Annual Report
2025-26

# Innovation In Every Process Responsibility At Core


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## CORPORATE OVERVIEW



## STATUTORY REPORTS



## FINANCIAL STATEMENTS



# FY 2025-26 Performance Highlights

**₹ 83,003** Lakhs
Revenue from Operations, ↑ 22.85% YoY

**₹ 14,446** Lakhs
EBITDA, ↑ 20.99% YoY

**₹ 2,526** Lakhs
PAT, ↑ 312.74% YoY

# Corporate Information

**BOARD OF DIRECTORS**

**Mr. Vinod Jhaveri**
Chairman & Executive Director

**Mr. Parag Jhaveri**
Managing Director & CEO

**Mr. Yayesh Jhaveri**
Whole Time Director

**Mr. U R Bhat**
Non-Executive – Independent Director

**Mr. Anurag Surana**
Non-Executive – Independent Director

**Mr. Prakash Bhate**
Non-Executive – Independent Director

**Mrs. Sudha Navandar**
Non-Executive – Independent Director

**Mr. Chirag Shah**
Chief Financial Officer

**Ms. Rupali Verma**
Company Secretary & Compliance Officer

**STATUTORY AUDITORS**
**Gokhale & Sathe**
Chartered Accountants, Mumbai

**INTERNAL AUDITORS**
**Proteus Advisors Private Limited**
(until March 31, 2026)

**M/s. Aneja Assurance Private Limited** (w.e.f April 1, 2026)

**COST AUDITORS**
**Kaushal Joshi**

**BANKERS**
Saraswat Co-operative Bank Ltd
HDFC Bank Ltd
Axis Bank Ltd
HSBC Bank Ltd
SVC Co-operative Bank Ltd

**REGISTRAR & SHARE TRANSFER AGENTS**
**Bigshare Services Private Limited**
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East)
Mumbai - 400093
Tel: 022-62638200
Fax: 022-62638299
E-mail: investor@bigshareonline.com
Website: www.bigshareonline.com

**REGISTERED OFFICE**
Office No. 101/102,
Peninsula Heights,
C.D. Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai - 400058
Tel: 022-62510100
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Email: info@yashoindustries.com
Website: www.yashoindustries.com

# Innovation In Every Process

# Responsibility At Core

At Yasho, our pursuit of innovation across products, processes and capabilities is anchored by an unwavering dedication to responsible progress.

FY 2025-26 reflected this resolve with greater conviction. In an environment marked by geopolitical uncertainties, trade restrictions, pricing pressures and shifting demand patterns, we remained steadfast in our commitment to innovation, operational excellence and responsible growth.

Backed by a resilient business model, an improved product mix, disciplined cost management, and the strength of our execution competencies, we delivered one of our strongest performances to date, with revenues from operations growing by 22.85% YoY and PAT surging by an impressive 312.74% YoY.

The year also marked a significant step forward to strengthening our foundations for the future. Geographic expansion enhanced market diversification and deepened customer engagement, with exports remaining a key growth driver. Our manufacturing capabilities were further strengthened through capacity expansion, including addition of two new manufacturing lines, process optimisation and investments in technology-led improvements, with the Pakhajan facility continuing to serve as a key anchor in supporting scalable growth. The signing of a long-term supply agreement with a global MNC for lubricant additives and the successful commissioning of a new R&D laboratory further reinforced our 'Innovation in Every Process' approach, enabling us to develop differentiated high-value products with greater depth, efficiency and agility.

With Responsibility at its Core, Yasho advances with greater clarity and purpose.

As demand visibility improves and new opportunities emerge, we continue to raise the bar, driving innovation with responsibility while delivering lasting value to our stakeholders.

## ABOUT YASHO INDUSTRIES

# Leading with Innovation and Responsibility

Yasho Industries Limited (Yasho), established in 1985 by Mr. Vinod Jhaveri, is among India's prominent specialty and performance chemicals manufacturers. Operating across two business divisions, Consumer & Industrial, we offer a diversified portfolio of high-performance and value-added products, catering to a broad spectrum of industrial and consumer applications across global markets.

We serve a vast customer base across 50+ countries, including the United States of America (USA), Europe, Asia and the Middle East, with exports constituting 62% of our revenues. Further, our wholly-owned subsidiary in Europe and USA continues to deepen customer engagement and sales in these regions.

Backed by expertise in organic process technology, we operate modern manufacturing facilities and dedicated R&D centres to fuel product innovation, process efficiency and sustainable growth. Our greenfield facility in Pakhajan, Dahej, supported by ongoing capability building, sustained investments in R&D and long-term collaboration with a global major, provides a scalable platform to meet growing demand and pursue emerging opportunities in high-growth product segments.

Guided by prudent financial management and disciplined execution, these strategic drivers are expected to enhance revenues and margins, solidifying our reputation as an innovation-driven and responsible participant in the evolving specialty chemicals landscape.

### KEY INSIGHTS

**40+**
Years of Operations

**2**
Business Categories

**50+**
Countries Presence

**2,000+**
Customers

**4**
Manufacturing Units

**2**
Dedicated R&D Centres

**140+**
Total Products
(all developed in-house)

**829**
Total Employees
(including 50+ R&D experts)



### OUR BUSINESS VERTICALS

**Consumer Division**

**Applications**

- Flavours and fragrances; personal care products - cosmetics & toiletries
- Agro chemicals & Pharmaceutical products
- Oral care preparations
- Edible oil, Confectioneries & food stuff, Animal feed, Vitamin premix, Nutraceutical

**Industrial Division**

**Applications**

- Tyres, Automobile components, Conveyor belts, surgical gloves, latex gloves, condoms, balloons
- Hydraulic, turbine, engine & gear oils, metal working fluids & greases
- Stabilisers for acrylics, printing inks/coating, UPR resins and fibre composite resins

### POWERED BY ENDURING STRENGTHS

**Innovation and R&D Competencies**

Focus on advancing innovation and R&D capabilities to develop next-generation, value-added chemicals to remain ahead of industry trends and fulfil evolving customer needs

**Diverse Portfolio and Widespread Presence**

Offering an assorted range of products and solutions for diverse end-user applications with an extensive geographic footprint

**Quality Focus**

Prioritising quality by enforcing rigorous control measures to ensure all products meet and exceed industry standards, surpassing customer expectations

**Operational Excellence**

Driving operational efficiency and cost optimisation to maximise profits, delivering competitive pricing for our customers

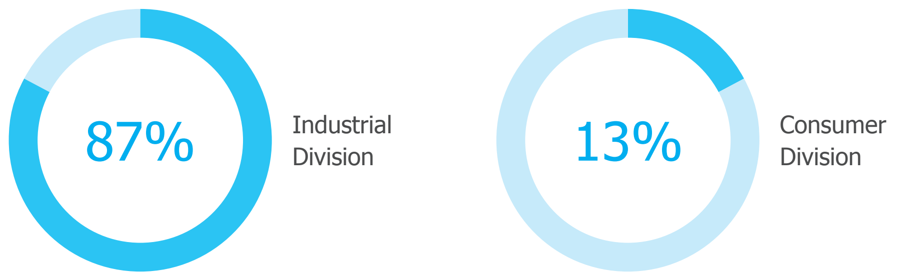
**Long-Term Customer Relationships**

Unwavering commitment to the highest standards of quality and services to nurture enduring customer relationships and a loyal customer base

**Exceptional Team**

Highly skilled and competent team with vast industry experience to offer excellent technical support and service to our customers

### REVENUE BREAKUP BY CATEGORY FY 2025-26




### SHAREHOLDING PATTERN (%)


## GLOBAL PRESENCE

# Widespread Global Reach

**6** Continents

**50+** Countries

**2** Global subsidiaries

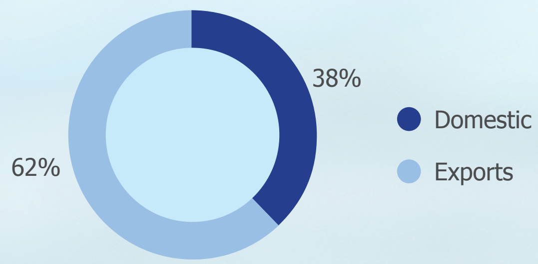
Corporate Office and Manufacturing facilities

Offices

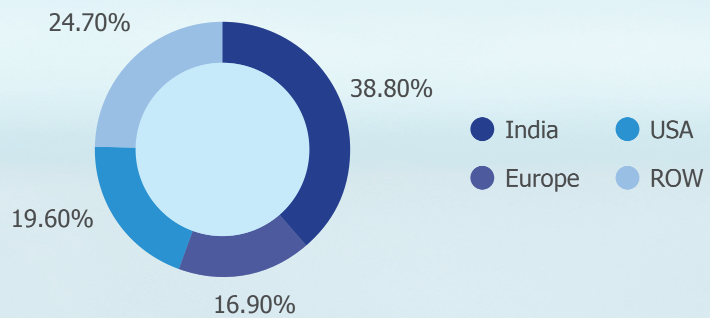
Map not to scale. For Illustrative purpose only.

### REVENUE BREAKUP FY 2025-26

**By Geography**




**By Region**



MANUFACTURING EDGE

# Driving Manufacturing Excellence

Aligned with our strategic growth roadmap, we continued to strengthen our manufacturing capabilities through targeted capacity expansion, production ramp-up, process optimisation and long-term partnerships, to deliver superior quality products attuned to evolving global demand.

**₹ 75.20 Crore**

**Total Capex spend in FY 2025-26**

## VAPI FACILITIES

We operate three modern manufacturing facilities in Vapi, Gujarat. These facilities harness organic process technologies to drive sustainable, scalable and efficient manufacturing while maintaining high standards of product quality. All our plants are strategically located near key ports, enabling timely delivery to our global customers. Through ongoing capacity enhancements, we reinforce our readiness to meet evolving demand and support future growth.

**₹ 9.3 Crore**

**Capex spend in FY 2025-26**

## PAKHAJAN FACILITY

In 2022, we acquired 42 acres in Pakhajan Village, Dahej, Gujarat for a phased greenfield expansion, to enhance our manufacturing capabilities and support growing demand. The dedicated plant, designed with scalable infrastructure capabilities and in-house R&D facility is currently operating at optimal capacity utilisation and provides a scalable platform for long-term growth and future expansion opportunities.

**₹ 65.90 Crore**

**Capex spend in FY 2025-26 (inclusive of ₹ 25.30 Crore for R&D at Pakhajan)**

## KEY DEVELOPMENTS IN FY 2025-26

### Capability Building

We invested ₹ 40.60 Crore to instal two new manufacturing lines to produce high-growth product categories, deepen customer engagement and explore new opportunities. The newly commercialised capacities are being progressively ramped-up and are expected to contribute meaningfully to future revenues and profitability.

### R&D Laboratory

We invested ₹ 25.30 Crore to develop a new R&D Laboratory, spanned on 25,000 sq feet at Pakhajan. This lays a foundation for the future growth at Yasho.

### Secured Strategic Manufacturing Project with a Large global MNC

During the year, we achieved a significant milestone by securing a long-term, customer-funded engagement with a large multinational corporation for lubricant additives, underscoring our robust manufacturing competencies and enhancing visibility for future growth. The product under the agreement will be supplied from our Pakhajan facility over a 15-year period. To support this, we plan to establish the requisite plant at Pakhajan site within the next 12 to 18 months. The supply agreement is expected to contribute ~₹ 150 Crore in annual revenue, commencing from the start of Q1 FY 2027-28.

# Journey of Continued Expansion

**1985**
Founded as Vasu Preservatives Private Limited under the Companies Act, 1956

**1993**
Commenced operations for Aromatic and Specialty Chemicals; Established R&D Lab

**1996**
Company name changed to Yasho Industries Pvt. Ltd

**2000**
Initiated production of various rubber chemicals

**2001**
Secured ISO 9001:2008 certification for upholding high-quality standards

**2010**
Began manufacture of lubricant additives

**2013**
Awarded Star Export House by the Ministry of Commerce and Industry Directorate General of Foreign Trade

**2016**
Migrated to ISO 9001:2015 quality standards

**2017**
Started REACH registration; Major product exported to Europe

**2018**
Extended Manufacturing Unit 2; Streamlined production at Unit 1 and Unit 2; Listed on BSE SME platform; Commissioned 2nd R&D Lab

**2019**
Started production in Unit-2 post expansion; Conferred with Dun Bradstreet Award for Excellence in chemical sector (mid-corporate)

**2020**
Set-up Manufacturing Unit-3; Migrated to BSE Main Board platform

**2021**
Established wholly-owned subsidiary in the Netherlands to serve European markets

**2022**
Acquired 42-acre land at Pakhajan village in Gujarat; Undertaken debottlenecking at existing plants to optimise available plant capacity

**2023**
Enhanced capacity by an additional 1,500 MTPA at the existing plant

**2024**
Started wholly-owned subsidiary in USA; Launched new facility at Pakhajan, Dahej, spread over 42 acres with 20,000 MTPA capacity; Listed on National Stock Exchange of India Limited

**2025**
Commenced product at Pakhajan facility; Operations started in US subsidiary

**2026**
Established new R&D facility at Pakhajan facility, which is fully operational; Commercialisation of two new manufacturing lines at Pakhajan

# Managing Director & CEO's Message

**Innovation remains at the heart of our growth ambitions. The successful commissioning of our new state-of-the-art Research and Development Centre at Pakhajan, with an investment of ₹ 25 Crore, marks a significant milestone in our innovation journey.**

## Dear Shareholders,

I am pleased to present the Annual Report of Yasho Industries Limited for the financial year 2025-26 and share with you the progress we have made over the past year.

The past year was characterised by a global environment that was both dynamic and complex. Escalating geopolitical tensions, including the ongoing Russia-Ukraine war and developments in the Middle East, supply chain disruptions, volatile energy markets and rising raw material costs created a challenging macroeconomic environment. Tariff-related disruptions and resultant inflationary pressures continued to influence economic and business sentiments worldwide. Nevertheless, resilient labour markets, proactive policy interventions, technological investments and efforts to realign trade routes brought some measure of economic stability.

Amidst this backdrop, India continued to distinguish itself with its economic resilience and stability. With a robust real GDP growth of 7.7%, India maintained its position as the world's fastest-growing major economy. Robust domestic demand, strong growth across key sectors such as manufacturing, services and construction, infrastructure-led development and increased private sector participation supported this growth momentum. As global businesses continue to diversify their supply chains, India's supportive policy environment and manufacturing competitiveness in terms of scale, capabilities and investments position it as a preferred global manufacturing hub.

India's specialty chemicals segment continued to gain strategic relevance in FY 2025-26 as market conditions stabilised. Demand gradually improved as inventory stabilised across key-end use industries, although pricing pressure persisted across select product categories due to competitive imports and cautious customer procurement. Innovation-led product development, technical expertise, expanding capacities and rising demand for specialised and sustainable chemistries across domestic and international markets are expected to support future growth. Additionally, growing urbanisation and ongoing China+1 sourcing strategy are creating significant opportunities for Indian chemical manufacturers. Favourable government measures such as the 2034 vision for the chemicals and petrochemicals sectors and allocation of ₹ 600 Crore in the Union Budget 2026-27 towards three dedicated Chemical Parks are further expected to drive domestic production, reduce import dependency and enhance innovation, strengthening the sector's competitiveness and long-term growth potential.



### PERFORMANCE OVERVIEW

We are proud to share that our unwavering focus on disciplined execution, operational excellence and sustainable value creation helped deliver a strong performance in FY 2025-26 despite a challenging external environment. Our consolidated revenue rose to ₹ 830 Crore, reflecting 22.85% YoY growth, driven by 33% volume growth, an optimised product mix and an expanding market presence. Our EBITDA improved to ₹ 144 Crore, with a healthy margin of 17.40%, demonstrating disciplined cost management, improved operational efficiencies across plants, better sourcing strategies and operating leverage from higher volumes. Our strategic efforts have resulted in a robust Profit after Tax of ₹ 25 Crore, an impressive 312.74% increase over ₹ 6 Crore in FY 2024-25.

The Industrial Chemical segment remains a core revenue driver, representing 87% of total revenue while Consumer Chemicals accounted for 13%. Despite pricing pressures and tariff restrictions in key export markets, especially the US market, exports continued to contribute significantly, accounting for 62% of Total Revenues in FY 2025-26.

We also remained committed to strengthening our balance sheet through effective working capital management, prudent capital allocation and disciplined debt management. As a result, our Debt-to-EBITDA ratio improved to 3.75 in FY 2025-26 from 4.70 in the previous year. Further, the prepayment of Term Liabilities worth ₹ 23.30 Crore has enhanced our financial strength, providing greater flexibility to support the next phase of growth.

### MAJOR DEVELOPMENTS

In line with our long-term growth roadmap, we undertook several strategic initiatives during the fiscal year, strengthening our innovation capabilities, enhancing manufacturing edge and advancing responsible growth.

A defining milestone during the year was securing a 15-year long-term supply agreement with a leading global multinational company for lubricant additives. The customer funded project, with an estimated project outlay of ~ ₹ 85 - ₹ 90 Crore, and is expected to generate annual revenue of around ₹ 150 Crore upon commencement of commercial supplies in Q1 FY 2027-28. The agreement represents a strong endorsement of our manufacturing capabilities and reinforces confidence in our long-term growth visibility.

We also continued to invest in expanding our manufacturing footprint. During the year, we invested ₹ 65.90 Crore towards research and development laboratory and installing two new manufacturing lines, expected to be commissioned in FY 2027-28, while continuing the phased development of our Pakhajan facility. These investments have bolstered our capacities to manufacture high-growth product categories and support future expansion. Our companies both facilities put together, operated at approximately 60% capacity utilisation during the year, and we remain focussed on steadily increasing utilisation through stronger customer engagement, new product introductions and improved demand across domestic and international markets.

Innovation remains at the heart of our growth ambitions. The successful commissioning of our new state-of-the-art Research and Development Centre at Pakhajan, with an investment of ₹ 25 Crore, marks a significant milestone in our innovation journey. Equipped with advanced infrastructure and a dedicated research team, the facility strengthens our capabilities in product development and process innovation. It further enables us to develop differentiated higher value products aligned with evolving demand while enhancing our competitiveness in the dynamic specialty chemicals landscape.

### RESPONSIBILITY AND QUALITY AT THE CORE

Our growth is underpinned by our steadfast commitment to quality and sustainable operations. We uphold robust quality standards, aligned with Indian and global quality benchmarks, ensuring consistency, safety and compliance across the entire product lifecycle, right from raw material procurement to final despatch. Our laboratories leverage advanced equipment to develop products aligned with evolving customer needs while automated processes help minimise batch to batch variation while delivering high quality products.

Championing sustainability, we continue to focus on energy conservation, water management, waste reduction and optimal resource utilisation, while embedding sustainable process design into our product development initiatives. The safety and well-being of our people remain a priority, while our focussed CSR initiatives continue to create a meaningful impact in the communities we serve.

### WAY AHEAD

Looking ahead, we remain optimistic about the opportunities that lie ahead. India's increasing role in the global specialty chemicals value chain coupled with strong domestic fundamentals, favourable demographics and supportive policy initiatives such as Atmanirbhar Bharat and Make in India, present significant long-term opportunities for specialty chemical companies.

With strong order visibility, ongoing capacity enhancements, a strengthened innovation ecosystem and a diversified product portfolio, we remain well-positioned to capitalise on these opportunities. Our focus remains on accelerating capacity utilisation, commercialising new products, deepening customer partnerships, improving operational efficiencies and maintaining financial discipline.

As I conclude, I would like to express my sincere gratitude to our shareholders, customers, partners, suppliers and other stakeholders for their continued trust and support. I would also like to thank our esteemed Board for their valuable guidance and foresight. Lastly, I would like to acknowledge our dedicated employees for being the driving force behind our success.

With a resilient business model and a clear strategic direction, we remain confident of scaling greater heights while creating enduring, sustainable value for all our stakeholders.

Warm Regards,

**Parag Jhaveri**
Managing Director & CEO

# Accelerating Growth Momentum

Our robust performance in FY 2025-26 was underpinned by strategic foresight, disciplined execution and operational excellence.

### Revenue From Operations

(In ₹ Lakhs)

**22.85% YoY**

| | |
|---|---|
| FY **2026** | **83,003** |
| FY 2025 | 67,564 |
| FY 2024 | 59,356 |
| FY 2023 | 67,155 |
| FY 2022 | 61,266 |

### EBIDTA

(In ₹ Lakhs)

**20.98% YoY**

| | |
|---|---|
| FY **2026** | **14,446** |
| FY 2025 | 11,941 |
| FY 2024 | 10,721 |
| FY 2023 | 12,602 |
| FY 2022 | 10,330 |

### Net Debt to Equity

| | |
|---|---|
| FY **2026** | **1.22** |
| FY 2025 | 1.33 |
| FY 2024 | 1.86 |
| FY 2023 | 1.70 |
| FY 2022 | 1 |

### ROCE

(%)

| | |
|---|---|
| FY **2026** | **11.34** |
| FY 2025 | 8.98 |
| FY 2024 | 12.87 |
| FY 2023 | 24.63 |
| FY 2022 | 34.16 |

### PAT

(In ₹ Lakhs)

**312.74% YoY**

| | |
|---|---|
| FY **2026** | **2,526** |
| FY 2025 | 612 |
| FY 2024 | 5,794 |
| FY 2023 | 6,787 |
| FY 2022 | 5,229 |

### Net Worth

(In ₹ Lakhs)

| | |
|---|---|
| FY **2026** | **44,392** |
| FY 2025 | 41,970 |
| FY 2024 | 29,471 |
| FY 2023 | 23,796 |
| FY 2022 | 17,305 |

### Earnings Per Share

(₹)

| | |
|---|---|
| FY **2026** | **20.95** |
| FY 2025 | 5.32 |
| FY 2024 | 50.83 |
| FY 2023 | 59.54 |
| FY 2022 | 45.87 |

### Net Fixed Assets

(In ₹ Lakhs)

| | |
|---|---|
| FY **2026** | **64,422** |
| FY 2025 | 62,522 |
| FY 2024 | 66,391 |
| FY 2023 | 30,108 |
| FY 2022 | 16,110 |

### ROE

(%)

| | |
|---|---|
| FY **2026** | **5.69** |
| FY 2025 | 1.46 |
| FY 2024 | 19.66 |
| FY 2023 | 28.52 |
| FY 2022 | 30.21 |

RESEARCH & DEVELOPMENT

# Advancing Innovation, Creating Sustainable Value

With R&D as a cornerstone of our growth strategy, we consistently focus on developing innovative, high-quality and sustainable products. By leveraging cutting-edge infrastructure, scientific expertise and stringent quality standards, we continually enhance our product development capabilities and process efficiency, enabling us to address changing preferences and sustain our competitive edge in a dynamic landscape.

Led by our promoters, our dedicated Research and Development (R&D) Centres, continue to serve as the hubs for product and process innovation. During the fiscal year, we maintained our focus on process improvements and new product developments, aligned with our business requirements and growth priorities.

### Established New State-of-the-Art R&D Laboratory

During the fiscal year, we invested ₹ 25.30 Crore to establish a new R&D laboratory at the Pakhajan site. The facility, inaugurated on October 29, 2025, is now fully operational. Marking a key milestone in our purpose-driven journey, the new facility will further strengthen our research and innovation capabilities and enable the development of higher value-added products while expanding our specialty chemicals portfolio.

With continued investments in R&D, several projects under various stages of development and supported by a robust in-house R&D team of over 50 researchers, we are well-positioned to explore emerging opportunities, enhance revenue visibility and reinforce our leadership in specialty chemicals.

**₹ 5.73 Crore**
**Total R&D Opex Spend in FY 2025-26**

**50+**
**R&D Experts**

### QUALITY FOCUS

# Committed to Quality Excellence

We maintain our steadfast commitment to maintaining the highest quality standards. Our in-house testing facility and R&D laboratories utilise cutting-edge instruments including AAS, FTIR, Analyser, DSC, GC, and HPLC to undertake rigorous quality testing and ensuring compliance with international quality benchmarks. Our unwavering focus on quality has earned us globally-acclaimed certifications and accreditations, strengthening customer trust, building long-term relationship and enhancing our presence across global markets.

### CERTIFICATIONS & ACCREDITATIONS

- ISO 9001:2015
- ISO 27001:2022
- ISO 14001:2015
- ISO 45001:2018
- FAMI QS
- Dun & Bradstreet Global
- Three star export house
- Food Facility Registration FDA
- Importer-Exporter Code
- EcoVadis
- Star-K Kosher Certificate
- Halal Certification
- FSSC 2200
- Food Safety and Standards Authority of India Licence
- NSF International
- RSPO Supply Chain Certification Systems 2020
- REACH
- EU Poison Centre Notification
- AGQM
- ISO 9001:2015



### SUSTAINABILITY

# Nurturing a Sustainable Ecosystem

Sustainability is deeply embedded in our business strategy, defining how we operate, innovate, grow and create value. By integrating environmental protection and responsible manufacturing practices, we strive to build a resilient, future-ready organisation while delivering lasting value to our stakeholders.

Committed to environmental stewardship, we have adopted responsible manufacturing practices across our operations.

Guided by our 3R strategy - Reduce, Reuse, Recycle, we have implemented robust water conservation initiatives. These include in-house water treatment plants to facilitate the recycling and reuse of wastewater in industrial processes. Currently, one of our four manufacturing units operates as a Zero Liquid Discharge (ZLD) facility and we remain focussed on progressively transitioning our remaining facilities to ZLD status, furthering our efforts to water conservation and recycling. The adoption of environment-friendly catalysts has further enabled us to eliminate toxic waste and enhance water and energy efficiency. We have also implemented robust waste management systems and optimise resource utilisation to conserve natural resources and improve our environmental performance.

## HUMAN RESOURCES

# Empowering Our Workforce

Our people are at the heart of our success. We remain dedicated to providing a safe, inclusive and conducive workplace where every employee feels valued and empowered. Through a strong focus on continuous learning and development, upskilling, career mobility and health and safety, we enable our employees to realise their full potential while supporting the Company's broader objectives.

### STRUCTURED LEARNING AND DEVELOPMENT

Committed to building a future-ready workforce, we foster a culture of continuous learning through a structured annual training calendar. Our learning and development initiatives, include on the job training, classroom sessions, online courses and certifications, supported by both internal and external resources.

### SPECIALISED TRAINING IN ADVANCED INSTRUMENTATION

We invest in specialised training by manufacturer experts to help our laboratory and plant personnel make optimal use of new equipment. These trainings enable them to become proficient in handling, maintaining and troubleshooting advanced instruments.

### CERTIFICATIONS AND TECHNICAL TRAINING

Our employees undergo regular training in quality, safety, GMP and ISO standards, ensuring they are attuned to latest industry standards and regulatory requirements. Additionally, we conduct targeted awareness sessions on ISO 14001 and ISO 45001, FAMI-QS v6, ESG Implementation and Life Cycle Assessment (LCA).

### PRIORITISING EMPLOYEE HEALTH AND WELLNESS

Our employee health and wellness remains a top priority. To support this, we regularly undertake key measures including:

- Biannual health check-ups, including ECG, blood tests and regular screenings
- Providing hepatitis and typhoid vaccinations for food handlers
- Weekly doctor consultation across all units
- 24/7 nursing staff at every manufacturing unit
- Dedicated ambulance service for prompt emergency assistance
- Pre-employment medical examinations for new hires

### ROBUST SAFETY PROGRAMMES

We adhere to the highest standards of workplace safety, providing year-round training, audits and emergency preparedness initiatives.

**Key programmes undertaken include:**

- Emergency evacuation procedures and safe usage of fire safety equipment
- Training on first aid technique
- Proper usage of Personal Protective Equipment (PPE)
- Safe handling and disposal of hazardous chemicals
- Training on the use of emergency facilities, including eye washers and body showers
- Biannual mock drills to assess readiness and response capabilities
- Promoting safety awareness through Initiatives like Safety Week and Road Safety Week
- Specialised training by external technical experts to reinforce safe work practices



## CORPORATE SOCIAL RESPONSIBILITY

# Empowering Our Communities

At Yasho, we believe that sustainable growth goes hand-in-hand with social responsibility. Through focussed Corporate Social Responsibility (CSR) measures, we actively promote education and community welfare in the areas where we operate.

In accordance with Section 135 of the Companies Act, 2013, we have established a Corporate Social Responsibility (CSR) Committee of the Board to drive sound governance and execution of our CSR initiatives. The Committee is also entrusted with formulating and recommending the CSR policy, identifying priority areas, monitoring expenditure and overseeing the implementation for CSR projects.

# Board of Directors

**Mr. Vinod Jhaveri**
Chairman and Executive Director

Mr. Vinod Jhaveri, one of the Company's founding promoters, is a Commerce graduate from Gujarat University. As a visionary leader, he continues to spearhead the Company's business strategy and growth, while playing a key role in overall management affairs. He has been a driving force behind the Company's consistent growth trajectory and has established a robust foundation for operational excellence.

**Mr. Parag Jhaveri**
Managing Director and CEO

Mr. Parag Jhaveri, an accomplished industry veteran with 30+ years of chemical industry expertise, holds an MSc in Chemistry from Mumbai University. Along with our founder promoter, he has been instrumental in driving the Company's robust growth, managing sales, finance, R&D and marketing. His strategic vision and leadership continue to guide the Company towards a more sustainable future.

**Mr. Yayesh Jhaveri**
Whole-Time Director

Mr. Yayesh Jhaveri, with over 30 years of chemical industry experience is a Commerce graduate from Mumbai University. He has played a key role in the Company's growth while overseeing its purchases, logistics, supply chain and production planning. He played a significant role in setting-up Unit-II and Unit-III. His steadfast dedication and hard work continue to be pivotal to advancing the Company's long-term growth ambitions.

**Mr. Anurag Surana**
Non-Executive Independent Director

Mr. Anurag Surana has over 30 years of experience in the Specialty Chemical segment experience. His vast expertise includes 15 years on the Board of Directors for various Specialty Chemicals and Agrochemical Companies. Previously, he was previously associated with PI Industries Ltd. for nearly 20 years. He currently serves as Managing Director of KAGASHIN Global Network Private Limited and is associated with several listed companies.

**Mr. Ullal Ravindra Bhat**
Non-Executive Independent Director

Mr. Ullal Ravindra Bhat with 20+ of industry experience is an M.Sc graduate from IIT Kanpur. A widely renowned investment manager, he specialises in foreign institutional investments. He has undertaken advanced finance courses at Harvard Business School and IIM Ahmedabad. In 2005, he joined the Dalton group, UK, as the Managing Director of Dalton Capital Advisors Private Limited, heading their India operations. He is also the Co-Founder of Alphaniti Fintech Private Limited, a new-age investment advisory firm offering data-driven and technology-enabled investment products.

**Dr. Prakash Bhate**
Non-Executive Independent Director

Dr. Prakash Bhate brings 38+ years of experience in the chemical industry. He holds a Ph.D. in Organic Chemistry from The Ohio State University, Columbus, Ohio, USA. As a Professor at the Institute of Chemical Technology in Mumbai, he taught dyestuff chemistry and organic process technology to students and supervised several doctoral and master's students. Recognised widely for his contributions, he was named a Fellow of the Society of Dyers and Colourists (UK) in 2011-12 and is a Member of the American Chemical Society. Post his retirement in 2018, he has been a visiting Professor at the Institute of Chemical Technology, Mumbai.

**Mrs. Sudha Navandar**
Non-Executive Independent Director

Mrs. Sudha Navandar is a Chartered Accountant, Certified Public Accountant from the USA and an Insolvency Professional. She has also completed post qualification course in Information System Audit (DISA). She is currently a Partner at M/s. Pravin R. Navandar & Co. Chartered Accountants, overseeing IBC matters, Corporate Advisory services and income leakage. She is also associated with several major listed companies.

# Management Discussion & Analysis

## ECONOMY OVERVIEW

### GLOBAL ECONOMY

#### Overview

The global economy in 2025 operated amid a challenging environment characterised by trade restrictions, policy uncertainty and persistent geopolitical tensions. Ongoing conflicts in the Middle East and the Russia-Ukraine war continued to disrupt supply chains, energy markets and investor sentiment, contributing to volatility in commodity prices. Rising tariffs and evolving trade arrangements further added to uncertainty in global trade and investment flows.

Despite these challenges, global economic activity remained resilient, supported by stable labour markets, fiscal support measures and continued investments in technology, particularly artificial intelligence (AI). Diversified trade routes, enhanced energy security measures and ongoing supply chain realignment also supported economic stability and recovery. As a result, global GDP growth improved marginally to 3.4% in 2025 from 3.3% in 2024.

Advanced economies expanded by 1.9% during the year, supported by easing financial conditions and a gradual recovery in demand, while emerging market and developing economies (EMDEs) grew by 4.4%, driven by resilient domestic consumption, manufacturing activity and infrastructure investments. Global headline inflation moderated to 4.1% in 2025, reflecting easing supply-side pressures and the impact of monetary policy measures, although inflation trends remained uneven across major economies.

## REAL GDP GROWTH

**Global**


**Advanced Economies**


**Emerging Markets and Developing Economies**


*P stands for Projected
Source: IMF World Economic Outlook April 2026

#### Outlook

The global economy is likely to remain exposed to uncertainty in 2026, driven by escalating tensions in West Asia and disruptions across key energy transit routes. Concerns over the supply of oil, Liquefied Natural Gas (LNG) and fertilisers may heighten risks relating to energy security, inflation and supply chain disruptions. Consequently, global growth is projected to moderate to 3.1% in 2026 before improving marginally to 3.2% in 2027.

At the same time, diplomatic engagement, diversification of energy sources and stronger regional cooperation are expected to alleviate some of these challenges, leading to a more balanced economic environment. Advanced economies are projected to expand by 1.8% in 2026, while emerging market and developing economies are forecast to grow by 3.9%, aided by domestic consumption and infrastructure-led investments. The United States is expected to remain an important contributor to global economic activity, with GDP growth estimated at 2.3% in 2026 and 2.1% in 2027.

Central banks are likely to adopt a measured approach to monetary policy, while governments continue to prioritise fiscal discipline and supply chain preparedness. These efforts are expected to help sustain economic activity and support a gradual improvement in global growth.

[Source: IMF World Economic Outlook April 2026]

## INDIAN ECONOMY

### Overview

The Indian economy remained one of the fastest-growing major economies in FY 2025-26, driven by domestic demand, infrastructure-led investments and ongoing policy reforms. According to the Provisional Estimates released by the Ministry of Statistics and Programme Implementation (MoSPI), real GDP grew by 7.7% during the year, while real Gross Value Added (GVA) increased by 7.9% to ₹ 294.91 Lakh Crore.

India is currently the sixth-largest economy globally in nominal GDP terms, according to the IMF. Structural reforms such as the Goods and Services Tax (GST), Production Linked Incentive (PLI) schemes, and Make in India 2.0 have enhanced manufacturing competitiveness, improved the ease of doing business and strengthened India's position within global supply chains.

Manufacturing activity remained healthy during the year, with the HSBC India Manufacturing PMI rising to 55.0 in May 2026. Further, India's Index of Industrial Production (IIP) recorded a growth of 4.9% in April 2026, led by a 6.2% expansion in manufacturing, reflecting continued momentum in industrial activity.

Global geopolitical developments, particularly the conflict in West Asia and disruptions across key trade routes, created uncertainty around energy prices, logistics and the availability of critical industrial inputs. As an import-dependent economy for crude oil and intermediate goods, India remains exposed to external supply-side risks and commodity price volatility. However, diversified sourcing strategies, domestic manufacturing capabilities and deeper engagement with emerging markets have helped mitigate these challenges.

Government-led investments and policy initiatives continued to play an important role in industrial development. Programmes such as Make in India and the Production Linked Incentive (PLI) Scheme have attracted investments of approximately ₹ 2.16 Lakh Crore across 14 key sectors, supporting the objectives of Atmanirbhar Bharat and India's aspiration of becoming a US$5 trillion economy. Inflation moderated significantly during the year, prompting the Reserve Bank of India (RBI) to lower its CPI inflation forecast for FY 2025-26 to 2.10%. In response to the improving inflation outlook, the RBI cumulatively reduced the repo rate to 5.25%, supporting credit growth and investment activity across the economy.

## INDIA'S GDP GROWTH


*P stands for Projected

(Source: Tradingeconomics, PIB, RBI, PIB, Fortuneindia, RBI Annual Report FY 2024-25)

## OUTLOOK

India's GDP is projected to grow by 6.9% in FY 2026-27, reinforcing its position as the world's fastest-growing major economy for the fourth consecutive year. Driven by consumption and investment, the country is steadily progressing towards its long-term aspiration of becoming a US$30-35 trillion economy by 2047 and joining the ranks of developed nations.

While global trade uncertainties, geopolitical tensions and tighter financial conditions may continue to influence economic activity, India remains well-positioned for sustained growth. Strong domestic demand, moderating inflation and improving private sector investments are expected to support economic momentum. At the same time, global supply chain diversification is strengthening India's position as a preferred manufacturing destination. Improving rural consumption is expected to support broader economic activity, while exports are projected to approach US$1 trillion in FY 2026-27.

The Union Budget FY 2026-27 continues to emphasise infrastructure development as a key driver of economic progress, with capital expenditure increased to a record ₹ 12.2 Lakh Crore from ₹ 11.2 Lakh Crore in the previous year. Continued investments in transport, power and urban infrastructure are expected to strengthen the economy and support the Government's Viksit Bharat vision.

(Source: PIB, Global Economic Cooperation (GEC), PIB, Economictimes)

## INDUSTRY OVERVIEW

### Global Chemical Industry

The global chemical industry, which supports a wide range of end-use sectors including agriculture, automotive, construction, and consumer goods, operated in a challenging environment during FY 2025-26. The industry was valued at approximately US$5,332.35 billion in 2025 and is projected to reach US$7,585.67 billion by 2030, growing at a CAGR of 7.5%, underscoring its continued importance across global industrial and consumer markets.

During the year, industry growth remained moderate amid subdued demand, regional capacity imbalances, and macroeconomic uncertainty. Recovery trends varied across geographies, with developed markets, particularly Europe, continuing to experience cost pressures and lower industrial activity. Emerging economies, especially in Asia, remained key contributors to incremental demand growth.

The operating environment was further impacted by geopolitical tensions in the Middle East, which affected energy markets and trade routes, resulting in supply chain disruptions and elevated input costs. In addition, higher energy costs, logistics-related challenges, and excess capacity in select markets, particularly in China, continued to put pressure on pricing and margins. In response, industry participants focussed on improving operational efficiency and optimising costs. Companies also strengthened product portfolios, diversified supply chains, and emphasised innovation to enhance competitiveness and support growth.

#### Global Chemicals Production (% year-over-year)

| Real change compared with the previous year | 2025 | 2024 |
|---|---|---|
| World | 3.6% | 4.2% |
| European Union | (2.1%) | 2.2% |
| USA | 1.3% | 0.2% |
| China | 7.0% | 6.8% |
| Emerging markets of Asia, excluding China | 0.7% | 3.0% |
| Japan | (0.8%) | (3.5%) |
| South America | 1.2% | 1.6% |

Source: BASF Report

In 2026, the global chemical industry is expected to operate in a relatively subdued demand environment. Key end-use sectors such as construction, automotive, and consumer goods are likely to witness slower demand trends, while semiconductor-related applications may continue to provide selective growth opportunities.

Industry conditions are also expected to remain affected by excess capacity in products such as polyethene, polypropylene, and other olefins and aromatics. In the absence of improved market visibility and macroeconomic stability, demand recovery may remain gradual, and pricing conditions may continue to be under pressure. Against this backdrop, chemical companies are increasingly prioritising profitability, operational resilience, and long-term business transformation. The industry outlook for 2026 has moderated compared with 2025, with global growth forecast at approximately 2%.

(Source: thebusinessresearchcompany, adi-analytics.com, deloitte,)

## INDIAN CHEMICAL INDUSTRY

India's chemical industry continued to strengthen its position as one of the country's key manufacturing sectors during FY 2025-26. The domestic chemical market is estimated at approximately US$ 300 billion, compared with US$ 250 billion in 2024, supported by resilient domestic consumption, expanding industrial activity, and export opportunities. India remains the sixth-largest chemical producer globally and the third-largest in Asia, supplying products to more than 175 countries.

Production trends remained stable during the year. According to the latest Economic Survey, production of selected major chemicals and petrochemicals increased to 58.6 million metric tonnes in FY 2024-25 from 45.6 million metric tonnes in FY 2015-16, reflecting capacity expansion and industrial growth.

Despite its strong global position, India continues to rely on imports to meet a significant portion of domestic petrochemical demand. This creates opportunities for additional domestic capacity creation. According to the latest CHEMEXCIL Export–Import Statement (February 2026), chemical exports stood at approximately US$ 18.65 billion (9.61 MMT) during April 2025-February 2026. Export volumes increased by 5.04%, although export value declined by 2.48% due to pricing pressures. During the same period, imports remained higher at approximately US$ 26.30 billion (28.86 MMT), with import volumes increasing by 4.84% despite a 1.03% decline in value. The continued trade imbalance highlights the need to strengthen domestic manufacturing and reduce dependence on imported intermediates and feedstocks.

The chemical industry remains an important contributor to India's industrial economy. The sector contributes approximately 7% to India's GDP and accounts for 8.1% of manufacturing Gross Value Added (GVA). Demand growth continues to be supported by urbanisation, rising consumption, infrastructure development, and increasing adoption of specialty chemical solutions.

Looking ahead, India's chemical manufacturing ecosystem is expected to benefit from policy support and supply-chain realignment. Measures such as the Production Linked Incentive (PLI) framework, development of Petroleum, Chemicals and Petrochemicals Investment Regions (PCPIRs), and the broader China+1 sourcing strategy are likely to support investment. India's chemical market is projected to grow at an 8-9% CAGR over the next five to six years, expanding from approximately US$ 155-165 billion to US$ 230-255 billion, reinforcing India's position among the fastest-growing chemical markets globally.

(Source: McKinsey, chemexcil.in/uploads/files/EXPORT-IMPORT_STATEMENT_FEBRUARY_2026.pdf, indiantradeportal, PIB, IBEF)

## GLOBAL SPECIALTY CHEMICAL INDUSTRY

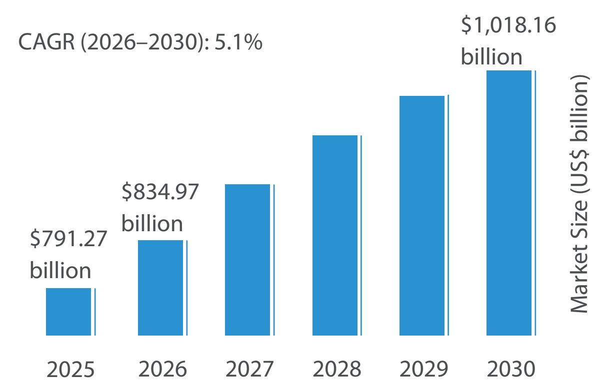
The global specialty chemicals industry remains an important part of industrial value chains, supplying high-performance and application-oriented products across electronics, automotive, agriculture, healthcare, construction, and consumer markets. The specialty chemicals market increased from approximately US$ 791.27 billion in 2025 to US$ 834.97 billion in 2026, reflecting growth of 5.5%. Expansion was driven by broader industrial activity, construction demand, textile processing, agrochemical applications, and rising use of specialty polymers.

Market conditions, however, remained mixed during the year. Geopolitical developments in the Middle East affected feedstock movement and logistics, contributing to cost volatility across the sector. At the same time, demand recovery across end-use industries remained uneven amid a cautious macroeconomic environment.

Against this backdrop, companies prioritised operational discipline and selective investments. Greater emphasis was placed on product mix improvement, higher-value applications, and differentiated offerings. Over the medium term, the specialty chemicals market is projected to reach approximately US$ 1,018.16 billion by 2030, representing a CAGR of 5.1%.

Demand is likely to benefit from developments in electric mobility, semiconductor manufacturing, water treatment, bio-based formulations, personal care products, and advanced construction applications. Environmental considerations are also shaping market direction. The global sustainable specialty chemicals market is projected to reach approximately US$ 140.04 billion by 2032, reflecting regulatory focus and adoption of lower-impact chemical solutions.

**Specialty Chemicals Market Report 2026**




**Growth of Global Specialty Chemical Industry**

(Source: thebusinessresearchcompany)

## INDIAN SPECIALTY CHEMICAL INDUSTRY

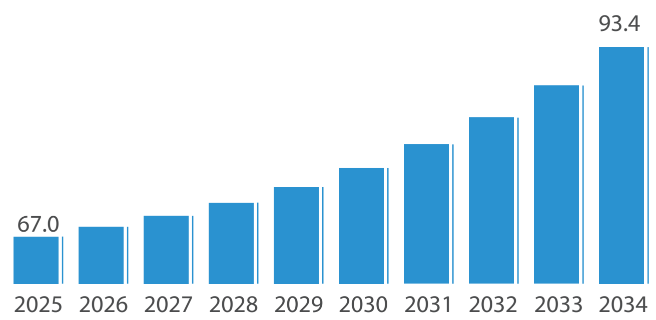
The Indian specialty chemicals industry delivered a mixed performance in FY 2025-26 as market conditions moved towards gradual normalisation following a period of volatility. Pricing pressure remained visible across select segments due to continued imports at competitive prices, particularly from China, affecting margin profiles in certain categories.

Domestic demand trends varied across end-use sectors. Segments such as agrochemicals recorded a gradual improvement, aided by inventory correction and stabilising demand conditions. Export markets also showed initial signs of recovery during the year, although the broader global demand remained measured.

Despite near-term challenges, the long-term outlook for the Indian specialty chemicals sector remains favourable. Structural drivers such as expanding domestic consumption, industrial development, and increasing penetration across agriculture, construction, automotive, and other end-use industries are expected to support market expansion. India's specialty chemicals market was estimated at approximately US$ 67.0 billion in 2025 and is projected to reach US$ 93.4 billion by 2034, registering a CAGR of 3.65% during 2026-2034.

The ongoing China+1 sourcing strategy is also creating opportunities for Indian manufacturers to deepen customer relationships, expand export participation, and enhance their position in international markets. Product innovation and increasing adoption of specialised formulations are expected to further support industry development over the medium term.

**India Specialty Chemicals Market Forecast**
Size, 2025–2034 (US$ billion)




**Growth of the Indian Specialty Chemical Market.**

(Source: IMARC)

## OPPORTUNITIES AND CHALLENGES

**Opportunities**

- **Expanding Manufacturing Capacity**

  India's chemical industry continues to benefit from rising consumption, infrastructure development, and economic activity. Demand across major end-use sectors remained stable in FY 2025-26, supporting opportunities for capacity expansion. Higher investments in manufacturing, particularly across food and nutrition, polymers, and inorganic chemicals, may improve operating efficiency.

- **Growth Across End-Use Industries**

  Demand across automotive, electronics, construction, and healthcare remains an important growth driver for the chemical sector. Increasing application of performance materials and specialised formulations is supporting demand across personal care, pharmaceuticals, agrochemicals, and electronics. The transition towards cleaner technologies, including electric mobility, is also creating new application opportunities.

- **Advancing R&D**

  Emphasis on research, product development, and process improvement is strengthening India's position in specialty chemicals. Industry investments are directed towards developing differentiated products and aligning with evolving customer and regulatory requirements.

- **Opportunities from the EV Ecosystem**

  Growth in electric mobility is creating additional demand for battery-related chemicals and associated materials. Expansion of domestic cell manufacturing and supportive policy initiatives are gradually strengthening India's battery ecosystem. This development presents opportunities for chemical manufacturers to broaden product applications.

