

DIGJAM LIMITED

Aerodrome Road,
Jamnagar – 361 006, India.
Tel.: +91 (0288) 2712972-73
E-mail: cosec@digjam.co.in

DIGJAM

Date: August 14, 2025

BSE Ltd.

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Code No. 539979

**National Stock Exchange of India
Ltd.**

Listing Department,
'Exchange Plaza', C/1, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai 400 051

Symbol "DIGJAMLMTD"

Subject: Outcome of Board meeting of the Company held today i.e., Thursday, August 14, 2025.

Reference: Regulation 30 and Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements), 2015 ['Listing Regulations']

Dear Sir/Madam,

This is to inform you that pursuant to Regulation 30 and Regulation 33 of the Listing Regulations, the Board at its meeting held today i.e., Thursday, August 14, 2025, through Video Conferencing, inter alia, considered and approved the following:

1. Un-Audited Financial Results for the Quarter ended June 30, 2025, along with draft Limited Review Report pursuant to Regulation 33 of the Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has approved the re-appointment of Ms. Sudha Bhushan (DIN: 01749008) as a Non-Executive Independent Director of the company for a second term of 5 Years with effect from July 14, 2025, subject to approval of shareholders.

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is attached as per Annexure 1



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3. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has approved the re-appointment of Mr. Duraiswamy Gunaseela Rajan (DIN:00303060) as a Non-Executive Independent Director of the company for a second term of 5 Years with effect from July 14, 2025, subject to approval of shareholders.

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is attached as per Annexure 2

4. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has approved the re-appointment of Mr. Panchapakesan Swaminathan (DIN: 00901560) as a Non-Executive Independent Director of the company for a second term of 5 Years with effect from June 24, 2026, subject to approval of shareholders.

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is attached as per Annexure 3

5. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has approved the re-appointment of Mr. Hardik Bharat Patel (DIN: 00590663) as a Whole-Time Director of the company for a term of 5 Years with effect from February 06, 2026, subject to approval of shareholders

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is attached as per Annexure 4

6. Considered and approved and recommended to the shareholders, the appointment of M/s. Viral Sanghavi & Associates, Peer reviewed Practicing Company Secretaries, as a Secretarial Auditor of the Company, for a period of 5 financial years commencing from F.Y. 2025-2026 till F.Y. 2029-2030, for conducting the Secretarial Audit of Company

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is attached as per Annexure 5

Further, in view of the ensuing Board Meeting, the Trading Window for dealing in shares of the Company was already being closed for Designated Persons of the Company and/or their immediate



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relatives of the Company from July 01, 2025, till 48 hours after the declaration of Un-Audited Financial Results for the quarter ended June 30, 2025 (both days inclusive) in accordance with SEBI (Prohibition of Insider Trading) Regulation, 2015 and the Company's Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders

The Board meeting commenced at 11: 45 A.M. IST and ended on 02:20 P.M. IST.

Kindly take the above information in your records.

Yours faithfully,
For, **DIGJAM Limited**



Hardik Bharat Patel
Whole-time Director
DIN: 00590663



Encl. As above

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Annexure-1

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, concerning the Appointment of Company Secretary & Compliance Officer.

| Sr. No. | Particular | Details |
|---------|--|--|
| 1. | Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise; | Re-appointment of Ms. Sudha Bhushan Non-Executive Independent Director of the company. |
| 2. | Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment; | July 14, 2025, subject to approval of shareholders. |
| 3. | Brief profile (in case of appointment); | Ms. Sudha Bhushan is a qualified Chartered Accountant, Company Secretary, an Insolvency Resolution Professional and a Registered Valuer. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director). | Ms. Sudha Bhushan is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 201819 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018 | Ms. Sudha Bhushan is not debarred from holding the office of director pursuant to any SEBI order or any other authority. |



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Annexure-2

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, concerning the Appointment of Company Secretary & Compliance Officer.

