adopted Nomination and Remuneration policy for selection and appointment of Directors and Key Managerial Personnel and to decide their remuneration. The Nomination and Remuneration policy of the company acts as a guideline for determining, inter alia, qualifications, positive attributes and independence of a director, matters relating to the remuneration, appointment, removal and evaluation of the performance of the Directors and Key Managerial Personnel.

The salient features of the NRC Policy are as under:
1) Setting out the objectives of the Policy
2) Definitions for the purposes of the Policy
3) Policy for appointment and removal of Director, KMP and Senior Management
4) Policy relating to the Remuneration for the Managerial Personnel, KMP, Senior Management Personnel & other employees
5) Remuneration to Non-Executive / Independent Director.

18. INDUSTRIAL RELATIONS

The Company maintained cordial and harmonious relations with its employees during the year under review. The Company continues to focus on employee engagement, capability development, productivity and a safe and inclusive workplace.

19. REGISTERED OFFICE OF THE COMPANY

There was no change in the Registered Office of the Company during the Financial Year under review. The present address of the Registered Office is as follows: Plot No 426/1 First Floor Rani Khera Road, Village Mundaka, West Delhi, Delhi-110041, India.

20. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company has formulated a Programme for Familiarization of Independent Directors with regard to their roles, rights, responsibilities, nature of the industry in which the Company operates, the business model of the Company etc. The details of the Familiarization Programmes conducted by the Company during the last financial year are available on the website of the Company at **https://www.marcloire.com.**

During the year under review, there was no change in the nature of business of the company and its business vertical/ structure/operational strategy, etc., which would have necessitated fresh Familiarization Programme for Independent Directors.

21. NON-APPLICABILITY OF CORPORATE GOVERNANCE REQUIREMENTS

The Company is listed on SME Emerge Platform of BSE dated 7th July 2025, The disclosure requirements as prescribed under Para C of the Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('LODR)' are not applicable to the Company pursuant to Regulation 15(2) of the LODR as the Company is listed on the SME Exchange.

22. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM, WHISTLE BLOWER POLICY

The Company has a Whistle Blower Policy that provides a formal mechanism for all employees of the Company to approach to the person mention in the policy and make protective disclosures about the unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct.

The Whistle Blower Policy is displayed on the website of the Company, https://www.marcloire.com.

23. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

During the financial year under review,

i. The Company is listed on SME Emerge Platform of BSE dated 7th July 2025. The Company managed to raise Rs. 2100 Lakhs by initial public offer of 21,00,000 equity shares of Rs. 10/- each through its prospectus. Further 21,00,000 Equity Shares of face value of Rs. 10/- each were available under the Offer at Issue Price of Rs. 100/-. The Offer opened for subscription on 30th June 2025 and closed on July 02, 2025

Other than those mentioned above, there were no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of the report.

24. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

25. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the Companies Act, 2013, the Directors, based on the representations received, confirm that –

1. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
2. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period.;
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The annual accounts have been prepared on a going concern basis.
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

26. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2025-26, the Company entered into transactions with related parties as defined under Section 2(76) of the Companies Act, 2013 read with Companies (Specification of Definitions Details) Rules, 2014, all of which were in the ordinary course of business and on arm's length basis and in accordance with the provisions of Companies Act, 2013 read with the Rules issued thereunder.

The details of the related party transactions are set out in the Notes forming part of Financial Statement of the Company.

The Form AOC -2 pursuant to Section 134 (3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out in the **Annexure -I** to this report.

27. PARTICULARS OF EMPLOYEE UNDER SECTION 197(12)

Details as required under the provisions of section 197(12) of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, containing, inter alia, ratio of remuneration of directors and KMP to median remuneration of employees and percentage increase in the median remuneration are annexed to this Directors' Report as '**Annexure II'**.

Further, a statement containing details of top ten employees in terms of the remuneration drawn and other specified employees as required under the provisions of section 197(12) of the Act read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, forms part of this Directors' Report. In terms of the provisions of section 136 of the Act, the report is being sent to the members excluding the aforesaid statement. This statement will be made available by email to members of the Company seeking such information. The members can send an email to It shall also be kept open for inspection by any member at the registered office of the Company during business hours.

28. AUDITORS AND AUDITOR'S REPORT

Statutory Auditor

Pursuant to provisions of Section 139 of the Companies Act 2013 and rules framed there under, The Company at its 10th Annual General Meeting held on 30th September, 2023 had appointed M/s. S P M G & Company, Chartered Accountants (ICAI Firm Registration no. 509249C) as the Statutory Auditors of the Company for a period of 5 (five) years commencing from the conclusion of 10th Annual General Meeting till the conclusion of the 15th Annual General Meeting to be held in the year 2028.

Auditors Report

During the year under review, the Statutory Auditors have not reported any fraud under Section 143(12) of the Companies Act, 2013 which is required to be disclosed under Section 134(3)(ca) of the Act. The Auditors' Report for the Financial Year ended 31st March, 2026 on the financial statements of the Company is a part of this Annual Report. The Statutory Auditors Report, being devoid of any reservation(s), qualification(s), or adverse remark(s), does not call for any further information(s), explanation(s), or comments from the Board under Section 134(3)(f)(i) of the Companies Act, 2013.

Secretarial Auditors and their Report

The Board of Directors at its meeting held on September 2, 2025 and members of the company in their 12th Annual General Meeting held on 27th September, 2025 have appointed Mr. Mohit (Practicing Company Secretary) having Membership No. 12708 and Certificate of Practice No. 21941 representing M/s. M R S & Associates, Practicing Company Secretary Firm (Peer review firm) as Secretarial Auditor of the Company pursuant to Section 204 of the Companies Act 2013, to undertake Secretarial audit of the Company for the for a period of five years commencing from the Financial Year 2025- 26 to Financial Year 2029-30.

The Secretarial Audit Report as issued by the Secretarial Auditor, in Form No. MR-3 for the Financial Year 2025- 26 is set out in the as '**Annexure III'**. to this report and forms integral part of this Annual Report. The said Secretarial Audit Report being devoid of any reservation(s), adverse remark(s) and qualification(s) etc. do not call for any further explanation(s)/ information or comment(s) from the Board under Section 134(3) (f)(ii) of the Companies Act, 2013.

Internal Auditors

The Board of Directors at its meeting held on 2nd September, 2025 have appointed M/s. B A R & ASSOCIATES (Firm Registration No. 033383C), Practicing Chartered Accountant Firm as Internal Auditor of the Company pursuant to the applicable provisions of the Companies Act 2013, to undertake Internal audit of the Company for the Financial Year 2025-26.

Subsequently, M/s B A R & Associates ceased to act as the Internal Auditor of the Company during FY 2025-26 pursuant to its merger with M/s K K N & Associates. Accordingly, the Board, at its meeting held on 14 March 2026, appointed M/s S U V & Co., Chartered Accountants, as Internal Auditor of the Company for the remaining period of FY 2025-26.

Further, the Board at its meeting held on 29th May, 2026 has re-appointed M/s S U V & Co. (Firm Registration No. 029077N), as the Internal Auditor of the Company for Financial Year 2026-27 for conducting the Internal Audit.

29. REPORTING OF FRAUDS BY AUDITORS

During the Year under review, the Statutory Auditors have not reported under section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which need to be reported in the Board's Report.

30. MAINTENANCE OF COST RECORDS

The maintenance of cost accounts and records as prescribed under Section 148(1) of the Companies Act, 2013 is not applicable to the Company.

31. EXTRACT OF ANNUAL RETURN

In terms of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company shall be available on the website of the Company i.e. www. marcloire.com.

32. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's internal control system is commensurate with the activities and functions carried out by the Company.

INTERNAL FINANCIAL CONTROL OVER FINANCIAL REPORTING

The Company has adequate internal financial controls with reference to financial statements commensurate with the size, scale and nature of its operations. These controls are designed to ensure the orderly and efficient conduct of business, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. The Audit Committee periodically reviews the adequacy and effectiveness of the internal financial controls.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Directors had laid down internal financial controls to be followed by the Company and such policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information. The Audit Committee evaluates the internal financial control system periodically.

33. RISK MANAGEMENT

The Board of Directors of the Company has adopted a Risk Management Policy which aims at enhancing shareholders' value and providing an optimum risk-reward tradeoff. The risk management approach is based on a clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

34. LOANS, GUARANTEES OR INVESTMENTS

During the year under review, the Company has not granted any loans or provided any guarantees or securities covered under Section 186 of the Companies Act, 2013. The particulars of investments, made during the year are disclosed in the Notes to the Financial Statements.

35. INFORMATION REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company is doing its best efforts to give high priority to energy conservation by opting for more power efficient replacements. Particulars of Energy Conservation / Technology Absorption and Foreign Exchange earnings and out go as per Section 134(3)(m) of Companies Act, 2013 are given as an **Annexure IV** to this report.

36. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In your company, all employees are of equal value. There is no discrimination between individuals at any point based on race, colour, gender, religion, political opinion, national extraction, social origin, sexual orientation or age. Every individual is expected to treat his/her colleagues with respect and dignity. This is enshrined in values and in the Code of Ethics & Conduct of Marc Loire Fashions Limited. The Company also has in place 'Prevention of Sexual Harassment Policy' in line

with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) of the Company at all its locations are covered under this policy.

During the financial year under review, no complaints were filed pertaining to sexual harassment of woman employee in terms of the PoSH Act, the following is the summary of the complaints received and disposed – off during the financial year 2025-26:

No. of complaints received: NIL
No. of complaints disposed of: Not Applicable
No. of complaints pending: Nil

Your Company holds a strong commitment to provide a safe, secure and productive work environment to all its employees. The Company strives to ensure that every employee is informed and compliant with all statutory policies and practices. PoSH awareness and sensitization are an integral part of this process.

37. DISCLOSURE REGARDING COMPLIANCE W.R.T THE MATERNITY BENEFITS ACT 1961

The Company affirms that it has complied with the applicable provisions of the Maternity Benefit Act, 1961, as amended from time to time, and extends maternity benefits to all eligible women employees in accordance with the requirements of the Act. The Company remains committed to fostering an inclusive workplace and supporting the health, well-being and work-life balance of its employees.

38. CORPORATE SOCIAL RESPONSIBILITY:

Your Company's CSR initiatives align with the core purpose afore stated by prioritizing in areas of skilling, education, environment sustainability and health.

The detailed information on CSR initiatives undertaken by your Company during the financial year ended 31 March 2026 is provided in the report on Management Discussion and Analysis, which forms part of this Annual Report. The Annual Report on CSR activities pursuant to the provisions of section 134 and 135 of the Act read with rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and rule 9 of the Companies (Accounts) Rules, 2014 is annexed to this Directors' Report as '**Annexure V'**.

39. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR

No application was made by or against the Company under the Insolvency and Bankruptcy Code, 2016 during FY 2025-26, and no proceeding under the said Code was pending against the Company as at 31 March 2026.

40. 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:

During the financial year under review, the Company has not entered into any one-time settlement with any bank or financial institution. Accordingly, disclosure regarding the difference between the amount of valuation done at the time of one-time settlement and the valuation done while obtaining the loan is not applicable.

41. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS

During the year, your Company has complied with applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively.

42. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the financial year under review, there was no amount required to be transferred to the Investor Education and Protection Fund pursuant to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

43. NUMBER OF COMPLAINTS RELATING TO CHILD LABOUR, FORCED LABOUR, INVOLUNTARY LABOUR

No cases of child labour, forced labour, involuntary labour and discriminatory employment were reported in the last financial year.

44. AUDIT COMMITTEE, NOMINATION AND REMUNERATION COMMITTEE AND STAKEHOLDER RELATIONSHIP COMMITTEE

Audit Committee, Nomination, Remuneration Committee, Stakeholder relationship committee are required to be constituted.

The detail of Audit Committee, Nomination and Remuneration Committee, Stakeholder relationship committee and vigil mechanism are on the website of the Company https://www.marcloire.com

45. PREVENTION OF INSIDER TRADING

In terms of the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ("Insider Trading Regulations"), as amended, your Company has adopted a 'Code of Practices & Procedures for fair disclosure of Unpublished Price Sensitive Information'(UPSI) to regulate, monitor and report trading by designated persons in listed securities of your Company ("the Code").

The Code aims at preserving and preventing misuse of UPSI. All Designated Persons of your Company are covered under the Code, which provides inter alia for periodical disclosures and obtaining pre-clearances for trading in securities of your Company. PAN based online tracking mechanism for monitoring of the trade in your Company's securities by the "Designated Persons" and their relatives is in place to ensure real time detection and taking appropriate action, in case of any non-compliance with the provisions of the Code.