- **Strengthening International Market Presence**

  Indian chemical companies are increasing their presence in international markets through application centres, warehousing infrastructure, and distribution networks. Improved market access is enhancing participation across global supply chains.

- **Expanding Capability**

  The evolving global chemical landscape presents opportunities for Indian companies to strengthen capabilities through selective mergers and acquisitions. Access to technology platforms and specialised product portfolios may improve competitive positioning.

**Challenges**

- **Dependence on Imported Raw Materials:**

  Continued reliance on imported raw materials exposes the industry to global price volatility and supply chain disruptions, impacting cost structures and production timelines.

- **Global Competition:**

  Rising competition from regions such as China and the Middle East is exerting pricing pressure and may affect market share for Indian players.

- **Environmental Regulations:**

  Stricter environmental and compliance requirements are raising operating costs, particularly for small and mid-sized companies, and require sustained investments to remain competitive.

- **Infrastructure and Logistics Gaps:**

  Constraints in infrastructure, including port connectivity and power reliability, affect timely distribution.

- **Geopolitical and Trade Disruptions:**

  Ongoing geopolitical tensions, including the West Asia crisis, are impacting trade flows and creating uncertainty in export markets.

(Source: imarcgroup)

## GOVERNMENT INITIATIVES

To support the long-term growth and global competitiveness of the domestic chemical industry, the Government of India has introduced targeted measures.

- **Development of Chemical Parks:**

  The government has announced the establishment of three dedicated chemical parks with a ₹ 600 Crore allocation to promote cluster-based manufacturing and industry competitiveness.

- **Strengthening Domestic Manufacturing:**

  The Budget focusses on strengthening domestic manufacturing capacity to reduce import dependence. It also emphasises self-reliance under the Atmanirbhar Bharat initiative and the development of resilient supply chains.

- **SEZ Policy Relaxation:**

  Relaxation of Special Economic Zone (SEZ) norms, including concessional duty provisions for domestic sales, is expected to support chemical exporters and improve capacity utilisation

- **Customs Duty Rationalisation:**

  The Indian government's decision to grant customs duty exemption on 40 products is valid till June 30, 2026. This aims at easing cost pressures across these downstream industries amid ongoing global supply disruptions.

- **Critical Minerals & Battery Ecosystem:**

  Measures to support critical minerals and the battery ecosystem are expected to boost demand for chemicals used in electric vehicles and advanced materials.

- **Green Energy & Sustainability:**

  The government's continued focus on clean energy and sustainability is encouraging the development and adoption of green and bio-based chemicals.

- **R&D and Biopharma Ecosystem:**

  To support the development of India as a global biopharma manufacturing hub, the Union Budget 2026-2027 introduces a comprehensive framework, Biopharma SHAKTI. The scheme will be launched with an outlay of ₹ 10,000 Crore over the next five years to create an ecosystem, build capacity, and enable clinical research.

- **Infrastructure Investment:**

  Increased capital expenditure of ₹ 12.2 trillion towards infrastructure is expected to improve logistics, transport efficiency and supply chains for the chemical sector.

(Source: pib, reuters)

### Company Overview

Yasho Industries Limited ("Yasho" or "the Company"), established in 1985, is engaged in the manufacture of specialty and fine chemicals for domestic and international markets. Since commencing manufacturing operations in 1993, the Company has developed a diversified product portfolio and established customer relationships across more than 50 countries, including the United States, Europe, Asia and the Middle East. Exports accounted for 62% of revenue in FY 2025-26.

The Company operates across Consumer and Industrial segments and offers more than 150 products. Industrial Chemicals continued to be the primary growth driver during the year. In FY 2025-26, the Industrial segment continued to dominate the Company's business mix, contributing the majority 87% share, while the Consumer segment accounted for 13%.

The Company has established a wholly-owned subsidiary in the United States to strengthen customer engagement and expand its presence in key international markets. Supported by its manufacturing infrastructure, R&D capabilities and customer relationships, Yasho is focussed on expanding its specialty chemical portfolio, improving capacity utilisation and strengthening its position as a global speciality chemical partner.

### Product Category

The company operates through two main product categories:

- Consumer division
- Industrial division

### Consumer Division

**Applications**

- Flavours and fragrances; personal care products, cosmetics and toiletries
- Food antioxidants used as preservatives

### Industrial Division

**Application**

- Tyres, Automobile components, Conveyor belts, Surgical gloves, latex gloves, condoms, balloons
- Hydraulic, turbine, engine & gear oils, metal working fluids & greases
- Stabilisers of acrylics, printing inks/coating, UPR resins and fibre composite resins

## MANUFACTURING FACILITIES

As of March 31, 2026, the Company has 4 manufacturing plants located in Vapi and Pakhajan. During the year, infrastructure was enhanced at Pakhajan by the addition of two manufacturing lines, supporting future volume growth and improved capacity utilisation.

The Company follows globally recognised quality, environmental, and occupational health and safety standards and is certified to ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018 by Bureau Veritas Certification Holding SAS-UK Branch. These certifications support the Company's focus on operational excellence, regulatory compliance and responsible manufacturing practices.

Yasho has also completed product registrations under the REACH framework with the European Chemicals Agency, enabling access to regulated international markets and supporting its export business. The Company holds several national and international certifications, including HALAL, STAR KOSHER, NSF, FAMIQS, FSSC, AGQM, RSPO and FSSAI certifications. These certifications strengthen the Company's ability to serve global customers across multiple end-use industries and reflect its commitment to quality, safety and sustainability.

## RESEARCH & DEVELOPMENT (R&D) FACILITY

Research & Development (R&D) and quality management remain integral to Yasho Industries' growth strategy. The Company continues to invest in scientific capabilities, product development and process innovation to strengthen its specialty chemical portfolio.

The Company's R&D laboratory became fully operational in October 2025 and is supported by a team of more than 50 scientists and research analysts. The facility is focussed on developing new products, introducing new chemistries and improving existing manufacturing processes. The enhanced R&D capabilities are expected to accelerate innovation and strengthen the Company's product portfolio.

Yasho's in-house testing facility is equipped with advanced analytical instruments, including AAS, CHNS Analyser, DSC, FTIR, GC, HPLC, Refractometer and UV Spectrophotometer. These capabilities support product development and enable stringent quality control across the Company's product portfolio. Quality remains a key focus across operations. Robust quality systems and experienced technical teams ensure compliance with regulatory standards and customer requirements while supporting product performance and customer satisfaction.

Through its investments in R&D, product innovation and process development, the Company aims to strengthen its competitive position, expand its specialty chemical portfolio and create long-term value for shareholders.

## PERFORMANCE REVIEW

### Key Financials

(₹ in Lakhs)

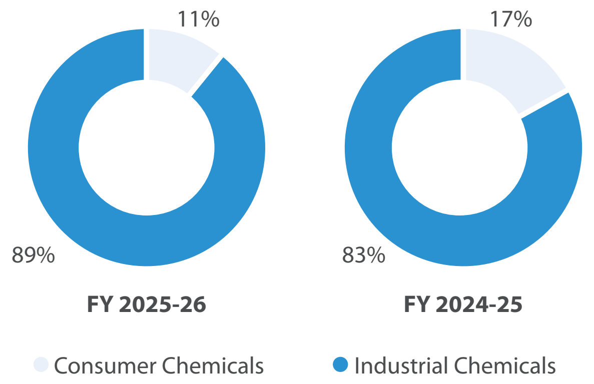
| Particulars | FY 2025-26 | FY 2024-25 | Y-o-Y |
|---|---|---|---|
| Revenue from Operations | 83,003 | 67,564 | 22.85% |
| Other Income | 129 | 187 | (31%) |
| Total Revenue | 83,132 | 67,751 | 23% |
| Total Material Consumed | 50,154 | 39,006 | 29% |
| EBITDA | 14,446 | 11,940 | 20.99% |
| Profit Before Tax (PBT) | 3,397 | 902 | 277% |
| Profit After Tax (PAT) | 2,526 | 611 | 312.74% |

### Variance analysis

Yasho reported a revenue of ₹ 83,003 Lakhs in FY 2025-26, compared to ₹ 67,564 Lakhs in FY 2024-25, reflecting a year-on- year (Y-o-Y) growth of 22.85%. This growth was primarily driven by higher capacity utilisation and improved demand across key markets. Yasho's EBITDA also improved, reaching ₹ 14,446 Lakhs in FY 2025-26, up from ₹ 11,940 Lakhs in FY 2024-25, marking a 20.99% Y-o-Y increase, supported by better operating leverage and product mix optimisation.

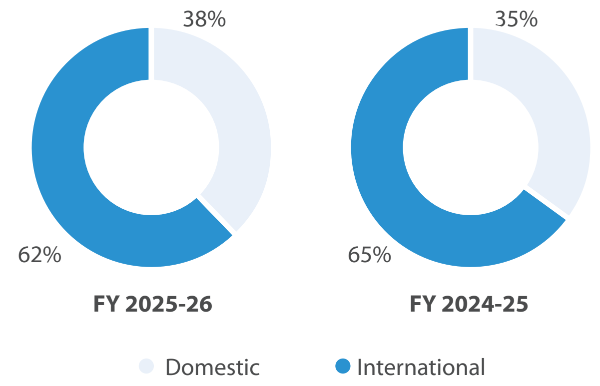
Yasho's PAT increased sharply by 312.74% Y-o-Y to ₹ 2,526 Lakhs in FY 2025-26 from ₹ 611 Lakhs in FY 2024-25. This growth was primarily driven by higher volumes, improved operating performance and margin expansion.

**Category-Wise Revenue Breakup**




Your Company generated 89% of its revenue from the Industrial Chemicals category in FY 2025-26, while Consumer Chemicals contributed 11%.

**Geography-wise Revenue Breakup**




Yasho derived 62% of its revenue from international markets in FY 2025-26, with the remaining 32% coming from domestic sales.

## DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

| Key Ratios | FY 2025-26 | FY 2024-25 | Reason: If changes are more than 25% |
|---|---|---|---|
| Debtors Turnover | 5.01 | 4.94 | - |
| Inventory Turnover | 9.04 | 7.69 | - |
| Interest Coverage Ratio | 1.61 | 1.14 | Has improved due to better Profit margins. |
| Current Ratio | 1.37 | 1.38 | - |
| Debt Equity Ratio | 1.26 | 1.39 | - |
| Operating Profit Margin (%) | 24.84% | 21.70% | - |
| Net Profit Margin (%) | 3.04% | 0.90% | Has improved due to better Profit margins. |
| Return on Net Worth (%) | 5.69% | 1.45% | Has improved due to better Profit margins. |

## FUTURE OUTLOOK

The Company remains focussed on delivering sustainable growth through improved capacity utilisation, product development and customer expansion. A revenue target of approximately ₹ 1,500 Crore by FY 2027-28 is projected, supported by higher utilisation of existing assets, new product introductions, additional capex to support growth, and the commencement of the long-term strategic supply.

The Company expects capacity utilisation levels to improve in FY 2026-27, supported by increasing customer engagement, volume growth and better demand across domestic and international markets. The company expects significant volume growth in FY 2026-27 on account of better customer engagement.

The Company remains focussed on maintaining financial discipline through effective working capital management, cash flow generation and operational efficiencies. Improvement in asset utilisation is expected to support margin expansion and enhance profitability over the medium term.

In international markets, the Company continues to strengthen customer relationships across Europe, the Americas and Asia. While certain European markets remain challenging, increasing customer engagement and geographic diversification are expected to support future growth.

The long-term supply agreement signed in FY 2025-26 with a leading multinational customer is progressing as planned. The project, with an estimated cost of approximately ₹ 85 Crore to ₹ 90 Crore, is fully funded by the customer. As of FY 2025-26, the Company had received customer advances of ₹ 51.4 Crore. Commercial operations are expected to commence in FY 2027-28 and are expected to contribute to future revenue growth.

Despite continuing geopolitical and supply chain uncertainties, the Company remains well-positioned to strengthen its specialty chemical portfolio, expand its global presence and create long-term value for shareholders.



## RISK MANAGEMENT

| Risk Category | Risk | Mitigation |
|---|---|---|
| Business Risk | The Company also operates in highly competitive markets, particularly in certain product categories where global competitors remain aggressive. | The Company follows a structured risk management framework to identify, assess and monitor business risks. Diversified end-use industries, long-standing customer relationships and geographic diversification help reduce business concentration risks. |
| R&D Risk | Research and development remain critical for sustaining growth in the specialty chemicals business. Delays in product development, technology changes or unsuccessful commercialisation may affect future growth. | The Company continues to invest in its R&D capabilities, supported by its fully operational R&D centre and a team of over 50 scientists and research analysts. The focus on new chemistries strengthens the product portfolio. |
| Foreign Currency Risk | The Company is exposed to fluctuations in foreign exchange rates due to its significant export business, which may affect revenues, costs and profitability. | The Company actively monitors foreign exchange exposures and adopts appropriate hedging strategies, including forward contracts and other financial instruments. A diversified customer base across multiple geographies also helps reduce concentration risk. |
| Raw Material and Supply Chain Risk | Volatile raw material prices, supply disruptions and logistics challenges may affect production. Certain raw materials and sulphur-based chemistries continue to experience price volatility and supply challenges. | The Company maintains a diversified supplier base across multiple geographies and develops alternate sourcing arrangements to reduce dependence on any single region. The Company also focusses on domestic sourcing opportunities and maintains inventory levels to support supply continuity. |
| Financial Risk | The Company is exposed to risks arising from foreign exchange movements, interest rate fluctuations and liquidity requirements, which may impact financial performance and cash flows. | Continued focus on working capital management, cash flow generation and financial discipline supports overall financial stability. |
| Project and Capacity Expansion Risk | Delays in project execution and capacity utilisation may affect returns on investment. | The Company undertakes phased capacity expansion and regularly monitors project execution and utilisation levels. Existing infrastructure, customer relationships, and demand visibility support efficient deployment of capital. |

## HUMAN RESOURCES

Yasho recognises that its committed and talented workforce is the key factor in driving sustainable performance and growth. As one of the most critical assets of the Company, its people are responsible for its competitive advantage. Your Company is committed to recruiting and retaining the most relevant and best industry talent. Employees are nurtured, developed, motivated and empowered to boost their skills and performance capabilities.

Your Company continuously seeks to inculcate within its employees a strong sense of business ethics and social responsibility. Relations with employees at all levels remained cordial during the year. Yasho had over 829 employees as of March 31, 2026.

## INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

Your Company has ample internal control procedures commensurate with the business nature and size. Your Company has formed policies, procedures and guidelines as part of the internal control systems. The adequacy of the internal control system encompasses the Company's business processes and financial reporting systems. The management and internal auditors examine the internal controls at regular intervals. The internal auditors conduct audits at regular intervals to recognise the weaknesses and suggest improvements for better functioning. The observations and suggestions of the internal auditors are discussed by the Audit Committee to ensure timely and corrective actions.

## CAUTIONARY STATEMENT

The Management Discussion and Analysis of the company may contain forward-looking information regarding its goals, plans, or projections, but it is important to note that actual results may vary from what is stated. This is because various factors, such as intense competition and economic conditions, affecting demand-supply and price conditions in domestic and international markets are crucial factors that could affect the Company's operations. Government regulations, tax laws, other statutes, and other incidental factors could significantly impact the Company's operations.

# Directors' Report

To
The Members,
**Yasho Industries Limited**

The Board of Directors (the "Board") is pleased to present the **40th (Fortieth) Annual Report** on the performance of your Company together with the **Audited Financial Statements** for the financial year ended **March 31, 2026**.

## FINANCIAL SUMMARY AND HIGHLIGHTS

The Audited Financial Statements of your Company as on March 31, 2026, are prepared in accordance with the relevant applicable Indian Accounting Standards ("Ind AS") and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act").

Key highlights of the financial performance of your Company are summarized below:

(₹ in Lakhs)

| Particulars | Standalone | | Consolidated | |
|---|---|---|---|---|
| | Year Ended March 31, 2026 | Year Ended March 31, 2025 | Year Ended March 31, 2026 | Year Ended March 31, 2025 |
| Revenue from operations | 81,728.61 | 67,984.55 | 83,002.83 | 67,564.08 |
| **Profit before Tax** | **2,898.52** | **833.56** | **3,396.52** | **901.53** |
| Less: Tax Expenses | 750.62 | 231.07 | 870.73 | 291.01 |
| **Profit after tax** | **2,147.90** | **602.49** | **2,525.79** | **610.52** |
| Add: Balance brought forward | 23,705.09 | 23,159.59 | 24,107.39 | 23,553.87 |
| Less: Dividend Paid | 60.29 | 57.00 | 60.29 | 57.00 |
| Net Profit available for appropriation | 25,792.70 | 23,705.09 | 26,572.89 | 24,107.39 |

## STATE OF COMPANY'S AFFAIRS

Discussion on state of your Company's affairs has been covered as part of the Managing Director & CEO's Communique for the year under review.

## TRANSFER TO RESERVES

The Board of Directors has decided to retain the entire amount of profit under Retained Earnings. Accordingly, your Company has decided not to transfer any amount to the General Reserve for the year ended March 31, 2026.

## DIVIDEND

The Board of Directors, at its meeting held on May 18, 2026, has recommended a final dividend of ₹ **0.50/- per equity share** for the year ending March 31, 2026, subject to the approval of the Members at the 40th Annual General Meeting ('**AGM**'). The dividend, if approved by the shareholders, would involve cash outflow of ₹ 60.29 Lakhs.

The dividend payment is based on the parameters outlined in the Company's Dividend Distribution Policy, which is in accordance with Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

## DIVIDEND DISTRIBUTION POLICY

In accordance with Regulation 43A of the SEBI Listing Regulations, the Board of Directors of your Company has adopted a Dividend Distribution Policy which endeavours for fairness, consistency and sustainability while distributing profits to the shareholders. The same is available on your Company's website at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/dividend_distribution_policy.pdf

## INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

In accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (hereinafter referred to as "**IEPF Rules**") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund ("**IEPF**") maintained by the Central Government. Further, according to the IEPF Rules, the shares in respect of which dividend has not been paid or claimed by the Shareholders for 7 (Seven) consecutive years or more are also required to be transferred to the demat account created by the IEPF Authority.

Your Company does not have any unpaid unclaimed dividend or shares relating thereto which are required to be transferred to the IEPF till the date of this Report.

The details of the past unclaimed dividends are available on your Company's website at https://www.yashoindustries.com/unpaid-unclaimed-dividend.html

Your Company has appointed Ms. Rupali Verma, Company Secretary as the Nodal Officer for the purpose of coordination with Investor Education and Protection Fund Authority. Details of the Nodal Officer are available on the website of your Company at https://www.yashoindustries.com/contact-details-for-investor-grievances-iepf-material-eventsrta.html

## SHARE CAPITAL

**a) AUTHORISED SHARE CAPITAL**

As on March 31, 2026, the authorized share capital of your Company was ₹ **15,00,00,000 (Rupees Fifteen Crore only)** consisting of **1,50,00,000 (One Crore Fifty Lakhs)** equity shares of ₹ **10 (Rupees Ten)** each.

**b) PAID UP SHARE CAPITAL**

As on March 31, 2026, the paid-up Equity Share Capital was ₹ **12,05,70,950 (Rupees Twelve Crore Five Lakhs Seventy Thousand Nine Hundred and Fifty Only)** divided into **1,20,57,095 (One Crore Twenty Lakhs Fifty-Seven Thousand Ninety-Five only)** equity shares of ₹ **10/- (Rupees Ten)** each.

During the year under review, the Company has not issued any equity shares with or without differential voting rights.

## LISTING FEES

The equity shares of your Company are listed on both the terminals i.e. BSE Limited (Scrip Code: 541167) and National Stock Exchange of India Limited (Symbol: YASHO).

Further, your Company has paid the requisite Annual Listing Fees to both the exchanges where its securities are listed.

## SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

**a) SUBSIDIARIES**

As of March 31, 2026, your Company has 2 wholly owned overseas subsidiaries. There has been no material change in the nature of the business of the subsidiaries.

Further, a report on the performance and the financial position of each of the subsidiaries for the financial year ended March 31, 2026, as per Section 129(3) of the Act is provided in Form AOC-1 enclosed and marked as "**Annexure – A**" and forms part of this report.

Pursuant to SEBI Listing Regulations, the Policy on determining material subsidiaries is uploaded on your Company's website and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/determination_of_material_subsidiary_policy.pdf

None of the subsidiaries are material subsidiary as per the thresholds laid down under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), as amended from time to time.

Further in accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of your Company and audited accounts of each of its subsidiaries, are available on your Company's website and can be accessed at https://www.yashoindustries.com/annual-reports.html. These documents will also be available for inspection at the registered office of your Company and of the subsidiary companies during business hours on all working days and during the Annual General Meeting.

**b) ASSOCIATE AND JOINT VENTURE COMPANIES**

As of March 31, 2026, your Company does not have any associates and joint venture companies.

## DIRECTORS OR KEY MANAGERIAL PERSONNEL

**a) DIRECTORS**

As of March 31, 2026, your Company's Board had seven members comprising of three Executive Directors and four Independent Directors including one Independent Woman Director. The details of Board and Committee composition, tenure of directors, and other details are available in the Corporate Governance Report, which forms part of this Annual Report. In terms of the requirement of the SEBI Listing Regulations, the Board has identified core skills, expertise, and competencies of the Directors in the context of your Company's business for effective functioning. The key skills, expertise and core competencies of the Board of Directors are detailed in the Corporate Governance Report, which forms part of this Annual Report.

Your Company has laid down a Code of Conduct for all Board Members and Senior Management. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct. The Code of Conduct is placed on the website of your Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/code_of_conduct.pdf

**b) INDEPENDENT DIRECTORS**

Your Company has received the necessary declarations from all the Independent Directors under Section 149(7) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet the criteria of independence 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.

In the opinion of the Board, the Independent Directors fulfil the said conditions of independence. The Independent Directors have also confirmed that they have complied with the Code of Business Conduct & Ethics of your Company. In terms of requirements of the SEBI Listing Regulations, the Board has identified core skills, expertise and competencies of the Directors in the context of the Company's businesses for effective functioning, which are detailed in the Report on Corporate Governance.

Further, in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of your Company have confirmed that they have registered themselves with the databank maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, the Independent Directors are independent of the management, possess the requisite integrity, experience, expertise, proficiency, and qualifications. The details of remuneration paid to the members of the Board of Directors and its Committees are provided in the Report on Corporate Governance.

c) **RE-APPOINTMENT**

Dr. Prakash Bhate (DIN: 08739162) was appointed as an Independent Director on the Board of your Company pursuant to the provisions of Section 149 of the Act read with Companies (Appointment and Qualification of Directors) Rules, 2014. His first term of 5 (five) years commenced on May 19, 2020, and concluded on May 18, 2025. Based on the performance evaluation of Independent Directors, the Nomination and Remuneration Committee recommended his re-appointment for a second term of five years, ending on May 18, 2030, subject to shareholders' approval. The shareholders approved his re-appointment by passing a resolution through postal ballot on July 28, 2025.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, Mr. Yayesh Jhaveri (DIN: 01257668), retires by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment.

The Nomination and Remuneration Committee, at its meeting held on May 18, 2026, on the basis of the performance evaluation and taking into account the external business environment, business knowledge, acumen, expertise, experience and substantial contribution made by Mr. Ullal Ravindra Bhat and Mr. Anurag Surana during their tenure, recommended to the Board that their continued association as Independent Directors of the Company would be beneficial to the Company. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on May 18, 2026, approved and recommended to the Members their re-appointment as under:

(1) Mr. Ullal Ravindra Bhat (DIN: 00008425) as Non-Executive (Independent) Director for a second term of five consecutive years commencing from September 14, 2026, up to September 13, 2031 (both days inclusive), not liable to retire by rotation.

(2) Mr. Anurag Surana (DIN: 00006665) as Non-Executive (Independent) Director for a second term commencing from October 1, 2026, up to September 30, 2031 (both days inclusive), not liable to retire by rotation.

In the opinion of the Board, Mr. Ullal Ravindra Bhat and Mr. Anurag Surana, fulfil the conditions for re-appointment as Independent Directors as specified in the Act and the SEBI Listing Regulations and are independent of the management.

Mr. Ullal Ravindra Bhat and Mr. Anurag Surana have consented and are not disqualified from being re-appointed as an Independent Director in terms of Section 164 of the Act read with applicable rules made thereunder. They are not debarred from holding the office of Director by virtue of any order issued by SEBI or any other such authority. The Company has received declarations from Mr. Ullal Ravindra Bhat and Mr. Anurag Surana stating that they meet the criteria of independence as prescribed under sub-section (6) of section 149 of the Act and the SEBI Listing Regulations.

Your Board recommends the re-appointment of the aforesaid Directors. Additional information of the Directors recommended for re-appointment, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, at the ensuing Annual General Meeting, is set out in the Notice convening the Annual General Meeting.

d) **KEY MANAGERIAL PERSONNEL (KMP)**

There were no changes in the Key Managerial Personnel of your Company during the financial year under review.

## FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Your Company has developed a robust familiarisation process for the newly appointed Directors with respect to their roles and responsibilities, way ahead of the prescription of the regulatory provisions. The process has been aligned with the requirements under the Act and other related regulations. This process inter alia includes providing an overview of the chemical industry, the Company's business model, the risks and opportunities, strategy sessions, innovation, sustainability measures, digitisation measures etc.

The details of the familiarisation programme are also available on your Company's website at https://www.yashoindustries.com/familiarization-programme-of-id.html

In summary, through above meetings, members of the Board get a comprehensive and balanced perspective on the strategic issues facing the Company, the competitive differentiation being pursued by the Company, and an overview of the execution plan. In addition, this event allows the members of the Board to interact closely with the senior leadership of the Company.

## BOARD EVALUATION

**Formal Annual Evaluation**

In compliance with the Act and Regulation 17 and other applicable provisions of the Listing Regulations, the performance evaluation of the Board, its committees and of the Directors was carried out during the year under review.

**Manner of effective evaluation**

Your Company has laid down evaluation criteria separately for the Board, its Committees, and the Directors in the form of a questionnaire.

**Evaluation of Directors**

The criteria for evaluation of Directors include parameters such as attendance, acquaintance with business, communication inter se between board members, effective participation, domain knowledge, compliance with code of conduct, focus on core values, vision, and mission etc.

**Evaluation of Board and its Committees**

The criteria for evaluation of Board include whether Board meetings were held in time, all items which were required as per law to be placed before the Board were placed or not, whether the same have been discussed and appropriate decisions were taken, adherence to legally prescribed composition and procedures, timely induction of additional/ women Directors and replacement of Board members/Committee members, whenever required, and whether the Board facilitates the independent directors to perform their role effectively.

The criteria for evaluation of Committee include taking up roles and functions as per its terms of reference, independence of the Committee, whether the Committee has sought necessary clarifications, information and explanations from management, internal and external auditors etc.

Based on such criteria, the performance evaluation of the Independent Directors was carried out by the entire Board, excluding Directors being evaluated. Independent Directors were evaluated based on parameters, such as, qualifications, experience, knowledge and competence.

The performance evaluation of Chairman, Executive and Non-Executive Directors were carried out by the Independent Directors who also reviewed the performance of the Board as a whole in their meeting held on February 12, 2026.

The Directors expressed their satisfaction with the evaluation process. Performance evaluation of the Board, its various Committees and directors including Independent Directors was found satisfactory.

## 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

Your Company has in place a policy for remuneration of Directors and KMP as well as well-defined criteria for the selection of candidates for the said positions, which has been approved by the Board. The Policy broadly lays down the guiding principles, philosophy, and the basis for payment of remuneration to the Executive and Non-Executive Directors (by way of sitting fees and commission) and KMP.

The criteria for the selection of candidates for the above positions cover various factors and attributes, which are considered by the Nomination & Remuneration Committee and the Board of Directors while selecting candidates. The policy on remuneration of Directors and KMP is available at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/nomination_and_remuneration_policy.pdf

Your Company recognizes and embraces the importance of a diverse board in its success. The Board has formulated and adopted the policy on the 'Diversity of the Board'. The details of the same are available at the website of your Company and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/board_diversity_policy-new.pdf

## NUMBER OF MEETINGS OF THE BOARD

The Board met Four (4) times during the year under review. The details of which are given in the Corporate Governance Report forming part of the Annual Report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134(3)(c) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

i. In the preparation of the annual accounts for the financial year ended March 31, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures;

ii. The directors 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 as at March 31, 2026, and of the profit and loss of the company for that period;

iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

iv. the Annual Accounts have been prepared on a going concern basis;

v. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operate effectively; and

vi. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## COMMITTEES OF THE BOARD

The Board of Directors has constituted the following Committees:

a) Audit Committee

b) Nomination and Remuneration Committee

c) Stakeholders' Relationship Committee

d) Corporate Social Responsibility Committee

e) Risk Management Committee

Details of all the committees such as terms of reference, composition, and meetings held during the year under review are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

## ANNUAL RETURN

Pursuant to section 92(3) and section 134(3)(a) of the Act, read with rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (MGT-7) as on March 31, 2026, is made available on the website of your Company and can be accessed at https://www.yashoindustries.com/annual-returns.html

## PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

In line with the requirements of the Companies Act, 2013 ('the Act') and SEBI Listing Regulations, as amended from time to time, your Company has formulated a Policy on Related Party Transactions ('RPT Policy') for identifying, reviewing, approving and monitoring of Related Party Transactions and the same is available on your Company's website and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/policy_on_materiality_of_related_party_transactions2026.pdf

All related party transactions entered into during FY 2025-26 were on an arm's length basis and in the ordinary course of business and were reviewed and approved by the Audit Committee. With a view to ensuring continuity of day-to-day operations, omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and on an arm's length basis. A statement giving details of all related party transactions entered pursuant to the omnibus approval so granted is placed before the Audit Committee on a quarterly basis for its review.

Your Company has not entered into any material contract or arrangement with related parties during the year under review. Therefore, there is no requirement to report any transaction in Form AOC-2 in terms of Section 188 and 134 of the Act, read with Rule 8 of the Companies (Accounts) Rule, 2014.

Further, in terms of Regulation 23 of the SEBI Listing Regulations, the Company submits details of related party transactions on a consolidated basis as per the specified format to the stock exchanges on a half-yearly basis.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as set out in the notes to the accompanying financial statements of your Company.

## DEPOSITS

Your Company has not accepted any deposits from the public and, accordingly, no amount on account of principal or interest on public deposits was outstanding as on March 31, 2026.

## INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company's internal control systems are commensurate with the nature of its business, and the size and complexity of its operations and such internal financial controls concerning the Financial Statements are adequate.

Further, the Statutory Auditors have expressed an unmodified opinion on the adequacy and operating effectiveness of your Company's internal financial controls.

## PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in "**Annexure B**" to this Report.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has adopted a Whistle Blower Policy and established the necessary vigil mechanism for directors and employees in accordance with Section 177 of the Act and Regulation 22 of the SEBI Listing Regulations, to facilitate reporting of genuine concerns regarding unethical or improper activities without fear of retaliation. Your Company provides adequate safeguards against victimisation of persons who use this mechanism. Such persons have direct access to the Chairman of the Audit Committee, where appropriate. During the year under review, no complaints were received under the Whistle Blower Policy.



The Whistle Blower Policy has been posted on the website of your Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/vigil_mechanism_policy.pdf

## PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('POSH Act') and Rules made thereunder, the Company has formed an Internal Committee ('IC') for its workplaces to address complaints pertaining to sexual harassment in accordance with the POSH Act. Your Company has a detailed Policy for Prevention of Sexual Harassment at Workplace, which ensures a free and fair enquiry process with clear timelines for resolution.

The Policy is uploaded on the website of your Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/policy_on_prevention_of_sexual_harrasment_at_workplace.pdf

During the year under review, the details of complaints pertaining to sexual harassment received are as follows:

1. No. of complaints of sexual harassment received in the year: **Nil**
2. No. of complaints disposed off during the year: **Nil**
3. No. of cases pending for more than ninety days: **Nil**

## COMPLIANCE WITH MATERNITY BENEFIT ACT, 1961

Your Directors further state that, during the financial year 2025-26, your Company complied with the provisions of the Maternity Benefit Act, 1961.

## RISK MANAGEMENT

Your Company has constituted a Risk Management Committee and adopted a duly approved Risk Management Policy to identify risks, undertake risk analysis, and implement risk mitigation measures. The same is available on the website of your Company and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/risk_management_policy.pdf

Risk Management plays a key role in business strategy and planning. The same has been extensively covered in the Management Discussion and Analysis forming part of the Annual Report.

## CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted a CSR Committee in accordance with Section 135 of the Act.

The Corporate Social Responsibility ('CSR') activities of your Company are governed by the Corporate Social Responsibility Policy ('CSR Policy') approved by the Board. Under its CSR initiatives, your Company mainly focuses on education, preventive healthcare, and rural development. These projects are undertaken in accordance with Schedule VII of the Act and the Company's CSR Policy. The report on CSR activities, as required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, is annexed as "**Annexure C**" and forms an integral part of this Report.

Further, the CSR policy is available on the website of your Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/corporate_social_responsibility_policy-new.pdf

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of your Company, as required under the Listing Regulations is provided in a separate section and forms an integral part of this Report.

## REPORT ON CORPORATE GOVERNANCE

As per Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Report on Corporate Governance is included in the Annual Report, together with a certificate received from the Practicing Company Secretaries confirming compliance annexed as "**Annexure D**".

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING:

As per Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on Business Responsibility and Sustainability Reporting forms part of this Annual Report and is annexed as "**Annexure E**".

## SECRETARIAL STANDARDS

During the year under review, your Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

## STATUTORY AUDITOR & AUDIT REPORT

Pursuant to Section 139 of the Companies Act, 2013, M/s. Gokhale & Sathe, Chartered Accountants (FRN: 103264W), were appointed as the Statutory Auditors of the Company for their first term of 5 (Five) year at the 38th Annual General Meeting held on August 02, 2024, to hold office until the conclusion of the 43rd Annual General Meeting to be held in the year 2029.

The Statutory Auditors have confirmed that their appointment is within the limits prescribed under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified from continuing as Statutory Auditors of the Company within the meaning of Section 141 of the Act and the Rules made thereunder.

The Auditors' Report for the Financial Year 2025-26 is unmodified and does not contain any qualification, reservation, adverse remark, or disclaimer. The observations and comments, if any, in the Auditors' Report, read together with the relevant Notes to the Financial Statements, are self-explanatory and do not call for any further explanation or comments by the Board under Section 134(3)(f) of the Act.

## COST AUDITOR

As per the requirements of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is required to maintain cost accounting records and have them audited every year.

The Board of Directors, on the recommendations of the Audit Committee, has approved the appointment of Mr. Kaushal Joshi, Cost Accountant (Registration No. 40592), as Cost Auditor of your Company for the financial year 2026-27, under section 148 of the Companies Act, 2013.

The remuneration payable to the Cost Auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a resolution seeking the Members' ratification for the remuneration payable to Mr. Kaushal Joshi, Cost Accountant, is included in Item No. 04 of the notice convening the Annual General Meeting.

The cost accounts and records as required to be maintained under section 148(1) of the Act are duly made and maintained by your Company.

## SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Act and the rules made thereunder, your Company has appointed Dhrumil M. Shah & Co. LLP, Company Secretaries in Practice, to undertake the Secretarial Audit of your Company. The Secretarial Audit Report is annexed as "**Annexure F**" and forms an integral part of this Report.

Further, pursuant to the amended Regulation 24A of the SEBI Listing Regulations, Dhrumil M. Shah & Co. LLP, Company Secretaries in Practice (Peer Review Number: 6459/2025), has been appointed as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30, subject to shareholders' approval at the AGM. Dhrumil M. Shah & Co. LLP has confirmed that it is not disqualified from being appointed as the Secretarial Auditor and is eligible to hold office as the Secretarial Auditor of your Company.

## REPORTING OF FRAUD

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in your Company by its officers or employees to the Audit Committee under Section 143(12) of the Act, details of which need to be mentioned in this Report.

## RECLASSIFICATION OF SHAREHOLDERS FORMING PART OF THE PROMOTER GROUP

The Company had received a request from Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF, forming part of the Promoter Group, for reclassification of their status from "Promoter Group" to "Public" shareholder under Regulation 31A of the SEBI Listing Regulations.

The Board of Directors, at its meeting held on November 06, 2025, approved the said request, subject to approval of the Stock Exchanges and the Members of the Company. The Company received No-Objection letters from The BSE Limited and National Stock Exchange of India Limited on December 12, 2025.

The Members approved the reclassification by way of an Ordinary Resolution by voting through Postal Ballot on February 06, 2026. Accordingly, Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF stand reclassified as a "Public" shareholder with effect from February 06, 2026.

The Company continues to comply with the minimum public shareholding requirements under Regulation 31A of the SEBI Listing Regulations and all other applicable regulatory provisions.

## CREDIT RATINGS

The following rating has been assigned / affirmed to the Company for its bank loan facilities vide the latest credit rating obtained by the Company dated March 04, 2026:

| Instrument Description | Maturity Date | Size of Issue (million) | Rating Assigned along with Outlook/Watch | Rating Action |
|---|---|---|---|---|
| Bank loan facilities | - | INR 4,170.06 | IND BBB+/ Positive/IND A2+ | Affirmed; Off Rating Watch |

The above rating reflects the latest rating action by India Ratings & Research Private Limited in respect of the Company's bank loan facilities.

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

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as required to be disclosed pursuant to the provisions of Section 134 of the Act read with the Companies (Accounts) Rules, 2014 are provided in "**Annexure G**" forming part of this Report.

## MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes or commitments affecting the financial position of the Company which occurred between the end of the financial year of the Company, i.e., March 31, 2026, and the date of this Directors' Report.

## 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 were no such significant and material orders passed by regulators, courts or tribunals impacting the going concern status of the Company or its future operations.

## CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of the business of the Company during the year under review.



## THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

As on the date of this Report, there is no application or proceeding pending against your Company under the Insolvency and Bankruptcy Code, 2016.

## THE DETAILS OF DIFFERENCE BETWEEN THE AMOUNT OF VALUATION AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE AT THE TIME OF TAKING A LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the financial year 2025-26, the Company did not enter into any one-time settlement with any bank or financial institution.

## OTHER DISCLOSURE

During the Financial Year under review:

1. The Company has not issued Equity Shares with differential rights as to dividend, voting or otherwise, pursuant to the provisions of Section 43 of the Act and Rules made thereunder.
2. The Company has not issued any Sweat Equity Shares to its Directors or employees.
3. No Director of the Company is in receipt of any remuneration or commission from its subsidiaries.
4. There was no revision of the financial statements of the Company.
5. The Company has not made any provision of money or has not provided any loan to the employees of the Company for purchase of shares of the Company, pursuant to the provisions of Section 67 of the Act and Rules made thereunder.
6. During the year under review the Company's securities were not suspended.

## CAUTIONARY STATEMENT

Statements in the Directors' Report and the Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in such statements. Important factors that could influence the Company's operations include global and domestic demand and supply conditions, business policies, changes in government regulations and tax laws, the overall economic growth rate, and economic developments within India and the countries in which the Company conducts business.

## ACKNOWLEDGMENTS

Your Directors wish to place on record their sincere gratitude and appreciation for the contribution made by the employees at all levels through their hard work, support and dedication to the Company.

Your Directors thank the Government of India and the Governments of Gujarat and Maharashtra for their co-operation and appreciate the relaxations provided by various regulatory authorities to facilitate ease of compliance with the provisions of law.

Your Directors also wish to thank employees, customers, business associates, suppliers, investors and bankers for their continued support and the faith reposed in the Company.

For **Yasho Industries Limited**

**Vinod Harilal Jhaveri**
(Chairman & Executive Director)
DIN: 01655692

Place: Mumbai
Date: May 18, 2026

## ANNEXURE A
## FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures**

### PART "A": SUBSIDIARIES

₹ in Lakhs

| Sl. No. | Particulars | Name of the subsidiary: Yasho Industries Europe B.V | Yasho Inc. |
|---|---|---|---|
| 1 | CIN/ Any Other Registeration No. of subsidiary company | CCI number 83240071 | EIN 30-1371079 |
| 2 | Provision pursuant to which the Company has become Subsidiary | 2 (87) (ii) | 2 (87) (ii) |
| 3 | Date since when the subsidiary was acquired | June 29, 2021 | August 28, 2023 |
| 4 | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | April 01, 2025 to March 31, 2026 | |
| 5 | Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries | EUR = ₹ 109.0064 | USD = ₹ 94.6543 |
| 6 | Share capital | 456.51 | 130.74 |
| 7 | Reserves & surplus | 707.93 | 111.62 |
| 8 | Total assets | 3,152.59 | 1,823.44 |
| 9 | Total Liabilities | 1,988.15 | 1,581.08 |
| 10 | Investments | - | - |
| 11 | Turnover | 3,269.93 | 2,127.08 |
| 12 | Profit before taxation | 478.29 | 175.07 |
| 13 | Provision for taxation | 63.85 | 56.26 |
| 14 | Profit after taxation | 414.43 | 118.81 |
| 15 | Proposed Dividend | - | - |
| 16 | Extent of shareholding (in percentage) | 100.00% | 100.00% |

**Notes:**

1 Names of subsidiaries which are yet to commence operations: None

2 Names of subsidiaries which have been liquidated or sold during the year: None

3 The financial statements of subsidiaries are converted into Indian Rupees on the basis of exchange rate as on closing day of the financial year.

### Part "B": Associates and Joint Ventures:

Not Applicable

For and on behalf of the board
For **Yasho Industries Limited**

**Vinod Harilal Jhaveri**
(Chairman & Executive Director)
DIN: 01655692

Place: Mumbai
Date: May 18, 2026



## ANNEXURE B
## STATEMENT OF DISCLOSURE OF REMUNERATION

Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**(i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year**

| Sl. No. | Name of the Director | Ratio of remuneration to the median remuneration of the employees |
|---|---|---|
| 1 | Mr. Vinod Jhaveri | 45.15 : 1 |
| 2 | Mr. Parag Jhaveri | 60.44 : 1 |
| 3 | Mr. Yayesh Jhaveri | 46.61 : 1 |
| 4 | Mr. U R Bhat | NA |
| 5 | Mrs. Sudha Navandar | NA |
| 6 | Dr. Prakash Bhate | NA |
| 7 | Mr. Anurag Surana | NA |

**(ii) The percentage increase in remuneration of each director, CFO, CEO, Company Secretary or Manager, if any, in the financial year**

| Sl. No. | Name of the Directors, KMP | % Increase over last F.Y. |
|---|---|---|
| 1 | Mr. Vinod Jhaveri | 3.62% |
| 2 | Mr. Parag Jhaveri | 0.07% |
| 3 | Mr. Yayesh Jhaveri | -0.10% |
| 4 | Mr. U R Bhat | NA |
| 5 | Mrs. Sudha Navandar | NA |
| 6 | Dr. Prakash Bhate | NA |
| 7 | Mr. Anurag Surana | NA |
| 8 | Mr. Chirag Shah- CFO | NA |
| 9 | Ms. Rupali Verma- CS | NA |

**(iii) The percentage increase in the median remuneration of employees in the financial year**

During FY 2025-26, the percentage increase in the median remuneration of employees as compared to previous year was approximately 21%

**(iv) The number of permanent employees on the payroll of the Company**

During the year under review total number of permanent employees on payroll of the Company are 829.

**(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration**

Average increase in remuneration is 21% for Employees other than Managerial Personnel and 1.05% for Managerial Personnel.

**(vi) Statement Pursuant To Rule 5(2) & (3) Of Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014**

| Sr. no. | Name Of Employee | Designation | Remuneration Received (per annum) | Qualifications And Experience | Date of Joining | Age | The Last Employment Held | The Percentage Of Equity Shares Held (Including spouse and dependent children) | Relation with any of the director or manager of the company, if any: |
|---|---|---|---|---|---|---|---|---|---|
| 1 | Mr. Dishit Jhaveri | Chief Technology Officer | ₹ 150 lakhs | Master of Science in Chemistry | April 1, 2019 | 31 years | NA | 3.78% | Mr. Dishit Jhaveri is son of Mr. Parag Jhaveri |

**(vii) Affirmation that the remuneration is as per the remuneration policy of the Company**

It is affirmed that the remuneration is as per the Nomination and Remuneration Policy of the Company

## ANNEXURE C
## ANNUAL REPORT ON CSR ACTIVITIES

### 1 BRIEF OUTLINE ON CSR POLICY OF THE COMPANY.

As a responsible organisation, we always strive to be a socially responsible Company and strongly believe in development which make positive change in the society and is beneficial for the society at large.

We as a conscientious corporate citizen, recognises the corporate social responsibility to address some of India's most challenging issues relating to education, health, equality and development of the weaker section of the society. In order to further this objectives, the Company has adopted a Policy on Corporate Social Responsibility (CSR Policy).

### 2 COMPOSITION OF CSR COMMITTEE:

| Sl. 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 | Mr. Parag Jhaveri | Chairman, Managing Director & CEO | 2 | 2 |
| 2 | Mr. Vinod Jhaveri | Member, Executive Director | 2 | 2 |
| 3 | Mr. Yayesh Jhaveri | Member, Whole Time Director | 2 | 2 |
| 4 | Mr. Prakash Bhate | Member, Non- Executive Independent Director | 2 | 2 |
| 5 | Mr. Anurag Surana | Member, Non- Executive Independent Director | 2 | 2 |

### 3 PROVIDE THE WEB-LINK(S) WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY.

CSR COMMITTEE : https://www.yashoindustries.com/board-of-directors--committee.html

APPROVED CSR PROJECTS : https://www.yashoindustries.com/csr-action-plan.html

CSR POLICY : https://www.yashoindustries.com/uploads/7/9/4/9/7949862/corporate_social_responsibility_policy-new.pdf

### 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**

| | | |
|---|---|---|
| (a) | Average net profit of the company as per sub-section (5) of section 135 | ₹ 5,756.71 Lakhs |
| (b) | Two percent of average net profit of the company as per sub-section (5) of section 135 | ₹ 115.13 Lakhs |
| (c) | Surplus arising out of the CSR Projects or programmes or activities of the previous financial years | Nil |
| (d) | Amount required to be set-off for the financial year, if any | Nil |
| (e) | Total CSR obligation for the financial year [(b)+(c)-(d)] | ₹ 228.27 Lakhs* |

*This comprise of current years obligation amounting to ₹ 115.13 Lakhs and Previous Years unspent obligation amounting to ₹ 113 Lakhs and ₹ 0.14 Lakhs

**6**

| | | |
|---|---|---|
| (a) | Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) | ₹ 65.32 Lakhs |
| (b) | Amount spent in Administrative Overheads | Nil |
| (c) | Amount spent on Impact Assessment, if applicable | Nil |
| (d) | Total amount spent for the Financial Year [(a)+(b)+(c)] | ₹ 65.32 Lakhs |
| (e) | CSR amount spent or unspent for the Financial Year | |

| Total Amount Spent for the Financial Year. (₹ In Lakhs) | Amount Unspent (₹ In Lakhs) | | | | |
|---|---|---|---|---|---|
| | Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135 | | Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135 | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| ₹ 65.32 Lakhs | ₹ 115.20 Lakhs | April 29, 2026 | Not applicable | | |

(f) Excess amount for set off, if any:

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

### 7 DETAILS OF UNSPENT CORPORATE SOCIAL RESPONSIBILITY AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS:

| Sl. No | Preceding Financial Year(s). | Amount transferred to Unspent CSR Account under subsection (6) of section 135 (in ₹) | Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹) | Amount Spent in the Financial Year (in ₹) | Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any | | Amount remaining to be spent in succeeding Financial Years (in ₹) | Deficiency, if any |
|---|---|---|---|---|---|---|---|---|
| | | | | | Amount (in ₹) | Date of transfer | | |
| 1 | FY 2024-25 | ₹ 113 Lakhs | ₹ 47.92 Lakhs | ₹ 65.08 Lakhs | NA | | ₹ 47.92 Lakhs | - |
| 2 | FY 2023-24 | ₹ 12 Lakhs | Nil | ₹ 0.14 Lakhs | NA | | Nil | - |

### 8 WHETHER ANY CAPITAL ASSET HAVE BEEN CREATED OR ACQUIRED THROUGH CORPORATE SOCIAL RESPONSIBILITY AMOUNT SPENT IN THE FINANCIAL YEAR:

No Capital Asset has been created or aquired by the Company.