| Sr. No. | Particular | Details |
|---------|--|---|
| 1. | Reason for change viz. appointment , re- appointment, resignation, removal, death or otherwise ; | Re-appointment of Mr. Duraiswamy Gunaseela Rajan Non-Executive Independent Director of the company. |
| 2. | Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment ; | July 14, 2025, subject to approval of shareholders. |
| 3. | Brief profile (in case of appointment); | Mr. Duraiswamy Gunaseela Rajan is a Chartered Accountant and a management consultant with experience in various fields, including natural resources, real estate, and financial services. He has held senior positions at prominent institutions and is involved in philanthropic and educational initiatives. There are also multiple individuals named D.G. Rajan, including a marketing consultant at Birla Tyres and a former Director General of the Bureau of Indian Standards. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director). | Mr. Duraiswamy Gunaseela Rajan is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 201819 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018 | Mr. Duraiswamy Gunaseela Rajan is not debarred from holding the office of director pursuant to any SEBI order or any other authority. |



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Annexure-3

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, concerning the Appointment of Company Secretary & Compliance Officer.

| Sr. No. | Particular | Details |
|---------|--|--|
| 1. | Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise; | Re-appointment of Mr. Panchapakesan Swaminathan Non-Executive Independent Director of the company. |
| 2. | Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment; | June 24, 2026, subject to approval of shareholders. |
| 3. | Brief profile (in case of appointment); | Mr. P. Swaminathan, a Chartered and Cost Accountant with 23 years of experience, has expertise in debt syndication, private equity, IPO advisory, M&A, and strategic financial consulting. He has arranged over ₹600 Crores in debt funding and USD 400 million in equity deals, and has successfully led seed funding, private equity, and IPO processes for comp |
| 4. | Disclosure of relationships between directors (in case of appointment of a director). | Mr. Panchapakesan Swaminathan is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 201819 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018 | Mr. Panchapakesan Swaminathan is not debarred from holding the office of director pursuant to any SEBI order or any other authority. |



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Annexure-4

Details required pursuant to Para A of Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, concerning the Appointment of Company Secretary & Compliance Officer.

| Sr. No. | Particular | Details |
|---------|---|---|
| 1. | Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise; | Re-appointment of Mr. Hardik B. Patel Whole Director of the company. |
| 2. | Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment; | February 06, 2026, subject to approval of shareholders. |
| 3. | Brief profile (in case of appointment); | Hardik Bharat Patel, MBA (Crummer Graduate School of Business, Florida), is Chairman & Whole-Time Director of Digjam Limited. Founder of Finquest Group, he has led successful turnarounds of textile and paper brands including Digjam, Reid & Taylor, and Premier Tissues, and brings global finance experience from Merrill Lynch, PCE Investment Bankers, and Fidelity Investments. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director). | Mr. Hardik B. Patel is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE circular ref no. LIST/COMP/14/201819 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018 | Mr. Hardik B. Patel is not debarred from holding the office of director pursuant to any SEBI order or any other authority. |



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Annexure-5

Details with respect to change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations and SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 concerning the Appointment of Secretarial Auditor.

| Sr. No. | Particulars | Details |
|---------|--|--|
| 1 | Name of the Auditor | M/s. Viral Sanghavi & Associates |
| 2 | Reason of change viz. Appointment, resignation, removal, death or otherwise; | Appointment |
| 3 | Date of Appointment | At the ensuing Annual General Meeting of the Company to be held for F.Y. 2024-2025 |
| 4 | Terms of Appointment | Appointment for a term of 5 financial years commencing from F.Y. 2025-2026 till F.Y. 2029-2030, for conducting the Secretarial Audit of Company |
| 5 | Brief Profile | Viral Sanghavi & Associates is a professional firm which focuses on Legal, Secretarial and Corporate Compliance. Experienced in Legal matters, drafting and Corporate Laws |
| 6 | Disclosure of Relationship between Directors | No relation |



NAYAN PARIKH & CO.

