

shri **dinesh** mills ltd.
F E L T S

REGD. OFFICE : Near Indiabulls Mega Mall, Akota Road, Vadodara - 390 020. Gujarat, India.
Tel. : (0265) 2960060/61/62/63/64, **Mobile** : 99740 05975
Website : www.dineshmills.com, **CIN** : L17110GJ1935PLC000494

To,
Dept. of Corporate Services,
BSE Limited,
Floor – 1, Rotunda Bldg., Dalal Street,
MUMBAI – 400 001

Date: February 3, 2026

By ON-LINE

Dear Sir,

SUB: OUTCOME OF THE BOARD MEETING HELD ON 3RD FEBRUARY, 2026
REF.: SEBI (LODR) REGULATIONS, 2015

This is to inform you that, the Board of Directors of the Company at their meeting held on 3rd February, 2026 have, inter alia, approved the followings:

1. Unaudited Financial Results (Standalone & Consolidated) for the quarter & nine months ended on 31st December, 2025 along with Limited Review Reports thereon issued by the Statutory Auditors, M/s. R. K. Doshi & Co. LLP. **(Attached)**
2. Extract of Unaudited Financial Results (Standalone & Consolidated) for the quarter & nine months ended 31st December, 2025. **(Attached)**
3. Reappointment of Ms. Reshma Patel as Non-Executive Independent Director for a further period of five years from 15th March, 2026 to 14th March, 2031 subject to approval of shareholders of the Company.
4. Payment of remuneration on existing terms & conditions to Shri Bharatbhai Patel, Chairman & Managing Director of the Company for his unexpired tenure from 1st April, 2026 to 31st March, 2028.
5. Investment in 7,07,200 0.01% Optionally Convertible Non-Cumulative Preference Shares of Rs.10/- each for Cash at Par on Right basis offered by WOS, Fernway Technologies Ltd.

The Board Meeting held on 3rd February, 2026 commenced at 5.00 p.m. and concluded at 5.45 p.m.

Thanking you,

Yours faithfully,

For Shri Dinesh Mills Limited,



J B Sojitra

Company Secretary & Compliance Officer

M. No. A-6351

Encl.: As stated above



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Independent Auditor's Review Report on Unaudited Quarterly and Year to Date Standalone Financial Results of Shri Dinesh Mills Limited under Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended

To
The Board of Directors of
Shri Dinesh Mills Limited

1. We have reviewed the accompanying Statement of unaudited standalone financial results of Shri Dinesh Mills Limited ("the Company") for the quarter and nine months ended 31 December, 2025 ("the Statement") being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The Board of Directors of the Company at their respective meetings held in October 2024 had approved the binding offer for sale / transfer / disposal of its entire shareholding in one of the subsidiaries i.e. Dinesh Remedies Limited. In continuation of the above, disposal of entire investment in equity and preference shares held in the captioned subsidiary is completed on 3rd September, 2025 and as a result, Dinesh Remedies Limited has ceased to be subsidiary of the Company with effect from 3rd September, 2025.

Our conclusion on the Statement is not modified in respect of this matter.



Place: Vadodara
Date: February 3, 2026

For, **R K Doshi & Co LLP**
Chartered Accountants
FRN: 102745W/W100242

A handwritten signature in blue ink, appearing to be 'Rajiv K. Doshi'.

Rajiv K. Doshi
Partner
Membership No: 032542
ICAI UDIN: 26032542BQMFDK8034

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

To the Board of Directors of
Shri Dinesh Mills Limited

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of Shri Dinesh Mills Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net profit after tax and total comprehensive income of its step-down associate for the quarter and nine months ended 31 December 2025 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This Statement, which is the responsibility of the Parent's management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.



4. The Statement includes the financial results of following entities:

- Shri Dinesh Mills Limited – **Parent Company**
- Dinesh Remedies Limited – ***Subsidiary up to the date of disposal of investment i.e. 3rd September, 2025***
- Fernway Technologies Limited – ***Subsidiary***
- Stellant Chemicals Industries Limited – ***Subsidiary***
- McGean India Chemicals Private Limited - ***Associate of Stellant Chemicals Industries Limited ('Step down associate')***

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. The Board of Directors of the Parent Company at their respective meetings held in October 2024 had approved the binding offer for sale / transfer / disposal of its entire shareholding in one of the subsidiaries i.e. Dinesh Remedies Limited. In continuation of the above, disposal of entire investment in equity and preference shares held in the captioned subsidiary is completed on 3rd September, 2025 and as a result, Dinesh Remedies Limited has ceased to be subsidiary of the Parent Company with effect from 3rd September, 2025. Operational results up to the date of cessation have been considered while preparing this Statement.

Our conclusion on the Statement is not modified in respect of this matter.