### 9 SPECIFY THE REASON (S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SECTION 135 (5)

During the year under review, the Company had identified a new school development project at Pakhajan based on a formal request received from the said school in this regard. Further the necessary approvals have been received for the said project at Pakhajan by the Company after March 31, 2026.

Accordingly, as per the provisions of Section 135(6) of the Companies Act, 2013, the Company has opened a separate bank account and had transferred unspent CSR obligation as mentioned above.

For and on behalf of the board
For **Yasho Industries Limited**

Place : Mumbai
Date : May 18, 2026

**Parag Jhaveri**
(Chairman Csr Committee & Managing Director)
Din: 01257685

## ANNEXURE D

# Report on Corporate Governance

(Pursuant to Regulation 34(3) read with Schedule V of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended)

The Board of Directors of **Yasho Industries Limited** ("the Company") is pleased to present the Report on Corporate Governance for the financial year ended **March 31, 2026**, in compliance with the provisions of Regulation 34(3) read with Schedule V and Regulations 17 to 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time.

### 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's Corporate Governance philosophy is founded on a commitment to uphold the highest standards of transparency, fairness, accountability, and equity in all facets of its operations and interactions. The cornerstone of this philosophy lies in ensuring long-term value creation for all stakeholders—shareholders, employees, customers, suppliers, and society at large.

The Board periodically reviews the Company's governance practices to ensure alignment with the evolving regulatory framework and stakeholder expectations.

Yasho Industries Limited believes that good governance is integral to its business strategy & performance and is not merely a matter of regulatory compliance. The Company embraces the spirit of Corporate Governance as outlined in Regulations 17 to 27 and other applicable provisions of the Listing Regulations.

Key principles that guide the Company's Corporate Governance framework include:

- Transparent and timely disclosure of material information
- Ethical and responsible decision-making
- Effective supervision and accountability
- Compliance with applicable laws, regulations, and guidelines
- Protection of shareholders' rights and equitable treatment

The Company strives to continuously improve its governance practices by adopting evolving global standards and best practices, ensuring a sound and sustainable corporate governance environment that fosters trust and integrity.

### 2. BOARD OF DIRECTORS

The Board of Directors of the Company comprises individuals with extensive industry knowledge and experience across various sectors, who provide strategic direction and guidance to the Company. As on **March 31, 2026**, the Board consists of **7 (Seven)** Directors, representing an optimal combination of **Executive and Non-Executive/Independent Directors**, including a **Woman Director**, in line with the provisions of the Companies Act, 2013 ("the Act") and the SEBI Listing Regulations.

**A. Composition of the Board and Other Directorships**

The composition of the Board, along with details regarding attendance at Board meetings and the Annual General Meeting (AGM), and the number of other directorships and committee positions held (excluding those in Yasho Industries Limited), is given below:

| Name | Category | Board Meetings Held | Board Meetings Attended | Attendance at last AGM | As on March 31, 2026 (Excluding position in the Company) | | |
|---|---|---|---|---|---|---|---|
| | | | | | No. of Directorships | Committee | |
| | | | | | | Chairmanship | Membership |
| Mr. Vinod Jhaveri | C/P/ED | 4 | 4 | Yes | - | - | - |
| Mr. Parag Jhaveri | MD/P/ED | 4 | 4 | Yes | - | - | - |
| Mr. Yayesh Jhaveri | WTD/P/ED | 4 | 4 | Yes | - | - | - |
| Mr. Ullal Ravindra Bhat | I/NED | 4 | 4 | Yes | 1 | 1 | - |
| Mr. Anurag Surana | I/NED | 4 | 4 | Yes | 3 | - | 5 |
| Dr. Prakash Bhate | I/NED | 4 | 3 | Yes | - | - | - |
| Mrs. Sudha Navandar | I/NED | 4 | 3 | Yes | 6 | 3 | 3 |

**Notes:**

1. C – Chairman, P – Promoter, I – Independent Director, MD- Managing Director, NED – Non-Executive Director, ED – Executive Director, WTD- Whole Time Director
2. Committee positions include only **Audit Committee and Stakeholders' Relationship Committee** in public limited Indian companies as per Regulation 26 of the Listing Regulations.
3. Directorships exclude positions in **private limited companies, foreign companies**, and **companies under Section 8** of the Companies Act, 2013.
4. The Board confirms compliance with Regulation 17A of the SEBI Listing Regulations:
   a. No Director holds directorships in more than 20 companies, or more than 10 public companies.
   b. No Independent Director serves on more than 7 listed companies.
   c. No Director is a member in more than 10 committees or Chairperson of more than 5 committees.

Except for **Mr. Vinod Harilal Jhaveri, Mr. Parag Vinod Jhaveri and Mr. Yayesh Vinod Jhaveri**, none of the Directors are related to each other inter-se within the meaning of the Companies Act, 2013 and the SEBI Listing Regulations.

**B. Directorships in Listed Entities Other Than Yasho Industries Limited:**

| Sr. No. | Name of the Director | Name of the Listed Entity | Category of Directorship |
|---|---|---|---|
| 1 | Mr. Vinod Jhaveri | Not Applicable | Not Applicable |
| 2 | Mr. Parag Jhaveri | Not Applicable | Not Applicable |
| 3 | Mr. Yayesh Jhaveri | Not Applicable | Not Applicable |
| 4 | Mr. Ullal Ravindra Bhat | Speciality Restaurants Limited | Non-Executive Independent Director |
| 5 | Mr. Anurag Surana | • Privi Specialty Chemical Limited<br>• DCM Shriram Industries Limited | Non-Executive Independent Director |
| | | • Neogen Chemicals Limited | Non-Executive - Non Independent Director |
| 6 | Dr. Prakash Bhate | Not Applicable | Not Applicable |
| 7 | Mrs. Sudha Navandar | • Tribhovandas Bhimji Zaveri Limited.<br>• Patel Engineering Limited<br>• Sudarshan Chemical Industries Limited<br>• Anand Rathi Share and Stock Brokers Limited<br>• Sudarshan Colorants India Limited | Non-Executive Independent Director |

**C. Meetings of the Board of Directors**

During the Financial Year 2025-26, the Board met Four (4) times on the following dates: **May 02, 2025; July 30, 2025; November 06, 2025; and February 12, 2026.**

- The agenda for Board Meetings was circulated in advance, and the information placed before the Board was adequate and meaningful to enable informed decision-making
- The **quorum was present** at all meetings.
- The **time gap between any two consecutive meetings did not exceed 120 days,** as required under the Act and Listing Regulations.

**D. Separate Meeting of Independent Directors**

In accordance with Regulation 25(3) of the Listing Regulations and Schedule IV of the Companies Act, 2013, a **separate meeting of the Independent Directors** was held on **February 12, 2026,** without the presence of Non-Independent Directors and members of management, in compliance with Regulation 25(3) of the Listing Regulations and Schedule IV of the Act.

At this meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors and the Board as a whole;
- Assessed the performance of the Chairman of the Company, taking into account the views of Executive and Non-Executive Directors; and
- Evaluated the quality, quantity, and timeliness of information flow between the Company's management and the Board for effective decision-making.

**All Independent Directors were present** at the meeting.

**E. Number of shares held by the Directors.**

| Sr. No. | Name of the Director | Category of Directorship | No. of shares held |
|---|---|---|---|
| 1 | Mr. Vinod Jhaveri | Chairman & Executive Director | 28,24,900 |
| 2 | Mr. Parag Jhaveri | Managing Director & CEO | 12,83,023 |
| 3 | Mr. Yayesh Jhaveri | Whole Time Director | 13,57,416 |
| 4 | Mr. Ullal Ravindra Bhat | Non-Executive Independent Director | - |
| 5 | Mr. Anurag Surana | Non-Executive Independent Director | 45,000 |
| 6 | Dr. Prakash Bhate | Non-Executive Independent Director | - |
| 7 | Mrs. Sudha Navandar | Non-Executive Independent Director | - |

**F. Familiarization program**

In accordance with Regulation 25(7) of the SEBI Listing Regulations and Schedule IV of the Companies Act, 2013, the Company has instituted a structured **Familiarization Programme** for Independent Directors.

Under this program:

- Independent Directors interact with functional heads of various departments including HR, IT, Operations and Finance.
- They are familiarized with the Company's **business model, product portfolio, operational processes, markets, policies, internal controls, regulatory framework**, and other aspects relevant to their roles.
- **Presentations** are made periodically at Board and Committee meetings covering updates on strategy, industry trends, financial performance, legal compliance, risk factors, etc.
- Important documents and internal policies are shared for deeper understanding and ongoing engagement.

The details of the familiarization programs conducted are available on the Company's website at: https://www.yashoindustries.com/familiarization-programme-of-id.html

As required under the Listing Regulations and the Act, the Board of Directors framed a Familiarization Programme wherein the Independent Directors met with the functional heads of the units, heads of the HR department, IT department to help them understand the services and production process, operations & products of the company, markets, finance, human resources, technology, quality, facilities, budget & control process, risk management and other relevant areas related to the Company.

Independent Directors are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize themselves with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved.

As required under the Listing Regulations and the Act, the Board of Directors has imparted the familiarization program to Independent Directors, and it is available on the Company's website viz. https://www.yashoindustries.com/familiarization-programme-of-id.html

**G. Skills, Expertise, and Competence of the Board of Directors**

In accordance with Regulation 34(3) read with Schedule V of the SEBI Listing Regulations, the Board has identified the core skills, expertise and competencies required for effective functioning in the context of the Company's business and strategy. The Board is satisfied that it collectively possesses an appropriate balance of skills and experience across all identified areas.

The following matrix indicates the areas of expertise available with the current Board members.

| Name of Directors | Areas of Expertise | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | Technology | Legal and Administrative | Stakeholder Relationship | Strategy Development | Finance | Corporate Governance | Leadership | Chemical Market understanding | Marketing |
| Mr. Vinod Jhaveri | | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | |
| Mr. Parag Jhaveri | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Yayesh Jhaveri | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Ullal Ravindra Bhat | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ |
| Mr. Anurag Surana | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Dr. Prakash Bhate | ✓ | | | ✓ | | ✓ | ✓ | ✓ | |
| Mrs. Sudha Navandar | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ |

This matrix reflects the Board's diversity and collective proficiency in relevant functional areas critical for governance, strategic planning, and effective oversight.

**H. Fulfillment of the criteria to be Independent Director:**

In opinion of the Board, all the Independent Directors of the Company meet the requirements laid down under Regulation 16(1)(b) of the SEBI Listing Regulations read with Section 149(6) of the Act and have declared that they do not fall under any disqualifications specified thereunder. Further all the Independent Directors have confirmed that they meet the criteria mentioned in the above regulations.



## 3. AUDIT COMMITTEE

The Audit Committee of the Company is constituted under Regulation 18 of the Listing Regulations and Section 177 of the Act. The Company Secretary acts as the secretary to the committee. The Audit Committee acts as a link between the Statutory Auditors, Internal Auditors and the Board of Directors. Its purpose, amongst others, is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory, internal audit activities and related party transactions. The terms of reference of the Committee is available on the website of the Company and can be access at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/terms_of_reference_of_the_various_committees.pdf

During the financial year 2025-26, the members of the Audit Committee met **Four (4)** times on **May 02, 2025; July 30, 2025; November 06, 2025; and February 12, 2026.** The gap between any two consecutive board meetings did not exceed one hundred and twenty days. The Composition and attendance of the members of the Audit Committee during the financial year 2025-26 was as follows:

| Sr No. | Name of Members | Category | No. of Meetings attended |
|---|---|---|---|
| 1 | Mr. Ullal Ravindra Bhat | Chairman - Independent Director | 4 |
| 2 | Dr. Prakash Bhate | Member - Independent Director | 4 |
| 3 | Mr. Yayesh Jhaveri | Member - Whole Time Director | 4 |
| 4 | Mrs. Sudha Navandar | Member - Independent Director | 4 |
| 5 | Mr. Anurag Surana | Member - Independent Director | 4 |

All members of the Audit Committee have knowledge of accounting and financial management and expertise / exposure. The meetings of the Audit Committee are also attended by the Chief Financial Officer, Statutory Auditors and Internal Auditor as special invitees. The Company Secretary acts as the Secretary to the Committee. The minutes of each Audit Committee meeting are placed at the next meeting of the Board. The Audit Committee also meets the Internal and Statutory Auditors separately, without the presence of Management representatives.

## 4. NOMINATION AND REMUNERATION COMMITTEE

In compliance with Section 178 of the Act and Regulation 19 of Listing Regulations, the Board has constituted the Nomination and Remuneration Committee. The terms of reference of the Committee is available on the website of the Company and can be access at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/terms_of_reference_of_the_various_committees.pdf

During the financial year 2025-26, the members of Nomination and Remuneration Committee met **Three (3)** times on **May 02, 2025; July 30, 2025; and February 12, 2026**. The Composition and attendance of the members of the Nomination and Remuneration Committee during the financial year 2025-26 were as follows:

| Sr No. | Name of Members | Category | No. of Meetings attended |
|---|---|---|---|
| 1 | Mr. Anurag Surana | Chairman - Independent Director | 3 |
| 2 | Dr. Prakash Bhate | Member - Independent Director | 3 |
| 3 | Mrs. Sudha Navandar | Member - Independent Director | 3 |
| 4 | Mr. U.R. Bhat | Member - Independent Director | 3 |

The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee. The minutes of each Nomination and Remuneration Committee meeting are placed in the next meeting of the Board.

**Criteria for performance evaluation of Directors**

The Board of Directors has approved the criteria for performance evaluation of non-executive directors (including Independent Directors) as recommended by the Nomination and Remuneration Committee. The said criteria inter alia include:

- Attendance at the Board meetings.
- Understanding the critical issues affecting the Company.
- Prompt Board discussion on strategic issues.
- Brings relevant experience to the Board and uses it effectively.
- Understands and evaluates the risk environment of the organization.
- Conducts himself/ herself in a manner that is ethical and consistent with the laws of the land.
- Maintain confidentiality wherever required.
- Communicates in an open and constructive manner.
- Seeks satisfaction and accomplishment through serving on the Board.

## 5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Act and Regulation 20 of Listing Regulations, the Board has constituted the Stakeholders' Relationship Committee. The Stakeholders' Relationship Committee ('**SRC**') considers and resolves the grievances of shareholders, and other security holders, including complaints relating to non-receipt of annual report, transfer and transmission of securities, non-receipt of dividends/interests and such other grievances as may be raised by the security holders from time to time. The terms of reference of the Committee is available on the website of the Company and can be access at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/terms_of_reference_of_the_various_committees.pdf

During the financial year 2025-26, the members of Stakeholders' Relationship Committee met **One (1)** time on **February 12, 2026**. The Composition and attendance of the members of the Stakeholders' Relationship Committee during the financial year 2025-26 were as follows:

| Sr No. | Name of Members | Category | No. of Meetings attended |
|---|---|---|---|
| 1 | Mr. Ullal Ravindra Bhat | Chairman - Independent Director | 1 |
| 2 | Mr. Anurag Surana | Member - Independent Director | 1 |
| 3 | Dr. Prakash Bhate | Member - Independent Director | 1 |
| 4 | Mr. Parag Jhaveri | Member - Managing Director | 1 |

**Details of Compliance Officer**

| Name and Designation of the Compliance Officer | Ms. Rupali Verma (Company Secretary and Compliance officer) |
|---|---|
| Address | Office No. 101/102 Peninsula Heights, CD Barfiwala Marg, Juhu Lane, Andheri (West), Mumbai - 400058, Maharashtra, India |
| Telephone Number | +91-22-62510100 |
| Fax Number | +91-22-62510199 |
| E-mail ID | cs@yashoindustries.com |

**Details of Shareholders' Complaints**

Details of investor complaints received and resolved during the year ended March 31, 2026, are as follows:

| Complaints Pending as on April 1, 2025 | Complaints Received During the year | Complaints Resolved during the year | Complaints Pending as on March 31, 2026 |
|---|---|---|---|
| Nil | Nil | Nil | Nil |

The Company Secretary acts as the Secretary to the SRC. The minutes of each SRC meeting are placed in the next meeting of the Board.

## 6. RISK MANAGEMENT COMMITTEE

As per Regulation 21 of Listing Regulations, 2015, The Board of Directors ("**Directors**") of your Company have constituted Risk Management Committee ("**RMC**"). The term of reference of the Committee is available on the website of the Company and can be access at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/terms_of_reference_of_the_various_committees.pdf

During the financial year 2025-26, the members of Risk Management Committee met **Two (2)** times on **July 30, 2025; and February 12, 2026**. The Composition and attendance of the members of the Risk Management Committee during the financial year 2025-26 was as follows:

| Sr No. | Name of Members | Category | No. of Meetings attended |
|---|---|---|---|
| 1 | Mr. Ullal Ravindra Bhat | Chairman -Independent Director | 2 |
| 2 | Mr. Anurag Surana | Member -Independent Director | 2 |
| 3 | Mr. Parag Jhaveri | Member -Managing Director | 2 |
| 4 | Mr. Yayesh Jhaveri | Member -Whole Time Director | 2 |

The Company Secretary acts as the Secretary to the RMC. The minutes of each RMC meeting are placed in the next meeting of the Board.



## 7. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility ('**CSR**') Committee of the Board is constituted in accordance with the provisions of Section 135 of the Act. The CSR Committee has been entrusted with the specific responsibility of reviewing corporate social responsibility programs. The scope of the CSR Committee also includes approving the budget of CSR activities, reviewing the CSR programmes, formulation of annual action plan and monitoring the CSR spending. The terms of reference of the Committee is available on the website of the Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/terms_of_reference_of_the_various_committees.pdf

The CSR Policy is displayed on the website of the Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/corporate_social_responsibility_policy-new.pdf

During the financial year 2025-26, the members of CSR Committee met **Two (2)** times on **May 02, 2025, and February 12, 2026**. The Composition and attendance of the members of the Risk Management Committee during the financial year 2025-26 was as follows:

| Sr No. | Name of Members | Category | No. of Meetings attended |
|---|---|---|---|
| 1 | Mr. Parag Jhaveri | Chairman -Managing Director | 2 |
| 2 | Mr. Yayesh Jhaveri | Member -Whole Time Director | 2 |
| 3 | Mr. Vinod Jhaveri | Member -Executive Director | 2 |
| 4 | Mr. Anurag Surana | Member -Independent Director | 2 |
| 5 | Dr. Prakash Bhate | Member -Independent Director | 2 |

The Company Secretary acts as the Secretary to the CSR Committee. The minutes of each CSR Committee meeting are placed in the next meeting of the Board.

## 8. REMUNERATION OF DIRECTORS

There were no pecuniary relationships or transactions of Non-Executive Directors with the Company during the year under review.

The Non-Executive Independent Directors (NEDs) are paid remuneration by way of Sitting Fees and commission for their participation in various committee and board meetings.

Following table gives the details of remuneration paid to Directors for the year ended March 31, 2026, as mentioned in Schedule V of Companies Act, 2013:

(₹ in Lakhs)

| Name of Director | Category | Fixed Salary | | | Compensation | | |
|---|---|---|---|---|---|---|---|
| | | Basic | Perquisites/ allowances | Contribution to PF and other funds | Commission | Sitting Fees | Total |
| Mr. Vinod Jhaveri | Chairman & Executive Director | 273.00 | 17.35 | - | - | - | 290.35 |
| Mr. Parag Jhaveri | Managing Director & CEO | 382.44 | 6.21 | - | - | - | 388.65 |
| Mr. Yayesh Jhaveri | Whole Time Director | 292.5 | 7.21 | - | - | - | 299.71 |
| Mr. Ullal Ravindra Bhat | Non-Executive Independent Director | - | - | - | 24.00 | 0.40 | 24.40 |
| Mr. Anurag Surana | Non-Executive Independent Director | - | - | - | 24.00 | 0.40 | 24.40 |
| Dr. Prakash Bhate | Non-Executive Independent Director | - | - | - | 9.00 | 0.40 | 9.40 |
| Mrs. Sudha Navandar | Non-Executive Independent Director | - | - | - | 9.00 | 0.40 | 9.40 |

**Service Contract, Notice Period and Severance Fee**

The Contract of the Executive Directors of the Company is for a period of Five years, and the term of the Executive Director is subject to retirement, in accordance with the provisions of the Act.

**Remuneration Policy**

Pursuant to Section 178 of the Companies Act, 2013, the Company has formulated a Policy on the appointment of Directors and evaluation of Directors & Senior Management Personnel (SMP). The Nomination and Remuneration Policy of the Company including the criteria for making payments to Directors including Non-executive Directors, Key Managerial Personnel ("KMP") and Senior Management is uploaded on the Website of the Company at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/nomination_and_remuneration_policy.pdf

9. **PARTICULARS OF SENIOR MANAGEMENT PERSONNEL DETAILS OF SENIOR MANAGEMENT PERSONNEL AS ON MARCH 31, 2026, ARE AS FOLLOWS:**

| Sr. No. | Name | Designation |
|---|---|---|
| 1 | Mr. Vinod Jhaveri | Chairman & Executive Director |
| 2 | Mr. Parag Jhaveri | Managing Director & CEO |
| 3 | Mr. Yayesh Jhaveri | Whole Time Director |
| 4 | Mr. Chirag Shah | Chief Financial Officer |
| 5 | Mr. Dishit Jhaveri | Chief Technical Officer |
| 6 | Ms. Rupali Verma | Company Secretary & Compliance Officer |
| 7 | Dr. R. Suresh Kumar (1) | Chief Human Resource Officer |

(1) Ceased as a CHRO w.e.f. closing hours of August 21, 2025

## 10. GENERAL BODY MEETINGS AND POSTAL BALLOT

- **Details of date, time and location of the last three Annual General Meetings (AGMs) are given below:**

| Financial Year | AGM | Date | Time | Location |
|---|---|---|---|---|
| 2024-25 | 39th AGM | September 09, 2025 | 3:30 p.m. | through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") |
| 2023-24 | 38th AGM | August 02, 2024 | 3:00 p.m. | through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") |
| 2022-23 | 37th AGM | July 13, 2023 | 4:30 p.m. | through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") |

- **Details of Special Resolution passed in the last three Annual General Meetings:**

| AGM | Date of AGM | Special Resolution |
|---|---|---|
| 39th AGM | September 09, 2025 | **Resolution No 5:**<br>To consider and approve re-appointment and Fixation of remuneration of Mr. Parag Jhaveri, as a Managing Director & CEO of the Company.<br>**Resolution No 6:**<br>To consider and approve re-appointment and fixation of remuneration of Mr. Yayesh Jhaveri as a Whole-time Director of the Company.<br>**Resolution No 7:**<br>To consider and approve re-appointment and fixation of remuneration of Mr. Vinod Jhaveri, as an Executive Director and Chairman of the Company. |
| 38th AGM | August 02, 2024 | **Resolution No 5:**<br>Revision in payment of remuneration to Mr. Parag Jhaveri, Managing Director of the Company, for a period of 2 (Two) years of his present tenure.<br>**Resolution No 6:**<br>Revision in payment of commission to Non-Executive Directors of the Company. |
| 37th AGM | July 13, 2023 | **Resolution No 5:**<br>Approval for payment of remuneration to Mr. Vinod Jhaveri, Executive Director of the Company, for a period of 2 (Two) years of his present tenure.<br>**Resolution No 6:**<br>Approval for payment of remuneration to Mr. Parag Jhaveri, Managing Director of the Company, for a period of 2 (Two) years of his present tenure.<br>**Resolution No 7:**<br>Approval for payment of remuneration to Mr. Yayesh Jhaveri, Whole-Time Director of the Company, for a period of 2 (Two) years of his present tenure.<br>**Resolution No 8:**<br>Approval for payment of commission to Non-Executive Directors of the Company. |

The resolutions referred to above were passed by the requisite majority.

- **Postal Ballot**

During the financial year 2025-26, the Company sought approval of the Members by way of Postal Ballot pursuant to Section 110 of the Companies Act, 2013 read with the rules thereunder on two occasions, the details of which are given below:

| Date of the Notice | Date of Declaration of Result | Name of the Scrutinizer | Resolutions passed through Postal Ballot | Type of Resolution | Total Valid Votes Cast | Votes -in favour | Votes – Against |
|---|---|---|---|---|---|---|---|
| June 19, 2025 | July 29, 2025 | Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries | Re-appointment of Dr. Prakash Bhate (DIN: 08739162) as an Independent Director of the Company | Special Resolution | 9004989 | 9004941 | 48 |
| January 04, 2026 | January 09, 2026 | | Reclassification of certain persons forming part of the Promoter Group from 'Promoter Group Shareholder' to 'Public Shareholder' | Ordinary Resolution | 396008 | 396005 | 3 |

**Procedure for postal ballot:**

The postal ballot process was conducted in accordance with the provisions of Sections 110 and 108 of the Act, read with Rules 22 and 20 of the Companies (Management and Administration) Rules 2014.

MCA vide its circulars has permitted companies to conduct postal ballots by sending the notice in electronic form. Accordingly, physical copies of the notice along with postal ballot form and pre-paid business reply envelopes were not sent to the members for the postal ballots conducted during the year.

Members were requested to convey their assent or dissent through remote e-voting only. Copies of the postal ballot notice were hosted on the website of the Company, websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and on the website of our e-voting agency i.e., NSDL at www.evoting.nsdl.com and Bigshare at www.bigshareonline.com. An advertisement was also published in the newspapers informing about the completion of dispatch of the postal ballot notice and other details.

Voting rights were reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. A Scrutinizer was appointed by the Company as mentioned above to conduct the postal ballot process in a fair and transparent manner. The Scrutinizer submitted his report to the Chairman and the results of the voting were disclosed to the stock exchanges, were published on the websites of the Company and of the e-voting agency and were also displayed at the registered office.

Details of special resolution proposed to be conducted through postal ballot:

As on the date of this Report, no special resolution is proposed to be conducted through postal ballot.

## 11. MEANS OF COMMUNICATION

The quarterly, half-yearly and annual results of the Company are forwarded to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed. Further QR-code-based newspaper advertisements were also published in "Business Standard" (English)/ "Financial Express" (English) and Mumbai Lakshadeep (Marathi) newspapers respectively in accordance with SEBI guidelines. Simultaneously the results are also displayed on the Company's website at www.yashoindustries.com.

Presentations were made to the institutional investors and to the analyst during the Financial Year 2025-2026 on May 02, 2025, July 30, 2025, and November 06, 2025, and February 12, 2026, respectively.

The Annual Report of the Company is also available on the website of the Company in a user friendly and downloadable form.

## 12. GENERAL SHAREHOLDER INFORMATION

- **Details of Annual General Meeting to be held during Financial Year 2025-26**

Date : August 06, 2026
Day : Thursday
Time : 4.00 p.m.
Venue : through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

- **Dividend payment date:** within 30 days from the date of declaration

- **Listing of Equity Shares on Stock Exchanges and Stock Codes**

| Name of Stock Exchange | Stock Code/ID |
|---|---|
| **BSE Limited**<br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai Samachar Marg, Mumbai– 400001 | 541167 |
| **National Stock Exchange of India Limited**<br>Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 | YASHO |

The Company has paid the Listing Fees to BSE Limited and National Stock Exchange of India Limited for FY25-26.

- **Distribution of shareholding as on March 31, 2026**

| Slab of Shareholding | No of Shareholders | % of Shareholders | Shares | % of Shares held |
|---|---|---|---|---|
| 1 to 500 | 23699 | 97.5990 | 701266 | 5.8162 |
| 501 to 1000 | 235 | 0.9678 | 172829 | 1.4334 |
| 1001 to 2000 | 162 | 0.6672 | 227658 | 1.8882 |
| 2001 to 3000 | 63 | 0.2595 | 156213 | 1.2956 |
| 3001 to 4000 | 21 | 0.0865 | 71900 | 0.5963 |
| 4001 to 5000 | 22 | 0.0906 | 101823 | 0.8445 |
| 5001 to 10000 | 35 | 0.1441 | 247504 | 2.0528 |
| 10001 & Above | 45 | 0.1853 | 10377902 | 86.0730 |
| **TOTAL** | **24282** | **100.00** | **12057095** | **100.00** |

- **Shareholding Pattern as on March 31, 2026**

| Category | No. of Shares held | % of Shares held |
|---|---|---|
| **Promoters Holding [A]** | | |
| Indian promoters | 81,88,115 | 67.91 |
| **Sub-total [A]** | **81,88,115** | **67.91** |
| **Public Holding [B]** | | |
| **Institutional Investors (B1)** | | |
| Mutual Funds | 59,877 | 0.50 |
| Alternate Investment Funds | 1,77,523 | 1.47 |
| Foreign Portfolio Investors | 6,88,240 | 5.71 |
| **Sub-total (B1)** | **9,25,640** | **7.68** |
| **Non-Institutional Investors (B2)** | | |
| Retail Individuals | 21,67,480 | 17.98 |
| Bodies Corporate | 6,22,775 | 5.17 |
| Clearing Members | 9,747 | 0.08 |
| Non-Resident Indians (NRI) | 69,676 | 0.58 |
| Hindu Undivided Family | 73,623 | 0.61 |
| PROPRIETORY FIRM | 39 | 0.00 |
| **Sub-total (B2)** | **29,24,311** | **24.41** |
| **Sub-total B (B1 +B2)** | **38,58,930** | **32.09** |
| **Grand total [(A+B)]** | **1,20,57,095** | **100.00** |



- **Suspension from trading:**

  None of the securities of the Company have been suspended for trading at any point of time during the year.

- **Registrars and Share Transfer Agents:**

  Bigshare Services Private Limited
  Office No S6-2, 6th floor Pinnacle Business Park,
  Next to Ahura Centre, Mahakali Caves Road, Andheri (East)
  Mumbai - 400093
  Tel: 022-62638200
  Fax: 022-62638299
  E-mail: investor@bigshareonline.com
  Website: www.bigshareonline.com

- **Share Transfers System**

  The Board has delegated the authority for approving transfer, transmission etc. to the Stakeholders' Relationship Committee. The Company's shares are compulsorily traded in dematerialized form and are available for trading with both the depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited. The shareholders can hold the Company's shares with any depository participant registered with the depositories.

  In terms of the amended Regulation 40(1) of SEBI Listing Regulations, with effect from April 1, 2019, securities of listed companies can be transferred only in dematerialized form. As on March 31, 2026, all the equity shares of the Company were held in dematerialized form. Transfers of equity shares in electronic form are given effect through the depository system with no involvement of the Company.

  A Company Secretary in practice carried out on a quarterly basis reconciliation of the share capital audit of the Company confirming that the total issued / paid-up capital of the Company is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL. A copy of these certificates so received is submitted to both the Stock Exchanges viz. NSE and BSE.

  All share transfer and other communication regarding share certificates, change of address, dividend etc. should be addressed to RTA of the Company at the address given above.

- **Dematerialization of Equity Shares and Liquidity**

  As on March 31, 2026, 100% of the equity shares of the Company are held in dematerialized form with NSDL and CDSL. Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE616Z01012.

- **Unclaimed Suspense Accounts**

  Pursuant to Regulation 39 read with Part F of schedule V of Listing Regulations, there are no shares lying in the unclaimed suspense account of the Company as on March 31, 2026.

- **Outstanding ADR / GDR/ Warrants/ Convertible Instruments and their impact on Equity:**

  There are no outstanding Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments issued by the Company during the year under review.

- **Commodity Price Risk, Foreign Exchange Risk and Hedging activities –**

  During the year under review, the Company has managed the foreign exchange risk and hedged to the extent considered necessary.

- **Plant Location**

| | |
|---|---|
| **Plant Unit I:**<br>Plot No.2514-2515, Phase IV, GIDC, Vapi - 396 195, Gujarat, INDIA | **Plant Unit III:**<br>Survey no. 409/P1/P1/A, Karwad, Vapi, Valsad - 396191, Gujarat, INDIA. |
| **Plant Unit II:**<br>Plot No.1713, Phase III, GIDC, Vapi – 396195, Gujarat, INDIA | **Plant Pakhajan:**<br>Survey no. 583, 593, 596, 597 & 598, PCPIR, Payal Industrial Park, Near GIDC, Pakhajan, Vagra, Bharuch, Dahej– 392 165, Gujarat, INDIA |

- **Investor Correspondence**

  Shareholders can contact the Compliance officer of the Company for Secretarial matters of the Company as mentioned below.

  Ms. Rupali Verma
  (Company Secretary and Compliance Officer)
  Add: Office No. 101/102, Peninsula Heights,
  C. D. Barfiwala Marg, Juhu Lane, Andheri (West),
  Mumbai - 400058.
  Email: cs@yashoindustries.com
  Tel No.: +91-22-62510100

- **List of all credit ratings obtained during FY 2025-26**

  The details of Credit Ratings obtained by the Company have been disclosed in the Board's Report which forms part of this Integrated Annual Report.

## 13. DISCLOSURES

- **Materially significant related party transactions**

  There were no materially significant related party transactions during the financial year under review that may have potential conflict with the interest of the Company at large. The transactions with the related parties, as per the requirements of the IND AS 24, are disclosed in the Notes on Accounts, forming part of the Annual Report. The policy on dealing with Related Party Transaction is available on website of the Company and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/policy_on_materiality_of_related_party_transactions2026.pdf

- **Details of non – compliance, penalties, strictures imposed by the Stock Exchanges or SEBI during last 3 years**

  There were no instances of non-compliance by the Company nor have any penalties, strictures been imposed by the Securities and Exchange Board of India or any other statutory authority during the last three years except as mentioned in the Board's report under secretarial auditor's remark along with management comments.

- **Vigil mechanism/ whistle blower policy**

  The Company has established a vigil mechanism for Directors and Employees to report their genuine concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct. The mechanism provides adequate safeguards measures against victimization of Director(s) and Employee(s) who avail of the mechanism. In all cases, Directors and Employees have direct access to the Chairman of the Audit Committee. Further no personnel have been denied access to the Chairman of the Audit Committee.

  The Whistle Blower Policy is available on Company's website at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/vigil_mechanism_policy.pdf

- **Details of compliance with mandatory requirements and adoption of non-mandatory requirements:**

  The Board of Directors has complied with all the mandatory requirements of the SEBI Listing Regulations relating to Corporate Governance.

- **Subsidiary Companies:**

  Details as required under this heading are furnished in the Directors' Report.

  Further the Company has a policy for determining material subsidiaries which is available on Company's website and can be accessed at https://www.yashoindustries.com/uploads/7/9/4/9/7949862/determination_of_material_subsidiary_policy-new.pdf.

- **Disclosure of commodity price risks and commodity hedging activities:**

  Not applicable since your Company is not in the business of commodity trading.

- **Details of utilization of funds:**

  During the year under review, the Company did not raise funds through preferential allotment or qualified institutional placement as specified under Regulation 32(7A).

  Further, the proceeds received from preferential issues made during previous financial year 2024-25 have been fully utilized towards repayment of Debt repayment/pre-payment, Business Payment and general corporate purposes, which was in line with the objects of the issue as stated in the Placement Document during the 1st quarter of FY 2025-26.

- **Certificate on non-disqualification of Directors**

  Certificate from Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/ Ministry of Corporate Affairs or any other statutory authorities, is annexed to this Report.

- **Instances of not accepting any recommendation of the Committee by the Board:**

  There is no such instance where the Board has not accepted any recommendation of any committee of the Board whether mandatorily required or not, in the relevant financial year.

- **Total fees paid to the statutory auditor for all services rendered on a consolidated basis by the listed entity and its subsidiaries.**

  Total fees paid to Statutory Auditors of the Company for FY 2025-26 are as follows:

(₹ in Lakhs)

| Payments to Auditors | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **M/s. Gokhale & Sathe** | | |
| Statutory Audit Fees | 8.75 | 8.66 |
| Other Certification Charges | 0.60 | 0.20 |
| Reimbursement of expenses | 0.30 | 0.23 |
| **J B Shah & Associates** | | |
| M/s. Tax Audit Fees | 3.00 | 2.00 |
| **Total** | **12.65** | **11.09** |

- **Disclosure in relation to Sexual Harassment of Women at workplace**

  The details as required under this heading are furnished in the Directors' Report.

- **Loans and advances by the Company and its Subsidiaries**

  Loans and advances forms part of the related party disclosures in the notes to the financial statements for the financial year ended March 31, 2026.

- **Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries**

  There are no material subsidiaries of the Company during the year under review.

## 14. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10) ABOVE, WITH REASONS THEREOF SHALL BE DISCLOSED:

There have been no instances of non-compliance of any requirements of the Corporate Governance report as prescribed by SEBI Listing Regulations.



## 15. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 SHALL BE MADE IN THE SECTION ON CORPORATE GOVERNANCE OF THE ANNUAL REPORT:

The Company has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations and paras (2) to (10) mentioned in part 'C' of Schedule V of the Listing Regulations during the year under review except as mentioned in the Board's report under secretarial auditor's remark along with management comments.

## 16. COMPLIANCE WITH DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II OF THE REGULATION:

The status of compliance with the discretionary requirements as stated under Part E of Schedule II to the SEBI Listing Regulations are as under:

**The Board:** The Board periodically reviewed the compliance of all the applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of Listing Regulations. The Company has an Executive Chairman and hence, the need for implementing the non-mandatory requirement i.e., maintaining a chairperson's office at the Company's expense and allowing reimbursement of expenses incurred in performance of his duties, does not arise.

**Shareholder Rights:** The Company has not adopted the practice of sending out a half-yearly declaration of financial performance to shareholders. Quarterly results as approved by the Board are disseminated to Stock Exchanges and updated on the website of the Company.

Modified opinion(s) in Audit Report: During the year under review, there was no audit qualification in the Company's Financial Statements. The Company continues to adopt best practices to ensure a regime of unmodified audit opinion.

**Reporting of Internal Auditor:** The Internal Auditor of the Company is a permanent invitee to the Audit Committee Meeting and regularly attends the Meeting for reporting their findings of the internal audit to the Audit Committee Members.

**Separate posts of Chairperson and the Managing Director or the Chief Executive Officer:** Mr. Vinod Jhaveri is the Chairman and Mr. Parag Jhaveri is a Managing Director of the Company. Both these positions have distinct and well-articulated roles and responsibilities.

The Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2)(a) of the SEBI Listing Regulations.

## 17. CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct (Code), which is applicable to the members of the Board and to all employees. The code has been posted on the Company's website at https://www.yashoindustries.com/code-of-conduct.html

The Code lays down the standard of conduct which is expected to be followed by the Directors and by the employees in their business dealings and in particular on matters relating to integrity of the workplace, in business practices and in dealing with stakeholders. The Code gives guidance through examples of the expected behavior from an employee in a given situation and the reporting structure.

All the members of the Board and Senior Management Personnel have affirmed their compliance with the Code of Conduct as of March 31, 2026. A declaration signed by the Chief Executive Officer to the said effect is attached to this report.

## 18. CEO AND CFO CERTIFICATION

The Managing Director (MD) and Chief Financial Officer (CFO) have certified to the Board in accordance with Regulation 17(8) read with Part B of Schedule II of the Listing Regulations pertaining to CEO/CFO certification for the financial year ended March 31, 2026, which is annexed hereto.

## 19. CERTIFICATE ON CORPORATE GOVERNANCE

As required by Regulation 34(3) and Schedule V Part E of the Listing Regulations, the certificate given by Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries, is annexed to this report.

## 20. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTED ENTITIES - INFORMATION DISCLOSED UNDER CLAUSE 5A OF PARA A OF PART A OF SCHEDULE III OF SEBI (LODR), 2015

There is no such agreement.

## 21. DECLARATION RELATING TO UNCLAIMED SHARES

In terms of Regulation 39 of the Listing Regulations, Members of the Company are requested to note that as on March 31, 2026, there were no unclaimed shares. Hence, the details pertaining to the demat suspense account/unclaimed shares are not provided.

## 22. UNCLAIMED/ UNPAID DIVIDEND

As on March 31, 2026, there are no amounts or shares due for transfer to IEPF. Further the company has appointed Nodal officer for IEPF pursuant to the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and

Refund) Rules, 2016 (including amendments thereof) for which details are mentioned below:

| Name and Designation of the IEPF Authority | Ms. Rupali Verma (Company Secretary and Compliance officer) |
|---|---|
| Address | Office No. 101/102 Peninsula Heights, CD Barfiwala Marg, Juhu Lane, Andheri (West), Mumbai - 400058, Maharashtra, India |
| Telephone Number | +91-22-62510100 |
| Fax Number | +91-22-62510199 |
| E-mail ID | cs@yashoindustries.com |

## 23. INVESTOR HELPDESK

Investors are requested to write to the Registered Office address of the Company or to M/s Bigshare Services Private Limited, our Registrars & Share Transfer Agents, to address their correspondence or complaints. They may also address their correspondence or complaints to designated email address viz. investor@bigshareonline.com, in terms of Regulation 34(3) read with Schedule V of the Listing Regulations. For queries, etc. related to dividend payments, IEPF claims and all other investor-related activities as also for lodgment of any documents or for any grievances / complaints, investors may contact or write to the Company or Bigshare Services Private Limited. The Company Secretarial Department regularly monitors and reviews the status of the investor correspondence and complaints received at the Registered Office and also by Bigshare Services Private Limited, to ensure timely redressal of complaints.

As advised by the Securities and Exchange Board of India ("SEBI"), the Company has a designated email id of its Compliance Officer i.e. cs@yashoindustries.com for the purpose of registering complaints by investors. The same has also been displayed on the website of the Company.

For **Yasho Industries Limited**

**Vinod Harilal Jhaveri**
(Chairman & Executive Director)
DIN: 01655692

Place: Mumbai
Date: May 18, 2026



## DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees, including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I, Parag Jhaveri, Managing Director & Chief Executive Officer of the Company, declare that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct during the year ended March 31, 2026.

For **Yasho Industries Limited**

**Parag Jhaveri**
Managing Director & Chief Executive Officer
DIN: 01257685

Place: Mumbai
Date: May 18, 2026

## CEO / CFO CERTIFICATE IN TERMS OF THE REGULATION 17 (8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors,
**Yasho Industries Limited,**

Dear Sir(s) / Madam,

Based on the review of information and records maintained in the Company, we certify that:

A. We have reviewed financial statements and the cash flow statement for the Financial Year ended March 31, 2026, and that to the best of our knowledge and belief:

    (1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

    (2) These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps they have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit committee that there are:

    (1) No significant changes in internal control over financial reporting during the year under review.

    (2) No significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

    (3) No instances of significant fraud of which we have become aware.

For **Yasho Industries Limited**

**Parag Vinod Jhaveri**
Managing Director & CEO

**Chirag Shah**
Chief Financial Officer

Place: Mumbai
Date: May 18, 2026



## CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
**Yasho Industries Limited**
CIN: L74110MH1985PLC037900
Office No.101/102 Peninsula Heights,
CD Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai- 400058

We have examined all the relevant records of **Yasho Industries Limited** (hereinafter referred to as "**the Company**") for the purpose of certifying compliance with the conditions of Corporate Governance under Chapter IV to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") for the year ended **March 31, 2026**.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation process adopted by the Company for ensuring compliance with the conditions of Corporate Governance. This certificate is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the said Listing regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Dhrumil M. Shah & Co. LLP**
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023

**Dhrumil M. Shah**
Partner
FCS 8021 | CP 8978
UDIN: F008021H000379361

Place: Mumbai
Date: May 18, 2026

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Yasho Industries Limited,
CIN: L74110MH1985PLC037900
Office No.101/102 Peninsula Heights,
CD Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai- 400058.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Yasho Industries Limited** having **CIN: L74110MH1985PLC037900** and having registered office at Office No. 101/102 Peninsula Heights, CD Barfiwala Marg, Juhu Lane, Andheri (West), Mumbai - 400058 (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authorities.

| Sr. No. | Name of Director | DIN | Date of appointment in Company |
|---|---|---|---|
| 1. | Mr. Vinod Harilal Jhaveri | 01655692 | 09/08/2007 |
| 2. | Mr. Parag Vinod Jhaveri | 01257685 | 02/05/1990 |
| 3. | Mr. Yayesh Vinod Jhaveri | 01257668 | 04/04/1997 |
| 4. | Mr. Prakash Manohar Bhate | 08739162 | 19/05/2020 |
| 5. | Mr. Anurag Surana | 00006665 | 01/10/2021 |
| 6. | Mr. Ullal Ravindra Bhat | 00008425 | 14/09/2021 |
| 7. | Mrs. Sudha Pravin Navandar | 02804964 | 06/06/2022 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate 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.

For **Dhrumil M. Shah & Co. LLP**
Practising Company Secretaries
ICSI URN: L2023MH013400
PRN: 3147/2023

**Dhrumil M. Shah**
Partner
FCS 8021 | CP 8978
UDIN: F008021H000379326

Place: Mumbai
Date: May 18, 2026



**ANNEXURE E**

# Business Responsibility & Sustainability Report

## SECTION A – GENERAL DISCLOSURES

### I DETAILS OF THE LISTED ENTITY

| | | |
|---|---|---|
| 1 | **Corporate Identity Number (CIN) of the Listed Entity** | L74110MH1985PLC037900 |
| 2 | **Name of the Listed Entity** | Yasho Industries Limited |
| 3 | **Year of incorporation** | 1985 |
| 4 | **Registered office address** | Office No. 101/102 Peninsula Heights, CD Barfiwala Marg, Juhu Lane, Andheri (West), Mumbai 400058. |
| 5 | **Corporate address** | NA |
| 6 | **E-mail address** | info@yashoindustries.com |
| 7 | **Telephone No.** | 91-22-62510100 |
| 8 | **Website** | www.yashoindustries.com |
| 9 | **Financial year for which reporting is being done** | April 1, 2025 to March 31, 2026 |
| 10 | **Name of the Stock Exchange(s) where shares are listed** | 1. BSE Limited<br>2. National Stock Exchnage of India Limited |
| 11 | **Paid-up Capital** | ₹ 12,05,70,950/- |
| 12 | **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report** | Name: Mr. Parag Jhaveri<br>E-mail: info@yashoindustries.com<br>Contact no: +91-22-62510100 |
| 13 | **Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)** | Standalone |
| 14 | **Name of assurance provider** | Not applicable |
| 15 | **Type of assurance provided** | |

### II PRODUCTS / SERVICES

**16. Details of business activities (accounting for 90% of the turnover)**

| S. No. | Description of Main Activity | Description of Business Activity | % of Turnover of the entity |
|---|---|---|---|
| 1 | Basic Chemistry & Specialty Products | Manufacturing, trading of Specialty & Fine Chemicals | 100% |

**17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover)**

| S. No. | Product/Service | NIC Code (Group) | % of total Turnover contributed |
|---|---|---|---|
| 1 | Manufacture of Chemicals | 201 | 100% |

### III OPERATIONS

**18. Number of locations where plants and/or operations / offices of the entity are situated**

| Location | Number of Plants | Number of Offices | Total |
|---|---|---|---|
| National | 4 | 1 | 5 |
| International | 0 | 2 | 2 |

**19. Markets served by the entity**

**(a) Number of locations**

| Locations | Number |
|---|---|
| National (No. of States) | 21 |
| International (No. of Countries) | 50+ |

**(b) What is the contribution of exports as a percentage of the total turnover of the entity?**

The contribution of exports was 62% of the total turnover of the Company for the financial year ended March 31, 2026.