The Board, designated persons and other connected persons have affirmed compliance with the Code.

46. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The management discussion and analysis report for the financial year 2025-26, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented as a separate statement in the annual report. This report offers a consolidated perspective on economic, social, and environmental aspects material to our strategy and our ability to create and sustain value for our stakeholders. It includes reporting requirements as stipulated by Regulation 34(2)(e) read with Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

47. CAUTIONARY STATEMENT

Statements in this Report, particularly those which relate to Management Discussion and Analysis as explained in the Corporate Governance Report, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied in the statement depending on the circumstances.

48. ENCLOSURES:

a. **Annexure – I:** AOC -2.
b. **Annexure – II:** Particulars of employees;
c. **Annexure – III:** Secretarial Auditors Report in Form No. MR-3; and
d. **Annexure – IV:** Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo
e. **Annexure – V:** Report on CSR Activities

49. APPRECIATION

Your Company has been able to operate efficiently because of the culture of professionalism, creativity, adaptability, integrity and continuous improvement in all functions and areas as well as the efficient utilization of the Company's resources for sustainable and profitable growth.

For and on behalf of

50. ACKNOWLEDGEMENT:

Your directors wish to place on record their appreciation for the co-operation and support extended by the Share Holders, various authorities, banks, dealers and vendors. The Directors also acknowledge with gratitude the dedicated efforts and valuable contribution made by all the employees of the Company.

MARC LOIRE FASHIONS LIMITED

Sd/-
ARVIND KAMBOJ
Managing Director
DIN: 09624208

Sd/-
SHAINA MALHOTRA
Whole time Director
DIN: 06809352

Date: 02/09/2026
Place: Delhi

Annexure I

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 arm's length transaction under third proviso thereto.

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

There were no contracts or arrangements or transactions not at Arm's length basis for the Financial Year ended 31st March, 2026.

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

S.no.	Particulars	Details	Details	Details
a.	Name (s) of the Related Party	Akash Overseas	Daresouls Private Limited	Toobs Fashion Private Limited
b.	Nature of Relationship	Mrs. Shaina Malhotra Whole time Director and Promoter of the Company is also a director	Mr. Arvind Kamboj Managing Director and Promoter of the Company is also a Director and Mr. Atul Malhotra Non-executive Director of the Company is also a Director	Mr. Rachit Choudhary CFO of the Company is also a Director
c.	Nature of Contracts/ Arrangements/ Transaction	Sales and Purchase of Goods	Sales and Purchase of Goods	Sales and Purchase of Goods
d.	Salient terms of the Contracts or Arrangements or Transaction including the value, if any	N.A	N.A	N.A
e.	Date of approval by the Board	04.06.2025	04.06.2025	04.06.2025
f.	Amount paid as advances, if any	N.A	N.A	N.A

For and on behalf of
MARC LOIRE FASHIONS LIMITED

Sd/-
ARVIND KAMBOJ
Managing Director
DIN: 09624208

Sd/-
SHAINA MALHOTRA
Whole time Director
DIN: 06809352

Date: 02/09/2026
Place: Delhi

Annexure II

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the Financial Year 2025-26 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2025-26 are as under:

S. no.	Name	Designation	Percentage increase in the Remuneration for the Financial Year 2025-26 as compared to previous Year remuneration	Ratio of Remuneration of each Director/ to median remuneration of employees
1	Arvind Kamboj	Managing Director	-	7.63
2	Shaina Malhotra	Whole Time Director	-	7.63
3	Rachit Choudhary	CFO	43.75%	8.77
4	Vasant Kuber Soni	CS	-	3.24

Note: Except for Key Managerial Personnel, i.e., the Managing Director, Chief Financial Officer, and Company Secretary, no other directors received any remuneration from the company other than sitting fees for attending board meetings and committee meetings

2. The percentage increase in the median remuneration of employees in the Financial Year: 33%

3. The number of permanent employees on the rolls of company: 48

4. average percentile increase already made in the salaries of employees other than the managerial personnel is 78% in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof is NIL and point out if there are any exceptional circumstances for increase in the managerial remuneration.

5. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

6. Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 Top 10 employees in terms of remuneration drawn during the year:

Sr. no	Name	Designation	Age	Remuneration	Qualification	Experience (in years)	Commencement of Employment (Joining Date)	Last Employment held	% of equity shares held by the employees
1	Charanjeet Arora	Operations Head	35	470,000.00	Post Graduate	5 Years	01-10-2021	NA	0.007%
2	Anoop	Operations Executive	33	424,447.00	Graduate	9 Years	14-01-2018	NA	0.007%
3	Khushdeep Singh	Sales Promoter	27	399,267.00	Graduate	7 Years	04-09-2025	Redtape Limited	NIL
4	Asif Raza	Accounts Executive	23	340,702.00	Graduate	8 Years	01-01-2023	Park+	NIL
5	Ajay Kumar	Area Sales Manager	33	331,033.00	Graduate	12 Years	15-09-2023	Woodland (Aero Club) Private Limited)	NIL
6	Sanjeev Anand	Store Manager	43	328,305.00	Graduate	9 Years	01-08-2025	Kin's Footwear	NIL
7	Sandeep Kumar	Operations Executive	28	311,881.00	Graduate	4 Years	21-02-2022	NA	NIL
8	Chandan Ray	Operations Executive	38	298,128.00	12th Pass	11 Years	06-04-2015	NA	NIL
9	Himanshu Sahu	Operations Executive	21	256,440.00	Graduate	6 Years	11-06-2024	NA	NIL
10	Nitin	Sales Man	30	255,988.00	12th Pass	8 Years	17-08-2025	NA	NIL

a. Details of the employees employed throughout the Financial Year and was in receipt of remuneration for the Financial Year 2025-26 which, in the aggregate, was not less than one crore and two lakh rupees –NIL

b. Details of the employees employed for a part of the Financial Year 2025-26 and was in receipt of remuneration for the part of the year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month – NIL

c. Details of the employees employed throughout the Financial Year 2025-26 or part thereof and was in receipt of remuneration during the year which, in the aggregate or at a rate which, in the aggregate, is in excess of that drawn by the Managing Director and holds by himself or along with his spouse and dependent children, not less than two percent of the Equity Shares of the Company – NIL

7. None of the employees of the Company is a relative of any Directors of the Company – NA

8. Details of employees posted outside India and in receipt of a remuneration of Rs. 60 lakhs or more per annum or Rs. 5 lakhs or more per month: NIL

Note:

i. CTC of the Director and employees is considered to calculate the Ratio of remuneration of Director to the median remuneration of the employees. Remuneration includes basic salary, allowances, contribution towards provident fund, statutory bonus, performance linked variable pay, gratuity etc.

ii. For calculation of median remuneration, the number of employees as on the end date of the financial year has been taken into consideration.

iii. Employees mentioned above are neither relative of any director or manager of the Company, nor hold 2% or more of the paid-up equity share capital of the Company as per Clause (iii) of sub-rule (2) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

iv. All appointments are permanent and terminable by notice on either side.

For and on behalf of
MARC LOIRE FASHIONS LIMITED

Sd/-
ARVIND KAMBOJ
Managing Director
DIN: 09624208

Sd/-
SHAINA MALHOTRA
Whole time Director
DIN: 06809352

Date: 02/09/2026
Place: Delhi

Annexure III

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2026

To,
The Members,
MARC LOIRE FASHIONS LIMITED
Plot No 426/1 First Floor Rani Khera Road,
Village Mundaka, West Delhi, Delhi, India, 110041

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MARC LOIRE FASHIONS LIMITED (CIN: L18202DL2014PLC266184)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

5. The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:
   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;

   c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

   d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2014; **(not applicable to the company during the review period)**

   e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (**Not applicable to the Company during the audit period)**

   f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**

   g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;

   h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**

   i. h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**

6. Following are the other acts applicable on the Company:
   a. Maternity Benefit Act, 1961 and rules framed thereunder;
   b. Employee' Provident Fund Act and Miscellaneous Provisions Act, 1952 and rules framed thereunder;
   c. The Payment of Gratuity Act, 1972 and rules framed thereunder;
   d. Payment of Bonus Act, 1965 and rules framed thereunder;
   e. Equal Remuneration Act, 1976 and rules framed thereunder;
   f. Payment of Wages Act, 1936 and rules framed thereunder;
   g. Minimum Wages Act, 1938 and rules framed thereunder;
   h. Consumer Protection Act, 2019
   i. Environment Protection Act, 1986;
   j. Factories Act, 1948 and rules framed thereunder
   k. The Air (Prevention & Control of Pollution) Act, 1981;
   l. The Water (Prevention & Control of Pollution) Act, 1974

m. occupational health and safety.
n. hazardous waste and other applicable environmental requirements.

The Company has further confirmed that during the Audit Period they have not contravened any of the provisions of the above specific laws and had obtained all the requisites registrations, permits and licenses.

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

i) Secretarial Standards issued by The Institute of Company Secretaries of India.
ii) The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review and subject to explanations submitted to us and representations made by the management, the Company with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following:

I. The Company has delayed in complying with Regulation 29(2) and 29(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to furnishing prior intimation of the meeting of the Board of Directors held on 14th November, 2026, within the prescribed timeline. Consequently, a fine of Rs. 10,000/- was levied by BSE, where the equity shares of the Company are listed, which fine was subsequently duly paid by the Company.

I further report that, the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

I further report that:

The Board of Directors of the Company was duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors, as applicable, during the Audit Period and as on 31st March, 2026, in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

During the Audit Period, there were changes in the composition of the Board of Directors and Key Managerial Personnels (KMPs) of the Company, as detailed below:

S.no.	Name of Directors/ KMP	Designation	DIN	Effective Date of Appointment/ Resignation	Appointment/ Resignation/ Change in Designation
1.	Saurav Gupta	Additional Director (Independent Director, Non Executive)	11371121	15/11/2025	Appointment
2.	Yamini Soni	Additional Director (Independent Director, Non Executive)	11371065	15/11/2025	Appointment
3.	Saurabh Shashwat	Independent Director	10074130	18/11/2025	Resignation
4.	Rojina Thapa	Independent Director	10362834	18/11/2025	Resignation

1. Appointment of Additional Director, Non-Executive Independent Directors

Mr. Saurav Gupta (DIN: 11371121), was appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

Further, Mrs. Soni (DIN: 11371065), was also appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025 for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

2. Cessation of Independent Directors

During the financial year under review, Mr. Saurabh Shashwat (DIN: 10074130) and Ms. Rojina Thapa (DIN: 10362834) has resigned from their positions as Independent Director of the Company vide their resignation letters dated 12th November, 2025, with effect from 18th November, 2025.

Adequate notice was given to all Directors to schedule the meetings of the Board and its Committees. The agenda and detailed notes on agenda items were sent within the prescribed timelines, except for meetings convened at shorter notice, wherever applicable, for which the requisite consent was obtained in accordance with the applicable provisions of the Act and Secretarial Standards. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meetings.

The decisions at the meetings of the Board and its Committees were carried through with the requisite majority. The views, if any, of the dissenting members were captured and recorded in the minutes.

I Further report that, based on the information provided and the representation made by the Company, except to the extent stated above, there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the period under review, the company has not undertaken any specific events/actions that can have a major bearing on the Company's compliance responsibility in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc., except the follow:

1. Listing on the SME Platform of BSE pursuant to IPO:

As Initial Public Offer ('IPO') of the equity shares of the Company was undertaken in July 2025 and the Board of Directors at their meeting held on 3rd July 2025 allotted 2100000 equity shares of Rs. 10 each at a premium of Rs. 90 per share amounting to Rs. 21,00,00,000/-. Pursuant to the same, the Company received listing approval from BSE on 7th July 2025 and the equity share of the company were listed and admitted to dealings on the BSE with effect from 7th July 2025.

2. Appointment of Additional Director, Non-Executive Independent Directors

Mr. Saurav Gupta (DIN: 11371121), was appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025, for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

Further, Ms. Yamini Soni (DIN: 11371065), was also appointed as an Additional Director designated as a Non-Executive Independent Director of the Company effective from 15th November, 2025 for a first term of five consecutive years, in accordance with the applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

3. Cessation of Independent Directors

During the financial year under review, Mr. Saurabh Shashwat (DIN: 10074130) and Ms. Rojina Thapa (DIN: 10362834) has resigned from their positions as Independent Director of the Company vide their resignation letters dated 12th November, 2025, with effect from 18th November, 2025.

