

Certificate on Key Performance Indicators

To,
The Board of Directors,
Aastha Spintex Limited
(Formerly known as Aastha Spintex Private Limited)
SURVEY NO 1441 1442 1448/1 1449 1450/2 P2 & 1443/P2
HALVAD MALIYA HIGHWAY
HALVAD, Surendra Nagar – 363330
Gujarat

BOI Merchant Bankers Limited
Star House 2, Plot No. C-4,
“G” Block, 1st Floor, Bandra Kurla Complex,
Bandra East, Mumbai- 400 051, India
And

PNB Investment Services Limited
PNB Pragati Towers, 2nd Floor,
Plot No. C-9, G-Block,
Bandra Kurla Complex, Bandra(E),
Mumbai - 400 051.

(BOI Merchant Bankers Limited and PNB Investment Services Limited are hereinafter individually referred to as **Book Running Lead Manager/BRLM** and collectively referred to as **Book Running Lead Managers/BRLMs**).

Sub: Proposed initial public offering of equity shares of face value of ₹ 10 each (the “Equity Shares”) of Aastha Spintex Limited (the “Company”) through a fresh issue of Equity Shares (the “Issue”).

1. This report is issued in accordance with the terms of our agreement with the Company dated 27th July, 2025.
2. In relation to the Company, we, M/s S N Shah & Associates, Chartered Accountants, (the “Firm”) are statutory auditors of company. We have received a request from the Company to perform certain procedures with respect to certain identified Key Performance Indicators of the Company as on respective dates and for the respective period, set forth in the accompanying Statement as prepared by the Company’s management.
3. In connection with the Issue, the Company is required to obtain a report from the Statutory Auditor that holds a valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (“ICAI”), with regard to the Key Performance Indicators as identified by the Company for the purposes of disclosure in Red Herring Prospectus, Prospectus and any other material used in connection with the Issue (together, the “Issue Documents”) which may be filed by the Company with Securities and Exchange Board of India (“SEBI”), the relevant stock exchanges, Registrar of Companies, Ahmedabad (the “RoC”) and / or any other regulatory or statutory authority, as required by Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “ICDR Regulations”) or any other applicable law.
4. The accompanying statement containing details of GAAP measures, Non-GAAP Financial measures and Non-Financial measures (part of financial reporting) as described in the Technical Guide on Disclosure and Reporting of Key Performance Indicators (KPIs) in Issue Documents issued ICAI (herein, referred to as the “KPIs”) as identified by the Company as per the requirement of paragraph 9(K)(3) of Part A of Schedule VI to the ICDR Regulations (the “Statement” ‘Annexure-A’) is prepared by the Management of the Company, which we have reviewed for identification purposes only.

5. Management's Responsibility for the Statement

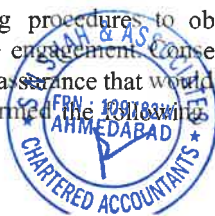
The preparation of the accompanying Statement is the responsibility of the Management of the Company. This responsibility includes designing, implementing, and maintaining adequate internal controls that were operating effectively and testing of such controls for ensuring the accuracy and completeness of information relating to KPIs including such accounting records relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

6. The Management is responsible for:
 - a. identification, definition, completeness, accuracy, relevance, appropriateness and sufficiency of the KPIs included in the Statement;
 - b. providing access to the accounting and other records to the reporting practitioner including information and explanations required for reporting on the KPIs;
 - c. maintenance of the accounting and other records in relation to point (a) and (b) above; and
 - d. compliance with the ICDR Regulations, the Technical Guide on Disclosure and Reporting of Key Performance Indicators (KPIs) in Issue Documents issued by ICAI ("**Technical Guide**") and other regulatory requirements.

7. Practitioner's Responsibility

Pursuant to the requirements of paragraph 9(K)(3) of Part A of Schedule VI to the ICDR Regulations, it is our responsibility to obtain limited assurance and conclude as to whether (i) the financial details provided in the Statement are in agreement with the restated financial information of the Company as at for the financial period ended December 31, 2025, financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 restated by the statutory auditors of the Company in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**Restated Financial Information** ") and the underlying books of account maintained by the Company used for the purpose of preparation of Audited Financial Statements and Restated Financial Statements and (ii) KPIs included in the Statement are mathematically accurate.