**(c) A brief on types of customers**

Your Company has a broad and diversified product portfolio, being a manufacturer of Food Antioxidants, Aroma Chemicals, Rubber Chemicals, Lubricant Additives, and Specialty Chemicals which are used in agriculture, automotive, construction, consumer durables, Rubber, consumer care, paints and other varied end industries. Your company's serves around 2000+ customers across india and across the world including the United States of America (USA), Europe, Asia, and the Middle East, etc

## IV EMPLOYEES

**20. Details as at the end of Financial Year**

**(a) Employees & Workers (including differently abled):**

| S. No. | Particulars | Total | Male | | Female | |
|---|---|---|---|---|---|---|
| | | (A) | No. (B) | % (B / A) | No. (C) | % (C / A) |
| | **EMPLOYEES (OTHER THAN WORKERS)** | | | | | |
| 1 | Permanent (D) | 389 | 345 | 88.69 | 44 | 11.31 |
| 2 | Other than Permanent (E) | 4 | 4 | 100.00 | 0 | 0.00 |
| 3 | Total (D) + (E) | 393 | 349 | 88.80 | 44 | 11.20 |
| | **WORKERS** | | | | | |
| 4 | Permanent (F) | 440 | 440 | 100.00 | 0 | 0.00 |
| 5 | Other than Permanent (G) | 259 | 259 | 100.00 | 0 | 0.00 |
| 6 | Total (F) + (G) | 699 | 699 | 100.00 | 0 | 0.00 |

**(b) Differently abled Employees and workers:**

| S. No. | Particulars | Total | Male | | Female | |
|---|---|---|---|---|---|---|
| | | (A) | No. (B) | % (B / A) | No. (C) | % (C / A) |
| | **DIFFERENTLY ABLED EMPLOYEES (OTHER THAN WORKERS)** | | | | | |
| 1 | Permanent (D) | 2 | 2 | 100.00 | 0 | 0.00 |
| 2 | Other than Permanent (E) | 0 | 0 | 0.00 | 0 | 0.00 |
| 3 | Total (D)+(E) | 2 | 2 | 100.00 | 0 | 0.00 |
| | **DIFFERENTLY ABLED WORKERS** | | | | | |
| 4 | Permanent (F) | 2 | 2 | 100.00 | 0 | 0.00 |
| 5 | Other than Permanent (G) | 0 | 0 | 0.00 | 0 | 0.00 |
| 6 | Total (F)+(G) | 2 | 2 | 100.00 | 0 | 0.00 |

**21. Participation / Inclusion / Representation of Women**

| | TOTAL | No. and percentage of Females | |
|---|---|---|---|
| | (A) | No. (B) | %(B/A) |
| Board of Directors | 7 | 1 | 14% |
| Key Management Personnel* | 2 | 1 | 50% |

*Excludes Managing Director & CEO (MD & CEO) and Executive Director (ED)

**22. Turnover rate for permanent employees and workers**

| | FY 2025-26 | | | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|---|---|---|
| | Male | Female | Total | Male | Female | Total | Male | Female | Total |
| Permanent Employees | 11.00% | 14.00% | 11.00% | 15.99% | 0.01% | 16.00% | 17.00% | 21.00% | 20.00% |
| Permanent Workers | 2.00% | 0.00% | 2.00% | 6.00% | 0.00% | 6.00% | 7.00% | 0.00% | 7.00% |

## V HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

**23. Names of holding / Subsidiary / Associate Companies / Joint Ventures**

| S. No | Name of the holding / Subsidiary/ Associate Companies / Joint Ventures (A) | Indicate whether holding / Subsidiary/ Associate / Joint Venture | % of shares held by listed entity | Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes / No) |
|---|---|---|---|---|
| 1 | YASHO INDUSTRIES EUROPE B.V. | Subsidiary | 100% | No |
| 2 | YASHO INC | Subsidiary | 100% | No |

## VI CSR DETAILS

| | | | |
|---|---|---|---|
| **24.** | i | Whether CSR is applicable as per Section 135 of Companies Act, 2013 (Yes / No) | Yes |
| | ii | Turnover (in ₹ lakhs) | ₹ 81,728.61 Lakhs |
| | ii | Net worth (in ₹ lakhs) | ₹ 44,131.46 Lakhs |

## VII TRANSPARENCY AND DISCLOSURE COMPLIANCES

**25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:**

| Stakeholder group from whom complaint is received | Grievance Redressal Mechanism in Place (Yes/No) | If Yes, then provide web-link for grievance redress policy | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|---|---|
| | | | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remarks | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remarks |
| Communities | Yes | https://www.yashoindustries.com/uploads/7/9/4/9/7949862/corporate_social_responsibility_policy-new.pdf | Nil | Nil | Not Applicable | Nil | Nil | Not Applicable |
| Investors (other than shareholders) | Yes | https://www.yashoindustries.com/contact.html | Nil | Nil | Not Applicable | Nil | Nil | Not Applicable |
| Shareholders | Yes | https://www.yashoindustries.com/contact.html | Nil | Nil | Not Applicable | 1 | 0 | Not Applicable |
| Employees and workers | Yes | https://www.yashoindustries.com/uploads/7/9/4/9/7949862/vigil_mechanism_policy.pdf | Nil | Nil | Not Applicable | Nil | Nil | Not Applicable |
| Customers | Yes | https://www.yashoindustries.com/contact.html | Nil | Nil | Not Applicable | Nil | Nil | Not Applicable |
| Value Chain Partners | Yes | https://www.yashoindustries.com/contact.html | Nil | Nil | Not Applicable | Nil | Nil | Not Applicable |

**26. Overview of the entity's material responsible business conduct issue –**

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications. As per the following format.

| Sr. No. | Material issue identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---|---|---|---|---|---|
| 1 | Import restrictions like Anti-Dumping Duty & Safeguard duties | Risk | It will be increasingly difficult to import at reasonable rates | Shortlist potential products and monitor pricing | Negative |
| 2 | Information Management & Cyber Security | Risk | Potential loss of stakeholder data and Reputational risk due to breach of confidential data | • Strong data security controls<br>• Monitoring of security posture<br>• Conducting periodic vulnerability assessment and penetration testing | Negative |
| 3 | Regulatory Issues & Compliance | Risk | Potential uncertainty in business continuity and potential legal risk of non compliance | • E-enabled compliance management framework<br>• Training of employees on regulatory matters<br>• Policy advocacy | Negative |
| 4 | Geopolitics | Risk | Potential production delays and shipping and potential change in product availability and delivery | • Supply Chain Resilience<br>• Leveraging presence in multiple key geographies | Negative |
| 5 | Corporate Governance | Opportunity | Improved efficiency and robust company culture | • Implementation of various policies<br>• Periodic review by Senior Management and Board committees. | Positive |
| 6 | Transparency in Disclosures | Opportunity | Improved brand reputation and loyalty among stakeholders. Becoming a sustainability leader via transparent disclosures | Reporting in alignment with ISO 14001, ISO 45001, GRI, CDP, IIRC,UNGC, SBTi, Responsible Care, DJSI, BRSR, IBBI and others | Positive |
| 7 | Emissions & Climate Change | Risk | The chemical sector is energyintensive and subject to increasing scrutiny for GHG and other air emissions. With chemical release affecting human health or ecosystems your company is exposed to future regulatory, reputational, and financial pressures. | • SOx, NOx are well below regulatory limit.<br>• Focus on low-emission technologies and improving Scope 1 and 2 emissions accounting. | Negative |
| 8 | Water And wastewater Management | Risk | Significant water dependency for processes poses operational and regulatory risk, especially in regions with growing water stress | • in-house water treatment plants recycle used water for industrial operations. Currently, one of our four manufacturing units operates as a Zero Liquid Discharge (ZLD) facility | Negative |
| 9 | Occupational health and safety | Risk | Occupational health and safety (OHS) risks are inherent to chemical manufacturing due to the handling of hazardous substances and complex operational processes. Proactively identifying and managing these risks is critical to safeguarding employee well-being, ensuring regulatory compliance, and minimizing operational disruptions. A strong OHS framework not only enhances workforce productivity and reduces incident-related costs but also reinforces the company's commitment to responsible and ethical business practices, thereby strengthening its reputation among stakeholders | • The Occupational Health and Safety Management System has been implemented in all manufacturing facilities and Research & Development Laboratory. The health and safety management system follows ISO 45001 : 2018, which is an internationally recognized standard for ensuring occupational health and safety<br>• Regular safety trainings are conducted all year round to safeguard our employees' well-being, covering diverse topics to prepare them for various situations.<br>• Frequent safety audits & assessments<br>• Use of digital and AI in safety monitoring & Reporting | Negative |
| 10 | Climate goals by the country and customers | Opportunity | New opportunities in new markets | Not Applicable | Positive |

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

The National Guidelines on Responsible Business Conduct (NGRBC) released by the Ministry of Corporate Affairs has updated and adopted nine areas of Business Responsibility. These are briefly as under:

| | |
|---|---|
| P1 | Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable |
| P2 | Businesses should provide goods and services in a manner that is sustainable and safe |
| P3 | Businesses should respect and promote the well-being of all employees, including those in their value chains |
| P4 | Businesses should respect the interests of and be responsive to all its stakeholders |
| P5 | Businesses should respect and promote human rights |
| P6 | Businesses should respect and make efforts to protect and restore the environment |
| P7 | Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent |
| P8 | Businesses should promote inclusive growth and equitable development |
| P9 | Businesses should engage with and provide value to their consumers in a responsible manner |

| Disclosure Questions | | | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| **Policy and Management processes** | | | | | | | | | | | |
| 1 | (a) | **Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)** | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| | (b) | **Has the policy been approved by the Board? (Yes/No)** | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| | (c) | **Web Link of the Policies, if available** | The Company's Policies are available at : https://www.yashoindustries.com/policies--codes.html | | | | | | | | |
| 2 | **Whether the entity has translated the policy into procedures. (Yes / No)** | | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| 3 | **Do the enlisted policies extend to your value chain partners? (Yes/No)** | | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes |
| 4 | **Name of the national and international codes / certifications / labels / standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.** | | ISO 9001:2015, ISO 27001: 2022, ISO 14001:2015, 45001: 2018, FAMI QS, Dun & Bradstreet Global, Three star export house, Food Facility Registration FDA, Importer-Exporter Code, Eco Vadis, Star-K Kosher Certificate, Halal Certification, FSSC 2200, Food Safety and Standards Authority of India License, NSF International, RSPO Supply Chain Certification Systems 2020, REACH, EU Poison Centre Notification, AGQM | | | | | | | | |
| 5 | **Specific commitments, goals and targets set by the entity with defined timelines, if any.** | | We have embraced the 3R strategy—Reduce, Reuse, and Recycle—to minimize water wastage. Our in-house water treatment plants recycle used water for industrial operations. At present, one of our four manufacturing units operates as a Zero Liquid Discharge (ZLD) facility, reflecting our dedication to sustainable water management practices. We are actively working to achieve ZLD status for all our facilities, aiming to enhance our water recycling efforts and reduce freshwater usage. Currently, we recycle 11.6 % of our water, which is then seamlessly utilized for domestic purposes. | | | | | | | | |
| 6 | **Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.** | | Performance of each of our targets and commitments is reviewed periodically by various Committees led by the Management and Board of Director. | | | | | | | | |

| GOVERNANCE, LEADERSHIP AND OVERSIGHT | | |
|---|---|---|
| **7.** | **Statement by Director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)** | The Company is committed to integrating environmental, social and governance (ESG) principles into its businesses which is central to improving the quality of life of the communities it serves. It adheres to the principles of product stewardship by enhancing health, safety and environmental impacts of products and services across their lifecycles.<br><br>The Company is committed to conducting beneficial and fair business practices to the labour, human capital and to the community. It provides employees and business associates with working conditions that are clean, safe, healthy and fair. |
| **8.** | **Details of the highest authority responsible for implementation and oversight of the Business and Human Rights Policy.** | Mr. Parag Vinod Jhaveri, Managing Director; DIN: 01257685 under the guidance of the Board of Directors and its Committees is responsible for implementation and oversight of the Business Responsibility policies |
| **9.** | **Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issue? (Yes/No). If yes, provide details.** | Yes, the Corporate Social Responsibility Committee and Risk Management Committee provides valuable direction and guidance to the Management to ensure that Safety and Sustainability implications are duly addressed in all- new strategic initiatives, budgets, audit actions and improvement plans. |

**10. Details of Review of NGRBCs by the Company**

| Subject for Review | Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee | | | | | | | | | Frequency (Annually/ Half Yearly/ Quarterly/ Any other – Please specify) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 | P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
| Performance against above policies and follow up action | Yes, The Board of Directors of the Company review the same on an annual basis. | | | | | | | | | | | | | | | | | |
| Compliance with statutory requirements of relevance to the Principles and rectification of any non-compliance. | The Company is in compliance with all the statutory requirements of principles to the extent applicable. | | | | | | | | | | | | | | | | | |

**11. Has the entity carried out independent assessment / evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.**

| P1 | P2 | P3 | P4 | P5 | P6 | P7 | P8 | P9 |
|---|---|---|---|---|---|---|---|---|
| The Company conducts periodic review of the charters, policies internally by the Senior Management which then drives the policies, projects and performance of the aspects of business responsibility and sustainability. Further the company is under process to get an indpendent assessment done from an external agency. | | | | | | | | |

**12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated.**

NA

## SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

**PRINCIPLE 1 - Businesses should conduct and govern themselves with integrity and in a manner that is Ethical, Transparent and Accountable.**

### ESSENTIAL INDICATORS

**1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year –**

| Segment | Total number of training and awareness programmes held | Topics / principles covered under the training and its impact | % age of persons in respective category covered by the awareness programmes |
|---|---|---|---|
| Board of Directors | 7 | During the year, the Board of Directors of the Company (including its Committees) has invested time on various updates comprising matters relating to an array of issues pertaining to the business, regulations, economy and environmental, social and governance parameters. | 100% |
| Key Managerial Personnel | 8 | 1) Corporate Induction<br>2) Company Policies<br>3) Well-being and Safety related sessions<br>4) ISMS | 100% |
| Employees other than BoD and KMPs | 423 | 1) Awareness Training Session for ISO 14001 and ISO 45001 standards<br>2) Awareness Training Session for FAMI-QS v.6<br>3) Awareness Training Session for ESG Implementation and LCA<br>4) ISMS<br>5) Job Specific Training | 100% |
| Workers | 611 | | 100% |

**2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by its directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions in FY 2023-24 (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as disclosed on the entity's website)**

| Monetary | NGRBC Principle | Name of the Regulatory/ enforcement agencies/ judicial institutions | Amount (in INR) | Brief of the case | Has an appeal been preferred? (Yes/No) |
|---|---|---|---|---|---|
| Penalty / Fine | NA | Not Applicable | Nil | Not Applicable | No |
| Settlement | Nil | Not Applicable | Nil | Not Applicable | No |
| Compounding fee | Nil | Not Applicable | Nil | Not Applicable | No |

| Non-Monetary | NGRBC Principle | Name of the Regulatory/ enforcement agencies/ judicial institutions | Brief of the case | Has an appeal been preferred? (Yes/No) |
|---|---|---|---|---|
| Imprisonment | Nil | | | |
| Punishment | | | | |

**3. Of the instances disclosed in Question 2 above, details of the Appeal / Revision preferred in cases where monetary or non-monetary action has been appealed.**

| Case Details | Name of the regulatory / enforcement agencies / judicial institutions |
|---|---|
| NA | |

**4. Does the entity have an anti-corruption policy or anti- bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Yes, the Company does have the Anti Bribery & Corruption policy and the same is available at https://www.yashoindustries.com/policies--codes.html

**5. Number of Directors / KMPs / Employees against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption**

| | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Directors | Nil | Nil |
| KMPs | Nil | Nil |
| Employees | Nil | Nil |
| Workers | Nil | Nil |

**6. Details of complaints with regard to conflict of interest**

| | FY 2025-26 | | FY 2024-25 | |
|---|---|---|---|---|
| | Number | Remarks | Number | Remarks |
| Number of Complaints received in relation to issues of Conflict of Interest of the Directors | NA | | | |
| Number of Complaints received in relation to issues of Conflict of Interest of the KMPs | | | | |

**7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators / law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.**

NA

**8. Number of days of accounts payables ((Accounts payable *365) / Cost of goods/services procured)**

| | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Number of days of accounts payables | 53 | 47 |

**9. Open-ness of business**

**Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:**

| Parameter | Metrics | FY 2025-26 | FY 2024-25 |
|---|---|---|---|
| Concentration of Purchases | a. Purchases from trading houses as % of total purchases | 56.29% | 50.95% |
| | b. Number of trading houses where purchases are made from | 104 | 86 |
| | c. Purchases from top 10 trading houses as % of total purchases from trading houses | 38.53% | 37.54% |
| Concentration of Sales | a. Sales to dealers / distributors as % of total sales | 16.05% | 7.41% |
| | b. Number of dealers / distributors to whom sales are made | 77 | 53 |
| | c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors | 12.03% | 6.16% |
| Share of RPTs in | a. Purchases (Purchases with related parties / Total Purchases) | Nil | Nil |
| | b. Sales (Sales to related parties / Total Sales) | 5.19% | 4.83% |
| | c. Loans & advances (Loans & advances given to related parties / Total loans & advances) | Nil | Nil |
| | d. Investments ( Investments in related parties / Total Investments made) | 99.95% | 99.95% |

## LEADERSHIP INDICATORS

1. **Awareness programmes conducted for value chain partners on any of the Principles during FY 2025-26**

| Total number of awareness programmes held | Topics / Principles covered under the training | Value chain partners covered (by value of business done with such partners) |
|---|---|---|
| | NA | |

2. **Does the entity have processes in place to avoid / manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

Yes, Your Company have a Code of Conduct for its Board, which requires all Directors of the Company to always act in the interest of the Company and ensure that any other business or personal association which they may have does not involve any conflict of interest with the operations of the Company. In case of any actual or potential conflicts of interest, the concerned Director is required to immediately report such conflicts and seek approvals as required by the applicable law and under Company's policies.

Further, a declaration is also taken annually from the Directors under the Code of Conduct confirming that they will always act in the interest of the Company and ensure that any other business or personal association which they may have, does not involve any conflict of interest with the operations of the Company and the role therein. The Senior Management also affirms annually that they have not entered into any material, financial and commercial transactions, which may have a potential conflict with the interest of the Company at large.

**PRINCIPLE 2 – Businesses should provide goods and services in a manner that is sustainable and safe.**

## ESSENTIAL INDICATORS

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

| | FY 2025-26 | FY 2024-25 | Details of improvements in environmental and social impacts |
|---|---|---|---|
| R&D | 100.00% | 100.00% | R&D investments are focused on development of cost effective and environmentally friendly technologies to manufacture quality products. We are increasingly focusing on the industrial segment where the company believes there is potential for growth. |
| Capex* | 0.00% | 0.10% | Capital investments in infrastructure, including energy efficiency and other environmental initiatives. |

2. (a) **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes

(b) **If yes, what percentage of inputs were sourced sustainably?**

The Company has sourced approximately 40% of its raw materials sustainably.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste**

(a) **Plastics (including packaging): Disposed with authorised recycler**

(b) **E-waste: Disposed with authorised recycler**

(c) **Hazardous waste: Disposed with authorised recycler**

(d) **Other waste: Disposed with authorised recycler**

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

The Extended Producer Responsibility is not applicable to Company's business activities.



## LEADERSHIP INDICATORS

1. **Has the entity conducted Life Cycle Perspective / Assessment (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

Company has started conducting LCA for one of its product and its in progress

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

No

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

| Indicate input material | Recycled or reuse input material to total material | |
|---|---|---|
| | FY 2025-26 | FY 2024-25 |
| Solvents | 60:40 | 60:40 |

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format.**

| | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Re-used | Recycled | Safely Disposed | Re-used | Recycled | Safely Disposed |
| Plastics (including packaging) | 0 | 9.15 | 0 | 3.0 MT | 0 | 6.0 MT |
| E-Waste | 0 | 0 | 0 | 0 | 0 | 25 kg |
| Hazardous waste | 0 | 139.16 MT | 728.35 MT | 0 | 0 | 130 MT |
| Other waste | 0 | 0 | 0.43 MT | 0 | 0 | 50 MT |

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Nil

**PRINCIPLE 3 – Businesses should respect and promote the well-being of all employees, including those in their value chains.**

## ESSENTIAL INDICATORS

1. a. **Details of measures for the well-being of employees:**

| Category | Total (A) | % of Employees covered by | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Health insurance | | Accident insurance | | Maternity benefits | | Paternity Benefits | | Day Care facilities | |
| | | Number (B) | % (B / A) | Number (C) | % (C / A) | Number (D) | % (D / A) | Number (E) | % (E / A) | Number (F) | % (F/A) |
| **Permanent Employees** | | | | | | | | | | | |
| Male | 785 | 785 | 100% | 785 | 100% | 0 | 0% | 341 | - | - | - |
| Female | 44 | 44 | 100% | 44 | 100% | 44 | 100% | - | - | - | - |
| **Total** | **829** | **829** | **100%** | **829** | **100%** | **44** | **100%** | **341** | **-** | **-** | **-** |
| **Other than Permanent Employees** | | | | | | | | | | | |
| Male | 0 | 0 | 0% | 0 | 0% | - | - | - | - | - | - |
| Female | 0 | 0 | 0% | 0 | 0% | - | - | - | - | - | - |
| **Total** | **0** | **0** | **0%** | **0** | **0%** | **-** | **-** | **-** | **-** | **-** | **-** |

**b. Details of measures for the well-being of workers:**

| Category | Total (A) | % of Employees covered by | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Health insurance | | Accident insurance | | Maternity benefits | | Paternity Benefits | | Day Care facilities | |
| | | Number (B) | % (B / A) | Number (C) | % (C / A) | Number (D) | % (D / A) | Number (E) | % (E / A) | Number (F) | % (F/A) |
| **Permanent Employees** | | | | | | | | | | | |
| Male | 258 | 258 | 100% | 258 | 100% | - | - | - | - | - | - |
| Female | 0 | 0 | 0% | 0 | 0% | - | - | - | - | - | - |
| **Total** | **258** | **258** | **100%** | **258** | **100%** | **-** | **-** | **-** | **-** | **-** | **-** |
| **Other than Permanent Employees** | | | | | | | | | | | |
| Male | 0 | 0 | 0% | 0 | 0% | - | - | - | - | - | - |
| Female | 0 | 0 | 0% | 0 | 0% | - | - | - | - | - | - |
| **Total** | **0** | **0** | **0%** | **0** | **0%** | **-** | **-** | **-** | **-** | **-** | **-** |

**c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent)**

| | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Cost incurred on well-being measures as a % of total revenue of the company | 0.20% | 0.21% |

**2. Details of retirement benefits for Current and Previous FY**

| Benefits | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | No. of employees covered as a % of total employees | No. of employees covered as a % of total workers | Deducted and deposited with the authority (Y/ N/ N.A) | No. of employees covered as a % of total employee | No. of employees covered as a % of total workers | Deducted and deposited with the authority (Y/ N/ N.A) |
| PF | 100% | 100% | Y | 100% | 100% | Y |
| Gratuity | 100% | 100% | Y | 100% | 100% | Y |
| ESI | 100% | 100% | Y | 100% | 100% | Y |

* The Gratuity contributions are deposited with the Company's Trust Funds.

**3. Accessibility of workplaces - Are the premises / offices of the entity accessible to differently abled employees, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes, the Company's registered offices at Mumbai are accessible to differently abled employees.

**4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Yes, the Company's policy on hiring does not discriminate against persons with disabilities.

**5. Return to work and Retention rates of permanent employees that took parental leave.**

| Gender | Permanent employees (other than workers) | | Permanent workers | |
|---|---|---|---|---|
| | Return to work rate | Retention rate | Return to work rate | Retention rate |
| Male | NA | NA | NA | NA |
| Female | 1 | 100% | NA | NA |
| Total | 1 | 100% | NA | NA |

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.**

| | Yes/No |
|---|---|
| Permanent Workers | Yes |
| Other than Permanent Workers | Yes |
| Permanent Employees | Yes |
| Other than Permanent Employees | Yes |

The Redressal mechanism is as follows:

On receipt of any concern through email, letter, oral, etc., All protected disclosures will be recorded for thorough investigation. The Audit Committee may investigate and may, at its discretion, consider involving any other Officer of the Company and / or an outside agency for the purpose of investigation.

**7. Membership of employees and worker in association(s) or Unions recognised by the listed entity**

| Category | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Total employees / workers in respective category (A) | No. of employees/ workers in respective category, who are part of associations or Union (B) | % (B/ A) | Total employees / workers in respective category (c ) | No. of employees / workers in respective category, who are part of associations or Union (D) | % (D/ C) |
| **Total Permanent employees (Other than workers)** | | | | | | |
| Male | NA | NA | NA | NA | NA | NA |
| Female | NA | NA | NA | NA | NA | NA |
| **Total Permanent workers** | | | | | | |
| Male | NA | NA | NA | NA | NA | NA |
| Female | NA | NA | NA | NA | NA | NA |

**8. Details of training given to employees and workers.**

| Category | FY 2025-26 | | | | | FY 2024-25 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | On Health and Safety Measures | | On skill upgradation | | Total (D) | On Health and Safety Measures | | On skill upgradation | |
| | | No. (B) | % (B / A) | No.(C) | % (C / A) | | No. (E) | % (E / D) | No. (F) | %(F / D) |
| **Employees (other than workers)** | | | | | | | | | | |
| Male | 345 | 345 | 100.00% | 315 | 91.30% | 311 | 311 | 100.00% | 280 | 90.03% |
| Female | 44 | 44 | 100.00% | 40 | 90.91% | 43 | 43 | 100.00% | 35 | 81.40% |
| **Total** | **389** | **389** | **100.00%** | **355** | **91.26%** | **354** | **354** | **100.00%** | **315** | **88.98%** |
| **Workers** | | | | | | | | | | |
| Male | 440 | 440 | 100.00% | 389 | 88.41% | 467 | 467 | 100.00% | 380 | 81.37% |
| Female | 0 | 0 | 0.00% | 0 | 0.00% | 0 | 0 | 0.00% | 0 | 0.00% |
| **Total** | **440** | **440** | **100.00%** | **389** | **88.41%** | **467** | **467** | **100.00%** | **380** | **81.37%** |

**9. Details of performance and career development reviews of employees and workers.**

| Category | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. (B) | % (B/A) | Total (C) | No. (D) | % (D/C) |
| **Employees (other than workers)** | | | | | | |
| Male | 345 | 345 | 100.00% | 311 | 311 | 100.00% |
| Female | 44 | 44 | 100.00% | 43 | 43 | 100.00% |
| **Total** | **389** | **389** | **100.00%** | **354** | **354** | **100.00%** |
| **Workers** | | | | | | |
| Male | 440 | 440 | 100.00% | 467 | 467 | 100.00% |
| Female | 0 | 0 | 0.00% | 0 | 0 | 0.00% |
| **Total** | 440 | 440 | 100.00% | 467 | 467 | 100.00% |

**10. Health and Safety Management System**

**a. Whether an occupational health and safety management system has been implemented by the entity? (Yes / No). If yes, the coverage such system?**

Yes, the Occupational Health and Safety Management System has been implemented in all manufacturing facilities and Research & Development Laboratory. The health and safety management system follows ISO 45001 : 2018, which is an internationally recognized standard for ensuring occupational health and safety.

**b. What are the processes used to identify work- related hazards and assess risks on a routine and non-routine basis by the entity?**

Hazard identification and Risk assessment (HIRA) , HAZOP, PSSR, Job Safety Analysis

**c. Whether you have processes for employees to report the work-related hazards and to remove themselves from such risks. (Y/N)**

Yes

**d. Do the employees of the entity have access to non-occupational medical and healthcare services? (Yes / No)**

Yes

**11. Details of safety related incidents, in the following format**

| Safety Incident/ Number | Category | FY 2025-26 | FY 2024-25 |
|---|---|---|---|
| Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) | Employees | 0 | 0 |
| | Workers | 0 | 0 |
| Total recordable work-related injuries | Employees | 0 | 0 |
| | Workers | 0 | 0 |
| No. of fatalities | Employees | 0 | 0 |
| | Workers | 0 | 0 |
| High consequence work related injury or ill health (excluding fatalities) | Employees | 0 | 0 |
| | Workers | 0 | 0 |

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace**

Trainings provided to all employees and contract workers about Health and safety in Yasho. Appropriate PPEs are provided. Adequate Ventillation and Illumination at workplace.

Fire fighting and chemical safety measures are in place as per government guidelines. Hazard Identification and Risk assessment is practiced for routine activities and non-routine activities with Permit to Work system.

System is in place for reporting all incidents, near miss and unsafe conditions/unsafe acts at workplace. All cases are investigated and corrective actions are implemented.



**13. Number of Complaints on the following made by employees and workers:**

| Category | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| Working conditions | Nil | Nil | No Complaints Received | Nil | Nil | No Complaints Received |
| Health & Safety | Nil | Nil | No Complaints Received | Nil | Nil | No Complaints Received |

**14. Assessments for the year**

| | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Health and safety practices | 100% |
| Working Conditions | 100% |

**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

As there were no significant risks or concerns arising from the assessment of health & safety practices and working conditions, no corrective action was taken or necessitated to address any safety related incidents

## LEADERSHIP INDICATORS

**1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N)**

Permanent Employee - Yes

Contract Employee - No

**2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

The Company has established processes to monitor that the statutory dues have been appropriately deducted & deposited by its Contractors.

**3. Provide the number of employees having suffered high consequence work-related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment.**

| | Total no. of affected employees /Workers | | No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment | |
|---|---|---|---|---|
| | FY 2025-26 | FY 2024-25 | FY 2025-26 | FY 2024-25 |
| Employees | Nil | Nil | Not Applicable | Not Applicable |
| Workers | Nil | Nil | Not Applicable | Not Applicable |

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?**

Yes

**5. Details of assessment of value chain partners.**

| | % of value chain partners (by value of business done with such partners) that were assessed |
|---|---|
| Health and safety practices | Nil |
| Working conditions | Nil |

**6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

No such assessments were performed.

**PRINCIPLE 4 – Businesses should respect the interests of and be responsive to all its stakeholders**

## ESSENTIAL INDICATORS

1. **Describe the processes for identifying key stakeholder groups of the entity.**

   The Company has identified its internal and external group of stakeholders and below listed stakeholder groups have an immediate impact on the operations and working of the Company. This includes Employees, Shareholders, Customers, Communities, Suppliers, Partners and Vendors.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.**

| Stakeholder Group | Whether identified as Vulnerable & Marginalised group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Websites) | Frequency of engagement (Annually / Half yearly/ Quarterly) | Purpose and scope of engagement including key topics and concerns raised during such engagement |
|---|---|---|---|---|
| Shareholders | No | • Regulatory fillings<br>• Company website<br>• Quarterly results followed by earning call<br>• Periodic Analysts' briefing<br>• Media releases<br>• Annual reports<br>• Investor meets<br>• Analyst meets<br>• Annual general meeting | As per requirement | • Financial performance<br>• Business growth<br>• Business strategy<br>• Future investments<br>• Transparency<br>• Good governance practices<br>• Social responsibility<br>• Sustainability |
| Regulatory bodies | No | • Regulatory fillings<br>• Meetings<br>• Emails | As per requirement | • Compliance requirements<br>• Upcoming rules and regulations<br>• Industry representation on key matters |
| Employees | No | • Trainings and awareness sessions<br>• Emails<br>• Notice board<br>• Meetings<br>• Grievance mechanism<br>• Performance feedback | Ongoing | • Total Quality Management<br>• Skill development<br>• Workplace satisfaction<br>• Healthy and safe operations<br>• Employee engagement and involvement<br>• Career progression<br>• Emotional and mental well-being<br>• Ethics and transparency<br>• Work environment and policies Grievance redressal mechanism |
| Customers | No | • Telephone<br>• Email<br>• Customer meets<br>• Personal visits<br>• Advertisements<br>• Conferences | Ongoing | • Availability of the product<br>• Pricing of the product<br>• Quality of the product<br>• New product development<br>• Efficient service<br>• Grievance redressal and transparency<br>• Information on the safe use of products |
| Suppliers | No | • Personal interaction<br>• Telephonic conversations<br>• Email communication<br>• Conferences | Ongoing | • Business opportunities<br>• Long-term association<br>• Innovation<br>• opportunities<br>• Materials management |
| Communities around our Manufacturing Sites | Yes | • Community meetings<br>• CSR projects | Ongoing | • Social concerns in the region<br>• Health<br>• Education<br>• Indirect economic impact |

## LEADERSHIP INDICATORS

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

   The Company's management regularly interacts with its key stakeholders i.e. investors, customers, suppliers, employees, etc. Interactions with stakeholders are held during every AGM for effective stakeholder engagement

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

   Yes. For example, through materiality study, the Company engages with its stakeholders in terms of identifying and prioritising the issues pertaining to economic, environmental and social topics.

3. **Provide details of instances of engagement with and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

   The Company actively engages with stakeholders who are disadvantaged, vulnerable, and marginalized through Corporate Social Responsibility (CSR) programs. These programs are designed with the goal to promote eductaion . These initiatives are strategically implemented under the Company's key CSR focus areas.

**PRINCIPLE 5 – Businesses should respect and promote human rights**

## ESSENTIAL INDICATORS

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

| Category | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. of employees (B) | % (B / A) | Total (C) | No. of employees (D) | % (D / C) |
| **Employees** | | | | | | |
| Permanent | 389 | 380 | 97.69% | 354 | 350 | 98.87% |
| Other than Permanent | 4 | 4 | 100.00% | 4 | 4 | 100.00% |
| **Total Employees** | **393** | **384** | **97.71%** | **358** | **354** | **98.88%** |
| **Workers** | | | | | | |
| Permanent | 440 | 380 | 86.36% | 467 | 380 | 81.37% |
| Other than Permanent | 259 | 200 | 77.22% | 306 | 225 | 73.53% |
| **Total Workers** | **699** | **580** | **82.98%** | **773** | **605** | **78.27%** |

2. **Details of minimum wages paid to employees in the following format**

| Category | FY 2025-26 | | | | | FY 2024-25 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | Equal to minimum wages | | More than minimum wages | | Total (D) | Equal to minimum wages | | More than minimum wages | |
| | | No. (B) | % (B/A) | No. (C) | % (C/A) | | No. (E) | % (E/D) | No. (F) | % (F/D) |
| **Employees** | | | | | | | | | | |
| **Permanent** | | | | | | | | | | |
| Male | 345 | - | - | 345 | 100.00% | 311 | - | - | 311 | 100.00% |
| Female | 44 | - | - | 44 | 100.00% | 43 | - | - | 43 | 100.00% |
| **Other than Permanent** | | | | | | | | | | |
| Male | 4 | - | - | 4 | 100.00% | 4 | - | - | 4 | 100.00% |
| Female | 0 | - | - | 0 | 0.00% | 0 | - | - | 0 | 0.00% |
| **Workers** | | | | | | | | | | |
| **Permanent** | | | | | | | | | | |
| Male | 440 | - | - | 440 | 100.00% | 467 | - | - | 467 | 100.00% |
| Female | 0 | - | - | 0 | 0.00% | 0 | - | - | 0 | 0.00% |
| **Other than Permanent** | | | | | | | | | | |
| Male | 259 | 258 | 99.61% | 1 | 0.39% | 306 | 306 | 100.00% | - | - |
| Female | 0 | 0 | | 0 | 0.00% | 0 | - | - | - | - |

3. **Details of remuneration/salary/wages, in the following format**

   a. **Median remuneration / wages:**

(₹ in lakh)

| | Male | | Female | |
|---|---|---|---|---|
| | Number | Median remuneration / salary / wages of respective category | Number | Median remuneration/ salary / wages of respective category |
| Board of Directors# | 6 | 161.24 | 1 | 1.46 |
| Key Managerial Personnel* | 1 | 12.41 | 1 | 2.30 |
| Employees other than BoD and KMP | 344 | 5.58 | 43 | 6.44 |
| Workers | 440 | 3.02 | - | - |

# includes sitting fees paid

* (excludes Managing Director & CEO, Whole Time Director , Executive Director)

   b. **Gross wages paid to females as % of total wages paid by the entity, in the following format:**

| | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Gross wages paid to females as % of total wages | 8.00% | 12.00% |

4. **Do you have a focal point (Individual / Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes

5. **Describe the internal mechanisms in place to redress grievances related to human rights issue**

The mechanism to redress grievances under human rights is same as for other grievances. On receipt of any concern by through email, letter, web helpline, oral, etc. Anything outside the purview of the Code of Conduct is informed back to the complainant. These are reviewed by MD & CEO and the Audit Committee.

6. **Number of Complaints on the following made by employees**

| | FY 2025-26 | | FY 2024-25 | |
|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Filed during the year | Pending resolution at the end of year |
| Sexual Harassment | 0 | 0 | 0 | 0 |
| Discrimination at workplace | 0 | 0 | 0 | 0 |
| Child Labour | 0 | 0 | 0 | 0 |
| Forced Labour / Involuntary Labour | 0 | 0 | 0 | 0 |
| Wages | 0 | 0 | 0 | 0 |
| Other human rights related issues | 0 | 0 | 0 | 0 |

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

| | FY 2025-26 | | FY 2024-25 | |
|---|---|---|---|---|
| Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH) | 0 | 0 | 0 | 0 |
| Complaints on POSH as a % of female employees / workers | 0 | 0 | 0 | 0 |
| Complaints on POSH upheld | 0 | 0 | 0 | 0 |

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases**

The Company gives prime importance to the dignity and respect of its employees irrespective of their gender or hierarchy and expects responsible conduct and behaviour on the part of employees at all levels. Providing a safe and congenial work environment for all employees is an integral part of the Company's Code of Conduct. In order to prevent adverse consequences to the complainants, the Company prohibits victimisation of the complainants in any form and also facilitates the filing of such complaints anonymously. The Company has put a governance structure in place to address complaints related to discrimination or harassment of any kind. The Code of Conduct of the Company guides its employees. There is an Internal Committee constituted by the Company to address complaints relating to sexual harassment.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, the Company has included compliance with human rights requirements as a part of its standard terms and conditions of its Purchase Order, Agreements / Contracts entered into with the Suppliers and also as a part of its Supplier Code of Conduct.

**10. Assessments for the year**

| | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Child labour | We internally monitor compliance with all relevant laws and policies pertaining to these issues at 100% of its offices. There have been no observations by local statutory / third parties in India in FY 2025-26. |
| Forced/involuntary labour | |
| Sexual harassment | |
| Discrimination at workplace | |
| Wages | |

**11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above**

NA

## LEADERSHIP INDICATORS

**1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

We have relevant in-house policies and procedures to reinforce human rights, resulting in a good track record regarding human rights grievances or complaints

**2. Details of the scope and coverage of any Human rights due-diligence conducted.**

The Company has not conducted any human rights due-diligence during the year under review

**3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes, most of our locations are accessible to differently-abled visitors.

**4. Details on assessment of value chain partners**

| | |
|---|---|
| Sexual Harassment | Nil |
| Discrimination at workplace | Nil |
| Child Labour | Nil |
| Forced Labour/Involuntary Labour | Nil |
| Wages | Nil |
| Others | Nil |

**5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above**

Not Applicable

**PRINCIPLE 6 – Businesses should respect and make efforts to protect and restore the environment**

## ESSENTIAL INDICATORS

**1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format.**

| Parameter | FY 2025-26 (Values in GJ) | FY 2024-25 (Values in GJ) |
|---|---|---|
| **From renewable sources** | | |
| Total electricity consumption (A) | 2147.76 | 534 |
| Total fuel consumption (B) | 0 | 0 |
| Energy consumption through other sources (C) | 0 | 0 |
| **Total energy consumption (A+B+C)** | **2,147.76** | **534.00** |
| **From non-renewable sources** | | |
| Total electricity consumption (D) | 68,460.29 | 76,876.00 |
| Total fuel consumption (E) | 194,234.07 | 197,471.00 |
| Energy consumption through other sources (F) | 3506.97 | 11383.49 |
| **Total energy consumed from non-renewable sources (D+E+F)** | **266,201.33** | **285,730.49** |
| **Total energy consumed (A+B+C+D+E+F)** | **268,349.09** | **286,264.49** |
| **Energy intensity per rupee of turnover** (Total energy consumed / Revenue from operations) | 0.00003 | 0.00004 |
| **Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)** (Total energy consumed / Revenue from operations adjusted for PPP) | - | - |
| **Energy intensity in terms of physical output** | - | - |
| Energy intensity (optional) – the relevant metric may be selected by the entity | - | - |

Note: The revenue from operations has been adjusted for PPP based on the latest PPP conversion factor published by the IMF- for India

**Note: Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.-**

No

**2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not Applicable

**3. Provide details of the following disclosures related to water, in the following format**

| Parameter | FY 2025-26 | FY 2024-25 |
|---|---|---|
| **Water withdrawal by source (in kl)** | | |
| 1. Surface water | 103789 | 91,101 |
| 2. Ground water | 0 | 0 |
| 3. Third Party water | 0 | 0 |
| 4. Seawater* / desalinated water | 0 | 0 |
| 5. Others (Municipal) | 0 | 0 |
| 6. Rainwater | 0 | 0 |
| Total volume of water withdrawal (in kilolitres) | 103789 | 91101 |
| Total volume of water consumption (in kilolitres) | 104934 | 82739 |
| Water intensity per rupee of turnover (Total water consumption / Revenue from operations)" | 0.000012 | 0.0000122 |
| Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total water consumption / Revenue from operations adjusted for PPP)" | - | - |
| Water intensity in terms of physical output | - | - |

*Used for cooling purposes

**Note: Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency ? If yes, name of the external agency.**

No

**4. Provide the following details related to water discharged:**

| Parameter | FY 2025-26 | FY 2024-25 |
|---|---|---|
| **Water discharge by destination and level of treatment (in kilolitres)** | | |
| (i) To Surface water | NIL | Nil |
| Primary Treatment | | |
| With treatment – please specify level of treatment | | |
| (ii) To Groundwater | NIL | Nil |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (iii) To Seawater | NIL | Nil |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (iv) Sent to third-parties | 3517 | Nil |
| No treatment | | |
| With treatment – please specify level of treatment | Primary, Secondary and tertiary level of treatment by MEE, ATFD and ETP plant | Nil |
| (v) Others | Nil | Nil |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| **Total water discharged (in kilolitres) to CETP (in KL)** | **3517** | **Nil** |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

NA

**5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes. We have embraced the 3R strategy—Reduce, Reuse, and Recycle—to minimize water wastage. Our in-house water treatment plants recycle used water for industrial operations. At present, one of our four manufacturing units operates as a Zero Liquid Discharge (ZLD) facility, reflecting our dedication to sustainable water management practices. We are actively working to achieve ZLD status for all our facilities, aiming to enhance our water recycling efforts and reduce freshwater usage. Currently, we recycle 11.6 % of our water, which is then seamlessly utilized for domestic purposes

**6. Provide details of air emissions (other than GHG emissions) by the entity, in the following format.**

| Parameter | Specify unit | FY 2025-26 | FY 2024-25 |
|---|---|---|---|
| SOx | mg/m3 | 38.91 | 49.53 |
| NOx | mg/m3 | 23.13 | 24.78 |
| SPM | mg/m3 | 62.89 | - |
| Persistent organic pollutants (POP) | -- | - | - |
| Volatile organic compounds (VOC) | mg/m3 | 74.51 | - |
| Hazardous air pollutants (HAP) | mg/Nm3 | - | - |
| Particulate Matter (size less than 10µ) | mg/m3 | 56.24 | 72.6 |
| Particulate Matter (size less than 2.5µ) | mg/m3 | 20.99 | 72.6 |

**Note: indicate if any independent assessment / evaluation / assurance has been carried out by an external agency ? if yes, name of the external agency:** No

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

| Parameter | Specify unit | FY 2025-26 | FY 2024-25 |
|---|---|---|---|
| **Total Scope 1 emissions** (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available) | Metric tonnes of CO2 equivalent | Under Process | 16270 |
| **Total Scope 2 emissions** (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available) | Metric tonnes of CO2 equivalent | | 15801 |
| **Total Scope 1 and Scope 2 emission intensity per rupee of turnover** (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations) | Metric tonnes of CO2 equivalent | | 4.77 $tCO_2$ e per million INR of gross revenue generated |
| **Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)** (Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) | Metric tonnes of CO2 equivalent | | - |
| **Total Scope 1 and Scope 2 emission intensity in terms of physical output** | MTCO2e/MT | | 1.78 $tCO_2$e per ton of total production. |

**Note: Indicate if any independent assessment / evaluation / assurance has been carried out by an external agency ? If yes, name the external agency.**

No

**8. Does the entity have any project related to reducing Green House Gas emission?**

Yes , We have just started working on this in collabration with Bureau Veritas India Private Limited

**9. Provide details related to waste management by the entity, in the following format:**

| Parameter | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Total Waste generated (in metric tonnes) | | |
| Plastic waste (A) | 9.15 | 2 |
| E-waste (B) | 0 | 0.23 |
| Bio-medical waste (C) | 0.43 | 0.39 |
| Construction and demolition waste (D) | 0 | 0 |
| Battery waste (E) | 0 | 0 |
| Radioactive waste (F) | 0 | 0 |
| Other Hazardous waste. Please specify, if any. (G) specify, if any. (G) Process residue + ETP/MEE Sludge + Spent Carbon+ Oil Rags + Spent Solvent | 867.51 | 0 |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector) | 0 | 0 |
| Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector) | 0 | 0 |
| **Total (A+B + C + D + E + F + G + H)** | 877.09 | 2.62 |
| **Waste intensity per rupee of turnover** (Total waste generated / Revenue from operations) | 0.0000001 | 0.0000000 |
| **Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)** (Total waste generated / Revenue from operations adjusted for PPP) | 0 | 0 |
| **Waste intensity in terms of physical output** | 0 | 0 |
| For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes) | 0 | 0 |

| Parameter | FY 2025-26 | FY 2024-25 |
|---|---|---|
| **Category of waste** | | |
| (i) Recycled | 148.31 | 2.23 |
| (ii) Re-used | 0 | 0 |
| (iii) Other recovery operations | 0 | 0 |
| **Total** | **148.31** | **2.23** |
| **For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)** | | |
| **Category of waste** | | |
| (i) Incineration | 0.43 | 0.39 |
| (ii) Landfilling | 205.05 | 0 |
| (iii) Other disposal operations - (Pre-processing ) | 496.75 | 0 |
| **Total** | **702.23** | **0.39** |

**Note: indicate if any independent assessment / evaluation / assurance has been carried out by an external agency ? if yes, name the external agency**

No

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

    With Inhouse full fledge R&D we are constantly developing products using environment friendly raw materials. Also Hazardous waste generated are kept in separate bin and disposed off with authorised waste handling agency.

11. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/ clearances are required, specify details in the following format:**

    Not Applicable

| S. No. | Location of operations / offices | Types of operation | Whether the conditions of environment approval / clearance are being complied with ? Y / N If no, the reasons thereof and corrective action taken, if any. |
|---|---|---|---|
| 1 | Plot No.2514-2515, Phase IV, GIDC, Vapi - 396 195, Gujarat, INDIA | Manufacturing | Yes |
| 2 | Plot No.1713, Phase III, GIDC, Vapi – 396195, Gujarat, INDIA | Manufacturing | Yes |
| 3 | Survey no. 409/P1/P1/A, Karwad, Vapi, Valsad - 396191, Gujarat, INDIA | Manufacturing | Yes |
| 4 | Survey no. 583, 593, 596, 597 & 598, PCPIR, Payal Industrial Park, Near GIDC, Dahej Village, Pakhajan, Vagra, Bharuch, Dahej– 392 165, Gujarat, INDIA | Manufacturing | Yes |

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year.**

    The Company has not undertaken any environmental impact assessments during the current financial year.

13. **Is the entity compliant with the applicable environmental law / regulations / guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

    Yes, the Company has ensured compliance with the applicable environmental laws, regulations, guidelines in India viz., Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder

| Sr. No | Specify the law / regulation/ guidelines which was not complied with | Provide the details of the non-compliance | Any fines / penalties / action taken by regulatory agencies such as Pollution Control Board or by courts | Corrective action taken, if any |
|---|---|---|---|---|
| Not Applicable | | | | |

**LEADERSHIP INDICATORS**

1. **Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

   For each facility / plant located in areas of water stress, provide the following information:

   **(i) Name of the area**

   **(ii) Nature of operations**

   **(iii) Water withdrawal, consumption and discharge in the following format:**

| Parameter | FY 2025-26 | FY 2024-25 |
|---|---|---|
| **Water withdrawal by source (in kilolitres)** | No water withdrawal from any of the sources mentioned | |
| (i) Surface water | | |
| (ii) Groundwater | | |
| (iii) Third party water | | |
| (iv) Seawater / desalinated water | | |
| (v) Others | | |
| **Total volume of water withdrawal (in kilolitres)** | | |
| **Total volume of water consumption (in kilolitres)** | | |
| **Water intensity per rupee of turnover** (Water consumed / turnover) | | |
| **Water intensity (optional)** – the relevant metric may be selected by the entity | | |
| Water discharge by destination and level of treatment (in kilolitres) | | |
| (i) Into Surface water | | |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (ii) Into Groundwater | | |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (iii) Into Seawater | | |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (iv) Sent to third-parties | | |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| (v) Others | | |
| No treatment | | |
| With treatment – please specify level of treatment | | |
| Total water discharged (in kilolitres) | | |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.-** NA

**2. Please provide details of total Scope 3 emissions & its intensity, in the following format**

| Parameter | Unit | FY 2025-26 | FY 2024-25 |
|---|---|---|---|
| **Total Scope 3 emissions** (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available) | Metric tonnes of CO2 equivalent | under process | |
| **Total Scope 3 emissions per rupee of turnover** | | | |
| **Total Scope 3 emission intensity (optional)** – the relevant metric may be selected by the entity | | | |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

NA

**3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities**

Although the Company does not operate in any of the ecologically sensitive areas, your Company is sensitive to the needs of all its stakeholders. The discharge parameters are independently monitored by an agency appointed by the Ministry of Environment, Forest & Climate Change, Government of India. The report of the monitoring is regularly shared by the agency with all its stakeholders.

**4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, provide details of the same as well as outcome of such initiatives, as per the following format**

Not Applicable

| Sr. No | Initiative undertaken | Details of the initiative | Outcome of the initiative |
|---|---|---|---|
| 1 | Nil | Nil | Nil |
| 2 | Nil | Nil | Nil |

**5. Does the entity have a business continuity and disaster management plan? Give details in 100 words**

Yes. The Company has a well-defined Business Continuity Plan. The Incident and Crisis Management system of the Company defines organizational structures and provides guidance to the Management to enable the efficient management of incidents or crisis, with the objective of minimizing the overall negative impact of a given situation and enabling a return to normalcy in the shortest possible time frame.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.**

Not Applicable

**7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

Nil

**PRINCIPLE 7 – Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.**

**ESSENTIAL INDICATORS**

**1. a. Number of affiliations with trade and industry chambers / associations**

The Company had affiliations with trade and industry chambers / associations.

**b. List the top 10 trade and industry chambers / associations (determined based on the total members of such body) the entity is a member of / affiliated to.**

| Sr. No | Name of the trade and industry chambers / associations | Reach of trade and industry chambers/ associations (State / National) |
|---|---|---|
| 1 | Indian Chemical Council | National |
| 2 | All India Rubber industries association | National |
| 3 | THE COUNCIL OF EU CHAMBERS OF COMMERCE IN INDIA | National |
| 4 | CHEMEXCIL – Basic Chemicals, Pharmaceuticals and Cosmetics Export Promotion Council | National |
| 5 | Vapi Emergency Control Centre, Gujarat, India | State |
| 6 | Vapi Industrial Association | State |
| 7 | ROUNDTABLE ON SUSTAINABLE PALM OIL | National |

**2. Provide details of corrective action taken or underway on any issues related to anticompetitive conduct by the entity, based on adverse orders from regulatory authorities.**

Not Applicable

**LEADERSHIP INDICATORS**

**1. Details of public policy positions advocated by the entity**

Not Applicable

**PRINCIPLE 8 – Businesses should promote inclusive growth and equitable development**

**ESSENTIAL INDICATORS**

**1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year**

Not Applicable

**2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity in the following format.**

Not applicable

**3 Describe the mechanisms to receive and redress grievances of the community**

The Company has a process to receive and redress concerns/grievances received from the community. A site level committee consisting of members from various departments viz. administration, security, CSR, etc. is formed which receives the concerns (written/verbal) and works towards its redressal. A joint field visit / investigation is done and the concern is addressed appropriately in a timely manner. The concerns are recorded and tracked for closure.

**4. Percentage of input material (inputs to total inputs by value) sourced from suppliers**

| | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Directly sourced from MSMEs / small producers | Nil | Nil |
| Sourced directly from within the district and neighbouring districts | Nil | Nil |

**5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost**

| Location | FY 2025-26 | FY 2024-25 |
|---|---|---|
| Rural | 45.10% | 0 |
| Semi-urban | 4.40% | 84.78% |
| Urban | 32.0% | 0 |
| Metropolitan | 18.50% | 15.22% |

## LEADERSHIP INDICATORS

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above)**

   Not Applicable

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

   The Company has undertaken CSR projects / activities in and around its Manufacturing Sites at Vapi, Gujarat. However, the Company has not undertaken any such CSR activity in designated aspirational districts identified by government bodies.

3. **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized / vulnerable groups? (Yes/No)**

   No

   (a) **No, the Company does not have a preferential procurement policy.**

   (b) **From which marginalised / vulnerable groups do you procure?**

   Not Applicable

   (c) **What percentage of total procurement (by value) does it constitute?**

   Not Applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge.**

   Not Applicable

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

   Not Applicable

6. **Details of beneficiaries of CSR Projects:**

| S. No. | CSR Project | No. of persons benefitted from CSR Projects | % of beneficiaries from vulnerable and marginalised groups |
|---|---|---|---|
| 1 | Education (Kocharva Patel F. Shala) | 230 | 80 |
| 2 | Health | 76 | Nil |
| 3 | Environmental | Nil | Nil |

**PRINCIPLE 9 – Businesses should engage with and provide value to their consumers in a responsible manner**

## ESSENTIAL INDICATORS

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   Not applicable as we are B2B supplier

2. **Turnover of products and / services as a percentage of turnover from all products/service that carry information about**

| | As a percentage to total turnover |
|---|---|
| Environmental and social parameters relevant to the product | 100% |
| Safe and responsible usage | 100% |
| Recycling and/or safe disposal | 100% |





3. **Number of consumer complaints in respect of the following:**

| | FY 2025-26 | | | FY 2024-25 | | |
|---|---|---|---|---|---|---|
| | Received during the | Pending resolution at end of year | Remarks | Received during the year | Pending resolution at end of year | Remarks |
| Data privacy | 0 | 0 | | 0 | 0 | |
| Advertising | 0 | 0 | | 0 | 0 | |
| Cyber-security | 0 | 0 | | 0 | 0 | |
| Delivery of essential services | 0 | 0 | NA | 0 | 0 | NA |
| Restrictive Trade Practices | 0 | 0 | | 0 | 0 | |
| Unfair Trade Practices | 0 | 0 | | 0 | 0 | |
| Other- VAPT | 0 | 0 | | 2 | 0 | |

4. **Details of instances of product recalls on accounts of safety issues:**

| | Number | Reasons for recall |
|---|---|---|
| Voluntary recalls | 0 | 0 |
| Forced recalls | | |

5. **Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

   Yes, the Company has detailed framework on cyber security and risk related to data privacy.

6 **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

   The cyber security for the Company has been outsourced and managed by a leading IT services company. The regular reviews are conducted, and corrective actions are taken to improve the cyber security posture.

7 **Provide the following information relating to data breaches:**

   a. Number of instances of data breaches : NIL

   b. Percentage of data breaches involving personally identifiable information of customers: NA

   c. Impact, if any, of the data breaches: NA

## LEADERSHIP INDICATORS

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

   The information on products and services of the entity can be accessed at https://www.yashoindustries.com/

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

   All business units of the Company provide safety and information sheets and mention on the packaging to their consumers about the safe and responsible use of the products.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

   The Company informs through emails and phone calls.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.**

   Yes, We are preparing labels as per Local and International standards, GHS labels required locally whereas CLP and OSHA labels for European, USA market respectively. We are following country specific regulations in order to prepare labels.

   **Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

   Yes

## ANNEXURE F

## FORM NO. MR-3
## SECRETARIAL AUDIT REPORT

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
**Yasho Industries Limited**
CIN: L74110MH1985PLC037900
Office No.101/102 Peninsula Heights,
CD Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai- 400058

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Yasho Industries Limited (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 company's 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 covering the financial year ended on March 31, 2026 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 hereinafter:

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

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

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

iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment and Overseas Direct Investment;

v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

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, 2015;

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not applicable

e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not applicable as there was no reportable event during the financial year under review

f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025; Not applicable

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not applicable as there was no reportable event during the financial year under review

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable as there was no reportable event during the financial year under review

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

vi) We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has generally complied with the following law applicable specifically to the Company:

- Environment Protection Act, 1986;
- Air (Prevention and control of pollution) Act, 1981
- Water (Prevention and control of pollution) Act, 1974
- The Boilers Act, 1923

We have also examined compliance with the applicable clauses of the followings:

i) Secretarial Standards issued by the Institute of Company Secretaries of India;

ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied, with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

**We further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. The changes in the composition of the Board of Directors that took place during the financial year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting;

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

**We further report that** based on the review of the compliance mechanism established by the company and on the basis of Compliance certificate(s) issued by various departments and taken on record by the Board of Directors at their meetings, we are of the opinion that 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.

**We further report that** the following event has occurred during the year which has a major bearing on the Company's affairs in pursuance of the Laws, Rules, Regulations, Guidelines Standards etc. referred to above.

1. The Company had received No Objection letters from BSE Limited and National Stock Exchange of India Limited on December 12, 2025, in respect of the proposed reclassification of Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF from the "Promoter Group" category to the "Public" category pursuant to Regulation 31A of the SEBI Listing Regulations, pursuant to which approval of the Members of the Company was subsequently obtained by way of Postal Ballot on February 06, 2026.

For **Dhrumil M. Shah & Co. LLP**
Practicing Company Secretaries
ICSI URN: L2023MH013400
PRN: 6459/2025

**Dhrumil M. Shah**
Partner
FCS 8021 | CP 8978
UDIN: F008021H000379381

Place: Mumbai
Date: May 18, 2026

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

**Annexure I**

**(TO THE SECRETARIAL AUDIT REPORT)**

To,
The Members,
**Yasho Industries Limited**

**Auditor's responsibility**

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Our 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. Our responsibility is to express an opinion on these Secretarial Records based on our audit.

2) We 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 the Secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.

3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and for which we relied on the report of statutory auditor.

4) Wherever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.

5) The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.

6) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Dhrumil M. Shah & Co. LLP**
Practicing Company Secretaries
ICSI URN: L2023MH013400
PRN: 6459/2025

**Dhrumil M. Shah**
Partner
FCS 8021 | CP 8978
UDIN: F008021H000379381

Place: Mumbai
Date: May 18, 2026



## ANNEXURE G

Information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors.

### (A) CONSERVATION OF ENERGY-

| | | |
|---|---|---|
| 1 | the steps taken or impact on conservation of energy; | The Company has invested in energy-efficient technologies and sustainable infrastructure to reduce operational costs and carbon footprint. Upgraded facilities to use renewable energy sources and implementing energy-efficient equipment. Also the Company streamlined processes to minimize waste generation and energy consumption, thereby reducing both costs and environmental impact. |
| 2 | the steps taken by the company for utilizing alternate sources of energy; | The Company has installed Solar power panel with a capacity of 500 KVA at our facilities |
| 3 | the capital investment on energy conservation equipments; | NIL |

### (B) TECHNOLOGY ABSORPTION-

| | | |
|---|---|---|
| 1 | the efforts made towards technology absorption; | Through continuous research in the technology, efforts are made to bring in innovative technologies to increase productivities. |
| 2 | the benefits derived like product improvement, cost reduction, product development or import substitution; | NIL |
| 3 | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year); | NIL |
| | (a) the details of technology imported;<br>(b) the year of import;<br>(c) whether the technology been fully absorbed;<br>(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and | Not Applicable |

4 the expenditure incurred on Research and Development:

(₹ In Lakhs)

| Particulars | 2025-26 | 2024-25 |
|---|---|---|
| Capital Expenditure | 376.12 | 232.29 |
| Revenue Expenditure | 196.92 | 56.10 |
| **Total R&D Expenditure** | **573.04** | **288.39** |

### (C) FOREIGN EXCHANGE EARNINGS AND OUTGO -

(₹ In Lakhs)

| Particulars | 2025-26 | 2024-25 |
|---|---|---|
| Export of goods calculated on F.O.B. basis | 46,966.95 | 41,956.94 |
| Total Foreign Exchange Received | 45,339.90 | 41,528.16 |
| **Expenditure** | | |
| i) C.I.F value of Goods Imported | 22,443.54 | 28,610.78 |
| ii) Commission | 71.08 | 231.03 |
| iii) Reach Law Costs | 353.52 | 566.68 |
| iv) Foreign Travel Expenses | 161.96 | 97.88 |
| v) Membership & Subscription | 10.74 | 4.29 |
| **Total Foreign Exchange used** | **23,040.84** | **29,510.66** |

For **Yasho Industries Limited**

**Vinod Harilal Jhaveri**
(Chairman & Executive Director)
DIN: 01655692

Place: Mumbai
Date: May 18, 2026

# Independent Auditor's Report

To the Members of Yasho Industries Limited

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying standalone financial statements of Yasho Industries Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income ), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including summary of material accounting policy information and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and of profit and other comprehensive Income, changes in equity and its cash flows for the year then ended on that date.

### BASIS FOR OPINION

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended March 31, 2026. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key Audit Matter | How the Key Audit Matter was addressed in our audit |
|---|---|
| **Long-Term Supply Agreement with Customer** | **Our procedures included:** |
| The Company has entered into a long-term supply agreement with a key customer, under which the customer has provided significant advances during the year.<br><br>The accounting for such arrangements involves significant management judgment, particularly in:<br>• Assessment of the nature of advances received (i.e., contract liability vs. financing component)<br>• Evaluation of whether a significant financing component exists in accordance with Ind AS 115<br>• Determination of appropriate accounting treatment of advances<br>• Assessment of recoverability and utilisation of advances against future supplies,<br>• Evaluation of contractual obligations, including minimum supply commitments and potential penalties. | 1. Reviewed the agreement to understand key terms such as advance payment structure, pricing mechanism, supply commitments, tenure, and adjustment of advances against future sales.<br>2. Evaluated whether advances received are appropriately recognised as contract liabilities and assessed the appropriateness of management's conclusions regarding the existence of a significant financing component.<br>3. Tested advances received during the year with reference to bank statements, agreements, and supporting documentation.<br>4. Assessed the adequacy and appropriateness of disclosures relating to contract liabilities, advances from customers, and significant judgments in the financial statements. |



| Key Audit Matter | How the Key Audit Matter was addressed in our audit |
|---|---|
| **Valuation of Inventory** | **Our procedures included:** |
| Inventory represents a significant portion of the Company's total assets and is carried at the lower of cost and net realisable value in accordance with the applicable accounting standards (e.g., Ind AS 2 – Inventories).<br><br>The valuation of inventory involves significant management judgment, particularly in:<br>• Determination of cost (including allocation of overheads)<br>• Assessment of net realisable value (NRV)<br>• Identification of slow-moving, obsolete, and damaged inventory.<br><br>Given the materiality of inventory balances and the level of judgment involved in estimating NRV and provisioning, this area was considered to be a key audit matter. | 1. Evaluated the design and tested the operating effectiveness of key internal controls over inventory valuation, including controls over costing, standard cost updates, and NRV assessment.<br>2. Assessed the appropriateness of the cost formula and tested the valuation of inventory on a sample basis.<br>3. Evaluated the reasonableness of allocation of fixed and variable production overheads to inventory.<br>4. Compared the carrying value of inventory with subsequent selling prices and recent sales transactions to assess the appropriateness of NRV.<br>5. Reviewed ageing analysis and tested management's assumptions used in determining provisions for slow-moving and obsolete inventory.<br>6. Attended inventory counts on a sample basis and performed roll-forward/roll-back procedures where required.<br>7. Performed ratio analysis such as inventory turnover and gross margin comparisons to identify unusual trends |

### INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the standalone financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

### RESPONSIBILITIES OF MANAGEMENT AND BOARD OF DIRECTORS FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the standalone 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.
- 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 with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.
- Conclude on the appropriateness of management and Board of Director'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 standalone 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.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended March 31, 2026 and are therefore, the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 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 Act, 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) In 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 including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 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 with reference to standalone financial statements 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 has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 37 to the standalone financial statements;

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

      iii. There has been no delay in transferring amounts, 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 person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 person(s) or entity(ies), including foreign entities (Funding Parties), with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Company shall, 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.

      c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, and according to the information and explanations provided to us by the Management in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (iv)(a) and (iv)(b) above, contain any material mis-statement.

      v. The final dividend declared paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

      As stated in Note 14A to the Standalone Financial Statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

      vi. Based on our examination, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail feature has been operated throughout the year for all transactions recorded in the accounting software.

      Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

      Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

3. In our opinion, according to information, explanations given to us, the remuneration paid by the Company to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

**For Gokhale & Sathe**
Chartered Accountants
ICAI Firm Registration No.103264W

**Chinmaya Deval**
Membership No.: 148652
UDIN: 26148652HUAJEG3469

Place: Mumbai
Date: May 18, 2026

# ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

**OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF YASHO INDUSTRIES LIMITED**
**FOR THE YEAR ENDED MARCH 31, 2026**

**[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]**

i. In respect of the Company's Property Plant and Equipment, Right-of-use assets and Intangible Assets:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant & Equipment (including Right of Use assets) and Intangible Assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings are initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. (a) As explained to us, the inventory has been physically verified by the management at regular intervals during the year. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, during the year, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account other than those as set out in Note No. 46 to the Standalone Financial Statements.

iii. (a) (A) The Company has not granted any loans or provided advances in the nature of loans or stood guarantee or provided security to its subsidiaries, joint ventures and associates during the year. Accordingly, reporting under clause 3(iii)(a)(A) of the order is not applicable.

(B) The company has only granted unsecured loans or advances in the nature of loans to employees as specified below:

(Amount in lakhs)

| Particulars | Loans |
|---|---|
| Aggregate amount during the year | |
| - Employees | 76.03 |
| - Subsidiaries | - |
| - Joint Ventures | - |
| Balance Outstanding as at balance sheet date | |
| - Employees | 65.14 |
| - Subsidiaries | - |
| - Joint Ventures | - |

(b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made and guarantees provided and terms and conditions in relation to grant of all loans, investments made and guarantees provided are not prejudicial to the interest of the Company. Further, the Company has not given any advances in the nature of loans to any party during the year.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, in the case of interest free loans given, the repayment of principal has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no amounts overdue for more than ninety days in respect of the loans.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted which has fallen due during the year, which has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not provided any guarantee or security as specified under Sections 185 and 186 of the Act. In respect of the investments made and loans given by the Company, in our opinion the provisions of Sections 185 and 186 of the Act have been complied with.

v. According to the information and explanations given to us, the Company has neither accepted any deposits from the public nor any amounts which are deemed to be deposits, within the meaning of Sections 73, 74, 75 and 76 of the Companies Act, 2013 and the rules framed there under. Accordingly, the provisions stated under clause 3(iv) of the Order is not applicable to the Company.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Companies Act, 2013. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess, and other statutory dues have been regularly deposited by the Company with appropriate authorities in all cases during the year. According to the information and explanation given to us, there are no arrears in respect of these statutory dues where outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to records examined by us and the information and explanation given to us, there are no disputed amounts due at the end of the year in respect of income tax, sales tax, GST, excise duty, Employees Provident Fund, Employees State Insurance Fund and other statutory dues except the following dues which have not been deposited by the Company on account of disputes:

| Nature of the Statute | Nature of Dues | Forum where dispute is pending | Period to which the amount relates | Amount (₹ in Lakhs) |
|---|---|---|---|---|
| The Customs Act, 1962 | Custom Duty | CESTAT | F.Y. 2014-15 | 175.36 |
| The Customs Act, 1962 | IGST | GST Tribunal (GSTAT) | FY 2017-18 & FY 2018-19 | 822.27 |
| The Customs Act, 1962 | IGST | Supreme Court and Commissioner CGST-Surat | FY 2017-18 to FY 2019-20 | 3,031.45 |

viii. According to the information and explanations given to us, there are no transactions which are not accounted in the books of account which have been surrendered or disclosed as income during the year in Income-tax Assessment of the Company. Accordingly, the provision stated under clause 3(viii) of the Order is not applicable to the Company.

ix. (a) In our opinion and according to the information and explanations given to us and the records of the Company examined by us, the Company has not defaulted in repayment of loans or borrowings or in payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations provided to us, money raised by way of term loans during the year have been applied for the purpose for which they were raised.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, no funds raised on short-term basis have, prima facie, been used for long-term purposes By the company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that 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. Accordingly, clause 3(ix)(e) of the order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. (a) In our opinion and according to the information explanation given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) Further, the Company has not made any preferential allotment or private placement of shares or fully/partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order are not applicable.

xi. (a) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we report that no material fraud by the Company or on the Company has been noticed or reported during the year in the course of our audit.

(b) Based on our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the provisions stated under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the Management, there are no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company. Accordingly, the provisions stated under clause 3(xii)(a) to (c) of the Order are not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and based on our examination, 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 till the date of our audit report, for the period under audit.

xv. According to the information and explanations given to us, in our opinion, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with its directors and accordingly, the reporting on compliance with the provisions of Section 192 of the Companies Act, 2013 in clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934 (2 of 1934) and accordingly, the provisions stated under clause 3(xvi)(a) of the Order are not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities during the year and accordingly, the provisions stated under clause 3 (xvi)(b) of the Order are not applicable to the Company.

(c) The Company is not a Core investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the provisions stated under clause 3 (xvi)(c) of the Order are not applicable to the Company.

(d) The Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core Investment Company as part of its group. Accordingly, the provisions stated under clause 3(xvi)(d) of the order are not applicable to the Company.

xvii. Based on the overall review of standalone financial statements, the Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.

xviii. According to the information and explanations given to us and based on our examination of the records of the Company, the statutory auditors of the Company have not resigned during the year. Accordingly, clause 3(xviii) of the Order is not applicable

xix. According to the information and explanations given to us and on the basis of the financial ratios (as disclosed in note 45 to the standalone financial statements), ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and 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. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us and based on our verification, the provisions of Section 135 of the Companies Act, 2013, are applicable to the Company. The Company has not spent the entire amount towards Corporate Social Responsibility (CSR) and the unspent CSR amount has been transferred to special account in compliance with the provision of Sub-section (6) of Section 135 of the said Act.

xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said Clause has been included in the report.

**For Gokhale & Sathe**
Chartered Accountants
ICAI Firm Registration No.103264W

**Chinmaya Deval**
Membership No.: 148652
UDIN: 26148652HUAJEG3469

Place: Mumbai
Date: May 18, 2026

# ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

**OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF YASHO INDUSTRIES LIMITED**

**[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Yasho Industries Limited on the Financial Statements for the year ended March 31, 2026]**

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

## OPINION

We have audited the internal financial controls with reference to standalone financial statements of Yasho Industries Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to standalone financial statements 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 (ICAI) (the "Guidance Note").

## MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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, 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, as required under the Act.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, 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 controls with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, 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 of the standalone 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 controls with reference to standalone financial statements.

## MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

## INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO STANDALONE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management 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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For Gokhale & Sathe**
Chartered Accountants
ICAI Firm Registration No.103264W

**Chinmaya Deval**
Membership No.: 148652
UDIN: 26148652HUAJEG3469

Place: Mumbai
Date: May 18, 2026

# Balance Sheet

as at March 31, 2026

(Amount in ₹ lakhs)

| Particulars | Note | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| **Assets** | | | |
| **(1) Non-Current Assets** | | | |
| (a) Property, Plant and Equipment | 3 | 60,511.63 | 58,960.81 |
| (b) Capital Work in Progress | 4 | 1,004.12 | 145.12 |
| (c) Right-of-use Assets | 5 | 1,533.58 | 2,229.57 |
| (d) Other Intangible Assets | 6 | 1,372.34 | 1,186.25 |
| (e) Financial Assets | | | |
| (i) Investments in subsidiaries | 7(a) | 587.25 | 544.42 |
| (ii) Other Investments | 7(b) | 0.28 | 0.28 |
| (iii) Loans | 8 | 22.53 | 21.12 |
| (f) Other non current assets | 9 | 1,205.30 | 1,975.79 |
| **Total Non-Current Assets (1)** | | **66,237.03** | **65,063.36** |
| **(2) Current Assets** | | | |
| (a) Inventories | 10 | 23,505.18 | 24,512.95 |
| (b) Financial Assets | | | |
| (i) Trade Receivables | 11 | 20,192.75 | 14,744.13 |
| (ii) Cash & Cash Equivalents | 12 | 246.08 | 495.33 |
| (iii) Bank balances other than (ii) above | 13 | 1,450.58 | 2,217.98 |
| (iv) Loans | 8 | 42.61 | 25.04 |
| (c) Current Tax Assets (Net) | 35B | 425.29 | 349.10 |
| (d) Other Current Assets | 9 | 3,912.81 | 1,925.66 |
| **Total Current Assets (2)** | | **49,775.30** | **44,270.19** |
| **TOTAL ASSETS (1+2)** | | **116,012.33** | **109,333.55** |
| **EQUITY AND LIABILITIES** | | | |
| **(1) Equity** | | | |
| (a) Equity Share Capital | 14(A) | 1,205.71 | 1,205.71 |
| (b) Other Equity | 14(B) | 42,925.75 | 40,854.51 |
| **Total Equity (1)** | | **44,131.46** | **42,060.22** |
| **(2) Liabilities** | | | |
| **Non-Current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 15 | 28,913.37 | 32,445.06 |
| (ii) Lease Liabilities | 16 | 673.69 | 1,247.91 |
| (b) Provisions | 17 | 618.34 | 556.31 |
| (c) Deferred Tax Liabilities (Net) | 18 | 1,767.26 | 1,022.12 |
| (d) Other non-current liabilities | 19 | 2,744.97 | - |
| **Total Non-Current Liabilities** | | **34,717.63** | **35,271.40** |
| **Current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 20 | 25,180.70 | 23,407.18 |
| (ii) Lease Liabilities | 21 | 1,025.48 | 1,155.55 |
| (iii) Trade Payables | 22 | | |
| a) Trade Payables-Micro and Small Enterprises | | 1,188.77 | 310.62 |
| b) Trade Payables- Others | | 8,532.16 | 5,967.65 |
| (iv) Other Financial Liabilities | 23 | 37.91 | 0.22 |
| (b) Other Current Liabilities | 24 | 361.16 | 256.49 |
| (c) Provisions | 25 | 837.06 | 904.23 |
| **Total Current Liabilities** | | **37,163.24** | **32,001.94** |
| **Total Liabilities (2)** | | **71,880.87** | **67,273.34** |
| **TOTAL EQUITY AND LIABILITIES (1+2)** | | **116,012.33** | **109,333.55** |
| Summary of Material Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Standalone IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary



# Statement of Profit and Loss

for the year ended March 31, 2026

(Amount in ₹ lakhs)

| | Particulars | Note | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|---|
| | **Income** | | | |
| I | Revenue From Operations | 26 | 81,728.61 | 67,984.55 |
| II | Other Income | 27 | 128.57 | 187.41 |
| III | **Total Income (I + II)** | | **81,857.18** | **68,171.96** |
| IV | **Expenses** | | | |
| | (a) Cost of Material Consumed | 28 | 49,192.40 | 46,042.57 |
| | (b) Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade | 29 | 668.32 | (6,154.98) |
| | (c) Employee Benefits Expense | 30 | 7,294.05 | 6,448.42 |
| | (d) Finance Cost | 31 | 5,555.70 | 5,993.03 |
| | (e) Depreciation and Amortisation Expense | 32 | 5,476.96 | 5,006.49 |
| | (f) Other Expenses | 33 | 10,771.23 | 10,002.86 |
| | **Total Expenses (IV)** | | **78,958.66** | **67,338.39** |
| V | **Profit Before Exceptional Items and Tax (III-IV)** | | **2,898.52** | **833.56** |
| VI | Exceptional Items | | - | - |
| VII | **Profit Before Tax (V-VI)** | | **2,898.52** | **833.56** |
| VIII | **Tax Expense:** | 35A | | |
| | (1) Current Tax | | - | (83.49) |
| | (Including earlier year Tax of ₹ NIL, March 31, 2025 - ₹ 83.49 Lakhs) | | | |
| | (2) Deferred Tax | | 750.62 | 314.56 |
| | **Total Tax Expenses (VIII)** | | **750.62** | **231.07** |
| IX | **Profit for the year from continuing operations (VII-VIII)** | | **2,147.90** | **602.49** |
| X | **Other Comprehensive Income (OCI)** | | | |
| | Items that will not be reclassified to profit or loss | | | |
| | Remeasurement of the net defined benefit plan | 34 | (21.78) | (171.45) |
| | Less: Income tax effect on above | 35C | (5.48) | (43.15) |
| | **Other comprehensive income/(loss) for the year, net of tax** | | **(16.30)** | **(128.30)** |
| XI | **Total Comprehensive Income for the year (IX+X)** | | **2,131.60** | **474.19** |
| XII | **Earnings Per Equity Share (Face value of ₹ 10 each)** | | | |
| | (a) Basic (in ₹) | 36 | 17.81 | 5.25 |
| | (b) Diluted (in ₹) | 36 | 17.81 | 5.25 |
| | Summary of Material Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Standalone IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Standalone Statement of Cash Flows

for the year ended March 31, 2026

(Amount ₹ in Lakhs)

| | Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|
| **A.** | **Cash Flow from Operating Activities** | | |
| | Net Profit before tax | 2,898.52 | 833.56 |
| | **Adjustments for :** | | |
| | Remeasurement of defined benefit plans | (21.78) | (171.45) |
| | Finance Cost | 5,555.70 | 5,993.03 |
| | Depreciation and Amortisation Expenses | 5,476.96 | 5,006.49 |
| | Interest Income | (128.47) | (143.82) |
| | Provision For Bad Debts | 12.96 | 5.91 |
| | Net Gain/Loss on disposal of Property, Plant & Equipment | 6.03 | 43.36 |
| | Dividend Income | (0.04) | 0.00 |
| | **Operating Profit before working capital changes** | **13,799.88** | **11,567.08** |
| | **Working capital adjustments:** | | |
| | Decrease/(Increase) In Inventory | 1,007.77 | (12,016.73) |
| | Decrease/(Increase) In Trade Receivables | (5,461.58) | (2,279.36) |
| | Decrease/(Increase) In Other Current Assets | (1,987.15) | 1,357.48 |
| | Decrease/(Increase) In Bank Balance other than cash and cash equivalent | 767.40 | (1,038.56) |
| | Decrease/(Increase) In Other Non Current Assets | 770.49 | 1,233.94 |
| | (Decrease)/Increase In Trade Payables | 3,442.66 | (3,681.51) |
| | (Decrease)/Increase In Provision | (5.14) | 549.40 |
| | (Decrease)/Increase In Other Non Current Liabilities | 2,744.97 | - |
| | (Decrease)/Increase In Other Financial and Other Current Liabilities | 104.74 | (49.18) |
| | **Cash Generated from Operations** | **15,184.04** | **(4,357.43)** |
| | Less: Income Taxes Paid | (76.31) | (33.75) |
| | **Net cashflows generated from Operating Activities (A)** | **15,107.73** | **(4,391.19)** |
| **B.** | **Cash flow from Investing Activities** | | |
| | Payment for property, plant and equipment (including capital work-in-progress) | (6,679.07) | (344.40) |
| | Proceeds from sale of property, plant and equipment | 0.69 | - |
| | Payment for intangible assets (including intangible under development) | (704.51) | (770.90) |
| | Investment in Equity of Yasho INC (w.o.s) | (42.83) | (87.08) |
| | Investment in Other | - | (0.03) |
| | Proceeds from sale of intangible assets | - | 95.87 |
| | Decrease/(Increase) In Non-Current Loan and advances | (1.41) | (4.94) |
| | Dividend Income | 0.04 | (0.00) |
| | Interest income | 128.47 | 143.82 |
| | **Net cashflows used in Investing Activities (B)** | **(7,298.62)** | **(967.66)** |
| **C.** | **Cash flow from Financing Activities** | | |
| | Addition of Term loan | 2,958.86 | 2,505.83 |
| | Repayment of Term loan | (5,813.72) | (3,459.99) |
| | Addition of ICD and Director Loan | - | 7,223.84 |
| | Repayment of ICD and Director Loan | (950.52) | (7,469.52) |
| | (Decrease)/Increase In Short Term Borrowing | 2,039.63 | 1,980.73 |
| | Repayment of principal portion of lease liabilities | (704.28) | (1,414.44) |
| | Proceeds from Preferential Share Issue | - | 12,500.01 |
| | Share Issue expenses | - | (193.00) |
| | Decrease/(Increase) In Current Loan and advances | (17.57) | (1.73) |
| | Dividend Paid | (60.29) | (57.00) |
| | Finance Cost | (5,510.47) | (5,766.07) |
| | **Net cashflows used in Financing Activities (C)** | **(8,058.36)** | **5,848.66** |



Standalone Statement of Cash Flows

for the year ended March 31, 2026

(Amount ₹ in Lakhs)

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Net Increase/ Decrease in Cash and Cash Equivalents (A + B + C)** | (249.25) | 489.81 |
| Cash and cash equivalent as at the commencement of the period | 495.33 | 5.52 |
| Cash and cash equivalent as at the end of the period | 246.08 | 495.33 |
| **Net Increase/ Decrease in Cash and Cash Equivalents** | **(249.25)** | **489.81** |

Summary of Material Accounting Policies Refer Note No. 1

The accompanying notes form an integral part of the Standalone IND AS Financial Statements

Note:

1 The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS - 7) "Statement of Cash Flows".

2 Components of cash and cash equivalents:

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Cash on Hand | 4.76 | 5.68 |
| Balances With Scheduled Banks | 241.32 | 489.65 |
| **Total cash and cash equivalents** | **246.08** | **495.33** |

3 Reconciliation of Borrowings and Lease Liabilities

| Particulars | April 01, 2025 | Cash flows | Other | March 31, 2026 |
|---|---|---|---|---|
| Current borrowings (Note 20) | 22,523.90 | 987.92 | 108.78 | 23,620.60 |
| Lease liabilities (Note 16 and 21) | 2,403.46 | (704.29) | | 1,699.17 |
| Non - current borrowings (including current portion of Long term Debt) (Note 15 and 20) | 33,328.34 | (2,854.87) | - | 30,473.47 |
| **Total** | **58,255.69** | **(2,571.24)** | **108.78** | **55,793.24** |

| Particulars | April 01, 2024 | Cash flows | Other | March 31, 2025 |
|---|---|---|---|---|
| Current borrowings (Note 20) | 20,527.28 | 1,945.35 | 51.27 | 22,523.90 |
| Lease liabilities (Note 16 and 21) | 3,060.33 | (656.88) | - | 2,403.46 |
| Non - current borrowings (including current portion of Long term Debt) (Note 15 and 20) | 34,317.11 | (988.77) | - | 33,328.34 |
| **Total** | **57,904.72** | **299.70** | **51.27** | **58,255.69** |

Note: The 'Other' column includes the effect of reclassification of non-current portion of borrowings, including lease liabilities to current due to the passage of time and effect of Unrealised foreign exchange difference on foreign currency borrowings.

As per our report of even date attached
**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Standalone Statement of Changes in Equity

for the year ended March 31, 2026

## A. EQUITY SHARE CAPITAL

(Amount ₹ in Lakhs)

| Particulars | Note | Numbers | Amount |
|---|---|---|---|
| **As at April 01, 2024** | 14(A) | 11,399,200 | 1,139.92 |
| Changes in equity share capital during the year | | 657,895 | 65.79 |
| As at March 31, 2025 | | **12,057,095** | **1,205.71** |
| Equity shares issued during the year | | - | - |
| As at March 31, 2026 | | **12,057,095** | **1,205.71** |

## B. OTHER EQUITY

(Amount ₹ in Lakhs)

| Particulars | Note | Reserves and surplus | | | | Other comprehensive income | Total |
|---|---|---|---|---|---|---|---|
| | | Capital Reserve | Securities Premium | General Reserve | Retained earnings | Remeasurement of defined benefit plan (net of taxes) | |
| **Balance as at April 01, 2024** | 14(B) | 8.88 | 4,964.29 | 114.70 | 23,159.59 | (51.46) | 28,196.00 |
| Profit for the year | | - | - | - | 602.49 | - | 602.49 |
| On issue of Equity Shares on preferential basis | | - | 12,434.22 | - | - | - | 12,434.22 |
| Utilised for Share Issue expenses | | - | (193.00) | - | - | - | (193.00) |
| Other Comprehensive Loss (net of tax) | | - | - | - | - | (128.30) | (128.30) |
| **Total Comprehensive Income for the year** | | **-** | **12,241.22** | **-** | **602.49** | **(128.30)** | **12,715.41** |
| **Transactions with the Owners of the Company:** | | | | | | | |
| Dividend Paid | | - | - | - | (57.00) | - | (57.00) |
| **Balance as at March 31, 2025** | | **8.88** | **17,205.51** | **114.70** | **23,705.09** | **(179.76)** | **40,854.51** |
| Profit for the year | | - | - | - | 2,147.90 | - | 2,147.90 |
| Other Comprehensive Loss (net of tax) | | - | - | - | - | (16.30) | (16.30) |
| **Total Comprehensive Income for the year** | | **-** | **-** | **-** | **2,147.90** | **(16.30)** | **2,131.60** |
| **Transactions with the Owners of the Company:** | | | | | | | |
| Dividend Paid | | - | - | - | (60.29) | - | (60.29) |
| **Balance as at March 31, 2026** | | **8.88** | **17,205.51** | **114.70** | **25,792.70** | **(196.06)** | **42,925.75** |

**Nature and purpose of Reserve:**

**(a) Capital reserve:** The capital reserve relates to the subsidy received by the company from the office of the district industries centre under the state government scheme for selected backward area and growth centres in the district of Gujarat.

**(b) Securities premium reserve :** Securities premium is created due to premium on issue of shares. It is utilized in accordance with the provisions of the Companies Act, 2013.

**(c) General Reserve :** General reserve is created out of profits of the Company. The reserve is utilised in accordance with the provisions of Companies Act, 2013. Part of free reserve has been distributed as dividend

**(d) Retained Earnings :** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.



# Standalone Statement of Changes in Equity

for the year ended March 31, 2026

**(e) Items of Other Comprehensive Income**

**Remeasurements of Net Defined Benefit Plans :** Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

Summary of Material Accounting Policies Refer Note No. 1
The accompanying notes form an integral part of the Standalone IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## NOTE: 1 CORPORATE INFORMATION

Yasho Industries Limited ("The Company") is a public limited company domiciled in India and incorporated on October 30, 1985, under the provisions of Companies Act, 1956, having its registered office situated at Office No. 101 & 102, Peninsula Heights, C.D. Barfiwala Marg, Andheri (W), Mumbai – 400 058, Maharashtra, India. Its equity shares are listed on the National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The CIN of the Company is L74110MH1985PLC037900.

The Company is primarily engaged in manufacturing Specialty and Fine Chemicals for industrial use. The products manufactured by the company are being used by industries as diverse as Rubber & Latex, Lubricants, Food & Flavors, Perfumery and other Specialty applications since 1993. The company has manufacturing facilities in four locations three of which are situated in GIDC, Vapi, Gujarat, and one in Pakhajan, Vagra, Gujarat, key subsidiaries in The Netherlands and USA.

The Standalone financial statements were authorised for issue by the Board of Directors of the Company at their meeting held on May 18, 2026.

## NOTE: 2 SUMMARY OF BASIS OF COMPLIANCE, BASIS OF PREPARATION AND PRESENTATION, CRITICAL ACCOUNTING ESTIMATES, ASSUMPTIONS AND JUDGEMENTS AND MATERIAL ACCOUNTING POLICIES

**Statement of compliance:**

Standalone Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and relevant provisions and presentation requirements of Division II of Schedule III to the Act, as applicable, to the Standalone Financial Statements.

Accordingly, the Company has prepared these Standalone Financial Statements which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended March 31, 2026, the Statement of Cash Flows for the year ended March 31, 2026 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Standalone Financial Statements' or 'financial statements').

### 2.1 Basis of preparation of financial statements

The Standalone financial statements of the company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for:

- Financial instruments – measured at fair value;
- Plan assets under defined benefit plans – measured at fair value
- In addition, the carrying values of recognised assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.

### 2.2 Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle.
- It is held primarily for the purpose of being traded;
- It is expected to be realised within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Company's normal operating cycle;
- It is held primarily for the purpose of being traded
- It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current only.

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Standalone Financial Statements have been presented in Indian Rupees (₹), which is the Company's functional currency. All financial information presented in ₹ has been rounded off to the nearest rupee in lakhs, unless otherwise stated.

### 2.3 Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

Estimates and judgments are regularly revisited. Estimates are based on historical experience and other factors, including futuristic reasonable information that may have a financial impact on the company.

### 2.4 Material accounting policies

A summary of the material accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

#### (A) Property, Plant and Equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the year in which the costs are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improve the economic benefits expected to arise from the asset.

It includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy based on Ind AS 23 – Borrowing costs. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use.

Property, plant and equipment except freehold land held for use in production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress"

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets"

**Subsequent expenditure and component accounting**

Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**Depreciation and useful life**

Depreciation is provided on a pro-rata basis on the straight-line method based on estimated useful life prescribed under Schedule II to the Companies Act,

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

2013 Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

**Freehold land is not depreciated.**

The Company reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

The Company has elected to continue with the carrying value for all its property, plant and equipment as recognised in the financial statements on transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

**Derecognition**

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

### (B) Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Directly attributable costs that are capitalised as part of the intangible asset include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

**Useful life and amortisation**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and impairment losses. Intangible assets are amortised on a straight-line basis over the period of estimated useful Lives of 5 years. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate is accounted for prospectively.

**Derecognition**

Intangible assets are derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount

The Company has elected to continue with carrying value of all its intangible assets recognised as on transition date, measured as per the previous GAAP and use that carrying value as its deemed cost as of transition date.

### (C) Capital Work in progress (CWIP') and Intangible assets under development

Projects under commissioning and other CWIP/ intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.

Subsequent expenditures relating to property, plant and equipment/intangible Assets are capitalised only when it is probable that future economic benefit associated with these will flow to the Company and the cost of the item can be measured reliably.

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

### (D) Investment property

Investment properties are land and buildings that are held for long term lease rental yields and/ or for capital appreciation. Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation on buildings is provided over the estimated useful lives. The residual values estimated useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each reporting date. The effects of any revision are included in the Standalone Statement of Profit and Loss when the changes arise.

An investment property is de-recognised when either the investment property has been disposed of or do not meet the criteria of investment property i.e. when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Standalone Statement of Profit and Loss in the period of de-recognition.

### (E) Research and development expenses

Research expenses are charged to the Standalone Statement of Profit and Loss as expenses in the year in which they are incurred. Development costs are capitalised as an intangible asset under development when the following criteria are met:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

### (F) Impairment

At the end of each reporting year, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication, the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

Goodwill and intangible assets that do not have definite useful life are not amortised and are tested at least annually for impairment. If events or changes in circumstances indicate that they might be impaired, they are tested for impairment once again.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

### (G) Inventories

**Raw materials**

Raw materials and stores, work in progress, traded stock and finished goods are stated at the lower of cost or net realisable value. Cost of raw materials and traded goods comprises the cost of purchases.

**Work in progress and finished goods**

Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

Fixed overheads are allocated on the basis of production of finished goods. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Costs of inventories are valued at lower of cost or net realizable value. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

**Stores and spares**

Inventory of stores and spare parts is valued at cost or net realisable value, whichever is lower. Provisions are made for obsolete and non-moving inventories. Unserviceable and scrap items, when determined, are valued at estimated net realisable value.

### (H) Revenue recognition

**Sale of goods**

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Company recognises revenues on sale of products, net of discounts, sales incentives, rebates granted, returns, sales taxes/GST and duties. Export incentives are recognised as income as per the terms of the scheme in respect of the exports made and included as part of other operating revenue.

Revenue from sale of scrap is recognised when control over the goods is transferred to the customers.

Insurance claims are accounted for based on claims submitted and to the extent that there is no uncertainty in receiving the claims.

Revenue from sales is recognised when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell / consume the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, or the acceptance provisions have lapsed.

**Sale of services**

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

**Dividend and interest income**

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably). Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**Foreign exchange translation**

The functional currency of the Company is Indian Rupees which represents the currency of the primary economic environment in which it operates.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions are generally recognised in profit or loss. Monetary balances arising from the transactions denominated in foreign currency are translated to functional currency using the exchange rate as on the reporting date. Any gains or loss on such translation are generally recognised in profit or loss.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the year in which they arise.

### (I) Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The company has decided to opt for a lower income tax rate u/s 115BAA. Accordingly, tax expense has been calculated considering provisions of section 115BAA of the Income Tax Act, 1961.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

**Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### (J) Borrowing costs

Borrowing costs, general or specific, that are directly attributable to the acquisition or construction of qualifying assets is capitalised as part of such assets. A qualifying asset is one that necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

Borrowing cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

### (K) Leases (Ind AS 116)

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

The lease payments that are not paid at the commencement date are discounted using the interest

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the company uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk and adjusts specific to the lease, e.g. term, security etc.

## (L) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions for restructuring are recognised by the Company when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Company will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Provisions are measured at the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

Contingent liabilities are disclosed by way of a note to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

## (M) Employee benefits

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

**Short-term employee benefits**

Wages and salaries, including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

**Post-employment benefits Defined contribution plan**

Employee Benefit under defined contribution plans comprises of Contributory provident fund etc. is recognized based on the undiscounted amount of obligations of the Company to contribute to the plan. The same is paid to a fund administered through a separate trust.