I further report that my Audit was subjected only to verify the adequacy of systems and procedures that are in place for ensuring proper compliances on the part of the company and I am not responsible for any lapses in those compliances on the part of the company.

Date: 01/09/2026

For **M R S & Associates**

Place: New Delhi

Practicing Company Secretaries
Firm Unique Code S2019DE678300
Peer Review Certificate no. 2517/2022

Sd/-
CS Mohit
Proprietor
FCS No.: 12708
C.P No.: 21941
UDIN: F012708H001338890

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

Annexure A

To,
The Members,
MARC LOIRE FASHIONS LIMITED
Plot No 426/1 First Floor Rani Khera Road,
Village Mundaka, West Delhi, Delhi, India, 110041

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit. The list of documents for the purpose, as seen by me, is listed in Annexure B.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.

3. My Audit examination is restricted only up to legal compliances of the applicable laws to be done by the company. I have not checked the practical aspects relating to the same.

4. Whenever audit has required my examination of books and records maintained by the Company, I have also relied upon electronic versions of such books and records, as provided to me through online communication. Considering the effectiveness of information technology tools in the audit processes, I have conducted online verification and examination of records, as facilitated by the Company, for the purpose of issuing this Report. In doing so, I have followed the guidance as issued by the institute.

5. I have not verified the correctness and appropriateness of financial records and books of accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the company under the specified laws, though I have relied to a certain extent on the information furnished in such return.

6. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

7. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards are the responsibility of management and my examination was limited to the verification of procedures on test basis.

8. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.

9. The contents of this Report have to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.

10. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

Date: 01/09/2026
Place: New Delhi

For **M R S & Associates**
Practicing Company Secretaries
Firm Unique Code S2019DE678300
Peer Review Certificate no. 2517/2022

Sd/-
CS Mohit
Proprietor
FCS No.: 12708
C.P No.: 21941
UDIN: F012708H001338890

ANNEXURE B

LIST OF DOCUMENTS

1. Memorandum & Articles of Association of the Company
2. Minutes of the meetings of the Board of Directors held during the period under report.
3. Minutes of General Body Meetings held during the period under report.
4. Statutory Registers/Records under the Companies Act and rules made there under
5. Agenda papers for Board and Committee Meeting along with notice on a sample basis;
6. Proof of circulation of draft and signed minutes of the Board and Committee meetings on a sample basis;
7. Annual Report for financial year 2024-25 and standalone financial statements for financial year 2024-25 and 2025-26.
8. Directors' disclosures under the Act and rules made thereunder;
9. Forms filed with ROC, intimations made to stock exchanges;
10. Policies/Codes framed under SEBI regulations;
11. Disclosures under SEBI (Prohibition of Insider Trading) Regulations, 2015.

Annexure IV

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

[Pursuant to Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014] (As on 31.03.2026)

(A) CONSERVATION OF ENERGY

a) The steps taken or impact on conservation of energy	Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques.
b) The steps taken by the company for utilizing alternate	None
c) The capital investment on energy conservation equipment's	NIL

(B) TECHNOLOGY ABSORPTION, ADAPTATION AND INNOVATION

a) The efforts made towards technology absorption	The Company has not absorbed any technology from any source.
b) The benefits derived like product improvement, cost reduction, product development or import substitution	Not Applicable
c) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (i) the details of technology imported; (ii) the year of import; (iii) whether the technology been fully absorbed; (iv) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;	Not Applicable
d) The expenditure incurred on Research and Development	Not Applicable

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign Exchange earned in terms of actual inflows during the year	NIL
Foreign Exchange outgo during the year in terms of actual outflows	NIL

For and on behalf of
MARC LOIRE FASHIONS LIMITED

Sd/-
ARVIND KAMBOJ
Managing Director
DIN: 09624208

Sd/-
SHAINA MALHOTRA
Whole time Director
DIN: 06809352

Date: 02/09/2026
Place: Delhi

Annexure V

Annual Report on Corporate Social Responsibility for FY 2025-26

[Pursuant to clause (o) of sub-section (3) of section 134 of the act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline on CSR policy of the Company

A brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken.

For Marc Loire Fashions Limited (hereinafter referred as "Company") Corporate Social Responsibility (CSR) is the responsibility of the organization that goes beyond its legal obligations and integrates social, environmental and ethical concerns into Company's business process. In pursuance of its Corporate Social Responsibility obligations, the Company has made the contribution towards education.

2. The Composition of the CSR Committee as on 31.03.2026

S. 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	Not Applicable			

Note: Pursuant to section 135(9), where the amount to be spent by a company under sub-section (5) does not exceed fifty lakh rupees, the requirement under sub-section (1) for constitution of the Corporate Social Responsibility Committee shall not be applicable and the functions of such Committee provided under this section shall, in such cases, be discharged by the Board of Directors of such company. Hence the Company do not form CSR Committee.

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company – www.marcloire.com

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 (attach 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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years	Amount required to be set-off for the financial year, if any
1	2024-25	1,744	-

6. Average net profit of the company as per section 135(5): Rs. 4,24,91,643 /-

7. (a) Two percent of average net profit of the company as per section 135(5)- Rs. 8,49,833/-

(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)- Rs. 4,48,256/-

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	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 proviso to section 135(5).		
	Amount.	Date of transfer	Name of the Fund	Amount.	Date of transfer
Rs. 8,50,000/-	NIL	NA	NA	NIL	NA

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

Sl. 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.		Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of implementation- Direct(Yes/No)	Mode of Implementation-Through Implementing Agency	
				State	District						Name	CSR registration number

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

Sl. 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 in the current financial Year	Mode of implementation- Direct (Yes/No)	Mode of Implementation- Through Implementing Agency	
				State	District			Name	CSR registration number
1.	Education & Women Empowerment	Education& Women Empowerment	Yes	Uttar Pradesh	Lucknow	8,50,000	Yes	Care And Hope Foundation	CSR00089381
					Total	8,50,000			

(d) Amount spent in Administrative Overheads- NIL
(e) Amount spent on Impact Assessment, if applicable- Not Applicable
(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- Rs. 4,50,000/-

(g) Excess amount for set off, if any-

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	8,49,833/-
(ii)	Total amount spent for the Financial Year	8,50,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	167/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	167/-

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

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance Amount in Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the Financial Year (in Rs.).	Amount transferred to a fund as specified under Schedule VII as per section 135(6), if any.		Amount remaining to be spent in succeeding financial years. (in Rs.)	Deficiency, if any
					Amount (in Rs)	Date of transfer		
(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Not Applicable								

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

Sl. No	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in Rs.)	Amount spent on the project in the reporting Financial Year (in Rs)	Cumulative amount spent at the end of reporting Financial Year.	Status of the project- Completed /Ongoing

10. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

[ ] Yes [✓] No

If Yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin code of the property or asset(s)	Date of creation	Amount of CSR Spent for creation or acquisition of capital asset.	Details of entity/ Authority/ beneficiary of the registered owner
(1)	(2)	(3)	(4)	(5)	(6)

					CSR Registration Number, if any	Name	Registered Address
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

For and on behalf of
MARC LOIRE FASHIONS LIMITED

Sd/-
ARVIND KAMBOJ
Managing Director
DIN: 09624208

Sd/-
SHAINA MALHOTRA
Whole time Director
DIN: 06809352

Date: 02/09/2026
Place: Delhi

SPMG & CO.
Chartered Accountants
914, D-Mall, Plot No. 1, Netaji Subhash Place, Pitampura,
New Delhi- 110034 Ph. : 011-41425941/942/943/944
Email: Spmg914@gmail.com

INDEPENDENT AUDITORS'S REPORT

To,
The Members of,
MARC LOIRE FASHIONS LIMITED.
(Formerly known as MARC LOIRE FASHIONS PRIVATE LIMITED)
CIN: L18202DL2014PLC266184
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Marc Loire Fashions Limited (Formerly known as Marc Loire Fashions Private Limited) ("the company") which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss and Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2014 ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and profit and its cash flows for the year ended on that date.

Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" 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 together with the ethical requirements that are relevant to our audit of the financial statement under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control system over financial reporting.

Records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans obtained from the financial institution/banks.

Meaning of internal financial controls over financial reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent limitations of internal financial controls over financial reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management of override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial

reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and according to the information and explanations given to us, except for the possible effects of the material weakness described above the company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SPMG & Company
Chartered Accountants
FRN: 509249C



Shilpi Jain
(Partner)
M No: 531054
UDIN: 26531054LNVODM5020
Place: New Delhi
Date: 29-05-2026

SPMG & CO.
Chartered Accountants
914, D-Mall, Plot No. 1, Netaji Subhash Place, Pitampura,
New Delhi- 110034 Ph. : 011-41425941/942/943/944
Email: Spmg914@gmail.com

"ANNEXURE-A"
TO THE INDEPENDENT AUDITOR REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of MARC LOIRE FASHIONS LIMITED of even date 29-05-2026)

Report on the Companies (Auditor's Report) Order, 2020, issued in terms of Section 143(11) of the Companies Act, 2013 ("the Act") of MARC LOIRE FASHIONS LIMITED ("the Company").

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

i. a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

B) The Company does not have any intangible assets hence, no records showing the particulars of the intangible assets were available.

b) The property, Plant and Equipment were physically verified by the management in accordance with a regular programme of verification at reasonable intervals. According to information and explanation given to us, no such material discrepancies were noticed on such verification.

c) The Company does not own any Immovable property. Accordingly, paragraph 3(i)(c) of the order is not applicable to the company.

d) The Company has not revaluated its Property, Plant and Equipment (including Right of use Assets) during the year ended March 31, 2026. Accordingly, paragraph 3(i)(d) of the order is not applicable to the company.

e) No proceeding has been initiated or pending against company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, hence, paragraph 3(i)(e) of the order is not applicable to the Company.

ii. a) In the opinion, physical verification of inventory has been conducted at reasonable internals by the management and the coverage and procedure of such verification by the management are appropriate. No material discrepancies were noticed on such verification.

b) During the year no working capital limits had been sanctioned to the company in excess of 5 crore rupees, in aggregate, from Bank and Financial institutions on the basis of security of current assets. Accordingly, the provisions of the Clause 3(ii)(b) of the Order is not applicable to the Company and hence not commented upon.

iii. In our opinion and based on the information and explanation given to us, the company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships, or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the provisions of clause 3 (iii) (a), (b) and(c) of the Order are not applicable to the Company.

iv. In our opinion and according to information and explanations given to us, the Company has not advanced loans to Directors/Company in which the director is interested to which the provisions of Section 185 of the Companies Act, 2013 apply and hence not commented upon.

Also, in our opinion and according to the information and explanation given to us, the Company has not made investment and given guarantee/provided security which falls under the purview of section 186 of the Companies Act, 2013 and hence not commented upon.

v. According to the information and explanations given to us, the Company has not accepted deposits from the public in terms of provisions of sections 73 to 76 of the Companies Act, 2013 therefore reporting under this clause is not applicable.

vi. As per the information and explanation given to us, the maintenance of cost records specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable to the Company.

vii. a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company has been generally regular in depositing statutory dues as applicable, with the appropriate authorities. There are no statutory dues that are outstanding as of March 31, 2026, for a period of more than six months.

b) As of the year-end, according to the records of the Company and information and explanations given to us, there are no disputed statutory dues outstanding on the company.

viii. In our opinion and according to the information and explanations given to us, there is no transaction which is not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans obtained from the financial institution/banks.

b) In our opinion and according to the information and explanations given to us, the company has not been a declared wilful defaulter by any bank or financial institution or other lender.

c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.

d) In our opinion and according to the information and explanations given to us, there are no funds raised on short-term basis which have been utilised for long-term purposes.

e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

x. a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has raised money by way of an Initial Public Offer (Public Issue) during the year.

The management has utilized the funds for the purposes for which they were raised, except for the unutilized proceeds amounting to ₹579.52 Lakhs as on March 31, 2026, which are temporarily held in escrow accounts/bank balances and invested in Zero Coupon Bonds for short intervals as detailed below:

- Total Amount Raised (Gross Proceeds): ₹2,100.00 Lakhs (Net Proceeds: ₹1,875.50 Lakhs after deducting issue expenses of ₹224.50 Lakhs).
- Amount Utilized during the year: ₹1,520.48 Lakhs.
- Unutilized Amount as on 31st March, 2026: ₹579.52 Lakhs.