(REGISTERED)

CHARTERED ACCOUNTANTS

OFFICE NO. 9, 2ND FLOOR, JAIN CHAMBERS, 577, S.V. ROAD, BANDRA (WEST), MUMBAI 400050, INDIA.

PHONE : (91-22) 2640 0358, 2640 0359

Independent Auditor's Limited Review Report on the unaudited financial results for the quarter ended on June 30, 2025 of Digjam Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors,
Digjam Limited,
Jamnagar.

1. We have reviewed the accompanying statement of unaudited financial results ("the Statement") of Digjam Limited ("the Company") for the quarter ended June 30, 2025, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India. 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 Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 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 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure



Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. We draw attention to Note 4 of the accompanying financial results, which indicates that, as at June 30, 2025, the Company's current liabilities exceeded its current assets by Rs. 544.57 lakhs. Further, operations at the Company's sole manufacturing facility located at Jamnagar have been discontinued effective March 31, 2025, and the related assets have been classified as "Non-Current Assets Held for Sale" under Ind AS 105, with a carrying value of Rs. 5,681.64 lakhs. These events and conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However, as disclosed in the said note, the financial results have been prepared on a going concern basis based on management's plans, which include realization of non-core assets, cost optimization, strategic restructuring to support future business viability and proposed scheme of arrangement.

Our conclusion is not modified in respect of this matter.

For Nayan Parikh & Co.
Chartered Accountants

Firm Registration. No. 107023W



K. Y. Narayana
Partner

Membership No. 060639

UDIN: 25060639BMNUGA8135

Place: Mumbai

Dated this 14th day of August, 2025

DIGJAM LIMITED

(CIN: L17123GJ2015PLC083569)

Registered Office:

Aerodrome Road, Jamnagar 361 006 (Gujarat)

E-mail: cosec@digjam.co.in ; website: www.digjam.co.in

DIGJAM**Statement of Unaudited Financial Results for the quarter ended June 30, 2025**

(Rs. In Lakhs)