**Defined benefit plan**

Defined benefit plans comprising of gratuity is recognized based on the present value of defined benefit obligations which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

**Short term employee benefits**

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

## (N) Financial instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

## (O) Financial assets

**Recognition and initial measurement**

The Company initially recognises loans and advances, deposits and debt securities purchased on the date on which they originate. Purchases and sale of financial assets are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

All financial assets are recognised initially at fair value. In the case of financial assets not recorded at FVTPL, transaction costs that are directly attributable to its acquisition of financial assets are included therein.

Classification of financial assets and Subsequent Measurement

On initial recognition, a financial asset is classified to be measured at –

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) – debt investment; or
- Fair Value through Other Comprehensive Income (FVTOCI) – equity investment; or
- Fair Value through Profit or Loss (FVTPL)

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flow; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding amount.
- Equity instruments of subsidiaries.

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of the principal and interest on the principal outstanding amount.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the Other Comprehensive Income (OCI). However, the Company recognises interest income, impairment losses & reversals and foreign exchange gain or losses in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in the scope of IND AS 109 are measured at fair value, except investment in subsidiaries. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which IND AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable choice to present in other comprehensive income subsequent changes in the fair value. The Company makes such a choice on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The non-current investment has been recorded at amortised cost.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

Statement of Profit and Loss, even on sale of investment. However, on sale/disposal the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains and losses arising on remeasurement recognised in statement of profit or loss. The net gain or loss recognised in statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item. Dividend on financial assets at FVTPL is recognised when:

- The Company's right to receive the dividends is established,
- It is probable that the economic benefits associated with the dividends will flow to the entity,
- The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

**Derecognition of financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

**Impairment**

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year, but determines a the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed



Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

## (P) Financial liabilities and equity instruments

**Classification as debt or equity**

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of directly attributable transaction costs.

**Financial liabilities**

Financial liabilities are classified as measured at amortised cost or 'FVTPL'.

A Financial Liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that contract basis; or
- It forms part of a containing one or more embedded derivatives, and IND AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with IND AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the 'other gains and losses' line item in the Statement of Profit and Loss.

**Other financial liabilities**

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

**Derecognition of financial liabilities**

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

**Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

## (Q) Cash and cash equivalents

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short - term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

## (R) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

ordinary shares and share options and buyback of ordinary shares are recognized as a deduction from Share Premium, net of any tax effects.

**(S) Segments reporting**

The Company's only identifiable reportable segment is Chemicals and hence disclosure of Segment wise information is not applicable under IND-AS 108 "Operating Segments". Details of geographical segments are disclosed.

**(T) Earnings per share**

**Basic earnings per share**

Basic earnings per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

**Diluted earnings per share**

Diluted earnings per share is computed by dividing the profit after tax after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

**(U) Proposed Dividends**

The Company recognises a liability to make distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the Corporate laws in India, a distribution is authorised when it is approved by the shareholders.

**(V) Recent Indian Accounting Standard (Ind AS) pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21- The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

**In August 2025, MCA notified the following amendments to:**

Ind AS 1 (Classification of liabilities as current or non-current and non-current liabilities with covenants);

Ind AS 7 and Ind AS 107 (Disclosures for supplier finance arrangements); and Ind AS 12 (Global implementation of OCED Pillar Two model rules).

These amendments primarily relate to the classification of liabilities with covenants, additional disclosures for supplier finance arrangements, and a temporary exception for Pillar Two deferred taxes. The adoption of these amendments did not have a material impact on the measurement of the Company's assets or liabilities, though it resulted in enhanced disclosures and reclassifications in the financial statements.

**(W) New and amended standards issued but not effective**

In exercise of the powers conferred by section 133 read with section 469 of the Companies Act, 2013 (18 of 2013), the Central Government in consultation with the National Financial Reporting Authority have issued certain amendments to the Indian Accounting Standards (Ind AS) that have not yet become effective for the Company's reporting periods at the date of these interim financial statements. The Companies (Indian Accounting Standards) Second Amendment Rules, 2025, notified on 13 August 2025, include amendments that are effective for annual reporting periods beginning on or after 1 April 2026:

Ind AS 1 — Presentation of Financial Statements: Further amendments on classification of liabilities as current or non-current, including requirements relating to breaches of loan covenants, grace periods, and disclosure of related risks (paragraphs 74, 75, 75A and 76).

Ind AS 10 — Events after the Reporting Period: Consequential amendments aligning terminology and treatment with Ind AS 1

Ind AS 12 — Income Taxes: Certain disclosure requirements relating to international tax reform (Pillar Two model rules), including qualitative and quantitative information on exposure to Pillar Two income taxes are mandatory for interim reporting.

The Company is in the process of evaluating the requirements of these amendments and their impact on the Company's financial statements. The impact, if any, will be given effect to in the period of initial application.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 3 PROPERTY, PLANT AND EQUIPMENT (PPE)

(Amount ₹ in Lakhs)

| | Factory Plot | Factory Building | Plant and Equipment | Electric Fixture | Furniture & Fixtures | Air Conditioner | Servers & Computers | Pollution Control Equipment | Motor Car | Laboratory Equipment | Office Equipment | CCTV & Camera | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Gross carrying amount** | | | | | | | | | | | | | |
| **Balance at March 31, 2024** | 5,630.26 | 3,890.31 | 12,772.95 | 1,199.99 | 262.30 | 46.98 | 378.15 | 207.40 | 285.99 | 830.03 | 42.20 | 17.49 | 25,564.06 |
| Additions during the year | - | 16,066.25 | 23,833.04 | 5,366.46 | 36.93 | 2.97 | 53.08 | 511.21 | 40.92 | 48.65 | - | 100.52 | 46,060.03 |
| Deductions during the year | - | - | 4.25 | - | - | - | - | - | - | - | - | - | 4.25 |
| **Balance at March 31, 2025** | **5,630.26** | **19,956.55** | **36,601.74** | **6,566.45** | **299.23** | **49.95** | **431.23** | **718.61** | **326.91** | **878.68** | **42.20** | **118.02** | **71,619.84** |
| Additions during the year | - | 325.31 | 3,218.33 | 225.71 | 988.76 | 2.65 | 90.58 | 1.34 | 29.34 | 457.63 | 7.88 | 0.18 | 5,347.71 |
| Deductions during the year | | | 7.10 | | | | | | 2.57 | 0.80 | | | 10.47 |
| **Balance at March 31, 2026** | **5,630.26** | **20,281.86** | **39,812.97** | **6,792.16** | **1,287.99** | **52.60** | **521.81** | **719.95** | **353.68** | **1,335.51** | **50.08** | **118.20** | **76,957.08** |
| **Accumulated depreciation and amortisation** | | | | | | | | | | | | | |
| **Balance at March 31, 2024** | - | 1,172.17 | 6,077.19 | 789.67 | 162.98 | 22.06 | 197.49 | 178.76 | 97.80 | 361.48 | 27.83 | 14.81 | 9,102.23 |
| Charged During The Year | - | 612.56 | 2,140.73 | 554.50 | 21.69 | 2.82 | 65.92 | 36.46 | 31.86 | 70.92 | 4.28 | 18.85 | 3,560.59 |
| Disposals/adjustments during the year | - | - | 3.79 | - | - | - | - | - | - | - | - | - | 3.79 |
| **Balance at March 31, 2025** | **-** | **1,784.73** | **8,214.14** | **1,344.17** | **184.68** | **24.87** | **263.40** | **215.21** | **129.66** | **432.40** | **32.11** | **33.66** | **12,659.03** |
| Charged During The Year | - | 632.59 | 2,253.84 | 576.92 | 59.63 | 2.78 | 74.61 | 35.37 | 34.36 | 96.52 | 4.11 | 19.45 | 3,790.17 |
| Disposals/adjustments during the year | - | | 2.26 | | | | | | 1.03 | 0.46 | | | 3.76 |
| **Balance at March 31, 2026** | **-** | **2,417.32** | **10,465.72** | **1,921.09** | **244.31** | **27.65** | **338.01** | **250.58** | **162.99** | **528.45** | **36.22** | **53.11** | **16,445.44** |
| **Net carrying amount** | | | | | | | | | | | | | |
| as at March 31, 2025 | 5,630.26 | 18,171.83 | 28,387.60 | 5,222.28 | 114.55 | 25.08 | 167.83 | 503.40 | 197.25 | 446.28 | 10.09 | 84.36 | 58,960.81 |
| **as at March 31, 2026** | **5,630.26** | **17,864.54** | **29,347.25** | **4,871.07** | **1,043.68** | **24.95** | **183.80** | **469.37** | **190.70** | **807.06** | **13.86** | **65.09** | **60,511.63** |

Notes:

(a) All property, plant and equipment are pledged against borrowings, the details relating to which have been described in Note 15 and Note 20

(b) The company had started Greenfield project at Pakhajan, Gujarat in February 2022. This project was completed on April 09, 2024 and capitalised total investment of ₹ 48,851.41/- Lakhs (Including Land of ₹ 5,487.07/- Lakhs)

(c) The Company has not revalued its property, plant and equipment during the year ended March 31, 2026 and also during previous year ended March 31, 2025.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 4 CAPITAL WORK-IN-PROGRESS

(Amount ₹ in Lakhs)

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 145.12 | 46,118.65 |
| Add: Additions during the year | 4,558.07 | 1,277.77 |
| Less: Capitalised during the year | 3,699.07 | 43,815.35 |
| Less: Disposals/adjustments during the year | - | 3,435.95 |
| **Balance at the end of the year** | **1,004.12** | **145.12** |

**Capital Work-in-Progress Ageing Schedule:**

(Amount ₹ in Lakhs)

| Particular | Amount of CWIP for a period of: | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1 -2 Years | 2-3 Years | More than 3 Years | Total |
| **As at March 31, 2026** | | | | | |
| Projects in progress | 1,004.12 | - | - | - | 1,004.12 |
| Projects temporarily suspended | - | - | - | - | - |
| **As at March 31, 2025** | | | | | |
| Projects in progress | 145.12 | - | - | - | 145.12 |
| Projects temporarily suspended | - | - | - | - | - |

(a) The borrowing costs capitalised as Capital Work in Progress till March 31, 2026 was ₹ Nil/- (till March 31, 2025: ₹ Nil/-).

(b) Projects under commissioning will be capitalised in less than 1 year.

(c) The Company has performed an assessment of its Capital work in progress for possible triggering events or circumstances for an indication of impairment and has concluded that there were no triggering events or circumstances that would indicate the Capital work in progress are impaired.

## 5 RIGHT OF USE ASSETS

(Amount ₹ in Lakhs)

| | Leasehold Property | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **Balance at March 31, 2024** | **3,614.96** | **3,614.96** |
| Additions during the year | 505.92 | 505.92 |
| Discard/ disposals during the year | 251.64 | 251.64 |
| **Balance at March 31, 2025** | **3,869.24** | **3,869.24** |
| Additions during the year | 472.37 | 472.37 |
| Discard/ disposals during the year | - | - |
| **Balance at March 31, 2026** | **4,341.61** | **4,341.61** |
| **Accumulated amortisation** | | |
| **Balance at March 31, 2024** | 689.20 | 689.20 |
| Amortisation During The Year | 1,042.76 | 1,042.76 |
| Disposals/adjustments during the year | 92.29 | 92.29 |
| **Balance at March 31, 2025** | **1,639.67** | **1,639.67** |
| Amortisation During The Year | 1,168.37 | 1,168.37 |
| Disposals/adjustments during the year | | |
| **Balance at March 31, 2026** | **2,808.04** | **2,808.04** |
| **Net carrying amount** | | |
| as at March 31, 2025 | 2,229.57 | 2,229.57 |
| **as at March 31, 2026** | **1,533.58** | **1,533.58** |

Refer Note 44



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 6 OTHER INTANGIBLE ASSETS

(Amount ₹ in Lakhs)

| | Technical Knowhow and Certifications | Research & Development | Total |
|---|---|---|---|
| **Gross carrying amount** | | | |
| **Balance at March 31, 2024** | **2,928.82** | **374.68** | **3,303.50** |
| Additions during the year | 538.61 | 232.29 | 770.90 |
| Discard/ disposals during the year | 95.87 | - | 95.87 |
| **Balance at March 31, 2025** | **3,371.57** | **606.97** | **3,978.54** |
| Additions during the year | 328.39 | 376.12 | 704.51 |
| Discard/ disposals during the year | - | 167.31 | 167.31 |
| **Balance at March 31, 2026** | **3,699.96** | **815.77** | **4,515.73** |
| **Accumulated amortisation** | | | |
| **Balance at March 31, 2024** | **2,362.62** | **55.77** | **2,418.39** |
| Amortisation During The Year | 278.24 | 124.89 | 403.14 |
| Disposals/adjustments during the year | 29.24 | - | 29.24 |
| **Balance at March 31, 2025** | **2,611.62** | **180.67** | **2,792.29** |
| Amortisation During The Year | 316.10 | 202.32 | 518.42 |
| Disposals/adjustments during the year | - | 167.31 | 167.31 |
| **Balance at March 31, 2026** | **2,927.72** | **215.68** | **3,143.40** |
| **Net carrying amount** | | | |
| as at March 31, 2025 | 759.95 | 426.30 | 1,186.25 |
| **as at March 31, 2026** | **772.24** | **600.10** | **1,372.34** |

**Notes:**

(a) Technical Knowhow and certifications are intangible assets purchased and held by the Company, they are not internally generated.

(b) Development Costs for In-house developed new products will be written off over 3 years subject to impairment testing on quarterly basis.

## 7 NON CURRENT INVESTMENTS

(Amount ₹ in Lakhs)

| | | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| (a) | **Investments in Wholly Owned Subsidiaries** | | |
| | **Unquoted Investments (at amortised cost)** | | |
| | **Investment in Equity Securities** | | |
| | Yasho Industries Europe B.V. | 0.86 | 0.86 |
| | (W.O.S. 1,000 (March 31, 2025: 1,000) equity shares of EUR 1 each fully paid) | | |
| | Yasho Inc. | 130.74 | 87.91 |
| | (W.O.S. 15,100 (March 31, 2025: 10,100) equity shares of USD 10 each fully paid) | | |
| | **Investment in Preference Securities** | | |
| | Yasho Industries Europe B.V. Preference Shares | 455.65 | 455.65 |
| | (W.O.S. 5,00,000 (March 31, 2025: 5,00,000) optionally convertible preference shares of EUR 1 each fully paid) | | |
| | **Total** | **587.25** | **544.42** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

(Amount ₹ in Lakhs)

| | | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| | Aggregate amount of Unquoted Investments in Wholly Owned Subsidiaries (carried at amortised cost) | 587.25 | 544.42 |
| **(b)** | **Investment in Equity Instruments** | | |
| | **Unquoted Investments (at amortised cost)** | | |
| | The Saraswat Co-Op Bank Ltd | | |
| | (2,500 (March 31, 2025: 2,500) Equity Shares of ₹ 10/- each) | 0.25 | 0.25 |
| | SVC Co-Op Bank Ltd | | |
| | (250 (March 31, 2025: 250) Equity Shares of ₹ 10/- each) | 0.03 | 0.03 |
| | **Total** | **0.28** | **0.28** |
| | Aggregate amount of Unquoted Investments in Equity Instruments (carried at amortised cost) | 0.28 | 0.28 |

## 8 LOANS

(Amount ₹ in Lakhs)

| Loans | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Non-Current** | | |
| (Unsecured and considered good) | | |
| Employee Loans and Advances | 22.53 | 21.12 |
| | **22.53** | **21.12** |
| **Current** | | |
| (Unsecured and considered good) | | |
| Employee Loans and Advances | 42.61 | 25.04 |
| | **42.61** | **25.04** |
| **Total Loans** | **65.14** | **46.16** |

Notes: Since all the above loans given by the company are unsecured and considered good, the bifurcation of loan in other categories as required by Schedule III of Companies Act 2013 viz: a) secured, b) loans which have significant increase in credit risk and c) credit impaired is not applicable.





# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 9 OTHER ASSETS

| Other Assets | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Non-Current** | | |
| (Unsecured and Considered Good, unless otherwise stated) | | |
| **Security Deposits** | | |
| Security Deposit with Vendors | 588.99 | 512.59 |
| **Others** | | |
| GST Paid under Protest | 398.96 | 336.83 |
| GST Refund Receivable | 217.35 | 1,126.37 |
| | **1,205.30** | **1,975.79** |
| **Current** | | |
| (Unsecured and Considered Good, unless otherwise stated) | | |
| Advance to Vendors | 2,584.39 | 891.96 |
| GST Input Tax Credit | 358.62 | 656.25 |
| Prepaid Expenses | 90.93 | 130.71 |
| Custom Duty paid in Advance | 757.96 | 90.36 |
| Export Incentive Receivable | 120.91 | 88.77 |
| Forward Contract Receivable | - | 67.61 |
| **Total** | **3,912.81** | **1,925.66** |
| **Total Other Assets** | **5,118.11** | **3,901.46** |

## 10 INVENTORIES

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Raw Materials | 9,132.60 | 9,439.78 |
| Finished Goods | 8,143.86 | 7,881.34 |
| Work in Progress | 5,482.16 | 6,412.99 |
| Stores & Spares | 746.56 | 778.84 |
| **Total** | **23,505.18** | **24,512.95** |

Note

(a) Inventory valued at Cost or Net Realisable Value whichever is lower

(b) Inventories have been offered as security against the working capital facilities provided by the bank (Refer Note 20)

(c) Raw material includes in transit inventory of ₹ 169.85 Lakhs (March 31, 2025: ₹ 309.55 Lakhs)

## 11 TRADE RECEIVABLES

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Unsecured, considered good | | |
| From Related Parties | 3,297.05 | 2,367.90 |
| From Others | 16,932.41 | 12,399.98 |
| Less: Loss allowance | (36.71) | (23.75) |
| **Total** | **20,192.75** | **14,744.13** |

(a) Trade Receivables have been offered as security against the working capital facilities provided by the bank (Refer Note 20)

(b) Information about the Company's exposure to credit, market and currency risks, and loss allowances related to trade receivables are disclosed in note 41.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

### Trade receivables ageing schedule as at March 31, 2026

(Amount ₹ in Lakhs)

| Particulars | Outstanding for following periods from due date of payment | | | | | | TOTAL |
|---|---|---|---|---|---|---|---|
| | Not Due | Less than 6 months | 6 months 1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Related Parties -considered good | 2,869.07 | 427.98 | - | - | - | - | 3,297.05 |
| Undisputed Trade receivables- considered good | 14,716.31 | 2,181.96 | 6.08 | 20.99 | 7.07 | | 16,932.41 |
| Undisputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Undisputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| Disputed Trade receivables - considered good | - | - | - | - | - | - | - |
| Disputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Disputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| **Total** | **17,585.38** | **2,609.94** | **6.08** | **20.99** | **7.07** | **-** | **20,229.46** |
| Less: Loss allowance | - | - | - | - | - | - | (36.71) |
| **Total** | **17,585.38** | **2,609.94** | **6.08** | **20.99** | **7.07** | **-** | **20,192.75** |

### Trade receivables ageing schedule as at March 31, 2025

(Amount ₹ in Lakhs)

| Particulars | Outstanding for following periods from due date of payment | | | | | | TOTAL |
|---|---|---|---|---|---|---|---|
| | Not Due | Less than 6 months | 6 months 1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Related Parties -considered good | 1,596.90 | 771.01 | | | | | 2,367.90 |
| Undisputed Trade receivables- considered good | 10,510.34 | 1,860.50 | 21.82 | 7.31 | - | - | 12,399.98 |
| Undisputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Undisputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| Disputed Trade receivables - considered good | - | - | - | - | - | - | - |
| Disputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Disputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| **Total** | **12,107.24** | **2,631.51** | **21.82** | **7.31** | **-** | **-** | **14,767.88** |
| Less: Loss allowance | - | - | - | - | - | - | (23.75) |
| **Total** | **12,107.24** | **2,631.51** | **21.82** | **7.31** | **-** | **-** | **14,744.13** |





# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 12 CASH & CASH EQUIVALENTS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Cash on Hand | 4.76 | 5.68 |
| **Balances With Bank** | | |
| In current accounts | 50.01 | 0.43 |
| In Cash Credit accounts | 58.36 | 170.22 |
| In EEFC accounts | 132.95 | 319.00 |
| **Total** | **246.08** | **495.33** |

## 14 BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Earmarked Balances with Bank** | | |
| Fixed Deposits with Bank held as Margin Money | 1,218.07 | 1,280.46 |
| Earmarked balances for performance guarantee | 232.23 | 232.23 |
| Unclaimed Dividend Account | 0.28 | 0.22 |
| Deposits Account (Refer Note 14A) | - | 705.07 |
| **Total** | **1,450.58** | **2,217.98** |

Notes:

(a) Deposits with Bank for Margin Money is for the Short Term Borrowings availed from the Bank in the form of LC/ BC.

(b) Earmarked Balance for performance guarantee is given to Gujarat Gas as Security Deposit

(c) Fixed Deposit amounting to ₹705.07 Lakhs (Including Accrued Interest) is related to unutilised funds from preferential issue of equity.

## 14(A) EQUITY SHARE CAPITAL

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Authorised** | | |
| 1,50,00,000 Equity Shares of ₹ 10/- each (1,50,00,000 Equity Shares of ₹ 10/- each as at March 31, 2025) | 1,500.00 | 1,500.00 |
| **Total** | **1,500.00** | **1,500.00** |
| **Issued, Subscribed and Paid-up Share** | | |
| 1,20,57,095 Equity Shares of ₹ 10/- each fully paid - up (1,20,57,095 Equity Shares of ₹ 10/- each fully paid - up as at March 31, 2025) | 1,205.71 | 1,205.71 |
| | **1,205.71** | **1,205.71** |

**(i) Reconciliation of number of shares**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Equity Shares** | | |
| Number of Shares Outstanding at the beginning of the year | 12,057,095 | 11,399,200 |
| Additions during the year | | |
| Bonus Shares issued during the year | - | - |
| Fresh Issue during the year | - | 657,895 |
| Deductions during the year | - | - |
| **Number of Shares Outstanding at the end of the year** | **12,057,095** | **12,057,095** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(a) Receipt of Equity proceeds:**

During the previous year, the Company had allotted 6,57,895 Equity Shares of face value of ₹10 each at a price of ₹ 1,900/- per equity share (including securities premium of ₹ 1,890/- per share) for an amount aggregating ₹ 12,500 lakhs on preferential basis.

(b) End use of Equity proceeds of the preferential issue (utilisation is in accordance with the letter of offer and the details are forth below):

(Amount ₹ in Lakhs)

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Debt Repayment / Pre-payment of borrowings | - | 4,900.00 |
| Business Payment | 235.00 | 4,750.00 |
| General Corporate purposed | 464.00 | 2,151.00 |
| Unutilised funds (Parked in Bank Deposits) (Refer Note 13) | - | 699.00 |
| **Total** | **699.00** | **12,500.00** |

Note: The end-use amount of ₹699 lakhs as at March 31, 2025 has been utilised during FY2026 from the unutilised proceeds of equity raised in FY2025.

**(ii) Rights, preferences and restrictions attached to shares**

(a) The company has only one class of Equity shares having face value of ₹ 10 per share

(b) Each holder of equity shares is entitled to one vote per share.

(c) The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.

(d) In the event of Liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion of their shareholding

**(iii) Details Of Shareholders Holding More Than 5% Shares In The Company**

| Details Of Shareholders Holding More Than 5% Shares In The Company | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|
| | No. of Shares | % of Holding | No. of Shares | % of Holding |
| **Equity Shares** | | | | |
| Vinod Jhaveri | 2,824,900 | 23.43% | 2,824,900 | 23.43% |
| Parag Jhaveri | 1,283,023 | 10.64% | 1,283,023 | 10.64% |
| Yayesh Jhaveri | 1,357,416 | 11.26% | 1,357,416 | 11.26% |
| Neha Jhaveri | 775,000 | 6.43% | 775,000 | 6.43% |
| Payal Jhaveri | 684,600 | 5.68% | 684,600 | 5.68% |

**(iv) During the period of five years immediately preceding the date as at which the Balance Sheet is prepared:**

(a) No Class of Shares were allotted as fully paid up pursuant to contract without payment being received in cash

(b) No Class of Shares were allotted as fully paid up by way of bonus shares for consideration other than cash.

(c) No Class of Shares were bought back by the company.

**(v)**

(a) There are no calls unpaid

(b) There are no forfeited shares

**(vi) Aggregate number of bonus shares issued, shares issued for consideration other then cash during the period of five years immediately preceding the reporting date.**

| Particulars | Aggregate no of shares for the year ended | | | | |
|---|---|---|---|---|---|
| | 31/3/2026 | 31/3/2025 | 31/3/2024 | 31/3/2023 | 31/3/2022 |
| Fully Paid up equity shares by way of Bonus (₹ in lakhs) | - | - | - | - | - |






# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026


**(vii) Details of shares held by promoters/promoter group**

| Equity Shares | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|
| | No. of Shares | % of Holding | No. of Shares | % of Holding |
| Vinod Jhaveri | 2,824,900 | 23.43% | 2,824,900 | 23.43% |
| Parag Jhaveri | 1,283,023 | 10.64% | 1,283,023 | 10.64% |
| Yayesh Jhaveri | 1,357,416 | 11.26% | 1,357,416 | 11.26% |
| Neha Jhaveri | 775,000 | 6.43% | 775,000 | 6.43% |
| Payal Jhaveri | 684,600 | 5.68% | 684,600 | 5.68% |
| Dishit Parag Jhaveri | 455,968 | 3.78% | 455,968 | 3.78% |
| Yayesh Jhaveri HUF | 445,000 | 3.69% | 445,000 | 3.69% |
| Parag Jhaveri HUF | 362,208 | 3.00% | 362,208 | 3.00% |
| Rajnikant Desai | - | 0.00% | 2,950 | 0.02% |
| Rajnikant Desai HUF | - | 0.00% | 4,900 | 0.04% |
| Kalpana Desai | - | 0.00% | 2,200 | 0.02% |

Note: The Board of Directors, at its meeting held on November 06, 2025, have approved the request of Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF to be reclassified as "Public Shareholder", which was subject to approval of the Stock Exchanges and the Members of the Company. The Company received their No-Objection letters from The BSE Limited and National Stock Exchange of India Limited on December 12, 2025.

The Members approved the reclassification by way of an Ordinary Resolution by voting through Postal Ballot on February 06, 2026. Accordingly, Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF stand reclassified as a "Public" shareholder with effect from February 06, 2026."

As per the records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

**(viii) Distribution made and proposed dividend on equity shares**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **(a) Dividends on Equity shares declared and paid during the year** | | |
| Final cash dividend for March 31, 2025 at ₹ 0.50 per shares | 60.29 | 57.00 |
| (March 31, 2024 : ₹ 0.50 per shares) | | |
| **Total dividend paid for the year** | **60.29** | **57.00** |
| **(b) Proposed dividend on equity shares not recognised as liability** | | |
| Final cash dividend for March 31, 2026 at ₹ 0.50 per shares | 60.29 | 60.29 |
| (March 31, 2025 : ₹ 0.50 per shares) | | |
| **Total dividend proposed for the year** | **60.29** | **60.29** |

## 14(B) OTHER EQUITY

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Capital reserve | 8.88 | 8.88 |
| Securities Premium | 17,205.51 | 17,205.51 |
| General Reserve | 114.70 | 114.70 |
| Retained Earnings | 25,792.70 | 23,705.09 |
| Other Comprehensive Income | (196.06) | (179.76) |
| **Total** | **42,925.75** | **40,854.51** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**Capital reserve**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| As per last Balance Sheet | 8.88 | 8.88 |
| (-) Transferred to General Reserve | - | - |
| **Total** | **8.88** | **8.88** |

The capital reserve relates to the subsidy received by the company from the office of the district industries centre under the state government scheme for selected backward area and growth centres in the district of Gujarat.

**Securities Premium**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 17,205.51 | 4,964.29 |
| Add: Additions during the year | - | 12,434.22 |
| Less : Utilised for Share Issue expenses | - | (193.00) |
| | **17,205.51** | **17,205.51** |

**General Reserve**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 114.70 | 114.70 |
| (+) Subsidies transferred to General Reserve | - | - |
| | **114.70** | **114.70** |

**Retained Earnings**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | 23,705.09 | 23,159.59 |
| Add: Profit for the year | 2,147.90 | 602.49 |
| Profit available for appropriations | **25,852.99** | **23,762.09** |
| Less: Appropriations | | |
| Dividend Paid | 60.29 | 57.00 |
| | **25,792.70** | **23,705.09** |

**Other Comprehensive Income**

**Remeasurements of Net Defined Benefit Plans**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | (179.76) | (51.46) |
| Add: Profit/ (Loss) for the year | (16.30) | (128.30) |
| Profit available for appropriations | **(196.06)** | **(179.76)** |
| **Total Other Equity** | **42,925.75** | **40,854.51** |





# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 15 NON-CURRENT BORROWINGS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Secured Loans :- (At Amortised Cost)** | | |
| **Rupee Term Loans (Secured)** | | |
| From Banks | 23,913.37 | 27,445.06 |
| **Total Secured Borrowings** | **23,913.37** | **27,445.06** |
| **Unsecured Loan :- (At Amortised Cost)** | | |
| Loans From Directors | 4,650.00 | 3,850.00 |
| Inter Corporate Loans and Advances | 350.00 | 1,150.00 |
| **Total Unsecured Borrowings** | **5,000.00** | **5,000.00** |
| **Total** | **28,913.37** | **32,445.06** |

The Company had availed Rupee Term Loan facility of ₹ 16,325.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 13,961.13 Lakhs (March 31, 2025: ₹ 15,732.55 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 5,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 1,018.67 Lakhs (March 31, 2025: ₹ 4,039.50 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 5,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 4,444.44 Lakhs (March 31, 2025: ₹ 4,722.22 Lakhs; PG of Directors) Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 4,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 3,117.40 Lakhs (March 31, 2025: ₹ 3,834.06 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 4,000.00 Lakhs for its Brownfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 2,958.86 Lakhs (March 31, 2025: ₹ NIL Lakhs). Repayments in 5 years.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

The Company has various financial and non-financial covenants (including maintenance of debt-related ratios and reporting requirements) in respect of its borrowings. As at March 31, 2026 the Company is in compliance with all such covenants as stipulated in the respective loan agreements/sanction letters.

**15.1 Maturity Profile**

Maturity of Secured Term Loan & Unsecured loans are as set below :

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| 1-2 years | 4,261.32 | 3,109.58 |
| 2-3 years | 5,324.06 | 3,506.51 |
| Beyond 3 year | 19,327.99 | 25,828.97 |
| **Total** | **28,913.37** | **32,445.06** |

## 16 LEASE LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Present Value of Lease Obligations (at amortised cost) (Refer Note 44) | 673.69 | 1,247.91 |
| **Total** | **673.69** | **1,247.91** |

## 17 LONG TERM PROVISIONS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Employee Benefit Obligations: | | |
| Provision for Gratuity Payable (Refer Note 38) | 556.65 | 556.31 |
| Provision for Compensated Absences | 61.69 | - |
| **Total** | **618.34** | **556.31** |

## 18 DEFERRED TAX LIABILITIES (NET)

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Deferred Tax Liabilities in relation to** | | |
| Property Plant & Equipment, Intangible Assets and Lease Liabilities | 2,525.18 | 1,853.35 |
| **Deferred Tax Assets in relation to** | | |
| Provision for Employee Benefits | 241.06 | 223.96 |
| Provision for doubtful debts / advances | 24.75 | 15.63 |
| Other Timing Differences | 492.11 | 591.64 |
| **Net Deferred Tax Liabilities (Refer Note 35)** | **1,767.26** | **1,022.12** |

## 19 OTHER NON-CURRENT LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advances received from customers (Refer Note 48) | 2,744.97 | - |
| **Total** | **2,744.97** | **-** |



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 20 FINANCIAL LIABILITIES - CURRENT BORROWINGS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| ***Secured Borrowings :- (at amortised cost)** | | |
| Loans Repayable on Demand | | |
| From Bank | 23,336.03 | 21,296.40 |
| Current maturities of non-current borrowings | 1,560.10 | 883.28 |
| Interest Accrued but not due on current borrowings | 234.55 | 226.96 |
| **Unsecured Borrowings :- (at amortised cost)** | | |
| Loan from Directors | 50.02 | 1,000.54 |
| **Total** | **25,180.70** | **23,407.18** |

The Company has availed Cash credit, packing credit and working capital demand loans (Fund + Non Fund) of ₹ 36,550 Lakhs (March 31, 2025 ₹ 35,500 Lakhs) as sanctioned limit from Saraswat Co-op Bank Ltd, HDFC Bank Limited, Axis Bank Limited, SVC Co-op Bank Ltd and HSBC Bank Ltd in Multi Banking Arrangement. These loans are secured by first pari passu charge by way of hypothecation of the entire current assets of the company, Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi and Pakhajan, Gujarat, Second Pari Passu charge (with other Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi and Pakhajan, Gujarat.

## 21 FINANCIAL LIABILITIES - CURRENT LEASE LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Current maturities of Present Value of lease obligations (at amortised cost) (Refer Note 44) | 1,025.48 | 1,155.55 |
| **Total** | **1,025.48** | **1,155.55** |

## 22 TRADE PAYABLES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Micro and Small Enterprises** | | |
| Trade Payables for Goods | 896.97 | 130.20 |
| Trade Payables for Expenses | 230.18 | 133.43 |
| Provision for Interest on MSME | 61.62 | 46.99 |
| | **1,188.77** | **310.62** |
| **Others** | | |
| Trade Payables for Goods | 5,250.45 | 3,934.85 |
| Trade Payables for Expenses | 3,281.71 | 1,726.23 |
| Trade Payables for Capex | - | 306.57 |
| | **8,532.16** | **5,967.65** |
| **Total** | **9,720.93** | **6,278.27** |

**Ageing for Trade Payables Outstanding as at March 31, 2026**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2-3 years | More than 3 years | Total |
| MSME* | 944.60 | 212.66 | 22.86 | 8.65 | - | 1,188.77 |
| Others | 5,942.51 | 1,793.07 | 762.46 | 11.00 | 23.11 | 8,532.16 |
| Disputed Dues - MSME | - | - | - | - | - | - |
| Disputed Dues - Others | - | - | - | - | - | - |
| **Total** | **6,887.11** | **2,005.73** | **785.32** | **19.65** | **23.11** | **9,720.93** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**Ageing for Trade Payables Outstanding as at March 31, 2025**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2-3 years | More than 3 years | Total |
| MSME* | 279.11 | 22.86 | 8.65 | - | - | 310.62 |
| Others | 4,287.91 | 1,610.93 | 41.96 | 5.12 | 21.73 | 5,967.65 |
| Disputed Dues - MSME | - | - | - | - | - | - |
| Disputed Dues - Others | - | - | - | - | - | - |
| **Total** | **4,567.02** | **1,633.78** | **50.61** | **5.12** | **21.73** | **6,278.27** |

**22.1 Micro, Small And Medium Enterprises Have Been Identified By The Company On The Basis Of The Information Available**

(Amount ₹ in Lakhs)

| | | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| (A) | Dues remaining unpaid as at March 31 | | |
| | Principal | 1,127.15 | 263.63 |
| | Interest on the above | 61.62 | 46.99 |
| (B) | Interest paid in terms of Section16 of the act along with amount of payment made to the supplier beyond the appointed day during the year. | - | - |
| | Principal paid beyond the appointed date | - | - |
| | Interest paid in terms of Section 16 of the act | - | - |
| (C) | Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year | - | - |
| (D) | Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises. | - | - |
| (E) | Amount of interest accrued and remaining unpaid as at March 31 | 61.62 | 46.99 |

## 23 OTHER FINANCIAL LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Unclaimed Dividend | 0.28 | 0.22 |
| Others | 37.63 | - |
| **Total** | **37.91** | **0.22** |

## 24 OTHER CURRENT LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advances received from customers | 207.16 | 104.78 |
| Due to Government Authorities: | | |
| GST payable | 0.00 | 14.03 |
| TDS payable | 97.58 | 99.25 |
| Other Statutory Liabilities | 56.42 | 38.42 |
| | **154.00** | **151.70** |
| **Total** | **361.16** | **256.49** |



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 25 SHORT TERM PROVISIONS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Provision for Employee benefits (Refer Note 38) | 711.62 | 798.10 |
| Others | 125.44 | 106.13 |
| **Total** | **837.06** | **904.23** |

## 26 REVENUE FROM OPERATION

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Revenue From Contracts with Customers | | |
| Manufactured Goods | 79,449.97 | 66,810.34 |
| **Total Revenue From Contracts with Customers** | **79,449.97** | **66,810.34** |
| Other Operating Revenue | | |
| Export Incentives | 627.11 | 436.30 |
| Scrap Sales | 37.75 | 23.37 |
| Foreign exchange gain | 1,613.78 | 714.54 |
| **Total Other Operating Revenue** | **2,278.64** | **1,174.22** |
| **Total Revenue From Operations** | **81,728.61** | **67,984.55** |

* Revenue for the year ended March 31,2026 and year ended March 31,2025 is net of Goods and Service Tax (GST)

**26.1 Disaggregated revenue information**

(Amount ₹ in Lakhs)

| | | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|
| **(a)** | **Disaggregation of goods:** | | |
| | - Consumer Chemicals | 9,148.29 | 11,481.27 |
| | - Industrial Chemicals | 70,301.68 | 55,329.07 |
| | | **79,449.97** | **66,810.34** |
| **(b)** | **Disaggregation based on geography** | | |
| | India | 30,816.02 | 23,324.77 |
| | Outside India | 48,633.95 | 43,485.57 |
| | | **79,449.97** | **66,810.34** |
| **(c)** | **Reconciliation of Revenue from sale of products with the contracted price** | | |
| | Contracted price | 79,781.88 | 67,612.02 |
| | Adjustments made to contract price on account of :- | | |
| | - Discounts / Rebates / Incentives | 89.07 | 23.12 |
| | - Sales Returns /Credits / Reversals | 242.84 | 778.56 |
| | | **79,449.97** | **66,810.34** |
| **(d)** | **Ageing Ananlysis of Trade Receivables (refer note 41)** | | |
| **(e)** | **Contract balances** | | |
| | Trade receivables (Refer Note 11) | 20,192.75 | 14,744.13 |
| | Advance received from Customers (Refer Note 19 & 24) | 2,952.14 | 104.78 |
| | | **17,240.61** | **14,639.35** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 27 OTHER INCOME

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Other Non Operating Income** | | |
| Interest Income on: | | |
| - Bank Deposits | 87.17 | 102.42 |
| - Others | 41.30 | 41.63 |
| Dividend Income | 0.04 | 0.00 |
| Net Gain on Foreign Currency transactions | 0.06 | 0.00 |
| Net Gain on disposal of Property, Plant & Equipment | - | 43.36 |
| **Total** | **128.57** | **187.41** |

## 28 COST OF MATERIAL CONSUMED

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Raw Materials** | | |
| Inventory of raw materials (including stores & spares) at the beginning of the year | 10,218.62 | 5,421.27 |
| Add : Purchases during the year | 48,852.94 | 48,479.08 |
| Less: Inventory of raw materials (including stores & spares) at the end of the year | 9,879.16 | 10,218.62 |
| **Cost of materials consumed** | **49,192.40** | **43,681.73** |
| Inventory of Raw Materials of Pakhajan brought from Trial Runs to Inventory on capitalisation of the Pakhajan Plant | - | 2,360.84 |
| **Total** | **49,192.40** | **46,042.57** |

## 29 CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK IN PROGRESS

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Finished Goods** | | |
| Opening Stock | 7,881.34 | 5,099.62 |
| Closing Stock | 8,143.86 | 7,881.34 |
| | **(262.52)** | **(2,781.72)** |
| **Work in Progress** | | |
| Opening Stock | 6,412.99 | 1,975.33 |
| Closing Stock | 5,482.16 | 6,412.99 |
| | **930.83** | **(4,437.66)** |
| Inventory of Work in Progress and Finished Goods of Pakhajan brought from Trial Runs to Inventory on capitalisation of the Pakhajan Plant | - | 1,064.40 |
| **Total** | **668.32** | **(6,154.98)** |

## 30 EMPLOYEE BENEFITS EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Salaries, allowances, Incentives and bonus | 6,659.03 | 5,979.02 |
| Contribution to Provident and Other Funds | 243.47 | 230.44 |
| Defined Benefit Plan - Gratuity and Leave (Refer Note 38) | 229.75 | 94.52 |
| Staff Welfare Expenses | 161.80 | 144.44 |
| **Total** | **7,294.05** | **6,448.42** |



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 31 FINANCE COST

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Interest on Secured Borrowings | 4,131.53 | 4,716.90 |
| Interest on Unsecured Borrowings | 509.02 | 710.22 |
| Interest on Lease Liabilities | 176.26 | 236.29 |
| Bank Charges | 232.65 | 155.42 |
| Forward Contract Gain/ Loss | 491.54 | 111.56 |
| Others | 14.70 | 62.63 |
| | **5,555.70** | **5,993.03** |

## 32 DEPRECIATION AND AMORTISATION EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Depreciation on Property, Plant and Equipment | 3,790.17 | 3,560.59 |
| Depreciation on Right -of- use Asset | 1,168.37 | 1,042.76 |
| Amortisation on Intangible Assets | 518.42 | 403.14 |
| **Total** | **5,476.96** | **5,006.49** |

## 33 OTHER EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Power and Fuel | 3,568.76 | 4,195.35 |
| Freight, clearing and forwarding | 2,062.14 | 1,860.05 |
| Other Expense | 1,400.41 | 828.29 |
| Repairs and Maintenance | 1,020.65 | 813.15 |
| Legal and professional fees | 649.35 | 596.86 |
| Rent | 440.33 | 432.80 |
| Insurance Expense | 506.30 | 369.39 |
| Travelling & Conveyance | 336.78 | 238.24 |
| Commission Expense | 269.80 | 328.63 |
| Research & Development Expense | 196.92 | 56.10 |
| Job Work Charges | 107.70 | 65.33 |
| CSR Expenditure | 65.32 | 57.31 |
| Printing & Stationery Expense | 61.85 | 56.66 |
| Water Charges | 41.09 | 48.23 |
| Payments to Auditors (Refer Note 33.1) | 12.65 | 11.09 |
| Advertisement Expense | 15.57 | 5.70 |
| Loss allowance for doubtful trade receivables | 12.96 | 5.91 |
| Write Off | 1.96 | 32.93 |
| Donation | 0.69 | 0.84 |
| **Total** | **10,771.23** | **10,002.86** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

### 33.1 Payments to Auditors

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **As an Auditor** | | |
| Statutory Audit Fees | 8.75 | 8.89 |
| Other Certification Charges | 0.60 | 0.20 |
| Tax Audit Fees | 3.00 | 2.00 |
| Reimbursement of expenses | 0.30 | - |
| **Total** | **12.65** | **11.09** |

### 33.2 Details of Corporate Social Responsibility (CSR Expenditure)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Opening unspent amount brought forward | 113.00 | 12.00 |
| Amount required to be spent by the Company for the year | 115.13 | 157.60 |
| **Total Amount required to be spent during the year** | **228.13** | **169.60** |
| Amount Spent during the year: | | |
| (a) Construction/acquisition of any asset | 58.57 | 45.44 |
| (b) On purpose other than (a) above | 6.75 | 11.87 |
| **Amount yet to be spent** | 162.81 | 112.29 |
| Details related to spent / unspent obligations: | | |
| (a) Contribution to Public Trust | - | - |
| (a) Contribution to Charitable Trust | - | - |
| (c) Unspent amount for ongoing Project | 162.81 | 112.29 |
| **Closing balance:** | | |
| (a) With Company | - | - |
| (b) In CSR unspent account* | | |
| Amount transferred to CSR for ongoing projects for the year | 115.20 | 113.00 |
| Balance in unspent CSR account from the previous period | 49.68 | - |
| Total Bank Balance In CSR unspent account | **164.88** | **113.00** |

*The unspent balance in CSR of ₹ 113 Lakhs for the year March 31, 2025 was deposited to bank account on April 23, 2025.

*The unspent balance in CSR of ₹ 115.20 Lakhs for the year March 31, 2026 was deposited to bank account on April 29, 2026.

## 34 "OTHER COMPREHENSIVE INCOME – ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT AND LOSS"

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Remeasurement of Defined Benefit Plan | (21.78) | (171.45) |
| **Total** | **(21.78)** | **(171.45)** |



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 35 INCOME TAX

### 35A Tax charge in the Statement of profit and loss:

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Current Tax | - | (83.49) |
| (Including earlier year Tax of ₹ NIL/-, March 31, 2025 (₹ 83.49) Lakhs) | | |
| Deferred Tax | 750.62 | 314.56 |
| **Total** | **750.62** | **231.07** |

Income tax has been provided for at reduced rate as per section 115BAA of the Income-tax Act, 1961

### 35B Current Tax Assets (Net)

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | (349.10) | (231.64) |
| Add : Current Tax Provision for the year | - | (83.49) |
| (Including earlier year Tax of ₹ NIL/-, March 31, 2025 (₹ 83.49) Lakhs) | | |
| Less : Taxes Paid | (76.19) | (33.96) |
| **Closing Balance** | **(425.29)** | **(349.10)** |

The closing balance of current tax liability is net of advance tax and tax deducted at source.

### 35C Deferred Tax Liabilities (Net)

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | 1,022.12 | 750.71 |
| Add/Less : Deferred Tax Charge/(Credit) to Statement of P&L | 750.62 | 314.56 |
| Add/Less : Deferred Tax Charge/(Credit) to Statement of OCI | (5.48) | (43.15) |
| **Closing Balance** | **1,767.26** | **1,022.12** |

### 35D Movement in Deferred Tax Assets & Liabilities

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Property Plant & Equipment, Intangible Assets and Lease Liabilities | 669.75 | 899.68 |
| Provision for Employee Benefits | (11.62) | (28.05) |
| Provision for doubtful debts / advances | (3.26) | (11.14) |
| Other Timing Differences | 95.75 | (545.93) |
| **Total** | **750.62** | **314.56** |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**35E Reconciliation of tax expense and the accounting profit multiplied by tax rate**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Profit before tax | 2,898.52 | 833.56 |
| Tax using the Company's domestic tax rate (Current year 25.17% and Previous Year 25.17%) | 729.50 | 209.79 |
| **Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense** | | |
| Effect of not deductible expenses for tax computation | 21.12 | 104.77 |
| Adjustment in respect of Income tax related to earlier years | - | (83.49) |
| **Total** | **750.62** | **231.07** |

## 36 EARNING PER EQUITY SHARES (EPS)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Face Value per Equity Share | 10.00 | 10.00 |
| Net profit attributable to shareholders for basic / diluted EPS | 2,147.90 | 602.49 |
| Weighted average number of equity shares for basic / diluted EPS | 120.57 | 114.86 |
| Basic EPS (₹) | 17.81 | 5.25 |
| Diluted EPS (₹) | 17.81 | 5.25 |

## 37 CONTINGENT LIABILITIES & COMMITMENTS

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(A)** | **Contingent Liabilities** | | |
| 1 | Letter of Credit / Bills Under Letter of Credit | 1,588.33 | 1,287.11 |
| 2 | Bank guarantees | 232.23 | 232.23 |
| 3 | GST dispute | 3,853.72 | 3,853.72 |
| 4 | Custom duty dispute | 175.36 | 175.36 |
| 5 | Capital Commitments | 2,751.42 | 696.23 |

**GST Dispute**

1 GST demand comprises demand from GST Authorities on account of denial of pre-import condition amounting to ₹ 822.27 Lakhs upon completion of their tax review for the financial year 2017-18, 2018-19 and 2019-20. The matter is pending before various authorities. Out of this, amount to the extent of ₹ 62.13 Lakhs has been paid under protest, the same is shown under Note 9 to this financials statements.