As per the statement of deviation/variation filed by the company, there are no deviations or variations in the utilization of the funds from the principal objects stated in the offer document.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year. Accordingly, paragraph 3(x)(b) of the Order is not applicable to the Company and hence, not commented upon.

xi. a) According to the information and explanations given to us and on the basis of representation of the management which we have relied upon, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

b) During the year no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) As auditors, we did not receive any whistle-blower complaints during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Consequently, provisions of clause 3(xii) of the Order is not applicable to the Company and hence, not commented upon.

xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of The Companies Act, 2013 as applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

xiv. (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued for the period under audit.

xv. According to the information and explanations given to us based on our examination of the record of the company, the company has not entered into any noncash transactions with directors or persons connected with him. Therefore the provisions of clause 3(xv) of the order are not applicable.

xvi. a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year.

c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d) As per the information and explanations received, the group does not have any CIC as part of the group.

xvii. The company has not incurred cash loss in current financial year as well in immediately preceding financial year.

xviii. During the year there has been no resignation of the statutory auditors during the year; hence provisions of clause 3(xviii) of the Order are not applicable to the Company.

xix. On the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

xx. According to the information and explanations given to us and on the basis of our examination of the records, there are no amounts unspent in respect of corporate social

responsibility towards ongoing or other than ongoing projects and hence reporting under clause 3(xx) (a) and (b) of the Order is not applicable to the Company.

xxi. The company has not made investments in the subsidiary company. Therefore, the company does not require to prepare a consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For SPMG & Company
Chartered Accountants
FRN: 509249C



Shilpi Jain
(Partner)
M No: 531054
UDIN: 26531054LNVODM5020
Place: New Delhi
Date: 29-05-2026

SPMG & CO.
Chartered Accountants
914, D-Mall, Plot No. 1, Netaji Subhash Place, Pitampura,
New Delhi- 110034 Ph. : 011-41425941/942/943/944
Email: Spmg914@gmail.com

"ANNEXURE-B"
TO THE INDEPENDENT AUDITOR REPORT

(Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements section of our report to the members of MARC LOIRE FASHIONS LIMITED of even date 29-05-2026)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of MARC LOIRE FASHIONS LIMITED ("the Company") as at March 31, 2026, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial

Other Information

The Company's Board of Directors and Management is responsible for the preparation of other information. The other information comprises Director's Report, Management Discussion and Analysis and Business Responsibility Report but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Management's and Board of Director's Responsibilities for the Financial Statements

The company's management's and Board of Director's are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act.

This responsibility also includes:

1. 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;

2. selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and

3. design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Management and Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements 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 these financial statements.

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

1. Identify and assess the risks of material misstatement of the financial statements, 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.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.

4. Conclude on the appropriateness of the Management's 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 Company's ability 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 financial 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.

5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b) our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2014 as amended;

   e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company does not have any pending litigations which would impact its financial position.

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (a) and (b) contain any material misstatement.

v. The company has not declared or paid any dividend during the year in contravention of the provision of section 123 of the companies Act, 2013.

vi. Based on our examination, the company has used an accounting software for maintaining of its books of account for the year ended 31st march 2026 which has a feature of recording audit trail (edit log) facility in terms of the Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and the feature of recording audit trail [edit log) facility was operational throughout the year. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is maintained by the company.

vii. With respect to the matter to be included in the auditor's report under section 197 of the Act, we report that the remuneration paid by the company to its directors during the year is in accordance with the provision of section 197 of the Act.

For SPMG & Company
Chartered Accountants
FRN: 509249C

Shilpi Jain
(Partner)
M No: 531054
UDIN: 26531054LNVODM5020
Place: New Delhi
Date: 29-05-2026

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Balance Sheet as at 31th March 2026

(All amounts are in Lakhs unless otherwise stated)

	Particulars	Note No.	As at 31th Mar 2026	As at 31st March 2025
I	**EQUITY AND LIABILITIES**			
1.	**Shareholders' Funds**			
	a. Share Capital	3	710.00	500.00
	b. Reserves and Surplus	4	2,642.15	574.95
2	**Non-Current Liabilities**			
	a. Long - term provisions	5	4.37	4.70
3	**Current Liabilities**			
	a. Short-term borrowings	6	(4.41)	2.53
	b. Trade payables	7		
	-total outstanding dues of micro and small enterprises		17.75	56.30
	-total outstanding dues of creditors other than micro and small enterprises		312.79	907.63
	c. Other current liabilities	8	113.39	9.54
	d. Short - term provisions	9	69.24	167.94
			3,865.28	**2,223.59**
II	**ASSETS**			
1.	**Non-current assets**			
	a. Property, Plant & Equipments and Intangible assets			
	(i) Tangible Assets	10	101.76	3.06
	(ii) Intangible Assets		-	-
	b. Non Current Investment	11	0.00	115.95
	c. Deferred tax assets (net)	12	2.41	1.18
	e. Other Non Current Assets	13	51.70	3.49
2.	**Current Assets**			
	a. Current Investments	14	591.28	-
	b. Inventories	15	1,900.89	973.79
	c. Trade Receivables	16	759.08	932.78
	d. Cash and Bank Balance	17	236.68	117.48
	e. Other Current Assets	18	221.49	75.87
			3,865.28	**2,223.59**
See accompanying notes forming part of the financial statements		1 to 45		

For S P M G AND COMPANY
Chartered Accountants
Firm Regn. No. - 509249C

For and on behalf of the Board of Directors

sd/-
(Shilpi Jain)
PARTNER
M.No.- 531054
UDIN : 26531054LNVODM5020

sd/-
(SHAINA MALHOTRA)
Whole Time Director
DIN : 06809352

sd/-
(ARVIND KAMBOJ)
Managing Director
DIN : 09624208

sd/-
(RACHIT CHOUDHARY)
Chief Financial Officer

sd/-
(VASANT KUBER SONI)
Company Secretary
M.No: 66674

Place : Delhi

Date: 29.05.2026

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Statement of Profit & Loss for the Year ended on 31th Mar, 2026

(All amounts are in Lakhs unless otherwise stated)

	Particulars	Note No.	Year Ended As at 31th Mar 2026	Year Ended As at 31st March 2025
I	Revenue from Operations	19	3,539.41	4,225.74
II	Other Income	20	30.69	20.68
III	**Total Revenue (I + II)**		**3,570.11**	**4,246.42**
IV	**EXPENSES**			
	Purchases of Stock-in-Trade	21	2,698.79	2,167.18
	Change in Inventories of FG, WIP and Stock in Trade	22	(927.10)	(241.58)
	Employee Benefits Expenses	23	109.56	71.74
	Finance Cost	24	10.00	16.21
	Depreciation and Amortization Expense	25	17.63	2.31
	Other Expenses	26	1,418.64	1,595.42
	Total Expenses		**3,327.52**	**3,611.29**
V	**Profit before exceptional and extraordinary items and tax (III- IV)**		**242.58**	**635.13**
VI	Exceptional items		-	-
VII	**Profit before extraordinary items and tax (V - VI)**		**242.58**	**635.13**
VIII	Extraordinary items		-	-
IX	**Profit before tax (VII - VIII)**		**242.58**	**635.13**
X	**Tax Expense**			
	a. Current Tax (Net of Mat)		66.62	165.04
	b. MAT credit		-	-
	c. Deffered Tax	27	(1.23)	(0.45)
			65.39	**164.59**
XI	**Profit (Loss) for the period from continuing operations**		**177.20**	**470.54**
	Earning per equity share of Rs. 10/- each			
	a. Basic		2.70	9.41
	b. Diluted		2.70	9.41
See accompanying notes forming part of the financial statements		1 to 45		

Notes on Standalone Financial Results

1 **The above results which are published in accordance with Regulations 33 of SEBI (Listing Obligation & Disclosure Requirements), 2015 have been reviewed by the Audit Commitee and approved by the Board of Directors at their respective meeting held on November 14, 2025. The Financial results have been prepared in accordance with the Accounting Standards ("AS") as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Account) Rules 2014 by the Ministry of Corporate Affairs and amendments thereof.**

2 **As per Ministry of Corporate Affairs Notification dated February 16, 2015, Companies whose securities are listed on SME Exchange as referred to in Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 are exempted from the compulsory requirement of adoption of Ind AS.**

3 **The figures for the corresponding previous period have been regrouped/ reclassified wherever**

4 **The balance appearing under the Trade Payables Loans and Advances, Other Current Liabilities are subjected to confirmaation and reconciliation and consequent adjustments, if any, will be accounted for in the year of confirmation and/or reconciliation.**

5 **There were no Investor Complaints received during the period under review.**

6 **The company deals in two segments viz. footwears and apparels and its accessories. Major revenue of company is from footwear segments which comes to approx. 99%. Accordingly, expenses and profit are unallocable and can't be attributed to one segement. Similarly, Assets and Liabilities are also unallocable.**

7 **There were no exceptional and Extra-Ordinary items for the reporting period.**

8 **Other Expense Include Rs. 224.50 Lakhs of Issue Expense resulting in decline in profit.**

For S P M G AND COMPANY
Chartered Accountants
Firm Regn. No. - 509249C

For and on behalf of the Board of Directors

sd/-
(Shilpi Jain)
PARTNER
M.No.- 531054
UDIN: 26531054LNVODM5020

sd/-
(SHAINA MALHOTRA)
Whole Time Director
DIN : 06809352

sd/-
(ARVIND KAMBOJ)
Managing Director
DIN : 09624208

sd/-
(RACHIT CHOUDHARY)
Chief Financial Officer

sd/-
(VASANT KUBER SONI)
Company Secretary
M.No: 66674

Place : Delhi
Date: 29-05-2026

MARC LOIRE FASHIONS LIMITED
CIN - L18202DL2014PLC266184
Cash Flow Statement for the period ended 31st March 2026 **(All amounts are in Lakhs unless otherwise stated)**

Particulars	As at 31 Mar, 2026 ₹		As at 31 March, 2025 ₹	
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		242.58		635.13
Adjustments for:				
Depreciation and amortisation	17.63		2.31	
Finance costs	10.00		16.21	
Net (gain) / loss on sale of investments	-		-	
Interest Income	(30.69)		(20.68)	
Net unrealised exchange (gain) / loss		(3.06)		(2.16)
Oper. profit / (loss) before working capital changes		239.53		632.97
Changes in working capital:				
Adj for (increase) / decrease in operating assets:				
Inventories	(927.10)		(241.58)	
Trade receivables	173.71		(461.58)	
Short-term loans and advances	-		-	
Long-term loans and advances	115.95		-	
Other current assets	(145.62)		99.78	
Other non-current assets	(49.44)		(0.45)	
			-	
			-	
Adj for increase / (decrease) in operating liabilities:			-	
Trade payables	(633.39)		183.16	
Other current liabilities	103.85		(10.05)	
			-	
Other long-term liabilities	-		-	
Short-term provisions	(98.70)		22.91	
Long-term provisions	(0.33)	(1,461.09)	0.96	(406.85)
		(1,221.56)		226.13
Cash flow from extraordinary items				
Cash generated from operations		(1,221.56)		226.13
Income tax Expenses		(65.39)		(164.59)
Net cash flow from/(used in)operating activities (A)		(1,286.95)		61.53
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	(116.33)		(0.57)	
Interest Exp. Capitalised				
Interest received	30.69		20.68	
Current Investment	(591.28)		-	
Non Current Investment			-	
Proceeds from sale of fixed assets				
		(676.91)		20.11
Cash flow from extraordinary items (subsidy)		-		-
		(676.91)		20.11
Net income tax (paid) / refunds				
Net cash flow from/(used in investing activities(B)		(676.91)		20.11

Cash Flow Statement for the year ended 31st March 2026 (Contd.)