| | Particulars | For Quarter ended | | | For Year ended |
|----|--|-------------------|----------------|-----------------|-------------------|
| | | June 30, 2025 | March 31, 2025 | June 30, 2024 | March 31, 2025 |
| | | Unaudited | Refer Note 5 | Unaudited | Audited |
| | Continued Operations | | | | |
| 1 | Income | | | | |
| | Revenue from operations | 395.28 | 618.41 | 140.91 | 1,819.83 |
| | Other Income | 0.91 | 20.09 | 0.54 | 20.09 |
| | Total Income | 396.19 | 638.50 | 141.45 | 1,839.92 |
| 2 | Expenses | | | | |
| | a) Cost of materials consumed | - | - | - | - |
| | b) Purchases of stock-in-trade | 283.00 | 479.18 | 109.19 | 1,410.12 |
| | c) Changes in inventories of finished goods and stock-in-trade | 0.51 | (65.98) | - | (194.15) |
| | d) Employee benefits expense | 15.74 | 20.35 | 0.56 | 61.61 |
| | e) Finance Costs | 70.25 | 76.66 | - | 133.51 |
| | f) Depreciation and amortisation | 1.06 | 0.10 | - | 1.90 |
| | g) Other Expenses | 91.40 | 77.72 | 10.01 | 229.02 |
| | Total Expenses | 461.96 | 588.04 | 119.76 | 1,642.01 |
| 3 | Profit/(Loss) before Exceptional Items and Tax (1-2) | (65.77) | 50.46 | 21.69 | 197.92 |
| 4 | Exceptional Items (Net) | - | - | - | - |
| 5 | Profit/(Loss) before tax from continued operation | (65.77) | 50.46 | 21.69 | 197.92 |
| 6 | Tax Expense (Net) | - | - | - | - |
| 7 | Profit and Loss after Tax from Continued operations (5+6) | (65.77) | 50.46 | 21.69 | 197.92 |
| | Discontinued Operations | | | | |
| 8 | Profit/(Loss) before Tax from Discontinued operations | 161.82 | 314.92 | (547.51) | (1,258.40) |
| 9 | Tax Expense (Net) | - | - | - | - |
| 10 | Profit/(Loss) after Tax from Discontinued operations(8-9) | 161.82 | 314.92 | (547.51) | (1,258.40) |
| 11 | Net Profit/(Loss) for the period (7+10) | 96.05 | 365.38 | (525.82) | (1,060.49) |
| 12 | a) Other Comprehensive Income/(Loss) - Continued operations | | | | |
| | Items that will not be reclassified to profit or (loss) | | | | |
| | Remeasurement of the defined benefit plans | 0.16 | 0.66 | - | 0.66 |
| | Income tax relating to items that will not be reclassified to profit or (loss) | - | - | - | - |
| | b) Other Comprehensive Income/(Loss) - Discontinued operations | | | | |
| | Items that will not be reclassified to profit or (loss) | | | | |
| | Remeasurement of the defined benefit plans | - | 15.75 | (4.05) | 15.75 |
| | Income tax relating to items that will not be reclassified to profit or (loss) | - | - | - | - |
| | Total Other Comprehensive Income/(Loss) for the period | 0.16 | 16.40 | (4.05) | 16.40 |
| | Total Comprehensive Income/(Loss) for the period | 96.21 | 381.78 | (529.87) | (1,044.08) |
| 13 | Paid-up equity share capital (Face Value : Rs.10/- per share) | 2,000.00 | 2,000.00 | 2,000.00 | 2,000.00 |
| 14 | Other Equity | | | | (1,460.40) |
| 15 | Earnings per share in Rs (not annualised) | | | | |
| | - Basic earning per share - continued operations | (0.33) | 0.25 | 0.11 | 0.99 |
| | - Diluted earning per share - continued operations | (0.33) | 0.25 | 0.11 | 0.99 |
| | - Basic earning per share - Discontinued operations | 0.81 | 1.57 | (2.74) | (6.29) |
| | - Diluted earning per share - Discontinued operations | 0.81 | 1.57 | (2.74) | (6.29) |
| | - Basic earning per share - Continuing and Discontinued operations | 0.48 | 1.83 | (2.63) | (5.30) |
| | - Diluted earning per share - Continuing and Discontinued operations | 0.48 | 1.83 | (2.63) | (5.30) |



Notes to Results:-

- 1 The above financial results for the quarter and year ended June 30, 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on August 14, 2025.
- 2 As the Company's business activity falls within a single Business Segment in terms of Ind AS 108 on "Operating Segment"; the financial results are reflective of the information required by Ind AS 108.
- 3 The Board of Directors of the Company at its meeting held on June 29, 2025, has approved a Scheme of Arrangement involving the Company (Digjam) and Reid and Taylor International Private Limited (RTIL) and their respective shareholders ("Scheme"). The Scheme provides for the demerger of the Textile undertaking of RTIL (the 'Demerged Undertaking') into Digjam (the 'Resulting Company'), pursuant to which shareholders of RTIL will be allotted shares of Digjam. The appointed date of the Scheme is July 1, 2025; however, it will take effect upon receipt of requisite approvals and fulfilment of conditions stated in the Scheme. Pending the Scheme coming into force, no effect of the same have been considered in these financial results.
- 4 As at June 30, 2025 the Company's current liabilities exceeded its current assets by Rs. 544.57 lakhs. However, the Company continues to maintain a positive net worth. Despite the working capital deficit and the discontinuation of its primary manufacturing operations at Jamnagar, these financial statements have been prepared on a going concern basis, reflecting the management's confidence in the Company's ability to implement operational and financial strategies, including realisation of assets held for sale, restructuring of cost base and proposed scheme of arrangement as stated in Note no. 3 above.
- 5 Figures for the quarters ended March 31, 2025 are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the third quarter ended December 31, 2024 which are subject to Limited review.

For and on behalf of Board of Directors

For Digjam Limited



Hardik Bharat Patel

Hardik Bharat Patel

Whole-Time Director

DIN: 00590663

Mumbai, August 14, 2025