2 GST demand also comprises of demand from GST Authorities on account of denial of GST refund on exports amounting to ₹ 3,368.28 Lakhs . upon completion of their tax review for the financial year 2017-18, 2018-19, 2019-20 and 2020-21. The matter is pending before various authorities. Out of this, amount to the extent of ₹ 336.83 Lakhs has been paid under protest, the same is shown under Note 9 to this financials statements.

**Custom Duty Dispute**

3 Custom duty demand comprises of various penalties amounting to ₹175.36 lakhs (March 31, 2025: ₹ 175.36 lakhs). The matter is pending before CESTAT.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 38 DEFINED BENEFIT PLANS

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The major defined contribution plans operated by the Company are as below:

**(a) Provident fund**

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952 eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the provident fund administered and managed by Government of India. The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred. The benefits are paid to employees on their retirement or resignation from the Company.

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(A)** | Employers contribution to Provident Fund | 229.13 | 209.55 |

**(b) Gratuity**

The Company has an obligation towards gratuity, an funded defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service, without any payment ceiling. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The most recent actuarial valuation of the present value of the defined benefit obligation was carried out at March 31, 2026 by an independent actuary. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

**(A) Reconciliation of Opening and Closing balances of Defined Benefit Obligation (DBO)**

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Defined Benefit obligation at beginning of year | 622.49 | 375.20 |
| 2 | Current Service Cost | 107.30 | 66.62 |
| 3 | Past Service Cost | | - |
| 4 | Interest Cost | 39.84 | 26.26 |
| 5 | Actuarial (Gains)/Losses on Obligations - Due to changes in demographic assumptions | - | (33.88) |
| 6 | Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions | (22.07) | 169.37 |
| 7 | Actuarial (Gains)/Losses on Obligations - Due to Experience | 40.41 | 35.16 |
| 8 | Benefits paid | (39.91) | (16.24) |
| 9 | Defined Benefit obligation at year end | 748.06 | 622.49 |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

### (B) Reconciliation of Fair Value of Plan Assets

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Fair Value of Plan Assets at start of the year | 66.88 | 54.53 |
| 2 | Contributions by Employer | 162.07 | 24.87 |
| 3 | Benefits Paid | (39.91) | (16.24) |
| 4 | Interest Income on Plan Assets | 7.88 | 4.52 |
| | Re-measurements: | | |
| 5 | Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset) | (3.44) | (0.80) |
| 6 | Fair Value of Plan Assets at end of the year | 193.48 | 66.88 |
| 7 | Actual Return on Plan Assets | 4.44 | 3.72 |
| 8 | Expected Employer Contributions for the coming year | 150.00 | 100.00 |

### (c) Expenses recognised during the year

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Current Service Cost | 107.30 | 66.62 |
| 2 | Past Service Cost | - | - |
| 3 | Net Interest Cost | 31.96 | 21.74 |
| 4 | Expenses recognised in P & L | 139.26 | 88.36 |

### (D) Net Liability/ (Asset) recognised in the Balance Sheet

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Present Value of DBO | 748.06 | 622.49 |
| 2 | Fair value of Plan assets | 193.48 | 66.88 |
| 3 | Liability/ (Asset) recognised in the Balance Sheet | 554.58 | 555.61 |
| | Of which, Short term Liability | - | - |
| 4 | Funded Status [Surplus/ (Deficit)] | (554.58) | (555.61) |
| 5 | Experience Adjustment on Plan Liabilities: (Gain)/ Loss | 40.41 | 35.16 |

### (E) Percentage Break-down of Total Plan Assets

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Investment Funds with Insurance Company | | |
| | Of which, Unit Linked | 0.0% | 0.0% |
| | Of which, Traditional/ Non-Unit Linked | 99.3% | 98.1% |
| 2 | Cash and cash equivalents | 0.7% | 1.9% |
| 3 | **Total** | **100%** | **100%** |

Note: None of the assets carry a quoted market price in an active market or represent the entity's own transferable financial instruments or are property occupied by the entity.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

### (F) Actuarial Assumptions

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Salary Growth Rate | 7.5% p.a. | 7.5% p.a. |
| 2 | Discount Rate | 6.8% p.a. | 6.4% p.a. |
| 3 | Net Interest Rate on Net DBO/ (Assets) | 6.4% p.a. | 7% p.a. |
| 4 | Withdrawal Rate | 10% p.a. | 10% p.a. |
| 5 | Mortality | IALM 2012-14 (Ult.) | IALM 2012-14 (Ult.) |
| 6 | Expected weighted average remaining working life | 6.5 years | 6.5 years |

### (G) Movement in Other Comprehensive Income

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Balance at start of year (Loss)/ Gain | (240.22) | (68.77) |
| 2 | Actuarial (Gains)/Losses from changes in demographic assumptions | - | 33.88 |
| 3 | Actuarial (Loss)/ Gain from changes in financial assumptions | 22.07 | (169.37) |
| 4 | Actuarial (Loss)/ Gain from experience over the past year | (40.41) | (35.16) |
| 5 | Re-measurements on Plan Assets | | |
| | Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/ (asset) | (3.44) | (0.80) |
| 6 | Balance at end of year (Loss)/ Gain | (262.00) | (240.22) |

### (H) Sensitivity Analysis

| FY ended March 31, 2026 | | Increases 1% | Decreases 1% |
|---|---|---|---|
| 1 | Salary Growth Rate | DBO increases by 56.49 | DBO decreases by 50.58 |
| 2 | Discount Rate | DBO decreases by 50.44 | DBO increases by 57.45 |
| 3 | Withdrawal Rate | DBO decreases by 5.02 | DBO increases by 5.35 |
| 4 | Mortality (increase in expected lifetime by 1 year) | DBO increases by 0.05 | |
| 5 | Mortality (increase in expected lifetime by 3 year) | DBO increases by 0.14 | |

| FY ended March 31, 2025 | | Increases 1% | Decreases 1% |
|---|---|---|---|
| 1 | Salary Growth Rate | DBO increases by 46.93 | DBO decreases by 41.93 |
| 2 | Discount Rate | DBO decreases by 41.97 | DBO increases by 47.92 |
| 3 | Withdrawal Rate | DBO decreases by 5.25 | DBO increases by 5.66 |
| 4 | Mortality (increase in expected lifetime by 1 year) | DBO increases by 0.06 | |
| 5 | Mortality (increase in expected lifetime by 3 year) | DBO increases by 0.18 | |

### (I) Movement in Surplus/ (Deficit)

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Surplus/ (Deficit) at start of year | (555.61) | (320.67) |
| 2 | Current Service Cost | (107.30) | (66.62) |
| 3 | Past Service Cost | - | - |
| 4 | Net Interest on net DBO | (31.96) | (21.74) |
| 5 | Re-measurements gain/ (loss) | (21.78) | (171.45) |
| 6 | Contributions | 162.07 | 24.87 |
| 7 | Surplus/ (Deficit) at end of year | (554.58) | (555.61) |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(c) Liability for Compensated Absences**

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the standalone statement of profit and loss in the period in which they arise. Expense on non-accumulating compensated absences is recognized in the period in which they arise. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Balance as at 1 April | - | - |
| 2 | Add: Provisions made during the year | 81.63 | - |
| | Of which, Short term provisions | 61.69 | |
| 3 | Less: Amount utilised/ reversed during the year | - | - |
| 4 | Balance as at 31 March | 81.63 | - |

**(d) The New Labour Code**

Pursuant to the notification by the Ministry of Labour & Employment on November 21, 2025 of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as ""the Labour Codes""), The Government had approved the Code on Social Security, 2020, which will impact the Company's employee benefit obligations. The company has recognized a provision towards past service cost on gratuity payable to employees amounting to ₹ 6.88 lakhs in standalone financials based on best possible estimates available, which is accounted for under "Employee Benefits Expenses" in accordance with Ind AS 19 -'Employee Benefits' and FAOs on key accounting implications arising from the New Labour Codes issued by the Institute of Chartered Accountants of India ('ICAI').

## 39 RELATED PARTY TRANSACTIONS

**(A) List Of Related Parties Where Control Exists And Relationships:**

| | Particulars | Relationship |
|---|---|---|
| 1 | Mr. Vinod H. Jhaveri | Promoter & Director |
| 2 | Mr. Parag V. Jhaveri | Promoter & Director |
| 3 | Mr. Yayesh V. Jhaveri | Promoter & Director |
| 4 | Mr. Dishit P. Jhaveri | Son of Parag Jhaveri |
| 5 | Ms. Risha Y. Jhaveri | Daughter of Yayesh Jhaveri |
| 6 | Yasho Industries Europe B.V. | Wholly Owned Subsidiary |
| 7 | Yasho Inc. | Wholly Owned Subsidiary |
| 8 | Dr. Prakash Bhate | Independent Director |
| 9 | Mr. U. R. Bhat | Independent Director |
| 10 | Mr. Anurag Surana | Independent Director |
| 11 | Mrs. Sudha Navandar | Independent Director |
| 12 | Yayesh V. Jhaveri HUF | HUF of Yayesh Jhaveri |
| 13 | Parag V. Jhaveri HUF | HUF of Parag Jhaveri |
| 14 | Mrs. Neha Parag Jhaveri | Spouse of Parag Jhaveri |
| 15 | Mrs. Payal Yayesh Jhaveri | Spouse of Yayesh Jhaveri |
| 16 | Mr. Rajnikant Desai | Father-in-Law of Yayesh Jhaveri |
| 17 | Mrs. Kalpana Desai | Mother-in-Law of Yayesh Jhaveri |
| 18 | Rajnikant Desai HUF | HUF of Rajnikant Desai |
| 19 | Mr. Chirag Shah | Chief Financial Officer |
| 20 | Ms. Rupali Verma | Company Secretary & Compliance Officer |

Note: Refer Note 14(A) (vii) regarding the reclassification for Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF from the Promoter Group to Public.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(B) Transactions with related parties**

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(i)** | **With Key Managerial Personnel** | | |
| | Short-term employee benefits | 1,073.27 | 1,056.34 |
| | Interest on loan | 452.88 | 465.84 |
| | Dividend Paid | 27.33 | 27.33 |
| | Loan Received | 1,768.94 | 6,083.84 |
| | Repayment of loan | 1,919.45 | 5,328.93 |
| | Sitting fees paid | 67.50 | 68.40 |
| | | | |
| **(ii)** | **Other Related Parties** | | |
| | Short-term employee benefits | 166.98 | 166.24 |
| | Dividend Paid | 13.66 | 11.37 |
| | Rent paid | 27.13 | 29.48 |
| | | | |
| **(iii)** | **Subsidiaries of Yasho Industries Limited** | | |
| | Investment in Equity | 42.83 | 87.08 |
| | Sales | 4,122.79 | 3,556.67 |

**Note:** The transactions with related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions.

**(C) Balance at the end of year**

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(i)** | **Amount Payable to Key Managerial Personnel** | | |
| | Loans taken from KMP | 4,700.01 | 4,850.53 |
| | **Amount Payable to Other Related Parties** | | |
| | Other Payables | 15.94 | 15.94 |
| | **Amount Payable to Subsidiaries of Yasho Industries Limited** | | |
| | Trade Payables | 974.88 | 1,484.95 |
| **(ii)** | **Amount Receivable from Subsidiaries of Yasho Industries Limited** | | |
| | Trade Receivables | 3,297.05 | 1,846.00 |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 40 FINANCIAL INSTRUMENTS

**Fair values**

Fair value is the price that would be received to sell an asset or paid to transfer liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, Level 2 or Level 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

- **Level 1 :** inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- **Level 2 :** inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- **Level 3 :** inputs are unobservable inputs for the asset or liability.

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under finance leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.
- The fair values of the Company's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

## 41 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES:

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks providing an assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees with policies for managing each of these risks, which are summarized below.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(A) Financial risk management**

The management of the company is responsible to oversee the Risk Management Framework for developing and monitoring the Company's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Company's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Company.

**The risk management policies aims to mitigate the following risks arising from the financial instruments:**

- Market risk
- Credit risk; and
- Liquidity risk

**(B) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Company is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Company does not enter or trade financial instruments, including derivatives for speculative purposes.

**(C) Foreign currency risk management**

The Company's functional currency is Indian Rupees (₹). The Company undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arises. Volatility in exchange rates affects the Company's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Company is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency results in increase in the Company's overall debt position in Rupee terms without the Company having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Company's receivables in foreign currency. To hedge exchange rate risk, the Company has a policy to hedge cash flows up to a specific tenure using forward exchange contracts and options. In respect of imports and other payables, the Company hedges its payables when the exposure arises. Short term exposures are hedged progressively based on their maturity.

All hedging activities are carried out in accordance with the Company's internal risk management policies, as approved by the Board of Directors, and in accordance with the applicable regulations where the Company operates. The company has not entered any currency swap transaction during the year.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are disclosed in Note 42.

**(D) Credit risk management:**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company's credit risk arises principally from the trade receivables, loans, cash & cash equivalents and financial guarantees.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**Trade receivables**

Customer credit risk is managed centrally by the Company and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

Credit risk on receivables is also mitigated by securing the same against letters of credit and guarantees of reputable nationalized and private sector banks. Trade receivables consist of many customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored, and appropriate action is taken for collection of overdue receivables. The company has also taken insurance cover of trade receivable exposure to mitigate credit risk.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data.

The ageing analysis of trade receivables as of the reporting date is as follows:

(Amount ₹ in Lakhs)

| Ageing of trade receivables | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Within the credit period | 17,585.38 | 12,107.24 |
| 0 - 180 days past due | 2,609.94 | 2,631.51 |
| More than 180 days past due | 34.14 | 29.13 |
| **Total Trade Receivables** | **20,229.46** | **14,767.88** |

Reconciliation of loss allowance provision for Trade Receivables:

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance as at the beginning of the year | 23.75 | 17.85 |
| Impairment losses recognised in the year based on lifetime expected credit losses | 12.96 | 5.90 |
| Amounts written off during the year as uncollectible | - | - |
| Amounts written back during the year | - | - |
| Amounts recovered during the year | - | - |
| **Balance at the end of the year** | **36.71** | **23.75** |

**Cash and cash equivalents**

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks and other counterparties. The Company's maximum exposure in this respect is the maximum amount the Company would have to pay if the guarantee is called upon.

**(E) Liquidity risk management**

Liquidity risk refers to the risk of financial distress or extraordinarily high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and require financing. The Company requires funds both for short-term operational needs as well as for long-term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short-term investments provide liquidity in the short term and long- term. The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

The table below summarizes the maturity profiles of the company's financial liabilities based on contractual undiscounted payments:

**Year ended March 31, 2026**

(Amount ₹ in Lakhs)

| Particulars | On Demand | Less than 3 months | 3 to 12 months | 1 to 5 years | >5 years | Total |
|---|---|---|---|---|---|---|
| Borrowings (Other than Lease Liabilities) | 23,386.05 | 624.58 | 1,170.07 | 28,913.37 | - | 54,094.07 |
| Lease Liabilities | - | 322.64 | 702.84 | 673.69 | - | 1,699.17 |
| Trade Payables | - | 8,166.99 | 695.74 | 858.19 | - | 9,720.92 |
| **Total** | **23,386.05** | **9,114.21** | **2,568.65** | **30,445.25** | **-** | **65,514.16** |

**Year ended March 31, 2025**

(Amount ₹ in Lakhs)

| Particulars | On Demand | Less than 3 months | 3 to 12 months | 1 to 5 years | >5 years | Total |
|---|---|---|---|---|---|---|
| Borrowings (Other than Lease Liabilities) | 22,523.90 | - | 883.28 | 32,445.07 | - | 55,852.24 |
| Lease Liabilities | - | 288.89 | 866.66 | 1,247.91 | - | 2,403.46 |
| Trade Payables | - | 4,567.02 | 1,633.78 | 77.46 | - | 6,278.28 |
| **Total** | **22,523.90** | **4,855.91** | **3,383.72** | **33,770.44** | **-** | **64,533.98** |

**Collateral**

The Company has pledged part of its trade receivables, short-term investments, cash and cash equivalents and all current assets to fulfill certain collateral requirements for the banking facilities extended to the Company. There is an obligation to return the securities to the Company once these banking facilities are surrendered.

**Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximize the shareholder value.

The Company manages its capital structure and adjusts in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 30% and 75%. The Company includes within net debt, interest bearing loans and borrowings, less cash, and cash equivalents, excluding discontinued operations.

The Company monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes interest bearing loans and borrowings, less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments. Company's gearing ratio at the end of the reporting period is as follows:

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Long Term Borrowings | 28,913.37 | 32,445.07 |
| Current maturities of long-term debt | 1,560.10 | 883.28 |
| Short Term Borrowings | 23,620.60 | 22,523.90 |
| Less: Cash and Cash Equivalent | (246.08) | (495.55) |
| Less: Bank balances other than cash and cash equivalent | (1,450.58) | (2,217.76) |
| **Net Debt** | **52,397.41** | **53,138.93** |
| Total Equity | 44,131.46 | 42,060.22 |
| **Capital and Net Debt** | **96,528.87** | **95,199.15** |
| Gearing Ratio | 54.28% | 55.82% |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

**Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## 42 FINANCIAL INSTRUMENTS

**(A) Accounting Classification and Fair Value**

| | Financial Assets / Financial Liabilities | Refer Note No | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|---|---|
| | | | FVTPL | Amortised Cost | FVTPL | Amortised Cost |
| | **Non Current:** | | | | | |
| **(i)** | **Financial assets measured at amortised cost** | | | | | |
| 1 | Non Current Investments in unquoted equity and preference shares | 7(a) and 7(b) | - | 587.53 | - | 544.70 |
| **(ii)** | **Financial liabilities measured at amortised cost** | | | | | |
| 1 | Borrowings | 15 | - | 28,913.37 | - | 32,445.06 |
| 2 | Lease Liabilities | 16 | - | 673.69 | - | 1,247.91 |
| 3 | Trade Payable | 0 | | - | | - |
| | **Current:** | | | | | |
| **(i)** | **Financial assets measured at amortised cost** | | | | | |
| 1 | Trade Receivables | 11 | - | 20,192.75 | - | 14,744.13 |
| 2 | Cash & Cash Equivalents | 12 | - | 246.08 | - | 495.33 |
| 3 | Bank balances other than (2) above | 13 | - | 1,450.58 | - | 2,217.98 |
| 4 | Loans | 8 | - | 42.61 | - | 25.04 |
| **(ii)** | **Financial liabilities measured at amortised cost** | | | | | |
| 1 | Borrowings | 20 | - | 25,180.70 | - | 23,407.18 |
| 2 | Lease Liabilities | 21 | - | 1,025.48 | - | 1,155.55 |
| 3 | Trade Payable | 22 | - | 9,720.93 | - | 6,278.27 |

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables and trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(B) Fair Value Measurements hierarchy**

(Amount ₹ in Lakhs)

| | Financial Assets / Financial Liabilities | As at March 31, 2026 | | | As at March 31, 2025 | | |
|---|---|---|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| **(i)** | **Financial Assets** | | | | | | |
| 1 | Non Current Investments | - | - | - | - | - | - |

## 43 FOREIGN CURRENCY EXPOSURE

(Amount ₹ in Lakhs)

| | Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| **(A)** | **USD Currency:** | | |
| **1** | **Financial Liabilities** | | |
| | In USD Million | 4.90 | 5.73 |
| | Equivalent In ₹ lakhs | 4,638.31 | 4,930.46 |
| **2** | **Financial Assets** | | |
| | In USD Million | 6.62 | 8.94 |
| | Equivalent In ₹ lakhs | 6,255.21 | 7,661.84 |
| **(B)** | **EURO Currency** | | |
| **1** | **Financial Liabilities** | | |
| | In EURO Million | 1.09 | 0.49 |
| | Equivalent In ₹ lakhs | 1,185.42 | 456.36 |
| | **Financial Assets** | | |
| | In EURO Million | 3.40 | 3.32 |
| | Equivalent In ₹ lakhs | 3,705.31 | 2,987.62 |

## 44 LEASES

The Company has lease contracts for HO premises, Warehouse, Plant (Unit-3), Plant and Machinery and Guest House. They are having lease terms of 3-9 years.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning and subleasing.

The leased assets and some contracts require the Company to maintain premises in good state. The lease contract include extension and termination options which are further discussed below.

The Company also has Depots with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for this lease."

**Terms of Cancellation and Escalation**

The Leases are cancellable by giving one month notice by either parties and these does not carries any escalation.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**(A) Leases as lessee**

**(i) The movement in Lease liabilities during the year**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Opening Balance | 2,403.46 | 3,060.33 |
| Additions during the year | 472.37 | 548.74 |
| Finance costs incurred during the year | 176.26 | 236.29 |
| Lease Expired/ Retired | - | 202.16 |
| Payments of Lease Liabilities | 1,352.92 | 1,239.74 |
| **Closing Balance** | **1,699.17** | **2,403.46** |

**(ii) The carrying value of the Rights-of-use and depreciation charged during the year :**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Opening Balance | 2,229.58 | 2,925.76 |
| Additions during the year | 472.37 | 548.74 |
| Lease Expired/ Retired | - | (202.16) |
| Amortisation during the year | (1,168.37) | (1,042.76) |
| **Closing Balance** | **1,533.58** | **2,229.58** |

**(iii) Amount Recognised in Statement of Profit & Loss Account during the Year**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Depreciation expense of right-of-use assets | 1,168.37 | 1,042.76 |
| Interest expense on lease liabilities | 176.26 | 236.29 |
| Expense relating to short-term leases (included in other expenses) | 440.33 | 432.80 |
| **TOTAL** | **1,784.96** | **1,711.85** |

**(iv) Amounts recognised in statement of cash flows**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Total Cash outflow for Leases | 704.28 | 1,414.44 |
| **TOTAL** | **704.28** | **1,414.44** |

**(v) Maturity analysis of lease liabilities**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Maturity Analysis of contractual undiscounted cash flows | | |
| Less than one year | 1,025.48 | 1,155.55 |
| One to five years | 673.69 | 1,235.26 |
| More than five years | - | 12.64 |
| **Total undiscounted Lease Liability** | **1,699.17** | **2,403.46** |

**Balances of Lease Liabilities**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Non Current Lease Liability | 673.69 | 1,247.91 |
| Current Lease Liability | 1,025.48 | 1,155.55 |
| **Total Lease Liability** | **1,699.17** | **2,403.46** |



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

## 45 RATIOS

| Sr. No. | Particulars | Numerator | Denominator | As at March 31, 2026 | As at March 31, 2025 | % Variance | Reason for Variance |
|---|---|---|---|---|---|---|---|
| 1 | Current ratio (in times) | Total current assets | Total current liabilities | 1.34 | 1.38 | (3.18%) | The Company has optimised the Working Capital use. |
| 2 | Debt-equity ratio (in times) | Debt consists of Short Term as well as Long Term Borrowings and Lease | Total equity | 1.26 | 1.39 | (8.72%) | There is a decrease in the ratio due to ploughed back majority of the funds generated. |
| 3 | Debt service coverage ratio (in times) | Earning for Debt Service = Net Profit after taxes + Depreciation and Amortisation + Finance Cost | Debt service = Interest Paid+ Principal repayments + Repayment towards lease liabilities | 1.04 | 1.08 | (4.07%) | There is a increase in the ratio due to higher earnings and monetisation of the plant capacity during the year. |
| 4 | Return on equity ratio (in %) | Net Profit After Tax | Average Total Equity | 4.98% | 1.69% | 195.30% | There is a increase in the ratio due to higher earnings and monetisation of the plant capacity during the year. |
| 5 | Inventory turnover ratio (in times) | Revenue from operations | Average Inventory | 3.40 | 3.64 | (6.48%) | No major variance |
| 6 | Trade receivables turnover ratio (in times) | Revenue from operations | Average trade receivables | 4.68 | 4.94 | (5.29%) | DSO days improved during the year. |
| 7 | Trade payables turnover ratio (in times) | Net Purchases | Average trade payables | 6.11 | 8.76 | (30.30%) | There is a decrease in the ratio due to higher earnings and monetisation of the plant capacity during the year. |
| 8 | Net capital turnover ratio (in times) | Revenue from operations | Average working capital (i.e. Total current assets less Total current liabilities) | 6.57 | 9.71 | (32.34%) | There is a decrease in the ratio due to higher earnings and monetisation of the plant capacity during the year. |

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

| Sr. No. | Particulars | Numerator | Denominator | As at March 31, 2026 | As at March 31, 2025 | % Variance | Reason for Variance |
|---|---|---|---|---|---|---|---|
| 9 | Net profit ratio (in %) | Net Profit After Tax | Revenue from operations | 2.63% | 0.90% | 192.01% | There is a increase in the ratio due to higher earnings and monetisation of the plant capacity during the year. |
| 10 | Return on capital employed (in %) | Profit before exceptional items and tax + Finance costs | Tangible Net Worth + Total Debt + Deferred Tax Liability | 8.43% | 6.70% | 25.78% | There is a increase in the ratio due to higher earnings and monetisation of the plant capacity during the year. |
| 11 | Return on Equity Instruments (in %) | Dividend Income + Gain/Loss on Investments | Average Value of Investments in Equity Instruments | 0.01% | 0.00% | 477.35% | Negligible change |

## 46 BORROWINGS OBTAINED ON THE BASIS OF SECURITY OF CURRENT ASSETS

During the year the company has been sanctioned working capital(WC) limits in excess of ₹ 5 crores, in aggregate from banks on the basis of security of current assets(CA).

The Company has filed quarterly returns or statements ('the statements') with such banks, which are in agreement with the books of accounts other than those as set out below.

(Amount ₹ in Lakhs)

| Name of the Bank | Aggregate WC Limits sanctioned | Nature of CA offered as security | Quarter Ended | Amount disclosed as statements | Amount as per books | Difference | Reason for difference |
|---|---|---|---|---|---|---|---|
| The Saraswat Co-op Bank Ltd, HDFC Bank Ltd, Axis Bank Ltd, HSBC Bank Ltd & SVC Co-op Bank Ltd | 35,550.00 | Refer Note below | Jun-25 | 31,041.24 | 34,304.69 | (3,263.45) | Primarily due to: 1. Revaluation of foreign currency denominated receivables and payables and booking of certain invoices after submission of quarterly returns to the bankers. |
| | 35,550.00 | Refer Note below | Sep-25 | 31,247.10 | 36,138.68 | (4,891.58) | |
| | 36,550.00 | Refer Note below | Dec-25 | 32,934.35 | 38,199.80 | (5,265.45) | |
| | 36,550.00 | Refer Note below | Mar-26 | 34,382.99 | 37,550.51 | (3,167.52) | |

**Note on Nature of Current Asset offered as security**

(Secured by first pari passu charge on stock and book debts.)



# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

**47** The Company is primarily engaged in the business of manufacture of rubber chemicals which in the context of Indian Accounting Standard (Ind AS) 108 on Operating Segments constitutes a single reportable segment. The relevant information regarding secondary segment reporting (by geographical segment) is presented as follows:

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| India Sales | 30,816.02 | 23,324.77 |
| Outside India Sales | 50,912.59 | 44,659.78 |
| | **81,728.61** | **67,984.55** |

## 48 ADVANCES RECEIVED FROM CUSTOMER TOWARDS LONG TERM SUPPLY AGREEMENT:

The company has signed a major 15-year long term supply agreement with global MNC for lubricant additives. The material will be supplied from Yasho Industries Pakhajan facility over a 15-year period. The company plans to set up the required plant at the Pakhajan facility within the next financial year, with commercial supply expected to commence by Q4 FY27.

**49** The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and there are no long term contracts for which there are any material foreseeable losses. The Company has ensured that adequate provision as required under any law/accounting standards for material foreseeable losses on derivative contracts has been made in the books of accounts.

## 50 DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

## 51 ADDITIONAL INFORMATION:

(a) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property."

(c) The Company does not have any charge or satisfaction of charge, which is yet to be registered with ROC beyond the statutory period.

(d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) 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

  (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(e) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) 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

  (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(f) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(g) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

# Notes Forming part of Standalone Financial Statements

for the year ended March 31, 2026

52 The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software, SAP application and the underlying HANA database. Further, no instance of audit trail feature being tampered with was noted in respect of the accounting software. Additionally, the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

53 In line with Circular No 04/2015 issued by Ministry of Corporate Affairs dated 10/03/2015, loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

### 54 EVENTS AFTER THE REPORTING PERIOD

A dividend of ₹ 0.50 per share has been recommended on equity shares for year ended March 31, 2026. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares on record date.

55 During the current period, the Company has reviewed the presentation of certain items in the Statement of Profit and Loss to enhance the relevance and consistency of financial statement presentation. Consequently, certain comparative figures relating to the previous period have been regrouped wherever considered appropriate, to conform to the current period presentation.

Such regrouping represents only a change in presentation and does not affect the total revenue, total expenses, profit before tax, earnings per share, total comprehensive income or shareholders' equity for the previous period. Accordingly, the comparative information should be read in conjunction with the current period presentation.

### 56 APPROVAL OF STANDALONE FINANCIAL STATEMENTS

The Standalone Financial Statements were approved for issue by the board of directors on May 18, 2026.

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary





# Independent Auditor's Report

To the Members of Yasho Industries Limited

## REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying consolidated financial statements of Yasho Industries Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2026, and the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including material accounting policy information and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on reports on separate financial statements of subsidiaries issued by us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of their consolidated state of affairs of the Group as at March 31, 2026, of consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

### BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by Institute of Chartered Accountant of India ("ICAI"), and the relevant provisions of the Act and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended March 31, 2026. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

| Key Audit Matter | How the Key Audit Matter was addressed in our audit |
|---|---|
| **Long-Term Supply Agreement with Customer** | **Our procedures included:** |
| The Holding Company has entered into a long-term supply agreement with a key customer, under which the customer has provided significant advances during the year.<br><br>The accounting for such arrangements involves significant management judgment, particularly in:<br>• Assessment of the nature of advances received (i.e., contract liability vs. financing component)<br>• Evaluation of whether a significant financing component exists in accordance with Ind AS 115<br>• Determination of appropriate accounting treatment of advances<br>• Assessment of recoverability and utilisation of advances against future supplies,<br>• Evaluation of contractual obligations, including minimum supply commitments and potential penalties. | 1. Reviewed the agreement to understand key terms such as advance payment structure, pricing mechanism, supply commitments, tenure, and adjustment of advances against future sales.<br>2. Evaluated whether advances received are appropriately recognised as contract liabilities and assessed the appropriateness of management's conclusions regarding the existence of a significant financing component.<br>3. Tested advances received during the year with reference to bank statements, agreements, and supporting documentation.<br>4. Assessed the adequacy and appropriateness of disclosures relating to contract liabilities, advances from customers, and significant judgments in the financial statements. |

| Key Audit Matter | How the Key Audit Matter was addressed in our audit |
|---|---|
| **Valuation of Inventory** | **Our procedures included:** |
| Inventory of the holding company represents a significant portion of the Company's total assets and is carried at the lower of cost and net realisable value in accordance with the applicable accounting standards (e.g., Ind AS 2 – Inventories).<br><br>The valuation of inventory involves significant management judgment, particularly in:<br>• Determination of cost (including allocation of overheads)<br>• Assessment of net realisable value (NRV)<br>• Identification of slow-moving, obsolete, and damaged inventory.<br><br>Given the materiality of inventory balances and the level of judgment involved in estimating NRV and provisioning, this area was considered to be a key audit matter. | 1. Evaluated the design and tested the operating effectiveness of key internal controls over inventory valuation, including controls over costing, standard cost updates, and NRV assessment.<br>2. Assessed the appropriateness of the cost formula and tested the valuation of inventory on a sample basis.<br>3. Evaluated the reasonableness of allocation of fixed and variable production overheads to inventory.<br>4. Compared the carrying value of inventory with subsequent selling prices and recent sales transactions to assess the appropriateness of NRV.<br>5. Reviewed ageing analysis and tested management's assumptions used in determining provisions for slow-moving and obsolete inventory.<br>6. Attended inventory counts on a sample basis and performed roll-forward/roll-back procedures where required.<br>7. Performed ratio analysis such as inventory turnover and gross margin comparisons to identify unusual trends |

## INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the consolidated financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities Relating to Other Information'.

## RESPONSIBILITIES OF MANAGEMENT AND BOARD OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors and Management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.



The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company/entity.

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated 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 Standards on Auditing ("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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated 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.
- 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 with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and Board of Directors.
- Conclude on the appropriateness of the management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of the entities included in the Consolidated financial statements. For the other entities included in the Consolidated Financial Statements, we remain responsible for the direction, supervision and performance of the special purpose audit conducted for APR reporting to RBI and preparing consolidated financial statements of Holding Company.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by Section 143(3) of the Act, we report to the extent applicable, 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 of the aforesaid consolidated financial statements.

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2026, taken on record by the Board of Directors of the holding company, none of the directors of the Holding company is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164(2) of the Act.

f. With respect to the adequacy of internal financial controls with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure A".

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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group Refer Note 37 to the consolidated financial statements.

ii. The Group did not have any material foreseeable losses on long-term contracts during the year ended March 31, 2026.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group during the year ended March 31, 2026.

iv. (a) The respective Managements of the Holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of their 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 Holding Company or any of such subsidiaries to or in any other person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that such parties shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Holding Company and its subsidiaries, which are companies incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of their knowledge and belief, no funds have been received by the Holding Company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities with the understanding, whether recorded in writing or otherwise, as on the date of this audit report, that the Holding Company or any of such subsidiaries shall, 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.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, and according to the information and explanations provided to us by the Management of the Holding company in this regard nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (iv)(a) and (iv)(b) above, contain any material mis-statement.

v. The final dividend declared paid by the Holding Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 14A to the Consolidated Financial Statements, the Board of Directors of the Holding Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

vi. Based on our examination, the Holding Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail feature has been operated throughout the year for all transactions recorded in the accounting software.

Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

Additionally, the audit trail has been preserved by the Holding company as per the statutory requirements for record retention.

2. In our opinion, according to information, explanations given to us, the remuneration paid by the Group to its directors is within the limits laid prescribed under Section 197 read with Schedule V of the Act and the rules thereunder.

3. According to the information and explanations given to us, the Holding Company does not have any subsidiary incorporated in India whose financial statements are included in the consolidated financial statements. Accordingly, the reporting requirement under paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 is not applicable.

**For Gokhale & Sathe**
Chartered Accountants
ICAI Firm Registration No.103264W

**Chinmaya Deval**
Membership No.: 148652
UDIN: 26148652CBWAUA6046

Place: Mumbai
Date: May 18, 2026

# ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

**OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF YASHO INDUSTRIES LIMITED FOR THE YEAR ENDED MARCH 31, 2026**

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of Yasho Industries Limited on the consolidated Financial Statements for the year ended March 31, 2026

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

## OPINION

In conjunction with our audit of consolidated financial statements of the Yasho Industries Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2026, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company, as of that date.

In our opinion, and to the best of our information and according to the explanations given to us, the Holding Company, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2026, based on the internal financial controls with reference to consolidated financial statements criteria established by the respective companies 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 ("the ICAI").

## MANAGEMENT RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Holding Company is responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note. 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, including adherence to the respective 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, as required under the Act.

## AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Holding 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 ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, 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 controls with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, 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 of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Holding Company.

## MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements 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 consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the consolidated financial statements.

## INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management 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 with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For Gokhale & Sathe**
Chartered Accountants
ICAI Firm Registration No.103264W

**Chinmaya Deval**
Membership No.: 148652
UDIN: 26148652CBWAUA6046

Place: Mumbai
Date: May 18, 2026

# Consolidated Balance Sheet

as at March 31, 2026

(Amount in ₹ lakhs)

| Particulars | Note | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| **Assets** | | | |
| **(1) Non-Current Assets** | | | |
| (a) Property, Plant and Equipment | 3 | 60,511.63 | 58,960.81 |
| (b) Capital Work in Progress | 4 | 1,004.12 | 145.12 |
| (c) Right-of-use Assets | 5 | 1,533.58 | 2,229.57 |
| (d) Other Intangible Assets | 6 | 1,372.34 | 1,186.25 |
| (e) Financial Assets | | | |
| (i) Other Investments | 7 | 0.28 | 0.28 |
| (ii) Loans and Advances | 8 | 22.53 | 21.12 |
| (f) Other non current assets | 9 | 1,205.30 | 1,975.79 |
| **Total Non-Current Assets (1)** | | **65,649.78** | **64,518.95** |
| **(2) Current Assets** | | | |
| (a) Inventories | 10 | 25,605.85 | 26,405.44 |
| (b) Financial Assets | | | |
| (i) Trade Receivables | 11 | 18,116.50 | 13,398.51 |
| (ii) Cash & Cash Equivalents | 12 | 351.64 | 624.70 |
| (iii) Bank balances other than (iii) above | 13 | 1,450.58 | 2,217.97 |
| (iv) Loans and Advances | 8 | 42.61 | 25.04 |
| (c) Current Tax Assets (Net) | 35B | 361.71 | 285.98 |
| (d) Other Current Assets | 9 | 3,927.70 | 1,938.58 |
| **Total Current Assets (2)** | | **49,856.59** | **44,896.23** |
| **TOTAL ASSETS (1+2)** | | **115,506.37** | **109,415.18** |
| **EQUITY AND LIABILITIES** | | | |
| **(1) Equity** | | | |
| (a) Equity Share capital | 14(A) | 1,205.71 | 1,205.71 |
| (b) Other Equity | 14(B) | 43,186.08 | 40,763.81 |
| **Total Equity** | | **44,391.79** | **41,969.52** |
| **(2) Liabilities** | | | |
| **Non-Current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 15 | 28,913.37 | 32,445.06 |
| (ii) Lease Liabilities | 16 | 673.69 | 1,247.91 |
| (b) Provisions | 17 | 618.34 | 556.31 |
| (c) Deferred Tax Liabilities (Net) | 18 | 1,767.26 | 979.31 |
| (d) Other non-current liabilities | 19 | 2,744.97 | - |
| **Total Non-Current Liabilities** | | **34,717.63** | **35,228.49** |
| **Current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 20 | 25,180.70 | 23,407.18 |
| (ii) Lease Liabilities | 21 | 1,025.48 | 1,155.55 |
| (iii) Trade payables | 22 | | |
| (iii a) Trade Payables-Micro and Small Enterprises | | 1,188.77 | 310.62 |
| (iii b) Trade Payables- Others | | 7,757.43 | 6,182.88 |
| (iv) Other financial liabilities | 23 | 37.91 | 0.22 |
| (b) Other Current Liabilities | 24 | 361.16 | 256.49 |
| (c) Provisions | 25 | 845.50 | 904.23 |
| **Total Current Liabilities** | | **36,396.95** | **32,217.17** |
| **Total Liabilities (2)** | | **71,114.58** | **67,445.66** |
| **TOTAL EQUITY AND LIABILITIES (1+2)** | | **115,506.37** | **109,415.18** |
| Summary of Material Accounting Policies | 1 | | |

The accompanying notes form an integral part of the Consolidated IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary



# Consolidated Statement of Profit and Loss

for the year ended March 31, 2026

(Amount in ₹ lakhs)

| | Particulars | Note | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|---|
| | **Income** | | | |
| I | Revenue From Operations | 26 | 83,002.83 | 67,564.08 |
| II | Other Income | 27 | 128.57 | 187.41 |
| III | **Total Revenue (I + II)** | | **83,131.40** | **67,751.49** |
| IV | **Expenses** | | | |
| | (a) Cost of Material Consumed | 28 | 49,693.45 | 46,042.57 |
| | (b) Changes in Inventories of Finished Goods, Work in Progress and Stock in Trade | 29 | 460.13 | (7,036.88) |
| | (c) Employee Benefits Expenses | 30 | 7,352.85 | 6,448.42 |
| | (d) Finance Cost | 31 | 5,572.45 | 6,032.06 |
| | (e) Depreciation and Amortisation Expenses | 32 | 5,476.96 | 5,006.49 |
| | (f) Other Expenses | 33 | 11,179.04 | 10,357.30 |
| | **Total Expenses (IV)** | | **79,734.88** | **66,849.96** |
| V | **Profit Before Exceptional Items and Tax (III-IV)** | | **3,396.52** | **901.53** |
| VI | Exceptional Items | | - | - |
| VII | **Profit Before Tax (V-VI)** | | **3,396.52** | **901.53** |
| VIII | **Tax Expense:** | 35A | | |
| | (1) Current Tax | | 60.93 | (23.55) |
| | (2) Deferred Tax | | 809.80 | 314.56 |
| | **Total Tax Expenses (VIII)** | | **870.73** | **291.01** |
| IX | **Profit for the period from continuing operations (VII-VIII)** | | **2,525.79** | **610.52** |
| X | **Other Comprehensive Income (OCI)** | | | |
| | Income to be reclassified to profit or loss in subsequent periods | | | |
| | Exchange Difference on transalation of forieign operations | | (26.17) | (234.72) |
| | Income tax effect | | | |
| | **Net other comprehensive Income to be reclassified to profit or loss in subsequent periods** | | (26.17) | (234.72) |
| | Items that will not be reclassified subsequently to profit or loss | | | |
| | Remeasurement of defined benefit plans | 34 | (21.78) | (171.45) |
| | Income tax on items that will not be reclassified subsequently to profit or loss | 35C | (5.48) | (43.15) |
| | **Total Other Comprehensive Income** | | **(16.30)** | **(128.30)** |
| XI | **Total Comprehensive Income for the period Comprising Profit (Loss) and Other comprehensive Income for the period (IX+X)** | | **2,483.32** | **247.50** |
| XII | **Earnings Per Equity Share (Face value of ₹ 10 each)** | | | |
| | (a) Basic (in ₹) | 36 | 20.95 | 5.32 |
| | (b) Diluted (in ₹) | 36 | 20.95 | 5.32 |

Summary of Material Accounting Policies

The accompanying notes form an integral part of the Consolidated IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(Amount ₹ in Lakhs)

| | Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|
| **A.** | **Cash Flow from Operating Activities** | | |
| | Net Profit before tax | 3,396.52 | 901.53 |
| | **Adjustments for :** | | |
| | Remeasurement of defined benefit plans | (21.78) | (171.45) |
| | Finance Cost | 5,572.45 | 6,032.06 |
| | Depreciation and Amortisation Expenses | 5,476.96 | 5,006.49 |
| | Interest Income | (128.47) | (144.05) |
| | Provision For Bad Debts | 12.96 | 5.91 |
| | Net Gain/Loss on disposal of Property, Plant & Equipment | 6.03 | 43.36 |
| | Dividend Income | (0.04) | (0.00) |
| | **Operating Profit before working capital changes** | **14,314.63** | **11,673.85** |
| | **Working capital adjustments:** | | |
| | Decrease/(Increase) In Inventory | 799.59 | (12,898.63) |
| | Decrease/(Increase) In Trade Receivables | (4,730.95) | (1,406.52) |
| | Decrease/(Increase) In Other Current Assets | (1,989.11) | 1,360.06 |
| | Decrease/(Increase) In Bank Balance other than cash and cash equivalent | 767.39 | (1,038.56) |
| | Decrease/(Increase) In Other Non Current Assets | 770.49 | 1,234.11 |
| | (Decrease)/Increase In Trade Payables | 2,452.71 | (3,474.10) |
| | (Decrease)/Increase In Provision | 3.30 | 549.40 |
| | (Decrease)/Increase In Other Non-Current Liabilities | 2,744.97 | (4.94) |
| | (Decrease)/Increase In Other Financial and Other Current Liabilities | 142.37 | (48.91) |
| | **Cash Generated from Operations** | **15,275.39** | **(4,054.24)** |
| | Less: Income Taxes Paid | (146.13) | (30.79) |
| | **Net cashflows generated from Operating Activities (A)** | **15,129.26** | **(4,085.03)** |
| **B.** | **Cash flow from Investing Activities** | | |
| | Payment for property, plant and equipment, intangible assets (including capital work-in-progress) | (6,679.07) | (344.40) |
| | Disposal of property, plant and equipment | 0.69 | - |
| | Acquisition of intangible assets (including intangible under development) | (704.51) | (938.80) |
| | Proceeds from sale of intangible assets | - | 263.91 |
| | Investment in Other | - | (0.03) |
| | Decrease/(Increase) In Non-Current Loan and advances | (1.41) | - |
| | Dividend Income | 0.04 | - |
| | Interest income | 128.47 | 144.05 |
| | **Net cashflows used in Investing Activities (B)** | **(7,255.79)** | **(875.27)** |
| **C.** | **Cash flow from Financing Activities** | | |
| | Addition of Term loan | 2,958.86 | 2,505.83 |
| | Repayment of Term loan | (5,813.72) | (3,459.99) |
| | Addition of ICD and Director Loan | - | 7,223.84 |
| | Repayment of ICD and Director Loan | (950.52) | (7,469.52) |
| | Decrease/(Increase) In Short Term Borrowing | 2,032.04 | 1,980.99 |
| | Repayment of principal portion of lease liabilities | (704.28) | (1,414.44) |
| | Proceeds from Preferential Share Issue | - | 12,500.01 |
| | Share Issue expenses | - | (193.00) |
| | (Decrease)/Increase In Loans and Advance | (17.57) | (1.69) |
| | Dividend Paid | (60.29) | (57.00) |
| | Finance Cost | (5,564.86) | (5,805.10) |
| | **Net cash flows used in Financing Activities (C)** | **(8,120.35)** | **5,810.01** |



# Consolidated Statement of Cash Flows

for the year ended March 31, 2026

(Amount ₹ in Lakhs)

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Effects of currency translation on cash and cash equivalents (net) | (26.17) | (234.72) |
| **Net Increase/ Decrease in Cash and Cash Equivalents (A + B + C)** | **(273.06)** | **614.98** |
| Cash and cash equivalent as at the commencement of the period | 624.70 | 9.72 |
| Cash and cash equivalent as at the end of the period | 351.64 | 624.70 |
| **Net Increase/ Decrease in Cash and Cash Equivalents** | **(273.06)** | **614.98** |

Summary of Material Accounting Policies Refer Note No. 1

The accompanying notes form an integral part of the Consolidated IND AS Financial Statements

Note:

1 The above cash flow statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard '(IND AS - 7) "Statement of Cash Flows".

2 Components of cash and cash equivalents:

| Particulars | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Cash on Hand | 4.76 | 5.68 |
| Balances With Scheduled Banks | 346.88 | 619.02 |
| **Total cash and cash equivalents** | **351.64** | **624.70** |

3 Reconciliation of Borrowings and Lease Liabilities

| Particulars | April 01, 2025 | Cash flows | Other | March 31, 2026 |
|---|---|---|---|---|
| Current borrowings (Note 20) | 22,523.90 | 987.92 | 108.78 | 23,620.60 |
| Lease liabilities (Note 16 and 21) | 2,403.46 | (704.29) | | 1,699.17 |
| Non - current borrowings (including current portion of Long term Debt) (Note 15 and 20) | 33,328.34 | (2,854.87) | - | 30,473.47 |
| **Total** | **58,255.69** | **(2,571.24)** | **108.78** | **55,793.24** |

| Particulars | April 01, 2024 | Cash flows | Other | March 31, 2025 |
|---|---|---|---|---|
| Current borrowings (Note 20) | 20,527.28 | 1,945.35 | 51.27 | 22,523.90 |
| Lease liabilities (Note 16 and 21) | 3,060.34 | (656.88) | - | 2,403.46 |
| Non - current borrowings (including current portion of Long term Debt) (Note 15 and 20) | 34,317.11 | (988.77) | - | 33,328.34 |
| **Total** | **57,904.73** | **299.70** | **51.27** | **58,255.70** |

Note: The 'Other' column includes the effect of reclassification of non-current portion of borrowings, including lease liabilities to current due to the passage of time and effect of Unrealised foreign exchange difference on foreign currency borrowings.