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	₹		₹	
C. Cash flow from financing activities				
Proceeds from issue of equity shares	2,100.00		-	
Repayment of long-term borrowings	-		-	
Repayment of other short-term borrowings	(6.93)		(145.21)	
Finance cost	(10.00)		(16.21)	
Tax on dividend		2,083.06		(161.42)
Cash flow from extraordinary items				
Net cash flow from/(used in) financing activities(C)		2,083.06		(161.42)
Net inc./(dec.) in Cash and cash equ. (A+B+C)		**119.20**		**(79.77)**
Cash and cash equivalents at the beginning of the year		117.48		197.25
Effect of exchange differences on restatement of foreign currency Cash and cash equivalents				
Cash and cash equivalents at the end of the year		236.68		117.48
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equ. as per Bal. Sheet		236.68		117.48
Less: Bank balances not considered as Cash and cash equivalents as defined in AS 3 *Cash Flow Statements* (give details)				
Net Cash and cash equivalents (as defined in AS 3 *Cash Flow Statements*) included in Note 19		**236.68**		**117.48**
Add: Current investments considered as part of Cash and cash equivalents (as defined in AS 3 *Cash Flow Statements*) (Refer Note (ii) to Note 16 Current inv.)				
Cash and cash equ. at the end of the year *		236.68		117.48
* Comprises:				
(a) Cash on hand		65.69		60
(b) Cheques, drafts on hand		-		-
(c) Balances with banks				
(i) In current accounts		113.47		1
(ii) In Escrow Accounts		0.52		-
(iii) In deposit accounts (Fixed Deposit)		57.00		57
		236.68		**117.48**

Notes:
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.
(ii) These earmarked account balances with banks can be utilised only for the specific identified purposes.
See accompanying notes forming part of the financial statements

For S P M G AND COMPANY
Chartered Accountants
Firm Regn. No. - 509249C

For and on behalf of the Board of Directors

sd/-
(Shilpi Jain)
PARTNER
M.No.- 531054
UDIN: 26531054LNVODM5020

sd/-
(SHAINA MALHOTRA)
Whole Time Director
DIN : 06809352

sd/-
(ARVIND KAMBOJ)
DIRECTOR
DIN : 09624208

sd/-
(Rachit Choudhary)
Chief Financial Officer

sd/-
(Vasant Kuber Soni)
Company Secretary
M.No: 66674

Place : Delhi
Date: 29-05-2026

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes Forming Part of the Financial Statements as at 31-03-2026

(All amounts are in Lakhs unless otherwise stated)

Note No.	Particulars	As at 31th Mar, 2026	As at 31st March, 2025
3	**Share Capital**		
3.1	Authorized Share Capital		
	80,00,000 Equity Shares [Prev. Year 20,00,000] of Rs. 10/- each.	800.00	800.00
		800.00	**800.00**
3.2	Issued , Subscribed & Fully Paid up Capital		
	1,000,000 Equity Shares of Rs. 10/- each.	500.00	100.00
	Add: Issue of Bonus shares	-	400.00
	Add: Fresh Issue of Shares	210.00	-
		710.00	**500.00**
3.3	Reconciliation Of Number of Shares		
	Number Of Equity Shares as at the beginning of the Financial year	50.00	10.00
	Add :- Number of Shares Issued during the period	21.00	40.00
	Number Of Equity Shares as at the end of the financial Years	**71.00**	**50.00**

3.4 List of Shareholders holding more than 5% of Equity Shares of the company

Name	% of Shares		Number of Shares	
	31.03.2026	31.03.2025	31.03.2026	31.03.2025
Arvind Kamboj	35.21%	50.00%	2,500,000	500,000
Shaina Malhotra	35.21%	50.00%	2,499,975	500,000

3.5 **Details of Shares held by promoters**

Promoter Name	April 2025-Mar 2026		
	No. of Shares**	%of total shares**	% Change during the year***
Arvind Kamboj	**2500000**	**35.21%**	**0.00**
Shaina Malhotra	**2499975**	**35.21%**	**0.00**

Details of Shares held by promoters

Promoter Name	April 2024- March 2025		
	No. of Shares**	%of total shares**	% Change during the year***
Arvind Kamboj	**2500000**	**50.00%**	**0.00**
Shaina Malhotra	**2499975**	**50.00%**	**0.00**

3.6 Terms / Rights attached to Equity Shares

The company has only one class of equity share having par value of Rs.10 per share. Each holder of the equity share is entilted to one vote per share. Whenever the company declares dividend it will be paid in Indian Rupees.

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist curently. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

3.7 During the year, the Company successfully raised funds through an Initial Public Offering ("IPO") aggregating to ₹2,100 lakhs, comprising an issue of 21,00,000 Equity Shares. The Equity Shares were issued at an issue price of ₹100 per Equity Share, resulting in gross proceeds of ₹2,100 lakhs

4	**Reserves & Surplus**		
4.1	**Securities Premium**		
	Opening balance	-	-
	Add : Addition during the year	1,890	-
	Less : Appropriations	-	-
	Closing balance	1,890	-

		As at 31th Mar, 2026	As at 31st March, 2025
4.2	**Surplus (Statement of Profit & Loss)**		
	Opening balance	574.95	504.41
	Add : Profit During the Year	177.20	470.54
	Add : Last year provision adjustment	-	-
	Less : Issue of Bonus shares out of Reserve & Surplus	-	400.00
	Closing balance	752.15	574.95
	Total	**2,642.15**	**574.95**

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Notes Forming Part of the Financial Statements as at 31-03-2026

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5	**Long Term Provisions**		
5.1	Provision for Gratuity	4.37	4.70
5.2	Prior Period Provision for Gratuity	-	-
	Total	**4.37**	**4.70**
6	**Short Term Borrowings**		
6.1	**CC & OD Limits from Banks**		
	- Canara Bank OD (New)	(4.73)	2.44
	- Bajaj Finance Ltd (OD)	0.12	0.08
	- Idfc First Bank	0.02	0.02
	- Kotak Mahindra Bank (OD)	0.18	-0.01
	- Tata Capital (OD)	-	-
6.2	Loans and advances from related parties	-	-
	Total	**(4.41)**	**2.53**

Terms and Conditions of repayment

6.1.1	**Name of Financial facilty**	**Canara Bank Limited**				
	Amount	1.95 Crore				
	Rate of Interest	RLLR + 2.40% ie 11.55%	RLLR Being revised to 9.15% w.e.f 15.03.2025 and RLLR shall be reset at least once in three months. Transition in RLLR will be passed with effect from the date of reset			
	Description of security	Working capital	1). Hypothecation Book Debts			
			2). Hypothecation of Stock			
		Others	Fixed Deposit of Rs. 50 Lakhs created on 15.03.2025 Personal guarantee of Directors Shaina Malhotra and Arvind Kamboj			
6.1.2	**Name of Financial facilty**	**Bajaj Finance Limited**				
	Amount	35 Lakhs				
	Rate of Interest	16%				
	Repayment Tenure	36 months				
6.1.3	**Name of Financial facilty**	**Kotak Mahindra Bank Limited**				
	Amount	35 Lakhs				
	Rate of Interest	14.75% P.a.				
	Repayment Tenure	36 months				
	Security	Personal Guarantee of Directors Shaina Malhotra and Arvind Kamboj				
6.1.4	**Name of Financial facilty**	**Tata Capital Limited**				
	Amount	40 lakhs				
	Repayment Tenure	36 months				
	Rate of Interest	15.75%				

7	**Trade Payables**		
7.1	Due to Micro and Small enterprises	17.75	56.30
7.2	Due to Others	312.79	907.63
	Total	**330.55**	**963.93**

Trade payable ageing schedule

Outstanding for following periods from due date of payment (April 2025 - March 2026)

S. No	Particulars	Not due	Unbilled amount	< 1 year	1-2 years	2-3 years	> 3 years	Total
7.1	MSME		-	17.75	-	-	-	17.75
7.2	Others		-	281.81	-	6.75	24.24	312.79
7.3	Disputed dues-MSME		-	-	-	-	-	-
7.4	Disputed dues-Other		-	-	-	-	-	-
	Total		**-**	**299.56**	**-**	**6.75**	**24.24**	**330.55**

Trade payable ageing schedule

Outstanding for following periods from due date of payment (April 2024- March 2025)

S. No	Particulars	Not due	Unbilled amount	< 1 year	1-2 years	2-3 years	> 3 years	Total
7.1	MSME		-	56.30	-	-	-	56.30
7.2	Others		-	875.85	6.48	-	25.30	907.63
7.3	Disputed dues-MSME		-	-	-	-	-	-
7.4	Disputed dues-Other		-	-	-	-	-	-
	Total		**-**	**932.15**	**6.48**	**-**	**25.30**	**963.93**

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8	**Other Current Liabilities**		
8.1	Statutory Liabilities	6.47	4.19
8.2	Expenses Payable	12.01	5.36
8.3	Franchisee Investment	94.90	-
	Total	**113.39**	**9.54**
9	**Short Term Provisions**		
9.1	Provision for Current Tax	66.62	165.04
9.2	Provision for Gratuity	2.62	2.90
9.3	Provision for Previous year Tax	-	-
	Total	**69.24**	**167.94**
11	**Non Current Investment**		
11.1	**Investment in Quoted Share**		
	Edelweiss Financial Services Limited	0.00	0.00
11.2	**Investment in Quoted Debemtures**		
	Non-Convertible Debentures	-	115.95
	(Edelweiss Financial Services Ltd 9.20% Monthly 20-01-2026)		
	Total	**0.00**	**115.95**
13	**Other Non Current assets**		
	Security Deposits	51.70	3.49
	Total	**51.70**	**3.49**
14	**Current Investments**		
	Non-Convertible Debentures	125.00	-
	Zero Coupon Bonds	466.28	
	Total	**591.28**	**-**
15	**Inventories**		
	Finished Goods	1,900.89	973.79
	Total	**1,900.89**	**973.79**
16	**Trade Receivables**		
	Unsecured, considered good		
	-with related parties	-	-
	-with others	759.08	932.78
	Total	**759.08**	**932.78**

Outstanding for following periods from due date of payment (April 2025- March 2026)

S. No	Particulars	Not due	Unbilled amount	< 6 months	6month-1 years	1-2 years	2-3 years	> 3 years	Total
	Undisputed Trade Receivables – considered	-	-	759.08	-	-	-	-	**759.08**
	Undisputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Disputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Disputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Total	-	-	**759.08**	**-**	**-**	**-**	-	**759.08**

Outstanding for following periods from due date of payment (April 2024- March 2025)

S. No	Particulars	Not due	Unbilled amount	< 6 months	6month-1 years	1-2 years	2-3 years	> 3 years	Total
	Undisputed Trade Receivables – considered	-	-	932.78	-	-	-	-	**932.78**
	Undisputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Disputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Disputed Trade Receivables – considered	-	-	-	-	-	-	-	**-**
	Total	-	-	**932.78**	**-**	**-**	**-**	-	**932.78**

17	**Cash and cash equivalents**		
17.1	Balances with Banks		
	- Canara Bank	112.73	0.00
	- Bank of Baroda	0.00	0.00
	- Kotak Mahindra Bank	0.52	-
	- HDFC Bank	0.74	0.74
17.2	Cash on hand	65.69	59.73
17.3	Fixed Deposit	57.00	57.00
	:- Rs. 7,00,000 for a period of 12 months		
	:- Rs. 50,00,000 as collateral for working capital limit from Canara Bank Limited		
	Total	**236.68**	**117.48**
18	**Other Current Assets**		
18.1	Advance Tax & TDS	205.34	71.96
18.2	Interest Accrued	5.86	3.17
18.3	Nuvama Wealth and Investment Limited	8.78	0.59
18.4	Prepaid Expenses	0.83	0.15
18.5	Advance Salary	0.68	-
	Total	**221.49**	**75.87**

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5.2 Loans and advances from related parties

PARTICULARS	As at 31.03.2026 (Rs.)	As at 31.03.2025 (Rs.)
TOTAL	-	-

7.1 Trade Payables- dues of micro and small enterprises

PARTICULARS	As at 31.03.2026 (Rs.)	As at 31.03.2025 (Rs.)
DARESOULS PRIVATE LIMITED	2.83	-
PARUL SALES	14.92	43.29
TOOBS FASHIONS PRIVATE LIMITED	-	13.00
TOTAL	**17.75**	**56.30**

7.2 Trade Payables

PARTICULARS	As at 31.03.2026 (Rs.)	As at 31.03.2025 (Rs.)
AMAN PACKERS	1.18	1.43
AMAZING MANUFACTURERS	1.71	1.17
AMISU PRINTEC	1.51	-
ANADEE DIGITAL SOLUTIONS PRIVATE LIMITED	-	0.16
ANJALI SALES	0.24	1.27
APPEAL FOOTWEAR PVT LTD	0.91	0.13
ARMSTRONG INTERNATIONAL CONSULTANTS	-	0.09
ARSHAN FOOT FASHION	18.27	31.99
AV GRAPHIC PRINT	2.12	1.49
AVILAIR FASHION	-	126.87
AVNISH TRADERS	-	60.72
AAKASH & CO	9.50	-
AMAZING FOOT WEAR	4.57	-
BEST FOOTWEAR	1.10	-
BIMAL TRADERS	0.03	-
CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED	0.04	-
CLICKER STUDIO	0.23	-
COMPACT SHOE COMPONENTS	3.72	40.52
CONA FOOTWEAR	-	1.10
D K ENTERPRISES	22.53	71.31
EAGLE SHIELD SOLUTIONS	0.18	-
EIFFEL FOOTWEAR PRIVATE LIMITED	0.71	0.71
EXCELLENCE CHOICE	1.98	43.57
EXOTIC DREAM COLLECTION	9.64	39.75
FITZWELL	7.68	-
G.G. PACKERS	1.97	1.92
GAUCHE CREATIONS	0.05	0.05
GURU KIRPA ADVERTISING CO.	0.44	
GV MANUFACTURING	0.37	2.07
HAYAT LIGHT INDIA	1.01	1.01
JINDAL MARKETING	0.69	-
KALINGA INTERNATIONAL	1.47	-
KING INTERNATIONAL	-	11.56
KRISHNA INCORPORATION	-	0.04
LALJI ADVOCATES	0.16	-
LEATHERS LINKS	23.12	-
MADHU CREATIONS	0.15	-
MAGPIIE IMPEXX	1.69	-
MANISH PACKAGING	0.45	-