7. The consolidated financial results include the financial information of two subsidiaries which have not been reviewed by their auditors, whose interim financial information reflects [the figures reported below are before giving effect to consolidation adjustments and group share of associate], total revenues of Rs. 64.03 lakhs and total net profit after tax and comprehensive income of Rs. 22.74 lakhs for the nine months period ended 31 December 2025 as considered in the Statement. According to the information and explanations given to us by the Parent's management, this interim financial information of the captioned subsidiaries is not material to the Group.

Our conclusion is not modified in respect of this matter.



8. The consolidated financial results include the financial information of one associate whose interim financial information reflects Group's share of profit including other comprehensive income of Rs. 60.03 lakhs for the nine months period ended 31 December 2025 as considered in the Statement.

Our conclusion is not modified in respect of this matter.

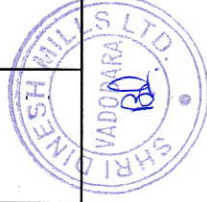
For, **R K Doshi & Co LLP**
Chartered Accountants
FRN: 102745W/W100242

Place: Vadodara
Date: February 3, 2026




Rajiv K. Doshi
Partner
Membership No: 032542
ICAI UDIN: 26032542CQQLRL7132

Sr. No.	Particulars	Standalone				Consolidated							
		Quarter ended		Nine months ended		Year ended		Quarter ended		Nine months ended		Year ended	
		31-12-2025	30-09-2025	31-12-2024	31-12-2025	31-12-2024	31-03-2025	31-12-2025	30-09-2025	31-12-2024	31-12-2025	31-12-2024	31-03-2025
	(Refer Notes below)	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	(a) Revenue from operations	1,543.98	1,717.65	1,615.00	4,848.55	4,564.11	6,629.85	1,556.27	1,725.52	1,621.52	4,887.32	4,579.78	6,652.66
	(b) Other income	297.07	205.50	185.51	906.15	942.43	1,289.50	306.38	220.38	185.57	930.40	944.19	1,311.16
	Total Income	1,841.04	1,923.15	1,800.51	5,754.69	5,506.54	7,919.35	1,862.64	1,945.90	1,807.09	5,817.71	5,523.97	7,963.82
2	Expenses												
a	Cost of materials consumed	355.20	370.42	375.43	1,127.44	1,017.00	1,452.59	355.20	370.42	375.43	1,127.44	1,017.00	1,452.59
b	Purchase of stock-in-trade	-	-	-	-	-	-	16.42	3.81	1.82	33.75	22.54	22.61
c	Changes in inventories of Finished goods, work-in-progress and stock-in-trade	26.97	(38.11)	26.44	(45.25)	52.72	61.48	26.97	(38.11)	23.40	(45.25)	44.69	63.85
d	Employee benefits expenses	601.35	606.38	583.77	1,811.32	1,697.87	2,327.77	601.35	606.38	583.78	1,811.32	1,697.87	2,327.77
e	Finance cost	19.78	17.80	19.36	55.82	55.57	76.61	19.80	17.87	19.40	55.91	55.75	76.61
f	Depreciation and amortization expenses	71.46	68.69	79.98	206.42	226.47	302.28	71.46	68.69	79.98	206.42	226.47	302.28
g	Other expenses	538.72	552.18	482.85	1,556.20	1,330.63	1,972.20	537.56	557.40	483.59	1,563.65	1,331.63	1,973.62
	Total Expenses	1,613.49	1,577.36	1,567.83	4,711.96	4,380.26	6,192.93	1,628.77	1,586.46	1,567.40	4,753.25	4,395.95	6,219.33
3	Profit Before Share of Profit/(Loss) of Associate, Exceptional Item and Tax	227.56	345.79	232.68	1,042.74	1,126.28	1,726.42	233.88	359.44	239.69	1,064.47	1,128.02	1,744.49
	Share of Profit/(Loss) of Associate	-	-	-	-	-	-	14.16	18.24	7.61	61.04	46.17	73.37
	Exceptional Items [gain / (loss)]	18.16	(113.68)	(221.02)	(101.57)	(221.02)	(289.28)	34.63	(130.15)	-	(101.57)	-	(68.26)
4	Profit / (Loss) from ordinary activities before tax from continuing operations	245.73	232.11	11.66	941.18	905.26	1,437.14	282.67	247.53	247.30	1,023.94	1,174.19	1,749.60
5	Tax Expense												
a	Provision for taxation (net)	49.00	30.00	95.00	154.00	270.00	380.00	49.00	30.00	95.00	154.00	270.00	380.07
b	Earlier year tax provisions (written back)	-	-	-	-	-	-	2.64	34.54	(1.16)	26.95	(4.01)	6.60
c	Provision for Deferred tax liability/(asset)	2.64	34.54	(1.16)	26.95	(4.01)	6.60	-	-	-	-	-	-
	Net Profit / (Loss) for the period from Continuing Operations	194.08	167.57	(82.18)	760.22	639.27	1,050.54	231.03	182.99	153.46	842.99	908.20	1,362.94
6	(A)	-	-	-	-	-	-	-	10.42	(87.30)	(46.72)	(386.34)	(565.59)
7	Profit/(Loss) from discontinued operations before tax	-	-	-	-	-	-	-	10.42	(87.30)	(46.72)	(386.34)	(565.59)
8	Tax expenses of discontinued operations	-	-	-	-	-	-	-	-	-	-	-	-
9	Profit/(Loss) from discontinued operations after tax (B)	-	-	-	-	-	-	-	-	-	-	-	-
10	Profit / (Loss) for the period (A+B)	194.08	167.57	(82.18)	760.22	639.27	1,050.54	231.03	193.41	66.16	796.27	521.86	797.35
11	Other comprehensive income / (expenses)												
	Re-measurement gains/ (losses) on post employment benefit plans	-	-	-	-	-	(80.68)	-	-	-	-	-	(80.68)
	Fair valuation of investment in equity shares	-	-	-	-	-	1.25	-	-	-	-	-	(1.59)
12	Total comprehensive income for the period	194.08	167.57	(82.18)	760.22	639.27	971.11	231.03	193.41	66.16	796.27	521.86	715.07
13	Net profit attributable to:												
a	Owners	194.08	167.57	(82.18)	760.22	639.27	-	231.03	188.78	104.99	817.05	693.71	1,058.92
b	Non-controlling interest	-	-	-	-	-	-	-	4.63	(38.83)	(20.78)	(171.85)	(251.57)
14	Other comprehensive income attributable to:												
a	Owners	-	-	-	-	-	-	-	-	-	-	-	(81.01)
b	Non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	(1.27)
15	Total comprehensive income attributable to:												
a	Owners	194.08	167.57	(82.18)	760.22	639.27	-	231.03	188.78	104.99	817.05	693.71	977.91
b	Non-controlling interest	-	-	-	-	-	-	-	4.63	(38.83)	(20.78)	(171.85)	(252.84)