8. The audited financial statement for the financial period ended December 31, 2025, financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 (Audited Financial Statement), have been audited by statutory auditors of the Company on which statutory auditors of the Company issued an unmodified audit opinion vide their reports dated, 18/08/2025, 12/08/2024 and 05/09/2023, respectively. The audited financial statements for the financial period ended December 31, 2025, financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 (special purpose audited financial statements) have been audited by statutory auditors of the Company on which statutory auditors of the Company issued an unmodified audit opinion vide their reports dated 18/08/2025. Their audits of these financial statements were conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, as amended (the "**Act**") Those standards require that they plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. Their audits were not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.
9. The Restated Financial Information of the Company for the financial period ended December 31, 2025, financial years ended March 31, 2025, March 31, 2024 and March 31, 2023 have been examined by us on which we have issued their examination report dated 21st September, 2025. Their examination of these Restated Financial Statements was conducted taking into consideration the Guidance Note on Reports in Company Prospectuses (Revised 2019) issued by the ICAI, concepts of test checks and materiality to obtain reasonable assurance based on verification of evidence supporting the Restated Financial Statements and the requirements of Section 26 of Part I of Chapter III of the Act and the ICDR Regulations. Their work was performed solely to assist you in meeting your responsibilities in relation to your compliance with the Act, the ICDR Regulations and the Technical Guide. Their work was not planned and performed in connection with any transactions to identify matters that may be of potential interest to third parties.
10. We conducted our examination of the Statement in accordance with the Technical Guide and Guidance Note on Reports or Certificates for Special Purposes (Revised 2016), which require that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
11. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQ) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
12. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent from a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we have performed the following procedures in relation to the Statement:



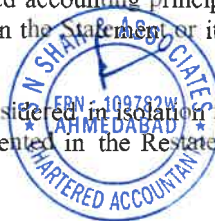
- a. Obtained understanding from the management of the Company with regard to KPIs which have been used by the management historically to analyse, track or monitor the performance of the Company;
 - b. Obtained list of KPIs from the management and compared the specific components of KPIs as mentioned in the Statement to source of KPIs as maintained by management which includes accounting books of account or records, other reports Audited Financial Statements and Restated Financial Statements maintained by the Company as described in the paragraph 7 above;
 - c. Performed walkthrough of the process of extracting the identified KPIs by way of virtual meetings with the officials of the company Kunal Monpara (CFO) who are responsible for the finance functions and queries were executed based on the requirements of each KPI;
 - d. For the identified KPIs which were extracted by way of queries, we have reviewed the query syntax, parameters, and data source to ensure that they meet the business requirements;
 - e. In relation to the details with respect to KPIs of peer companies, compared the amount in the Statement for each KPI of the peer group company from the respective annual reports, financial results available on the website of the stock exchanges as available publicly;
 - f. Recomputed the mathematical accuracy of the KPIs included in the Statement; and
 - g. Conducted relevant management inquiries and obtained necessary representation if required in any of the KPIs.
13. We have no responsibility to update this report for events and circumstances occurring after the respective dates of the reports on the financial statements mentioned in paragraph 8 above. However, in case any changes to the information/confirmations contained in this Report are made available to us or we become aware of such changes, we undertake to communicate, in writing, such changes to the Company and the Book Running Lead Managers until the Equity Shares allotted in the Issue commence trading on the Stock Exchanges.
14. We have no responsibility for identification, definition, completeness, relevance, appropriateness and sufficiency of the KPIs included in the Statement.
15. The procedures we have performed do not constitute an audit or review made in accordance with generally accepted auditing standards. Furthermore, they will not necessarily reveal matters of significance with respect to any material misstatement of the information related to KPIs of the Company.
16. This report can be used, in full or part, for inclusion in the Issue Documents. We hereby consent (i) to our Firm name and the aforementioned details being included in the Issue Documents; and (ii) to the submission of this report to any regulatory / statutory/ governmental authority, stock exchanges, any other authority as may be required. We also give our consent to include this report as part of the section titled "*Material Contracts and Documents for Inspection*" in the Issue Documents which will be available to the public for inspection and on the website of the Company. We also consent to this certificate being uploaded on the repository and, or, the database of the Stock Exchanges.

17. Inherent Limitations

Our work and conclusion shall not in any way constitute advice or recommendations (and we accept no liability in relation to any advice or recommendations) regarding any commercial decisions associated with the Issue, including, in particular, but without limitation, any which may be taken by the Company, the Bankers/ Book Running Lead Managers or the Syndicate Members in the capacity of investor or in providing investment advice to their clients or the Company.