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MAX FAIR	8.69	-
MBM ENTERPRISES	1.84	-
MOHIT FOOTWEAR	2.31	-
MANOJ TRADERS	-	0.37
MNT FOOTWEAR	0.34	1.50
MOON IMPEX	0.90	1.50
MOTI FOOT WEAR	0.42	0.42
N K GOEL & COMPANY	0.06	0.07
NAGAR ENTERPRISES	29.69	31.80
NARMADA POLYMERS	-	0.49
NIKITA FOOTWEAR	0.20	1.77
NISHTHA ENTERPRISES	7.20	3.09
NX FOOTWEAR	3.42	3.42
NATIONAL STORAGE SYSTEMS	0.06	-
NIPUN SALES	1.58	-
NOOR FOOT FASHION	2.46	-
OCTA TECH	0.25	
OWSOME FOOTWEAR	3.88	5.71
PICKNPACK SOLUTIONS INDIA PRIVATE LIMITED	1.24	1.58
PREM ENTERPRISES	4.29	4.29
QUICK BARCODE SOLUTION	1.24	-
R.G. SALES	0.75	0.75
REHAN ENTERPRISES	17.43	17.43
ROHIT ENTERPRISES	43.07	44.07
ROSHAN ENTERPRISES	3.39	4.45
RS INDUSTRIES	-	1.89
RSR IMPEX	61.09	106.06
RUPMAYA SHOE LAST INDUSTRIES (P) LTD.	-	0.01
SAAN ADVERTISING	1.01	-
SAMRUDDHI ENTERPRISES	1.83	-
SANGRAJ CREATIONS	0.27	-
SEHHAJ MARKETINGG	1.61	-
SHELCON FOOTWEAR	9.02	-
SHREESHIINE SALES	0.24	-
SHREE SHYAM IMPEX	0.18	-
SOFTINFO SYSTEMS PRIVATE LIMITED	1.09	-
SPACE COMMUNICATION INDIA	0.01	-
S R SHOES	1.44	-
SWASTIK POLYPACKS	2.87	-
S D SALES CORPORATION	2.56	117.33
S2 LOGISTICS	1.35	0.39
SANGEETA ENTERPRISES	0.18	0.14
SEERAT SALE	0.45	0.94
SHANAYA CREATIONS	2.17	7.45
SHASHI IMPEX	0.46	4.79
SKY HIGH ENTERPRISES	0.25	0.25
SOUL BLOSSOM & CO.	4.28	1.87
SPM ENTERPRISES	0.78	0.19
TAQADDUS PRODUCT INDIA	0.23	0.15
THE FASHION STYLE	2.10	-
TOTAL FOOTCARE OVERSEAS PVT.LTD.	16.26	9.03
TRINETRA SALES	6.35	6.35
TRI SPEED CARGO PVT. LTD.	-	0.12
UDM ENTERPRISES	1.51	2.09
UNIQUE LAMIFAB COMPANY	-	3.59
UNIQUE SOLES	4.97	3.13
UNIVERSAL GRAPHICS	-	95.57

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VAISHNO PACKERS	11.25	19.44
VIJAY ENTERPRISES	-	14.90
VINAY IMPEX	-	2.61
VINOD DHAMIJA ENTERPRISES	0.43	-
WHITE WAY INTERNATIONAL	13.63	-
WONDERSOFT PRIVATE LIMITED	1.31	-
YASH ENTERPRISES	0.42	9.93
	405.71	969.86
Less : Creditors Having Debit Balance		
ADIFLEX NARROW FABRICS PRIVATE LIMITED	-	0.01
AADYA SIGNAGE	0.47	-
AEON LOGICIEL IT CONSULTANCY PVT LTD	0.10	-
AVILAIR FASHION	3.05	-
BHARAT FOOTWEAR	1.66	-
BSE LIMITED	0.01	-
CHITRA FOOT WEAR	0.96	-
COME	3.25	-
CONA FOOTWEAR	2.00	-
DARESOULS PRIVATE LIMITED	-	48.38
FASHIONKHOR.COM	2.71	6.46
GREEN TECH SOLUTIONS	0.34	-
HM ENTERPRISES (NAZEER)	8.20	-
HS INTERNATIONAL PVT LTD	2.29	2.35
INDIAN DESIGN FACTORY	3.00	-
INDIAN PACKERS	0.20	-
INFINITY SALES AND SERVICE	0.86	-
JEET ENTERPRISES	0.26	-
KING INTERNATIONAL	0.06	-
KRISH FOOTWEAR	0.04	-
MCS MEDIA	-	0.01
MOHANLAL&SONS	0.14	-
NATIONAL SECURITIES DEPOSITORY LIMITED	0.03	-
ODN DIGITAL SERVICES PRIVATE LIMITED	-	0.08
PIONEER SALES	0.77	-
PREM IMPEX	0.88	-
ROHINI ALUMINIUM & GLASS FABRICATORS	0.28	-
RADHEY SHYAM VENEER & PLYWOOD	1.05	-
RAHI ENTERPRISES	4.62	4.62
RS Industries	5.75	-
S P M G & CO	-	0.03
SARK FOOTWEAR	0.11	0.11
SHOPSENSE RETAIL TECHNOLOGIES LIMITED (FYND)	0.18	-
SNAWAP	5.00	-
SUMITRA GULATI	0.83	-
SWATI INTERNATIONAL	2.53	-
TOOBS FASHIONS PRIVATE LIMITED	20.41	-
UNICOMMERCE ESOLUTIONS PRIVATE LIMITED	0.04	0.19
UNIQUE BATH GALLERY	4.63	-
UNIVERSAL GRAPHICS	16.23	-
	92.91	62.22
TOTAL	**312.79**	**907.63**

8.1 Statutory Liabilities

PARTICULARS	**As at 31.03.2026 (Rs.)**	**As at 31.03.2025 (Rs.)**
TDS Payable	5.03	1.91
TCS Payable	-	1.64
ESI	0.20	0.09
EPF	1.24	0.54
TOTAL	**6.47**	**4.19**

18.1 Advance Tax & Tds

PARTICULARS	**As at 31.03.2026 (Rs.)**	**As at 31.03.2025 (Rs.)**
GST Input	201.97	43.34
TDS	3.37	18.51
TCS	-	0.10
Advance Tax	-	10.00
TOTAL	**205.34**	**71.96**

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13 Security Deposit

PARTICULARS	As at 31.03.2026 (Rs.)	As at 31.03.2025 (Rs.)
Security Deposit Mundka	3.46	3.46
Security Deposit (Adarsh Nagar)	4.20	-
Security Deposit (Batala)	1.60	-
Security Deposit (Bhatinda)	2.30	-
Security Deposit (Durgapuri)	7.60	-
Security Deposit (Faridabad)	1.76	-
Security Deposit (Faridkot)	1.20	-
Security Deposit (Ferozepur)	3.20	-
Security Deposit (Mundka New)	9.20	-
Security Deposit (Phagwara)	2.90	-
Security Deposit (Rani Bagh)	13.80	-
Security Deposit (Generator)	0.45	-
Security Deposit (Bar Codes)	0.03	0.03
TOTAL	**51.70**	**3.49**

16 Trade Receivable

PARTICULARS	As at 31.03.2026 (Rs.)	As at 31.03.2025 (Rs.)
ACEVENTOR LIMITED	0.01	- 0.42
A J ENTERPRISES	38.10	-
AKASH OVERSEAS	33.79	93.20
AMAZON SELLER SERVICES PVT. LTD.	(23.23)	2.09
ASM ENTERPRISES	9.08	59.00
CAPITAL FOOTWEAR INDUSTRIES	111.65	111.65
FASHION FEVER	57.35	85.85
FASHNEAR TECHNOLOGIES PRIVATE LIMITED	0.14	-
FLIPKART INTERNET PRIVATE LIMITED	0.11	2.97
GLOWROAD	0.04	0.07
JATIN ENTERPRISES	84.74	65.06
LEAYAN GLOBAL PVT.LTD.	0.09	2.36
LIMEORAD	0.03	0.26
MEESHO	-	0.13
MYNTRA DESIGNS PRIVATE LIMITED	(21.75)	5.54
NAINA DEVI ENTERPRISES	31.68	51.55
NYKAA FASHION PRIVATE LIMITED	0.23	2.06
OMKAR TRADERS	1.25	-
POPCLUB	0.40	0.20
RELIANCE RETAIL LTD	0.22	67.00
RIHU ENTERPRISES	-	16.48
ROOP TRADERS	39.38	14.02
RS INDUSTRIES (SALES)	33.42	124.20
S G CREATIONS	2.50	2.50
SHIVANI IMPEX	86.14	2.85
SHOESHION INTERNATIONAL PRIVATE LIMITED	168.39	49.88
SHOPIFY SALES	0.46	0.03
TANISHA CREATION	68.97	68.97
VISION INTERNATIONAL	35.86	105.28
	759.08	**932.78**

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Note No.	Particulars	As at 31th Mar 2026	As at 31st March 2025
19	**Revenue from Operations**		
19.1	Sale : Delhi	3,368.04	3,887.01
	Sale : Karnataka	257.57	347.84
	Sale : Haryana	816.12	904.29
	Sale : Maharashtra	247.53	319.96
	Sale : Telangana	93.68	109.15
	Sale : Gujarat	67.94	121.22
	Sale : West Bengal	82.90	107.17
	Sale : Tamil Nadu	98.83	178.81
	Sale : Bihar	7.52	0.10
	Sale : Madhya Pradesh	0.74	-
	Sale : Uttar Pradesh	2.74	-
	Sale : Rajasthan	0.03	-
	Sale : Assam	0.02	-
	Gross Sale	**5,043.66**	**5,975.55**
	Less: Branch Transfer	1,504.25	1,749.81
	Total	**3,539.41**	**4,225.74**
20	**Other Income**		
20.1	Interest on Debentures	12.23	-
20.2	Interest on FD	2.99	11.38
20.3	Income from F&O Trading	10.14	3.24
20.4	Miscellaneous Income	0.23	6.05
20.5	Income from Franchisee	5.10	-
	Total	**30.69**	**20.68**
21	**Purchases of Stock-in-Trade**		
	Traded Goods	4,203.04	3,917.00
	Less: Branch Transfer	1,504.25	1,749.81
	Total	**2,698.79**	**2,167**
22	**Changes in inventories of Finished Goods, Work in Progress and Stock in trade**		
	Inventories at the end of the year		
	i.) Finished goods	1,900.89	973.79
	ii.) Work in progress	-	-
	Sub Total (A)	**1,900.89**	**973.79**
	Inventories at the beginning of the year		
	i.) Finished goods	973.79	732.21
	ii.) Work in progress	-	-
	Sub Total (B)	**973.79**	**732.21**
	Net Increase / (Decrease) (A - B)	**(927.10)**	**(241.58)**
23	**Employee Benefit Expenses**		
23.1	Salary & Wages	91.23	53.32
23.2	Director's Salary	12.00	12.00
23.3	EPF Employer Contribution	5.40	3.94
23.4	ESI Employer Contribution	1.55	1.19
23.5	Gratuity Provisions	- 0.62	1.30
	Total	**109.56**	**71.74**
24	**Finance Costs**		
24.1	Interest on OD Acc	8.07	13.16
24.2	Loan Processing Charges	1.93	3.04
	Total	**10.00**	**16.21**
25	**Depreciation and Amortization Expense**		
	Depreciation	17.63	2.31
	Amortization	-	-
		17.63	**2.31**

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(All amounts are in Lakhs unless otherwise stated)