16	Paid-up equity share capital (face value of Rs.10/-)	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06
17	Other Equity as per previous accounting year	-	-	-	-	-	-	-	-	-	-	-	-	-	-	18,885.57
18	Earnings per equity share from continuing operations (not annualized)															
	Basic & diluted EPS after exceptional items	3.47	2.99	(1.47)	13.57	11.41	18.76	4.13	3.27	2.74	15.05	16.22	18.91			
	Basic & diluted EPS before exceptional items	3.14	5.02	(1.47)	15.39	11.41	13.59	3.51	5.59	2.74	16.87	16.22	17.69			
19	Earnings per equity share from discontinued operations (not annualized)															
	Basic (in Rs.)	-	-	-	-	-	-	-	0.19	(1.56)	(0.83)	(6.90)	(10.10)			
	Diluted (in Rs.)	-	-	-	-	-	-	-	0.19	(1.56)	(0.83)	(6.90)	(10.10)			
20	Earnings per equity share from continuing and discontinued operations (not annualized)															
	Basic & diluted EPS after exceptional items	3.47	2.99	(1.47)	13.57	11.41	18.76	4.13	3.45	1.18	14.22	9.32	8.81			
	Basic & diluted EPS before exceptional items	3.14	5.02	(1.47)	15.39	11.41	13.59	3.51	5.78	1.18	16.03	9.32	7.59			

NOTES:

- The above results for the quarter and nine months ended on December 31, 2025 were reviewed by the Audit Committee and then approved by the Board of Directors at their meeting held on February 3, 2026. The Limited Review of these results, as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been completed by the Statutory Auditors of the Company.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standard) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- The Board of Directors of the Company at their respective meetings held on October 30, 2024 had approved the binding offer dated October 28, 2024 which was also approved by the Shareholders of the Company by Postal Ballot on December 14, 2024 for sale / transfer / disposal of its entire shareholding in one of the subsidiary i.e. Dinesh Remedies Limited subject to compliance of the conditions precedent. In continuation of the above, disposal of entire investment in equity and preference shares held in the subsidiary is completed on 3rd September, 2025 and as a result Dinesh Remedies Limited has ceased to be subsidiary of the Company including material subsidiary with effect from 3rd September, 2025. The resultant loss on account of derecognition of investment in the said subsidiary had been accounted for as per the provisions of Ind AS 110 - Consolidated financial statements under exceptional items of the consolidated financial results.