We, however, state that this is not an assurance as to the future viability of the Company or whether the KPIs have a bearing for arriving at the basis for Issue price. We further state that our reporting is based on the facts up to the date of the report and we neither give any guarantee nor any assurance that the KPIs reported will continue to perform and/or report in similar manner in future. It should be noted that the KPIs contained in the Statement may not be measures of operating performance or liquidity defined by generally accepted accounting principles. We make no comment about the Company's definition, methodology or presentation of the KPIs in the Statement or its usefulness for any purposes.

The KPIs included in the Statement should not be considered in isolation from, or as a substitute for, analysis of Company's historical financial performance, as reported and presented in the Restated Financial Statements of the Company included



in the Issue Documents. These KPIs (other than GAAP measures) are not defined in Indian Accounting Standards (Ind AS) notified under section 133 of the Act, are not presented in accordance with Ind AS and have limitations. These KPIs may differ from similarly titled information used by certain peer companies, who may calculate such information differently and hence their comparability with the measures used by the Company may be limited. Therefore, such KPIs should not be viewed as substitutes for measures of performance under Ind AS or as indicators of Company's financial position, financial performance or its cash flows.

18. Conclusion

Based on the limited procedures performed by us, as above, and the information and explanations given to us, nothing has come to our attention that causes us to believe that (i) the financial details provided in the Statement are not in agreement with the Audited Financial Statements and Restated Financial Statements and the underlying books of account maintained by the Company used for the purpose of preparation of the Audited Financial Statements / Restated Financial Statements and (ii) KPIs included in the Statement are not mathematically accurate.

19. This report is addressed to, and provided to, the Board of Directors of the Company for the limited purpose to comply with the requirements of ICDR Regulations and should not be used by any other person or for any other purpose. This report should not be relied upon by existing or prospective investors for their investment purposes and by the bankers/ book running lead managers involved in the Issue for their due diligence purposes. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come.

20. The report is issued solely for the limited purpose to comply with the SEBI ICDR Regulations on KPIs. Our work has not been carried out in accordance with auditing or other standards and practices generally accepted in jurisdictions outside India (including in the United States of America), and accordingly should not be relied upon as if it had been carried out in accordance with those standards and practices. We accept no responsibility and deny any liability to any person who seeks to rely on this report and who may seek to make a claim in connection with any offering of securities on the basis that they had acted in reliance on such information under the protections afforded by United States of America law and regulation or any other laws other than laws of India.

Yours sincerely,

For S.N Shah & Associates

Chartered Accountants

ICAI Registration No.: 109782W

CA Priyam Shah

Partner

Membership No.: 144892

Place: Ahmedabad

Date: 16/06/2026

UDIN: 26144892PSVUSE2643



Cc:

Legal Counsel to the Issue

Desai and Diwanji

16th Floor, Tower C,

DLF Epiteome, Building No. 5,

DLF Phase 3, Gurugram-122002

Annexure A

Key performance indicators ("KPIs")

The tables below set forth the details of certain financial data based on the Restated Financial Statements, Proforma Consolidated financial statements and KPIs. All the financial data based on the Restated Financial Statements and the KPIs disclosed below have been used historically by the Company to understand and analyze its business performance, which helps the Company in analyzing the growth of various verticals in comparison with its peers and have been approved by a resolution of the Audit Committee dated 10th March, 2026 and the members of the Audit Committee have confirmed that the verified and audited details of all KPIs pertaining to the Company have been disclosed below.

Set forth below are the KPIs pertaining to the Company which are disclosed in the section "Basis for Issue Price":

A list of certain GAAP and Non-GAAP financial measures KPIs based on the Restated Financial information and Proforma Consolidated financial statements, is set out below:

The table below shows our key financial and operational metrics for the financial years indicated below:

Particulars	Aastha Spintex Limited - Profoma Consolidated		Aastha Spintex Limited			
	Fiscal Period 31-12-2025	Fiscal 2025	Fiscal Period 31-12-2025	Fiscal 2025	Fiscal 2024	Fiscal 2023
Revenue from Operations ⁽¹⁾ (₹ Lakhs)	47,721.19	59,713.82	31,328.50	35,116.02	30,486.16	23,926.50
PAT for the year/ period ⁽²⁾ (₹ Lakhs)	2,052.06	2,486.92	1,755.62	2,291.62	1,628.76	105.83
Cash Flow from Operations ⁽³⁾ (₹ Lakhs)	(155.53)	(686.72)	(1,355.28)	(1,813.41)	1,293.13	1,547.49
EBITDA ⁽⁴⁾ (₹ Lakhs)	4,053.27	5,566.60	3,525.37	4,636.18	3,424.59	1,160.02
EBITDA Margin ⁽⁵⁾ (%)	**8.49%	9.32%	**11.25%	13.20%	11.23%	4.85%
PAT Margin ⁽⁶⁾ (%)	**4.30%	4.16%	**5.60%	6.53%	5.34%	0.44%
Net Worth ⁽⁷⁾ (₹ Lakhs)	15,318.16	12,163.43	15,318.16	12,105.21	7,637.83	6,000.94
Current Ratio ⁽⁸⁾	0.96	0.87	1.72	1.64	1.29	1.23
Total Debt / Equity ⁽⁹⁾	0.84	1.11	0.66	0.79	1.08	1.35
Debt Service Coverage Ratio ⁽¹⁰⁾	1.93	2.20	2.14	2.34	1.35	0.65
ROE ⁽¹¹⁾ (%)	**14.97%	25.12%	**12.80%	23.21%	23.88%	1.78%
ROCE ⁽¹²⁾ (%)	**13.66%	19.11%	**12.13%	18.89%	18.95%	4.58%
Inventory turnover ratio ⁽¹³⁾	2.49	4.72	1.74	3.15	4.31	4.01
Trade Receivables turnover ratio ⁽¹⁴⁾	10.66	10.68	7.42	6.28	6.96	18.00
Trade payables turnover ratio ⁽¹⁵⁾	8.21	10.09	6.00	6.19	4.97	8.31
Working Capital Turnover Ratio ⁽¹⁶⁾	4.41	7.84	3.44	6.45	12.29	12.14
Fixed Assets Turnover Ratio ⁽¹⁷⁾	3.49	4.14	4.02	4.17	3.79	3.68
Installed Capacity in M.T. (Ginning Division) ⁽¹⁸⁾	9,000.00*	12,000.00	9,000.00*	12,000.00	12,000.00	12,000.00
Installed Capacity in M.T. (Spinning Division) ^(18.1)	13,118.00*	17,457.00	5,800.00*	7,700.00	7,700.00	6,400.00
Utilised Capacity M.T. (Ginning Division) ⁽¹⁹⁾	6,797.00	9,897.00	6,797.00	9,897.00	9,526.00	8,531.00
Utilised Capacity M.T. (Spinning Division) ^(19.1)	11,188.66	15,263.43	5,134.00	7,436.00	7,361.00	6,137.00

*Installed capacity for the period ended 31 December 2025 has been considered proportionately for a period of nine months.

** Not Annualized

Note:

(1) Revenue from Operations is defined as sales.

(2) PAT for the period/year is defined as profit for the year.

(3) Cash flow from operations as per Restated Cash Flow Statement

(4) EBITDA is defined as profit before non-operating income, tax, interest, depreciation and amortisation.

(5) EBITDA Margin is calculated as EBITDA/revenue from operation

(6) PAT margin is calculated as "PAT"/revenue from operation.

(7) Net Worth" means the aggregate value of the paid-up share capital and all reserves created out of the profits and securities premium account and debit or credit balance of profit and loss account, after deducting the aggregate value of the accumulated losses, deferred expenditure and miscellaneous expenditure not written off, as per the Restated Financial Information

(8) Current ratio means current assets divided by current liabilities.

(9) Total debt /Equity is calculated as total debt /total net worth.

(10) Debt service coverage is defined as profit after tax + non-cash expenses + depreciation + interest expenses + principal repayment + lease payment.

(11) ROE is calculated as profit after tax /average total net worth.



(12) ROCE is calculated as profit before tax plus Interest cost /Capital Employed. Capital employed will be calculated as sum of Net Worth and Total Debt reducing Deferred Tax liability.

(13) Inventory Turnover Ratio is calculated by dividing cost of goods sold during the period with average inventory. Inventory will exclude Packing material and stores & spares.

(14) Trade Receivables Turnover Ratio is calculated by dividing Credit Sales during the period with average receivables.

(15) Trade Payables Turnover Ratio for calculated by dividing Credit purchases during the period with average payables.

(16) Working capital turnover ratio defined as revenue from operations divided by average working capital. Working capital will be calculated as Current Assets -Current liabilities.

(17) Fixed Asset Turnover is calculated as total revenue from operations divided by average net fixed assets excluding Capital work in Progress.

(18) Installed Capacity in M.T. (Ginning Division) is calculated as total production capacity of (Ginning Division).

(18.1) Installed Capacity in M.T. (Spinning Division) is calculated as total production capacity of (spinning Division).

(19) Utilized Capacity in M.T. (Ginning Division) is calculated as total production of (Ginning Division).

(19.1) Utilized Capacity in M.T. (Spinning Division) is calculated as total production of (spinning Division).