Note No.	Particulars	As at 31th Mar 2026	As at 31st March 2025
26	**Other Expenses**		
	Direct Expense		
	Brochures	-	-
	Carton/ Boxes	47.17	60.18
	Fabric for Apparaels	-	0.18
	Tags	3.52	3.50
	Wages	-	0.23
	Other Consumables	16.57	0.17
	Rexine	-	1.06
	Indirect Expenses		
	Administration Charge	0.51	0.33
	Advertisement Expense	8.09	0.55
	Auditor's Remuneration		
	-As Auditor- Statutory Auditor	1.00	1.50
	-As Auditor- Internal Auditor	0.80	-
	AMC Charges	0.17	-
	ASBA Commission	0.11	-
	Bank Charges	1.07	0.46
	Barcode expenses	0.27	0.52
	BIS Expense	-	1.16
	Charges for Demat Account	4.68	2.72
	Commission Expenses	769.93	1,088.61
	CSR Expense	8.50	4.50
	Corporate Tax Consultancy	0.09	-
	Diesel Generator Rent	3.08	-
	Discount	-	276.61
	Electricity expenses	14.98	2.95
	Employee Recruitment Services	0.25	-
	Employee Uniform Expense	2.62	-
	EDC Machine	0.06	-
	Financial & Related Services	-	0.33
	Finishing Material	35.52	16.53
	Franchisee Revenue Share	8.65	-
	Freight Expenses	1.18	0.26
	GST Late Fees	0.00	-
	GST Payment Against Notice	0.71	-
	GST Registration Charges	0.87	-
	Income Tax Expense	11.85	-
	Interest on GST	0.00	-
	Interest on Income Tax	18.38	8.77
	Interest to MSME Vendors	0.16	3.45
	Interest on TDS	1.40	2.13
	Interior Decor Services	22.15	0.40
	Internet Expenses	0.27	0.32
	Issue Expenses	224.50	-

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes Forming Part of the Financial Statements as at 31st Mar 2026

(All amounts are in Lakhs unless otherwise stated)

Note No.	Particulars	As at 31th Mar 2026	As at 31st March 2025
	Marketing Expenses	28.80	23.42
	Misc Expenses	0.04	0.04
	Office Expenses	0.03	0.18
	Packing Expenses	11.12	13.07
	Payment Gateway Charges	3.80	0.08
	Photoshoot Expense	5.02	0.83
	Professional fee	32.35	13.21
	Provision for Diminution in value of Investment	(7.79)	-
	Rent	87.55	24.94
	Repair and Maintenance	0.56	0.41
	Review Expenses	-	0.30
	ROC Fee	0.03	5.52
	Round off	(0.00)	(0.00)
	Rent Agreement Charges	5.64	-
	Stationery Charges	0.26	-
	Security Consulting Services	4.97	1.92
	Share Listing Services	2.12	-
	Software Expenses	2.44	0.32
	Staff Welfare	-	0.74
	Stock Insurance	1.90	0.98
	Store Expenses	7.30	-
	Travelling Expenses	0.05	0.28
	Transportation Expenses	11.12	15.44
	TDS Demand	0.79	-
	TDS Late Fee	0.02	-
	Telecom Services	0.05	-
	Trade License	1.48	-
	Unicommerce Recharge	7.80	14.73
	Website & Domain Services	2.10	1.60
	Total	**1,418.64**	**1,595.42**

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes Forming Part of the Financial Statements as at 31.03.2026

Note No. 10 : Property, Plant and Equipment

(All amounts are in Lakhs unless otherwise stated)

	Particulars	Gross Block				Accumulated Depreciation				Net Block	
		As on 01.04.2025	Addition during the Period	Deduction during the Period	As on 31.03.2026	As on 01.04.2025	Addition during the Period	Deduction during the Period	As on 31.03.2026	As on 31.03.2026	As on 31.03.2025
A	**PLANT & MACHINERY**										
	Plant & Machinery	5.16	9.73	-	14.90	4.27	1.04	-	5.32	9.58	0.89
B	**COMPUTER**	7.10	3.99	-	11.09	6.33	1.44	-	7.76	3.33	0.78
C	**FURNITURE & FIXTURE**	2.74	91.59	-	94.33	2.55	11.86	-	14.42	79.91	0.19
D	**OFFICE EQUIPEMENT**	3.51	11.02	-	14.53	2.30	3.29	-	5.59	8.94	1.20
	Total	18.52	116.33	-	134.85	15.46	17.63	-	33.09	101.76	3.06

Calculation of depreciation as per Income Tax Act - 1961
AS AT MARCH 31, 2026

Block	Furniture & Fixtures	OFFICE EQUIPEMENT	PLANT & MACHINERY	COMPUTER	Total
Rate of depreciation	**10%**	**15%**	**15%**	**40%**	
WDV AS ON 1.4.2025	1.37	2.39	1.03	1.60	6.39
ADDITIONS IN I HALF	51.11	6.57	7.62	1.35	66.66
ADDITIONS IN II HALF	40.47	4.65	1.91	2.64	49.67
DEDUCTIONS	-	-	-	-	-
Foreign exchange loss / (gain)	-	-	-	-	-
WDV Before Depreciation	92.96	13.61	10.56	5.59	122.72
Depreciation for the Period	7.27	1.69	1.44	1.71	9.79
Additional depreciation	-	-	-	-	-
Additional depreciation on Addition in II Half of Last Year	-	-	-	-	
Total Depreciation	7.27	1.69	1.44	1.71	12.12
WDV as on 31.03.2026	85.68	11.92	9.12	3.89	110.61

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Deferred Tax Assets/Liabilities (Net)

DEFERRED TAX COMPUTATION FOR THE PERIOD ENDED ON 31.03.2026

Note No. 12 **(All amounts are in Lakhs unless otherwise stated)**

SR. NO.	PARTICULARS		AMOUNT OF DEFERRED LIABILITIES	AMOUNT OF DEFERRED ASSETS	NET DEFERRED TAX ASSET/ (LIABILITY)
1	**DIFFERENCE IN NET BLOCK OF FIXED ASSETS AS PER COMPANIES ACT AND INCOME TAX ACT**				
	Depreciation as per Companies Act	17.63			
	Depreciation as per Income Tax Act	12.12		1.39	1.39
2	GRATUITY PROVISION	(0.62)		(0.15)	(0.15)
					-
				1.23	**1.23**

Opening Balance of Existing Deferred Tax Asset	1.18
Deferred Tax Asset as on 31.03.2026	**2.41**

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes forming part of the financial statements :

28 Related party disclosure

Name of the related personnel/Entity	PAN	Relationship
Arvind Kamboj	BHFPK9170G	Managing Director
Shaina Malhotra	AMRPM8543K	Whole Time Director
Saurabh Shashwat	EGJPS2429L	Independent Director
Rojina Thapa	BBXPT7563A	Independent Director
Saurav Gupta	BKBPG9498N	Independent Director
Yamini Soni	FOYPS7273N	Independent Director
Rachit Choudhary	AMNPC5998E	Chief Financial Officer (CFO)
Vasant Kuber Soni	FQAPS2292M	Company Secretary
Akash Overseas	AJWPM4186A	Brother of director (Shaina Malhotra) is proprietor
Daresouls Private Limited	AAKCD1117C	Directors (Arvind kamboj and Atul Malhotra) are directors in the company
Toobs Fashions Private Limited	AAKCT2462Q	CFO is Director in the company

Transactions with Related Parties:	Rs In Lakhs
Particulars	31/03/2026
Remuneration paid to Directors	
- Shaina Malhotra	6.00
- Arvind Kamboj	6.00
Total	**12.00**
Sale with related parties	
- Akash Overseas	0.89
- Daresouls Private Limited	21.00
- Toobs Fashions Private Limited	54.23
Total	**76.11**
Purchase	
- Akash Overseas	43.04
- Daresouls Private Limited	337.29
- Toobs Fashions Private Limited	306.70
Total	**687.03**
Salary	
- Rachit Choudhary	6.90
- Vasant Kuber Soni	2.76
Total	**9.66**
Sitting Fees	
-Saurabh Shashwat	2.00
-Rojina Thapa	1.20
-Saurav Gupta	0.12
-Yamini Soni	0.12
Total	**3.44**
Opening Balance of Related Parties - Receivable/(Payable)	
- Akash Overseas	93.20
- Daresouls Private Limited	48.38
- Toobs Fashions Private Limited	(13.00)
Total	**128.57**
Closing Balance of Related Parties - Receivable/(Payable)	
- Akash Overseas	33.79
- Daresouls Private Limited	(2.83)
- Toobs Fashions Private Limited	20.41
Total	**51.37**

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes forming part of the financial statements :

29 Earning per share:

In accordance with Accounting Standard (AS-20) on 'Earnings Per Share' the following table reconciles the numerator and denominator used to calculate Basic and Diluted Earnings Per Share:

The Following reflects the profit and equity share data used in the basic and diluted EPS Computations:		
Particulars	**As at 31 march 2026**	**As at 31 March 2025**
Total Operation for the year		
Profit/Loss after tax	177.20	470.54
Less: Dividends on convertible preference share & tax thereon		
Net Profit/(Loss) for calculation of basic EPS	177.20	470.54
Add : Dividend on convertible preference share & tax thereon		
Add: Interest on bonds convertible into equity shares (net of tax)	-	-
Net Profit/(Loss) for diluted EPS	177.20	470.54
Weighted average number of equity Shares in calculating basic EPS	71.00	50.00
Effect of dilution :		
Convertible Preference Shares	0.00	0.00
Weighted average number of equity Shares in calculating diluted EPS	71.00	50.00
Earnings per equity share		
[Nominal Value of share Rs. 10 each]		
Basic	2.70	9.41
Diluted	2.70	9.41

30 In the opinion of the Board of Directors, the "Current Asset " have a value on realisation in the ordinary course of business, at least equal to the amount at which they are stated in the Balance Sheet.

31 Salary to Directors : **12.00**

32

Auditor's Remuneration Provision:	**Amount**
-As Auditor- Statutory Auditor	1.50
-As Auditor- Internal Auditor	0.72

33 Turnover disclosed under revenue from operation is exclusive of inter-branch sales made during the period.

34 The Purchases disclosed under purchase of stock in trade is exclusive of inter-branch sales made during the period.

35 Employee Benefit Expenses

A. The company has contributed an amount of Rs. 5.40 Lakhs towards Employer's contribution Provident Fund during the Year ended on 31st March 2026.

B. The compnay has contributed an amount of Rs. 1.55 Lakhs towards Employer's ESI Contribution Fund during the Period ended on 31st March 2026.

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes forming part of the financial statements :

C. Disclosure of gratuity **(Rs. in lakhs)**

i. Amount recognised in the statement of profit and loss is as under:

Components of Employer Expense	**31-Mar-26**
Current Service Cost	0.95
Interest Cost	0.29
Actuarial loss/(gain) recognised during the year	-3.11
Expected returns on planned assets	0.00
Actuarial loss/(gain) recognised during the year	-1.87

ii. Net Asset/(Liability) Recognised in Balance Sheet as on 31-March-2026

Net Asset/(Liability) Recognised in Balance Sheet	**31-Mar-26**
Net Asset/(Liability) Recognised at the beginning of the period	7.60
Amount not recognised(Para 54b;As 15R)	-
Employer expense excluding Para 59 (b)&Unrecognised PS Costs	(0.62)
CASH FLOWS	
Employer Contribution	-
Employers Direct Benefits Payments	-
Acquisitions/Divestures/Payments to employees	-
Effect of the Limit in Para 59 (b)	-
Net Asset/(Liability) Recognised at the end of the period	6.99

iii. Current & Non-Current Bifurcation 31-March-2025

Bifurcation Of Current & Non-current on		**31-Mar-26**
PVO (Unfunded Scheme	Current	2.62
	Non Current	4.37

36 Disclosures required under section 22 of the Micro,Small and Medium Enterprises Development Act,2006 :

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Based on the information provided by the company, the payments made to the creditors/ vendors(Micro & Small enterprises) registered under Micro, Small and Medium enterprises Development Act 2006 beyond the specified limit prescribed under the MSME Act, 2006

Particulars	**As at 31 March, 2026**	**As at 31 March, 2025**
	`	`
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting period	1.17	22.66
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting period	0.00	0.18
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the period	0.00	0.18
(v) The amount of interest accrued and remaining unpaid at the end of the accounting period	0.00	0.18
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-
Note:- A Vendor who is a medium enterprises has been considered as small enterprises as per the notification issued by Miinistery of Micro, small and medium enterprises dated 18.10.2022.		