Operational results of the subsidiary for all the previous reporting period(s) have been disclosed as Discontinued Operations in accordance with Ind AS 105. Following is the summary of total income, total expenses and profit / (loss) of Dinesh Remedies Limited for the respective reporting period(s).

Particulars	Quarter ended		Nine months ended		Year ended	
	31-12-2025	30-09-2025	31-12-2024	31-12-2025 #	31-03-2025	31-03-2025
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Total income	-	626.64	913.04	1,623.21	2,650.47	3,428.71
Total expense	-	616.22	1,000.34	1,669.93	3,036.81	3,994.30
Profit/(Loss) after tax from discontinued operations	-	10.42	(87.30)	(46.72)	(386.34)	(565.59)

Results of Dinesh Remedies Limited included under discontinued operations are up to the date of disposal of investment i.e. 3rd September, 2025

- Exceptional items represents adjustments made in respect of Voluntary Retirement Scheme and impact of the loss on sale of investment of one of the subsidiary during the reportable period(s) as stated above in the financial results.
- The Company has only one reportable primary business segment as per Ind AS 108 - Operating Segments, i.e. "Textiles".
- On 21 November 2025, the Government of India notified the four Labour Codes—effective immediately—which replace 29 existing central labour laws. The Company is currently evaluating the overall impact of these notified codes on its operations, including provisions for defined benefit obligations. As per management's initial estimate, the overall impact is not material. Any necessary adjustments to the accounting treatment will be incorporated based on the outcomes of this evaluation and further regulatory developments.
- The Consolidated financial results includes results of following companies for the quarter and nine months ended December 31, 2025
 - Dinesh Remedies Limited - Subsidiary company up to the date of disposal of investment i.e. 3rd September, 2025
 - Stellent Chemicals Industries Limited - Subsidiary company
 - Fernway Technologies Limited - Subsidiary company
 - McGean India Chemicals Private Limited - Associate of Stellent Chemicals Industries Limited

Figures of previous reporting periods have been regrouped/ reclassified wherever necessary to correspond with the figures of the current reporting period.

Place: Vadodara
Date: February 3, 2026



For and on behalf of the Board of Directors,

Bharat Patel
Chairman & Managing Director
DIN: 00039543

Shri Dinesh Mills Ltd.

CIN: L17110GJ1935PLC000494

Regd. Office: Near Indiabulls Mega Mall, Akota Road, Vadodara – 390 020

Tel No. 0265 – 2960060 / 61 / 62 / 63 / 64 Email: soitra@dineshmills.com Website: www.dineshmills.com

EXTRACT OF UNAUDITED FINANCIAL RESULTS (STANDALONE & CONSOLIDATED) FOR THE QUARTER & NINE MONTHS ENDED 31ST DECEMBER, 2025

(Rs. in Lakhs)

Sr. No.	Particulars	STANDALONE				CONSOLIDATED			
		Quarter Ended (Unaudited)		Nine Months Ended (Unaudited)		Quarter Ended (Unaudited)		Nine Months Ended (Unaudited)	
		31/12/2025	30/9/2025	31/12/2024	31/12/2025	31/12/2025	30/9/2025	31/12/2025	31/12/2024
1	Total Income from Operations	1841.04	1923.15	1800.51	5754.69	1862.64	1945.90	5817.71	5523.97
2	Net Profit / (Loss) for the period (before tax and Exceptional items)	227.56	345.79	232.68	1042.74	233.88	359.44	1064.47	1128.02
3	Net Profit / (Loss) for the period before tax (after Exceptional items)	245.73	232.11	11.66	941.18	282.67	247.53	1023.94	1174.19
4	Net Profit / (Loss) for the period after tax (after Exceptional items)	194.08	167.57	(82.18)	760.22	231.03	182.99	842.99	908.20
5	Total Comprehensive Income for the period [Comprising Profit / (Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	194.08	167.57	(82.18)	760.22	231.03	193.41	796.27	521.86
6	Equity Share Capital	560.06	560.06	560.06	560.06	560.06	560.06	560.06	560.06
7	Earning per share (EPS) of Rs. 10/- each	3.47	2.99	(1.47)	13.57	4.13	3.27	15.05	16.22
	Basic & Diluted EPS after Exceptional Items (in Rs.)	3.14	5.02	(1.47)	15.39	3.51	5.59	16.87	17.69

Note: The above is an extract of the detailed format of quarter & nine months ended financial results filed with BSE Ltd. under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These financial results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 3rd February, 2026 are available on the BSE website www.bseindia.com and also on the Company's website www.dineshmills.com



For and on behalf of the Board of Directors,

[Signature]

Bharat Patel
Chairman & Managing Director
DIN: 00039543

Place: Vadodara
Date: February 3, 2026