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Notes forming part of the financial statements :

37 Balance of Trade Payables are subject to confirmation.

38 Balance of Trade Receivables are stated at realisable amount.

39

(a)	**Break-up of Payments/Receipts in Foreign Currency**	
	As at 31 march 2026	**As at 31 March 2025**
Earning in Foreign Exchange		
- Export of goods calculated on F.O.B. basis	-	-
- Receipts during the year (of Capital Account)	-	-
Total	-	-
Expenditure in Foreign Currency		
1.Value of imports calculated on C.I.F basis by the company during the financial year in respect of		
(a) Raw Materials	-	-
(b) Components & Spare Parts	-	-
(c) Capital Goods	-	-
2. Monitoring Fee to directors (Non-resident)		-
3. Dividend Payouts to non-residents	-	-
Total		**-**

40 **Contingent liabilities and commitments (to the extent not provided for)**

Particulars	**As at 31 march 2026**	**Period ended 31 March 2024**
(i) Contingent liabilities		
(a) Claims against the company not acknowledged as debt	-	-
(c) Dividend on Equity Shares (Dividend Payouts)	-	-
(d) Other money for which the company is contingently liable	-	-
(ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and	-	-
(b) Uncalled liability on shares and other investments partly paid	-	-
(c) Other commitments	-	-

41 The status of the company has been changed to public company from private limited company on 18th of July 2024.

42 **Segment Information**

The company deals in two segments viz Footwear and Apparels & its accessories. Major revenue of the company is from the footwear segment which comes to 99% approx. Accordingly, Expenses and profit are unallocable and cannot be attributed to one segment.. Similarly, Assets and liabilities are also unallocable.

		Footwear		Apparels & Accessories		Consolidated Total	
1	SEGMENT REVENUE	CURRENT PERIOD	PREVIOUS PERIOD	CURRENT PERIOD	PREVIOUS PERIOD	CURRENT PERIOD	PREVIOUS PERIOD
a	External sales	3,395.08	4,029.92	144.33	195.82	3,539.41	4,225.74
b	Inter Segment sales	-	-	-	-	-	-
c	Total Revenue	3,395.08	4,029.92	144.33	195.82	3,539.41	4,225.74
2	total revenue of all segments	95.92	95.37	4.08	4.63	100.00	100.00

For S P M G AND COMPANY
Chartered Accountants
Firm Regn. No. - 509249C

sd/-
(Shilpi Jain)
PARTNER
M.No.- 531054
UDIN : 26531054LNVODM5020

Place : Delhi
Date: 29/05/2026

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
MARC LOIRE FASHIONS LIMITED

sd/-
(SHAINA MALHOTRA)
DIRECTOR
DIN : 06809352

sd/-
(Rachit Choudhary)
Chief Financial Officer

sd/-
(ARVIND KAMBOJ)
DIRECTOR
DIN :09624208

sd/-
(Vasant Kuber Soni)
Company Secretary
M.No: 66674

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Note No. 44. Additional Regulatory Information in respect to BS :-

(i) Details of Benami Property held

Sr. No	Property details	Year of acquisition	Beneficiaries details	Current Year						
				Amount	If Property is in book then reference of BS	If not in books then reason	Whether there are proceedings against the company under this law	Nature of Proceedings	Status of same	Company's view on the same
----------Not Applicable----------										

(ii) Borrowings from banks or financial institutions on the basis of security of current assets.

The company has been granted a Cash Credit limit of Rs. 1.95 Crore from canara bank limited on the basis of security of current assets

Name of Bank	Canara Bank Limited	
Amount	1.95 Crore	
Rate of Interest	RLLR + 2.40%	RLLR Being 9.25% w.e.f 12.08.2023 (RLLR being revised to 9.15% w.e.f 15.03.2025) and RLLR shall be reset at least once in three months. Transition in RLLR will be passed with effect from the date of reste
Description of security	Working capital	1). Hypothecation Book Debts. 2). Hypothecation of Stock .
	Others	Fixed Deposit of Rs. 50 Lakhs created on 28.02.2024 Personal guranree of Directors Shaina Malhotra and Arvind Kamboj

(a) whether quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

Stock and Book Debt statements are being filed with Canara Bank from April 2024. No statement has been filed with Bank in previous year

(Rs in Lakhs)

Sr. No	Current Period				Previous Period		
	Current Assets Description	value as per Books of acocunts:	Value as per Statement Provided to Bank	Reason of Material Discrepancies	Current Assets Description	Summary of Reconciliation	Reason of Material Discrepancies
1	For the month of April 2025						
	Trade Receivables	810.09	810.09				
	Trade Payables	842.08	842.08	NA	NA		
	Inventories	887.40	887.40				
2	For the month of May 2025						
	Trade Receivables	607.05	607.05	NA	NA		
	Trade Payables	766.83	766.83	NA	NA		
	Inventories	949.17	949.17				
3	For the month of June 2025						
	Trade Receivables	700.31	700.31	NA	NA		
	Trade Payables	1,005.93	1,005.93	NA	NA		
	Inventories	1,069.92	1,069.92				
4	For the month of July 2025						
	Trade Receivables	572.00	572.00	NA	NA		
	Trade Payables	778.91	778.91	NA	NA		
	Inventories	1,144.62	1,144.62				
5	For the month of August 2025						
	Trade Receivables	383.39	383.39	NA	NA		
	Trade Payables	634.93	634.93	NA	NA		
	Inventories	1,180.10	1,180.10				

MARC LOIRE FASHIONS LIMITED
CIN - L18202DL2014PLC266184

6	For the month of Sep 2025						
	Trade Receivables	935.84	935.84	NA	NA		
	Trade Payables	777.57	777.57	NA	NA		
	Inventories	1295.22	1295.22				
7	For the month of Oct 2025						
	Trade Receivables	813.90	813.90	NA	NA		
	Trade Payables	806.17	806.17	NA	NA		
	Inventories	1461.62	1461.62				
8	For the month of Nov 2025						
	Trade Receivables	732.06	732.06	NA	NA		
	Trade Payables	697.81	697.81	NA	NA		
	Inventories	1470.00	1470.00				
9	For the month of Dec 2025						
	Trade Receivables	614.57	614.57	NA	NA		
	Trade Payables	616.35	616.35	NA	NA		
	Inventories	1491.53	1491.53				
10	For the month of Jan 2026						
	Trade Receivables	498.47	498.47	NA	NA		
	Trade Payables	608.75	608.75	NA	NA		
	Inventories	1618.39	1618.39				
11	For the month of Feb 2026						
	Trade Receivables	606.37	606.37	NA	NA		
	Trade Payables	447.87	447.87	NA	NA		
	Inventories	1485.94	1485.94				
12	For the month of Mar 2026						
	Trade Receivables	759.08	759.08	NA	NA		
	Trade Payables	330.55	330.55	NA	NA		
	Inventories	1705.93	1705.93				

(iii) Wilful Defaulter

(a) Where a company is a declared wilful defaulter by any bank or financial Institution or other lender, following details shall be given.

Sr. No	Current Period			Previous Period		
	Date of declaration as Wilful defaulter	Details of Nature	Details of Amount	Date of declaration as Wilful defaulter	Details of Nature	Details of Amount
----------Not Applicable----------						

(iv) Relationship with Struck off Companies: The company has not made any transaction with the Struck off Companies during the Period

Sr. No	Current Period				Previous Period			
	Name of Struck off Company	Nature of Transaction with Struck off Company	Balance Outstanding	Relationship with Struck off Company	Name of Struck off Company	Nature of Transaction with Struck off Company	Balance Outstanding	Relationship with Struck off Company
----------Not Applicable----------								

(v) Registration of charges or satisfaction with Registrar of Companies

(a) Where any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof

Current Year : - **No**

Previous Year : - **No**

MARC LOIRE FASHIONS LIMITED
CIN - L18202DL2014PLC266184

(vi) Compliance with number of layers of companies

Sr. No	Current Year				Previous Year			
	Name of Company	CIN	Relationship of the company in such downstream companies	Extent of holding of the company in such downstream companies	Name of Company	CIN	Relationship of the company in such downstream companies	Extent of holding of the company in such downstream companies
----------Not Applicable----------								

(vii) Ratios:

Sr. No	Ratio	Numerator	Denominator	As at 31st Mar-26	As at 31st Mar-25	% of Variance	Reason For Variance (if more than 25%)
(a)	Current Ratio (in times)	Total Current Assets	Total Current Liabilities	7.29	1.84	297.07%	Due to increase in Inventory & Decrease in Trade payables
(b)	Debt-Equity Ratio (in times)	Total Debt	Total Equity = Share Capital + Reserves and Surplus	-	-	0.00%	
(c)	Debt Service Coverage Ratio (in times)	Earning for Debt Service = Net Profit before Taxes, Interest, Depreciation and Amortization	Debt Service = Interest Payable on any Borrowings + Total Loan Amount	14.91	4.03	269.99%	Difference is due to decrease in Finance Cost
(d)	Return On Equity ratio (in %)	Profit for the year less Preference Dividend (if any)	Average Total Equity	5.29%	43.77%	-87.92%	Difference is due to lisitng
(e)	Inventory Turnover (in times)	Cost of Goods Sold = Opening Inventory + Purchases during the Period - Closing Inventory	Average Inventory = (Opening Inventory + Closing Inventory/2)	1.23	2.26	-45.46%	Difference is due to Increase in Inventory
(f)	Trade Receivables Turnover Ratio (in times)	Revenue From Operations	Average Trade Receivables	4.18	6.02	-30.50%	Difference is due to decrease in revenue from operations & also decrease in debtors
(g)	Trade Payables Turnover Ratio (in times)	Purchases on Credit	Average Trade Payables	4.17	2.48	68.13%	Difference is due to Increase in Net Credit purchases
(h)	Net Capital Turnover Ratio (in times)	Revenue From Operations	Average Capital Employed	1.70	5.87	-70.99%	Difference is due to Decrease in creditors
(i)	Net Profit Ratio (in %)	Profit For The Year	Net Sales	4.96%	11.08%	-55.20%	Difference is due to IPO Expense
(j)	Return On Capital Employed (in %)	Profit Before Tax and Finance Costs	Average Capital Employed	7.53%	60.59%	-87.58%	Difference is due to IPO Expense resulting in decrease in profit
(k)	Return On Investment (in %)	Income Generated From Invested Funds	Cost of Investments	2.57%	9.82%	-73.78%	Difference is due to increase in current investments

MARC LOIRE FASHIONS LIMITED

CIN - L18202DL2014PLC266184

Note No. 45 Additional Regulatory Information in respect to PL :-

(i) Undisclosed Income :-

Current Year : - **Nil**

Previous Year : - **Nil**

(ii) Corporate Social Responsibility (CSR):-

Sr. No	Particulars	Current Year	Previous Year
1	Amount required to be spent	8.50	4.48
2	Amount of Expenditure incurred	8.50	4.50
3	Shortfall at the end of the year	-	
4	Total of Previous year shortfall	-	-
5	Reason for Shortfall	-	Not Applicable
6	Nature of CSR Activities	CARE AND HOPE FOUNDATION for undertaking child care and allied CSR activities in accordance with Schedule VII of the Companies Act, 2013	In the area of Education through Mangalam Edu Gate (a company registered under Section 8 of the companies Act 2013)
7	Details of Related Party transactions		-
8	Where a provision is made with respect to a liability incurred by entering into a contractual obligation.	No	No

(iii) Details of Crypto Currency or Virtual Currency

Sr. No	Particulars	Current Year	Previous Year
1	Profit or loss on transactions involving Crypto Currency or Virtual Currency	-	-
2	Amount of Currency held as at the reporting date	-	-
3	Deposits or Advances from any person for the purpose of Trading or Investing in Crypto Currency or Virtual Currency.	-	-

45 **Notes 1 to 46 forms an integral part of the Balance Sheet and the Statement of Profit & Loss Account.**

For S P M G AND COMPANY
Chartered Accountants
Firm Regn. No. - 509249C

sd/-
(Shilpi JAIN)
PARTNER
M.No.- 531054
UDIN :
Place : Delhi
Date: 29-05-2025

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
MARC LOIRE FASHIONS LIMITED

sd/-
(SHAINA MALHOTRA)
Whole-Time Director
DIN : 06809352

sd/-
(ARVIND KAMBOJ)
Managing Director
DIN : 09624208

sd/-
(Rachit Choudhary)
Chief Financial Officer

sd/-
(Vasant Kuber Soni)
Company Secretary
M.No: 66674