As per our report of even date attached
**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Consolidated Statement of Changes in Equity

for the year ended March 31, 2026

## A. EQUITY SHARE CAPITAL

(Amount ₹ in Lakhs)

| Particulars | Note | Numbers | Amount |
|---|---|---|---|
| **As at April 01, 2024** | 14(A) | 11,399,200 | 1,139.92 |
| Changes in equity share capital during the year | | 657,895 | 65.79 |
| **As at March 31, 2025** | | **12,057,095** | **1,205.71** |
| Equity shares issued during the year | | - | - |
| **March 31, 2026** | | **12,057,095** | **1,205.71** |

## B. OTHER EQUITY

(Amount ₹ in Lakhs)

| Particulars | Note | Reserves and surplus | | | | | Other comprehensive income | Total |
|---|---|---|---|---|---|---|---|---|
| | | Capital Reserve | Securities Premium | General Reserve | Retained earnings | Foreign Currency Translation Reserve | Remeasurement of defined benefit plan (net of taxes) | |
| **Balance as at March 31, 2024** | 14(B) | 8.88 | 4,964.29 | 114.70 | 23,553.87 | (258.96) | (51.46) | 28,331.32 |
| Profit for the year | | - | - | - | 610.52 | - | - | 610.52 |
| On issue of Equity Shares on preferential basis | | | 12,434.22 | | | | | 12,434.22 |
| Utilised for Share Issue expenses | | | (193.00) | | | | | (193.00) |
| Foreign Currency Translation Reserve | | - | - | - | - | (234.72) | - | (234.72) |
| Other Comprehensive Loss (net of tax) | | - | - | - | - | - | (128.30) | (128.30) |
| **Total Comprehensive Income for the year** | | **-** | **12,241.22** | **-** | **610.52** | **(234.72)** | **(128.30)** | **12,488.71** |
| **Transactions with the Owners of the Company:** | | | | | | | | |
| Dividend Paid | | - | - | - | (57.00) | - | - | (57.00) |
| **Balance as at March 31, 2025** | | **8.88** | **17,205.51** | **114.70** | **24,107.39** | **(493.68)** | **(179.76)** | **40,763.81** |
| Profit for the year | | - | - | - | 2,525.79 | - | - | 2,525.79 |
| Foreign Currency Translation Reserve | | - | - | - | - | (26.17) | - | (26.17) |
| Other Comprehensive Loss (net of tax) | | - | - | - | - | - | (16.30) | (16.30) |
| **Total Comprehensive Income for the year** | | **-** | **-** | **-** | **2,525.79** | **(26.17)** | **(16.30)** | **2,483.32** |
| **Transactions with the Owners of the Company:** | | | | | | | | |
| Dividend Paid | | - | - | - | (60.29) | - | - | (60.29) |
| **Balance as at March 31, 2026** | | **8.88** | **17,205.51** | **114.70** | **26,572.90** | **(519.85)** | **(196.06)** | **43,186.08** |

**Nature and purpose of Reserve:**

**(a)** **Capital reserve:** The capital reserve relates to the subsidy received by the company from the office of the district industries centre under the state government scheme for selected backward area and growth centres in the district of Gujarat.

**(b)** **Securities premium reserve :** Securities premium is created due to premium on issue of shares. It is utilized in accordance with the provisions of the Companies Act, 2013.

**(c)** **General Reserve :** General reserve is created out of profits of the Company. The reserve is utilised in accordance with the provisions of Companies Act, 2013. Part of free reserve has been distributed as dividend.



# Consolidated Statement of Changes in Equity

for the year ended March 31, 2026

**(d)** **Retained Earnings :** Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

**(e)** **Items of Other Comprehensive Income**

**Remeasurements of Net Defined Benefit Plans :** Differences between the interest income on plan assets and the return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognised in other comprehensive income and are adjusted to retained earnings.

**(f)** **Foreign currency translation reserve:** The exchange differences arising from the translation of financial statements of foreign operations with functional currency other than Indian Rupee is recognised in other comprehensive income and is presented within equity in the foreign currency translation reserve.

Summary of Material Accounting Policies Refer Note No. 1
The accompanying notes form an integral part of the Consolidated IND AS Financial Statements
As per our report of even date attached

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## NOTE: 1 CORPORATE INFORMATION

Yasho Industries Limited ("The Company") and its Wholly Owned Subsidiaries 'Yasho Industries Europe B.V.' and 'Yasho Inc.' (collectively together referred to as "the Group") are engaged in manufacturing and distribution of Specialty and Fine Chemicals for industrial use. The products manufactured by the company have been used by industries as diverse as Rubber & Latex, Lubricants, Food & Flavors, Perfumery and other Specialty applications since 1993. The company has manufacturing facilities in three factories situated in GIDC, Vapi, Gujarat, its registered Office Located in Mumbai (Maharashtra) and key subsidiaries in The Netherlands, USA.

a) The Holding Company and its subsidiary (collectively together referred to as "the Group") considered in these consolidated financial statements are:

| NAME OF THE COMPANY | COUNTRY OF INCORPORATION | PRINCIPAL ACTIVITIES | PROPORTION (%) OF OWNERSHIP INTEREST | |
|---|---|---|---|---|
| | | | As at March 31, 2026 | As at March 31, 2025 |
| Yasho Industries Europe B.V. | Netherlands | Distribution of Chemicals | 100% | 100% |
| Yasho Inc. | USA | Distribution of Chemicals | 100% | 100% |

The Consolidated Financial Statements were authorised for issue by the Board of Directors of the Company at their meeting held on May 18, 2026.

## NOTE: 2 SIGNIFICANT ACCOUNTING POLICIES

**Statement of compliance**

Consolidated Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the Section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and relevant provisions of the Companies Act, 2013.

Accordingly, the Company has prepared these Consolidated Financial Statements which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended March 31, 2026, the Statement of Cash Flows for the year ended March 31, 2026 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Consolidated Financial Statements' or 'financial statements').

### 2.1 Basis of preparation of financial statements and consolidation

The Consolidated financial statements of the company are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis as per the provisions of the Companies Act, 2013 ("the Act"), except for:

- Financial instruments – measured at fair value;
- Plan assets under defined benefit plans – measured at fair value;
- In addition, the carrying values of recognised assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.
- The functional currency of the company is Indian Rupee. The functional currency of the Subsidiaries is EURO and USD respectively. Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Foreign Currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognized in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.
- The company consolidates its two Wholly owned Subsidiaries. The Group and its results are consolidated from the date of control commences until the control ceases. The financial statements of the Group companies are consolidated on a line-by-line basis and all inter-company transactions, balances, income and expenses are eliminated in full on consolidation.

### 2.2 Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- It is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle.
- It is held primarily for the purpose of being traded;
- It is expected to be realised within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- It is expected to be settled in the Group's normal operating cycle;
- It is held primarily for the purpose of being traded
- It is due to be settled within 12 months after the reporting date; or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.
- All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current only.

The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The statement of cash flows have been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated. The Group considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Consolidated Financial Statements have been presented in Indian Rupees (₹), which is the Company's functional currency. All financial information presented in ₹ has been rounded off to the nearest rupee in lakhs, unless otherwise stated.

### 2.3 Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Actual results could differ from those estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

Estimates and judgments are regularly revisited. Estimates are based on historical experience and other factors, including reasonable futuristic information that may have a financial impact on the Group.

### 2.4 Material accounting policies

A summary of the Material accounting policies applied in the preparation of the financial statements is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

#### (A) Property, Plant and Equipment

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning. Expenditure incurred after the property, plant and equipment have been put into operation, such as repairs and maintenance, are charged to the Statement of Profit and Loss in the year in which the costs are incurred. Major shut-down and overhaul expenditure is capitalised as the activities undertaken improve the economic benefits expected to arise from the asset.

It includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy based on Ind AS 23 – Borrowing costs. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use.

Property, plant and equipment except freehold land held for use in production, supply or administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, if any.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are disclosed as "Capital work-in-progress".

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets".

**Subsequent expenditure and component accounting**

Parts of an item of PPE having different useful lives and significant value and subsequent expenditure on Property, Plant and Equipment arising on account of capital improvement or other factors are accounted for as separate components only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

**Depreciation and useful life**

Depreciation is provided on a pro-rata basis on the straight-line method based on estimated useful life prescribed under Schedule II to the Companies Act, 2013 Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

**Freehold land is not depreciated.**

The Group reviews the residual value, useful lives and depreciation method annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

The Group has elected to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements on transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

**Derecognition**

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss.

### (B) Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation methods are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Directly attributable costs that are capitalised as part of the intangible asset include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

**Useful life and amortisation**

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and impairment losses. Intangible assets are amortised on a straight-line basis over the period of estimated useful Lives of 5 years. The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate is accounted for prospectively.

**Derecognition**

Intangible assets are derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount

The Group has elected to continue carrying value of all its intangible assets recognised as on transition date, measured as per the previous GAAP and use that carrying value as its deemed cost as of transition date.

### (C) Capital Work in progress and Intangible assets under development

Projects under commissioning and other CWIP/ intangible assets under development are carried at cost, comprising direct cost, related incidental expenses and attributable borrowing cost.



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

Subsequent expenditures relating to property, plant and equipment/intangible Assets are capitalised only when it is probable that future economic benefit associated with these will flow to the Company and the cost of the item can be measured reliably.

Advances given to acquire property, plant and equipment are recorded as non-current assets and subsequently transferred to CWIP on acquisition of related assets.

### (D) Investment Property

Investment properties are land and buildings that are held for long term lease rental yields and/ or for capital appreciation. Investment properties are initially recognised at cost including transaction costs. Subsequently investment properties comprising buildings are carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Depreciation on buildings is provided over the estimated useful lives. The residual values estimated useful lives and depreciation method of investment properties are reviewed, and adjusted on prospective basis as appropriate, at each reporting date. The effects of any revision are included in the Consolidated Statement of Profit and Loss when the changes arise.

An investment property is de-recognised when either the investment property has been disposed of or do not meet the criteria of investment property i.e. when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Consolidated Statement of Profit and Loss in the period of de-recognition.

### (E) Research and development expenses

Research expenses are charged to the Consolidated Statement of Profit and Loss as expenses in the year in which they are incurred. Development costs are capitalised as an intangible asset under development when the following criteria are met:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete, and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

### (F) Impairment

At the end of each reporting year, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication, the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

Goodwill and intangible assets that do not have definite useful life are not amortised and are tested at least annually for impairment. If events or changes in circumstances indicate that they might be impaired, they are tested for impairment once again.

When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the statement of profit and loss, to the extent the amount was previously charged to the statement of profit and loss.

## (G) Inventories

**Raw materials**

Raw materials and stores, work in progress, traded stock and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials and traded goods comprises cost of purchases.

**Work in progress and finished goods**

Cost of work-in-progress and finished goods comprises direct materials, direct labor and an appropriate proportion of variable and fixed overhead expenditure. Fixed overheads are allocated on the basis of production of finished goods. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition. Costs of purchased inventory are determined after deducting rebates and discounts. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Costs of inventories are valued at lower of cost or net realizable. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

**Stores and spares**

Inventory of stores and spare parts is valued at cost or net realisable value, whichever is lower. Provisions are made for obsolete and non-moving inventories. Unserviceable and scrap items, when determined, are valued at estimated net realisable value.

## (H) Revenue recognition

**Sale of goods**

Revenue from sale of goods is recognised when control of the products being sold is transferred to our customer and when there are no longer any unfulfilled obligations. The Group recognises revenues on sale of products, net of discounts, sales incentives, rebates granted, returns, sales taxes/GST and duties. Export incentives are recognised as income as per the terms of the scheme in respect of the exports made and included as part of other operating revenue.

Revenue from sale of scrap is recognised when control over the goods is transferred to the customers.

Insurance claims are accounted for based on claims submitted and to the extent that there is no uncertainty in receiving the claims.

Revenue from sales is recognised when control of the products has transferred, being when the products are delivered to the customer, the customer has full discretion over the channel and price to sell / consume the products, and there is no unfulfilled obligation that could affect the customer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract or the acceptance provisions have lapsed.

**Sale of services**

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations.

**Dividend and interest income**

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably). Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**Foreign exchange translation**

The functional currency of the Company is Indian Rupees.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

are generally recognised in profit or loss. Monetary balances arising from the transactions denominated in foreign currency are translated to functional currency using the exchange rate as on the reporting date. Any gains or loss on such translation, are generally recognised in profit or loss.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the year in which they arise.

## (I) Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

**Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

**Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income or directly in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

## (J) Borrowing costs

Borrowing costs, general or specific, that are directly attributable to the acquisition or construction of qualifying assets is capitalised as part of such assets. A qualifying asset is one that necessarily takes substantial period to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

The Group determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the year less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Group borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditures on that asset.

Borrowing cost includes exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**(K) Leases (Ind AS 116)**

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed. Contingent and variable rentals are recognized as expense in the periods in which they are incurred.

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the company uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk and adjusts specific to the lease, e.g. term, security etc.

**(L) Provisions, Contingent Liabilities and Contingent Assets**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Provisions for restructuring are recognised by the Group when it has developed a detailed formal plan for restructuring and has raised a valid expectation in those affected that the Group will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it.

Provisions are measured at the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, it's carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The measurement of provision for restructuring includes only direct expenditures arising from the restructuring, which are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Group.

Contingent liabilities are disclosed by way of a note to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable.

**(M) Employee benefits**

Employee benefits include salaries, wages, contribution to provident fund, gratuity, leave encashment towards un-availed leave, compensated absences, post-retirement medical benefits and other terminal benefits.

**Short-term employee benefits**

Wages and salaries, including non-monetary benefits that are expected to be settled within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

**Post-employment benefits Defined contribution plan**

Employee Benefit under defined contribution plans comprises of Contributory provident fund etc. is recognized based on the undiscounted amount of obligations of the Group to contribute to the plan. The same is paid to a fund administered through a separate trust.



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**Defined benefit plan**

Defined benefit plans comprising of gratuity is recognized based on the present value of defined benefit obligations which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

**Short term employee benefits**

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

**(N) Financial instruments**

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

**(O) Financial assets**

**Recognition and initial measurement**

The Group initially recognises loans and advances, deposits and debt securities purchased on the date on which they originate. Purchases and sale of financial assets are recognised on the trade date, which is the date on which the Group becomes a party to the contractual provisions of the instrument.

All financial assets are recognised initially at fair value. In the case of financial assets not recorded at FVTPL, transaction costs that are directly attributable to its acquisition of financial assets are included therein.

Classification of financial assets and Subsequent Measurement

On initial recognition, a financial asset is classified to be measured at –

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) – debt investment; or
- Fair Value through Other Comprehensive Income (FVTOCI) – equity investment; or
- Fair Value through Profit or Loss (FVTPL)

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- Equity instruments of subsidiaries.

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the Other Comprehensive Income (OCI). However, the Group recognises interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of IND AS 109 are measured at fair value, except investment in subsidiaries. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which IND AS 103 applies are classified as at FVTPL. For all other equity instruments, the Group may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable. The non-current investment has been recorded at amortised cost.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, on sale/disposal the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains and losses arising on remeasurement recognised in statement of profit or loss. The net gain or loss recognised in statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item. Dividend on financial assets at FVTPL is recognised when:

- The Group's right to receive the dividends is established,
- It is probable that the economic benefits associated with the dividends will flow to the entity,
- The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

**Derecognition of financial assets**

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

**Impairment**

The Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Group estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Group measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.



Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

If the Group measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year, but determines at the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Group again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Group uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Group always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

### (P) Financial liabilities and equity instruments

**Classification as debt or equity**

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of directly attributable transaction costs.

**Financial liabilities**

Financial liabilities are classified as measured at amortised cost or 'FVTPL'.

A Financial Liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- On initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- Such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- The financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that contract basis; or
- It forms part of a containing one or more embedded derivatives, and IND AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with IND AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any interest paid on financial liability and is included in the 'other gains and losses' line item in the Statement of Profit and Loss.

**Derivatives and hedging activities**

In the ordinary course of business, the Company uses certain derivative financial instruments to reduce business risks which arise from its exposure to foreign exchange and interest rate fluctuations associated with borrowings (cash flow hedges). When the Company opts to undertake hedge accounting, the Company documents, at the inception of the hedging transaction, the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

cash flows or fair values of hedged items. The Company documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship.

Derivatives are initially recognised at fair value on the date the derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged and the type of hedge relationship designated.

**Cash flow hedges that qualify for hedge accounting**

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges, is recognised through OCI and as cash flow hedging reserve within equity, limited to the cumulative change in fair value of the hedged item on a present value basis from the inception of the hedge. The gain or loss relating to the ineffective portion is recognised immediately in the Consolidated Statement of Profit and Loss. Amounts accumulated in equity are reclassified to the Consolidated Statement of Profit and Loss on settlement. When the hedged forecast transaction results in the recognition of a non-financial asset, the amounts accumulated in equity with respect to gain or loss relating to the effective portion of the spot component of forward contracts, both the deferred hedging gains and losses and the deferred aligned forward points are included within the initial cost of the asset. The deferred amounts are ultimately recognised in the Consolidated Statement of Profit and Loss as the hedged item affects profit or loss.

When a hedging instrument expires, is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively and any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately transferred to the Consolidated Statement of Profit and Loss.

**Derivatives that are not designated as hedges**

When derivative contracts to hedge risks are not designated as hedges, such contracts are accounted through FVTPL. As at the year end, there were no designated accounting hedges. The entire fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item exceeds 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item does not exceed 12 months.

**Other financial liabilities**

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

**Derecognition of financial liabilities**

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

**Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

**(Q) Cash and cash equivalents**

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short - term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**(R) Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares and share options and buyback of ordinary shares are recognized as a deduction from Share Premium, net of any tax effects.



Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**(S) Segments reporting**

The Group's only identifiable reportable segment is Chemicals and hence disclosure of Segment wise information is not applicable under IND-AS 108 "Operating Segments". Details of geographical segments are disclosed.

**(T) Earnings per share**

**Basic earnings per share**

Basic earnings per share is computed by dividing the net profit after tax by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

**Diluted earnings per share**

Diluted earnings per share is computed by dividing the profit after tax after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares including the treasury shares held by the Company to satisfy the exercise of the share options by the employees.

**(U) Proposed Dividends**

The Company recognises a liability to make distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Company. As per the Corporate laws in India, a distribution is authorised when it is approved by the shareholders.

**(V) Recent Indian Accounting Standard (Ind AS) pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21- The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to: Ind AS 1 (Classification of liabilities as current or non-current and non-current liabilities with covenants);

Ind AS 7 and Ind AS 107 (Disclosures for supplier finance arrangements); and Ind AS 12 (Global implementation of OCED Pillar Two model rules).

These amendments primarily relate to the classification of liabilities with covenants, additional disclosures for supplier finance arrangements, and a temporary exception for Pillar Two deferred taxes. The adoption of these amendments did not have a material impact on the measurement of the Company's assets or liabilities, though it resulted in enhanced disclosures and reclassifications in the financial statements.

**(W) New and amended standards issued but not effective**

In exercise of the powers conferred by section 133 read with section 469 of the Companies Act, 2013 (18 of 2013), the Central Government in consultation with the National Financial Reporting Authority have issued certain amendments to the Indian Accounting Standards (Ind AS) that have not yet become effective for the Company's reporting periods at the date of these interim financial statements. The Companies (Indian Accounting Standards) Second Amendment Rules, 2025, notified on 13 August 2025, include amendments that are effective for annual reporting periods beginning on or after 1 April 2026:

Ind AS 1 — Presentation of Financial Statements: Further amendments on classification of liabilities as current or non-current, including requirements relating to breaches of loan covenants, grace periods, and disclosure of related risks (paragraphs 74, 75, 75A and 76).

Ind AS 10 — Events after the Reporting Period: Consequential amendments aligning terminology and treatment with Ind AS 1

Ind AS 12 — Income Taxes: Certain disclosure requirements relating to international tax reform (Pillar Two model rules), including qualitative and quantitative information on exposure to Pillar Two income taxes are mandatory for interim reporting.

The Company is in the process of evaluating the requirements of these amendments and their impact on the Company's financial statements. The impact, if any, will be given effect to in the period of initial application.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 3 PROPERTY, PLANT AND EQUIPMENT (PPE)

(Amount ₹ in Lakhs)

| | Factory Plot | Factory Building | Plant and Equipment | Electric Fixture | Furniture & Fixtures | Air Conditioner | Servers & Computers | Pollution Control Equipment | Motor Car | Laboratory Equipment | Office Equipment | CCTV & Camera | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Gross carrying amount** | | | | | | | | | | | | | |
| **Balance at March 31, 2024** | 5,630.26 | 3,890.31 | 12,772.95 | 1,199.99 | 262.30 | 46.98 | 378.15 | 207.40 | 285.99 | 830.03 | 42.20 | 17.49 | 25,564.06 |
| Additions during the year | - | 16,066.25 | 23,833.04 | 5,366.46 | 36.93 | 2.97 | 53.08 | 511.21 | 40.92 | 48.65 | - | 100.52 | 46,060.03 |
| Deductions during the year | - | - | 4.25 | - | - | - | - | - | - | - | - | - | 4.25 |
| **Balance at March 31, 2025** | **5,630.26** | **19,956.55** | **36,601.74** | **6,566.45** | **299.23** | **49.95** | **431.23** | **718.61** | **326.91** | **878.68** | **42.20** | **118.02** | **71,619.84** |
| Additions during the year | - | 325.31 | 3,218.33 | 225.71 | 988.76 | 2.65 | 90.58 | 1.34 | 29.34 | 457.63 | 7.88 | 0.18 | 5,347.71 |
| Deductions during the year | | | 7.10 | | | | | | 2.57 | 0.80 | | | 10.47 |
| **Balance at March 31, 2026** | **5,630.26** | **20,281.86** | **39,812.97** | **6,792.16** | **1,287.99** | **52.60** | **521.81** | **719.95** | **353.68** | **1,335.51** | **50.08** | **118.20** | **76,957.08** |
| **Accumulated depreciation and amortisation** | | | | | | | | | | | | | |
| **Balance at March 31, 2024** | - | 1,172.17 | 6,077.19 | 789.67 | 162.98 | 22.06 | 197.49 | 178.76 | 97.80 | 361.48 | 27.83 | 14.81 | 9,102.23 |
| Charged During The Year | - | 612.56 | 2,140.73 | 554.50 | 21.69 | 2.82 | 65.92 | 36.46 | 31.86 | 70.92 | 4.28 | 18.85 | 3,560.59 |
| Disposals/adjustments during the year | - | - | 3.79 | - | - | - | - | - | - | - | - | - | 3.79 |
| **Balance at March 31, 2025** | **-** | **1,784.73** | **8,214.14** | **1,344.17** | **184.68** | **24.87** | **263.40** | **215.21** | **129.66** | **432.40** | **32.11** | **33.66** | **12,659.03** |
| Charged During The Year | - | 632.59 | 2,253.84 | 576.92 | 59.63 | 2.78 | 74.61 | 35.37 | 34.36 | 96.52 | 4.11 | 19.45 | 3,790.17 |
| Disposals/adjustments during the year | - | | 2.26 | | | | | | 1.03 | 0.46 | | | 3.76 |
| **Balance at March 31, 2026** | **-** | **2,417.32** | **10,465.72** | **1,921.09** | **244.31** | **27.65** | **338.01** | **250.58** | **162.99** | **528.45** | **36.22** | **53.11** | **16,445.44** |
| **Net carrying amount** | | | | | | | | | | | | | |
| as at March 31, 2025 | 5,630.26 | 18,171.83 | 28,387.60 | 5,222.28 | 114.55 | 25.08 | 167.83 | 503.40 | 197.25 | 446.28 | 10.09 | 84.36 | 58,960.81 |
| **as at March 31, 2026** | **5,630.26** | **17,864.54** | **29,347.25** | **4,871.07** | **1,043.68** | **24.95** | **183.80** | **469.37** | **190.70** | **807.06** | **13.86** | **65.09** | **60,511.63** |

**Notes:**

(a) All property, plant and equipment are pledged against borrowings, the details relating to which have been described in Note 15 and Note 20

(b) The company had started Greenfield project at Pakhajan, Gujarat in February 2022. This project was completed on April 09, 2024 and capitalised total investment of ₹ 48,851.41/- Lakhs (Including Land of ₹ 5,487.07/-)

(c) The Company has not revalued its property, plant and equipment during the year ended March 31, 2026 and also during previous year ended March 31, 2025.



Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 4 CAPITAL WORK-IN-PROGRESS

(Amount ₹ in Lakhs)

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 145.12 | 46,118.65 |
| Add: Additions during the year | 4,558.07 | 1,277.77 |
| Less: Capitalised during the year | 3,699.07 | 43,815.35 |
| Less: Disposals/adjustments during the year | - | 3,435.95 |
| **Balance at the end of the year** | **1,004.12** | **145.12** |

**Capital Work-in-Progress Ageing Schedule:**

(Amount ₹ in Lakhs)

| Particular | Amount of CWIP for a period of: | | | | |
|---|---|---|---|---|---|
| | Less than 1 year | 1 -2 Years | 2-3 Years | More than 3 Years | Total |
| **As at March 31, 2026** | | | | | |
| Projects in progress | 1,004.12 | - | - | - | 1,004.12 |
| Projects temporarily suspended | - | - | - | - | - |
| **As at March 31, 2025** | | | | | |
| Projects in progress | 145.12 | - | - | - | 145.12 |
| Projects temporarily suspended | - | - | - | - | - |

(a) The borrowing costs capitalised as Capital Work in Progress till March 31, 2026 was ₹ Nil/- (till March 31, 2025: ₹ Nil/-).

(b) Projects under commissioning will be capitalised in less than 1 year.

(c) The Company has performed an assessment of its Capital work in progress for possible triggering events or circumstances for an indication of impairment and has concluded that there were no triggering events or circumstances that would indicate the Capital work in progress are impaired.

## 5 RIGHT OF USE ASSETS

(Amount ₹ in Lakhs)

| | Leasehold Property | Total |
|---|---|---|
| **Gross carrying amount** | | |
| **Balance at March 31, 2024** | **3,614.96** | **3,614.96** |
| Additions during the year | 505.92 | 505.92 |
| Discard/ disposals during the year | 251.64 | 251.64 |
| **Balance at March 31, 2025** | **3,869.24** | **3,869.24** |
| Additions during the year | 472.37 | 472.37 |
| Discard/ disposals during the year | - | - |
| **Balance at March 31, 2026** | **4,341.61** | **4,341.61** |
| **Accumulated amortisation** | | |
| **Balance at March 31, 2024** | **689.20** | **689.20** |
| Amortisation During The Year | 1,042.76 | 1,042.76 |
| Disposals/adjustments during the year | 92.29 | 92.29 |
| **Balance at March 31, 2025** | **1,639.67** | **1,639.67** |
| Amortisation During The Year | 1,168.37 | 1,168.37 |
| Disposals/adjustments during the year | | |
| **Balance at March 31, 2026** | **2,808.04** | **2,808.04** |
| **Net carrying amount** | | |
| as at March 31, 2025 | 2,229.57 | 2,229.57 |
| **as at March 31, 2026** | **1,533.58** | **1,533.58** |

Refer Note 44

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### 6 OTHER INTANGIBLE ASSETS

(Amount ₹ in Lakhs)

| | Technical Knowhow and Certifications | Research & Development | Total |
|---|---|---|---|
| **Gross carrying amount** | | | |
| **Balance at March 31, 2024** | **2,928.82** | **374.68** | **3,303.50** |
| Additions during the year | 538.61 | 232.29 | 770.90 |
| Discard/ disposals during the year | 95.87 | - | 95.87 |
| **Balance at March 31, 2025** | **3,371.57** | **606.97** | **3,978.54** |
| Additions during the year | 328.39 | 376.12 | 704.51 |
| Discard/ disposals during the year | - | 167.31 | 167.31 |
| **Balance at March 31, 2026** | **3,699.96** | **815.77** | **4,515.73** |
| **Accumulated amortisation** | | | |
| **Balance at March 31, 2024** | **2,362.62** | **55.77** | **2,418.39** |
| Amortisation During The Year | 278.24 | 124.89 | 403.14 |
| Disposals/adjustments during the year | 29.24 | - | 29.24 |
| **Balance at March 31, 2025** | **2,611.62** | **180.67** | **2,792.29** |
| Amortisation During The Year | 316.10 | 202.32 | 518.42 |
| Disposals/adjustments during the year | - | 167.31 | 167.31 |
| **Balance at March 31, 2026** | **2,927.72** | **215.68** | **3,143.40** |
| **Net carrying amount** | | | |
| as at March 31, 2025 | 759.95 | 426.30 | 1,186.25 |
| **as at March 31, 2026** | **772.24** | **600.10** | **1,372.34** |

**Notes:**

(a) Technical Knowhow and certifications are intangible assets purchased and held by the Company, they are not internally generated.

(b) Development Costs for In-house developed new products will be written off over 3 years subject to impairment testing on quarterly basis.

### 7 NON CURRENT INVESTMENTS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Investment in Equity Instruments** | | |
| **Unquoted Invesmtents (at amortised cost)** | | |
| **Investment in Equity Securities** | | |
| The Saraswat Co-Op Bank Ltd | 0.25 | 0.25 |
| (2,500 (March 31, 2025: 2,500) Equity Shares of ₹ 10/- each) | | |
| SVC Co-Op Bank Ltd | 0.03 | 0.03 |
| (250 (March 31, 2025: 250) Equity Shares of ₹ 10/- each) | | |
| **Total** | **0.28** | **0.28** |
| Aggregate amount of Unquoted Investments in Equity Instruments (carried at amortised cost) | 0.28 | 0.28 |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### 8 LOANS

(Amount ₹ in Lakhs)

| Loans | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Non-Current** | | |
| (Unsecured and considered good) | | |
| Employee Loans and Advances | 22.53 | 21.12 |
| | **22.53** | **21.12** |
| **Current** | | |
| (Unsecured and considered good) | | |
| Employee Loans and Advances | 42.61 | 25.04 |
| | **42.61** | **25.04** |
| **Total Loans** | **65.14** | **46.16** |

Notes: Since all the above loans given by the company are unsecured and considered good, the bifurcation of loan in other categories as required by Schedule III of Companies Act 2013 viz: a) secured, b) loans which have significant increase in credit risk and c) credit impaired is not applicable.

### 9 OTHER ASSETS

| Other Assets | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Non-Current** | | |
| (Unsecured and Considered Good, unless otherwise stated) | | |
| **Security Deposits** | | |
| Security Deposit with Vendors | 588.99 | 512.59 |
| **Others** | | |
| GST Paid under Protest | 398.96 | 336.83 |
| GST Refund Receivable | 217.35 | 1,126.37 |
| | **1,205.30** | **1,975.79** |
| **Current** | | |
| (Unsecured and Considered Good, unless otherwise stated) | | |
| Advance to Vendors | 2,584.39 | 891.96 |
| GST/ VAT Input Tax Credit | 367.84 | 661.70 |
| Prepaid Expenses | 96.60 | 138.20 |
| Custome Duty paid in Advance | 757.96 | 90.36 |
| Export Incentive Receivable | 120.91 | 88.77 |
| Forward Contract Receivable | - | 67.61 |
| **Total** | **3,927.70** | **1,938.58** |
| **Total Other Assets** | **5,133.00** | **3,914.38** |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 10 INVENTORIES

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Raw Materials | 9,132.60 | 9,439.78 |
| Finished Goods | 10,244.53 | 9,773.84 |
| Work in Progress | 5,482.16 | 6,412.99 |
| Stores & Spares | 746.56 | 778.84 |
| **Total** | **25,605.85** | **26,405.44** |

**Note**

(a) Inventory valued at Cost or Net Realisable Value whichever is lower

(b) Inventories have been offered as security against the working capital facilities provided by the bank

(c) Raw material includes in transit inventory of ₹ 169.85 Lakhs (March 31, 2025: ₹ 309.55 Lakhs)

## 11 TRADE RECEIVABLES

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Unsecured, considered good** | | |
| From Related Parties | - | - |
| From Others | 18,153.22 | 13,422.26 |
| Less: Loss allowance | (36.71) | (23.75) |
| **Total** | **18,116.50** | **13,398.51** |

(a) Trade Receivables have been offered as security against the working capital facilities provided by the bank (Refer Note 20)

(b) Information about the Company's exposure to credit, market and currency risks, and loss allowances related to trade receivables are disclosed in note 41.

**Trade receivables ageing schedule as at March 31, 2026**

(Amount ₹ in Lakhs)

| Particulars | Outstanding for following periods from due date of payment | | | | | | TOTAL |
|---|---|---|---|---|---|---|---|
| | Not Due | Less than 6 months | 6 months 1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Ratleated Parties | - | - | - | - | - | - | - |
| Undisputed Trade receivables-considered good | 15,902.62 | 2,216.46 | 6.08 | 20.99 | 7.07 | - | 18,153.22 |
| Undisputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Undisputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| Disputed Trade receivables - considered good | - | - | - | - | - | - | - |
| Disputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Disputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| **TOTAL** | **15,902.62** | **2,216.46** | **6.08** | **20.99** | **7.07** | **-** | **18,153.22** |
| Less: Loss allowance | | | | | | | (36.71) |
| **Total** | **15,902.62** | **2,216.46** | **6.08** | **20.99** | **7.07** | **-** | **18,116.50** |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**Trade receivables ageing schedule as at March 31, 2025**

(Amount ₹ in Lakhs)

| Particulars | Outstanding for following periods from due date of payment | | | | | | TOTAL |
|---|---|---|---|---|---|---|---|
| | Not Due | Less than 6 months | 6 months 1 year | 1-2 Years | 2-3 years | More than 3 years | |
| Ratleated Parties | - | - | - | - | - | - | - |
| Undisputed Trade receivables-considered good | 11,532.63 | 1,860.50 | 21.82 | 7.31 | - | - | 13,422.26 |
| Undisputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Undisputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| Disputed Trade receivables - considered good | - | - | - | - | - | - | - |
| Disputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - |
| Disputed Trade receivables - credit impaired | - | - | - | - | - | - | - |
| **TOTAL** | **11,532.63** | **1,860.50** | **21.82** | **7.31** | **-** | **-** | **13,422.26** |
| Less: Loss allowance | | | | | | | (23.75) |
| **Total** | **11,532.63** | **1,860.50** | **21.82** | **7.31** | **-** | **-** | **13,398.51** |

## 12 CASH & CASH EQUIVALENTS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Cash on Hand | 4.76 | 5.68 |
| **Balances With Bank** | | |
| In current accounts | 50.01 | 129.80 |
| In Cash Credit accounts | 58.36 | 170.22 |
| In EEFC accounts | 238.51 | 319.00 |
| **Total** | **351.64** | **624.70** |

## 13 BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Earmarked Balances with Bank** | | |
| Fixed Deposits with Bank held as Margin Money | 1,218.07 | 1,280.46 |
| Earmarked balances with customer for performance guarantee | 232.23 | 232.23 |
| Unclaimed Dividend Account | 0.28 | 0.22 |
| Deposits Account (Refer Note 14A) | - | 705.07 |
| **Total** | **1,450.58** | **2,217.97** |

Notes:

(a) Deposits with Bank for Margin Money is for the Short Term Borrowings availed from the Bank in the form of LC/ BC.

(b) Earmarked Balance for performance guarantee is given to Gujarat Gas as Security Deposit

(c) Fixed Deposit amounting to ₹705.07 Lakhs (Including Accrued Interest) is related to unutilised funds from preferential issue of equity.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 14(A) EQUITY SHARE CAPITAL

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Authorised** | | |
| 1,50,00,000 Equity Shares of ₹ 10/- each (1,50,00,000 Equity Shares of ₹ 10/- each as at March 31, 2025) | 1,500.00 | 1,500.00 |
| **Total** | **1,500.00** | **1,500.00** |
| **Issued, Subscribed and Paid-up Share** | | |
| 1,20,57,095 Equity Shares of ₹ 10/- each fully paid - up (1,13,99,200 Equity Shares of ₹ 10/- each fully paid - up as at March 31, 2025) | 1,205.71 | 1,205.71 |
| | **1,205.71** | **1,205.71** |

**(i) Reconciliation of number of shares**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Equity Shares** | | |
| Number of Shares Outstanding at the beginning of the year | 12,057,095 | 11,399,200 |
| Additions during the year | | |
| Bonus Shares issued during the year | - | - |
| Fresh Issue during the year | - | 657,895 |
| Deductions during the year | - | - |
| **Number of Shares Outstanding at the end of the year** | **12,057,095** | **12,057,095** |

**(a) Receipt of Equity proceeds:**

During the previous year, the Company had allotted 6,57,895 Equity Shares of face value of ₹10 each at a price of ₹ 1,900/- per equity share (including securities premium of ₹ 1,890/- per share) for an amount aggregating ₹ 12,500 lakhs on preferential basis.

(b) End use of Equity proceeds of the preferential issue (utilisation is in accordance with the letter of offer and the details are forth below):

(Amount ₹ in Lakhs)

| | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Debt Repayment / Pre-payment of borrowings | - | 4,900.00 |
| Business Payment | 235.00 | 4,750.00 |
| General Corporate purposed | 464.00 | 2,151.00 |
| Unutilised funds (Parked in Bank Deposits) (Refer Note 13) | - | 699.00 |
| **Total** | **699.00** | **12,500.00** |

Note: The end-use amount of ₹699 lakhs as at March 31, 2025 has been utilised during FY2026 from the unutilised proceeds of equity raised in FY2025.

**(ii) Rights, preferences and restrictions attached to shares**

(a) The company has only one class of Equity shares having face value of ₹ 10 per share

(b) Each holder of equity shares is entitled to one vote per share.

(c) The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend.

(d) In the event of Liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion of their shareholding



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**(iii) Details Of Shareholders Holding More Than 5% Shares In The Company**

| Details Of Shareholders Holding More Than 5% Shares In The Company | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|
| | No. of Shares | % of Holding | No. of Shares | % of Holding |
| **Equity Shares** | | | | |
| Vinod Jhaveri | 2,824,900 | 23.43% | 2,824,900 | 23.43% |
| Parag Jhaveri | 1,283,023 | 10.64% | 1,283,023 | 10.64% |
| Yayesh Jhaveri | 1,357,416 | 11.26% | 1,357,416 | 11.26% |
| Neha Jhaveri | 775,000 | 6.43% | 775,000 | 6.43% |
| Payal Jhaveri | 684,600 | 5.68% | 684,600 | 5.68% |

**(iv) During the period of five years immediately preceding the date as at which the Balance Sheet is prepared:**

(a) No Class of Shares were allotted as fully paid up pursuant to contract without payment being received in cash

(b) No Class of Shares were allotted as fully paid up by way of bonus shares for consideration other than cash.

(c) No Class of Shares were bought back by the company.

**(v)**

(a) There are no calls unpaid

(b) There are no forfeited shares

**(vi) Aggregate number of bonus shares issued, shares issued for consideration other then cash during the period of five years immediately preceding the reporting date.**

| Particulars | Aggregate no of shares for the year ended | | | | |
|---|---|---|---|---|---|
| | 31/3/2026 | 31/3/2025 | 31/3/2024 | 31/3/2023 | 31/3/2022 |
| Fully Paid up equity shares by way of Bonus (₹ in lakhs) | - | - | - | - | - |

**(vii) Details of shares held by promoters/promoter group**

| Equity Shares | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|
| | No. of Shares | % of Holding | No. of Shares | % of Holding |
| Vinod Jhaveri | 2,824,900 | 23.43% | 2,824,900 | 23.43% |
| Parag Jhaveri | 1,283,023 | 10.64% | 1,283,023 | 10.64% |
| Yayesh Jhaveri | 1,357,416 | 11.26% | 1,357,416 | 11.26% |
| Neha Jhaveri | 775,000 | 6.43% | 775,000 | 6.43% |
| Payal Jhaveri | 684,600 | 5.68% | 684,600 | 5.68% |
| Dishit Parag Jhaveri | 455,968 | 3.78% | 455,968 | 3.78% |
| Yayesh Jhaveri HUF | 445,000 | 3.69% | 445,000 | 3.69% |
| Parag Jhaveri HUF | 362,208 | 3.00% | 362,208 | 3.00% |
| Rajnikant Desai | - | 0.00% | 2,950 | 0.02% |
| Rajnikant Desai HUF | - | 0.00% | 4,900 | 0.04% |
| Kalpana Desai | - | 0.00% | 2,200 | 0.02% |

Note: The Board of Directors, at its meeting held on November 06, 2025, hve approved the request of Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF to be reclassified as ""Public Shareholder"", which was subject to approval of the Stock Exchanges and the Members of the Company. The Company received their No-Objection letters from The BSE Limited and National Stock Exchange of India Limited on December 12, 2025.

The Members approved the reclassification by way of an Ordinary Resolution by voting through Postal Ballot on February 06, 2026. Accordingly, Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF stand reclassified as a "Public" shareholder with effect from February 06, 2026."

As per the records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal & beneficial ownership of shares.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**(viii) Distribution made and proposed dividend on equity shares**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **(a) Dividends on Equity shares declared and paid during the year** | | |
| Final cash dividend for March 31, 2025 at ₹ 0.50 per shares | 60.29 | 57.00 |
| (March 31, 2024 : ₹ 0.50 per shares) | | |
| **Total dividend Paid for the year** | **60.29** | **57.00** |
| **(b) Proposed dividend on equity shares not recognised as liability** | | |
| Final cash dividend for March 31, 2026 at ₹ 0.50 per shares | 60.29 | 60.29 |
| (March 31, 2025 : ₹ 0.50 per shares) | | |
| **Total dividend proposed for the year** | **60.29** | **60.29** |

## 14(B) OTHER EQUITY

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Capital reserve | 8.88 | 8.88 |
| Securities Premium | 17,205.51 | 17,205.51 |
| General Reserve | 114.70 | 114.70 |
| Retained Earnings | 26,572.90 | 24,107.39 |
| Other Comprehensive Income | (196.06) | (179.76) |
| Foreign currency translation reserve | (519.85) | (493.68) |
| **Total** | **43,186.08** | **40,763.81** |

**Capital reserve**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| As per last Balance Sheet | 8.88 | 8.88 |
| (-) Transferred to General Reserve | - | - |
| **Total** | **8.88** | **8.88** |

The capital reserve relates to the subsidy received by the company from the office of the district industries centre under the state government scheme for selected backward area and growth centres in the district of Gujarat.

**Securities Premium**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 17,205.51 | 4,964.29 |
| Add: Additions during the year | - | 12,434.22 |
| Less : Utilised for Share Issue expenses | - | (193.00) |
| | **17,205.51** | **17,205.51** |

**General Reserve**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance at the beginning of the year | 114.70 | 114.70 |
| (+) Subsidies transferred to General Reserve | - | - |
| | **114.70** | **114.70** |



Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**Retained Earnings**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | 24,107.39 | 23,553.87 |
| Add: Profit for the year | 2,525.79 | 610.52 |
| Profit available for appropriations | **26,633.18** | **24,164.40** |
| Less: Appropriations | | |
| Dividend Paid | 60.29 | 57.00 |
| | **26,572.90** | **24,107.39** |

**Other Comprehensive Income**

**Remeasurements of Net Defined Benefit Plans**

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Opening Balance | | |
| Add: Profit/ (Loss) for the year | (179.76) | (51.46) |
| Profit available for appropriations | (16.30) | (128.30) |
| | **(196.06)** | **(179.76)** |
| **Foreign currency translation reserve** | | |
| Opening Balance | (493.68) | (258.96) |
| Change During the Year (Net) | (26.17) | (234.72) |
| | **(519.85)** | **(493.68)** |
| **Total** | **43,186.08** | **40,763.81** |

## 15 NON-CURRENT BORROWINGS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Secured Loans :- (At Amortised Cost)** | | |
| **Rupee Term Loans (Secured)** | | |
| From Banks | 23,913.37 | 27,445.06 |
| **Total Secured Borrowings** | **23,913.37** | **27,445.06** |
| **Unsecured Loan :- (At Amortised Cost)** | | |
| Loans From Directors | 4,650.00 | 3,850.00 |
| Inter Corporate Loans and Advances | 350.00 | 1,150.00 |
| **Total Unsecured Borrowings** | **5,000.00** | **5,000.00** |
| **Total** | **28,913.37** | **32,445.06** |

The Company had availed Rupee Term Loan facility of ₹ 16,325.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 13,961.13 Lakhs (March 31, 2025: ₹ 15,732.55 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 5,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 1,018.67 Lakhs (March 31, 2025: ₹ 4,039.50 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 5,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 4,444.44 Lakhs (March 31, 2025: ₹ 4,722.22 Lakhs; PG of Directors) Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 4,000.00 Lakhs for its Greenfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 3,117.40 Lakhs (March 31, 2025: ₹ 3,834.06 Lakhs; PG of Directors). Repayments in 5 years after moratorium.

The Company had availed Rupee Term Loan facility of ₹ 4,000.00 Lakhs for its Brownfield project. The Facility is secured by (a) First Pari Passu charge (with other Term Loan Lenders) by way of mortgage on entire movable and immovable fixed asset of the company situated at Pakhajan, Vagra, Gujarat. (b) Second Pari Passu charge (with other Term Loan Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi, Gujarat. (c) Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi, Gujarat. (d) Second Pari Passu charge on the entire current assets of the company. The borrowing carries interest rate of 7.5% to 8.5% p.a. payable at monthly rest after the moratorium period. Outstanding balance for this borrowing is ₹ 2,958.86 Lakhs (March 31, 2025: ₹ NIL Lakhs). Repayments in 5 years.

The Company has various financial and non-financial covenants (including maintenance of debt-related ratios and reporting requirements) in respect of its borrowings. As at March 31, 2026 the Company is in compliance with all such covenants as stipulated in the respective loan agreements/sanction letters.

**15.1 Maturity Profile**

Maturity of Secured Term Loan & Unsecured loans are as set below :

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| 1-2 years | 4,261.32 | 3,109.58 |
| 2-3 years | 5,324.06 | 3,506.51 |
| Beyond 3 year | 19,327.99 | 25,828.97 |
| **Total** | **28,913.37** | **32,445.06** |

## 16 LEASE LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Present Value of Lease Obligations (at amortised cost) (Refer Note 44) | 673.69 | 1,247.91 |
| **Total** | **673.69** | **1,247.91** |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 17 LONG TERM PROVISIONS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Employee Benefit Obligations: | | |
| Provision for Gratuity Payable (Refer Note 38) | 556.65 | 556.31 |
| Provision for Compensated Absences | 61.69 | - |
| **Total** | **618.34** | **556.31** |

## 18 DEFERRED TAX LIABILITIES (NET)

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Deferred Tax Liabilities in relation to** | | |
| Property Plant & Equipment, Intangible Assets and Lease Liabilities | 2,525.18 | 1,853.35 |
| **Deferred Tax Assets in relation to** | | |
| Provision for Employee Benefits | 241.06 | 223.96 |
| Provision for doubtful debts / advances | 24.75 | 15.63 |
| Other Timing Differences | 492.11 | 634.45 |
| **Net Deferred Tax Liabilities (Refer Note 35)** | **1,767.26** | **979.31** |

## 19 OTHER NON-CURRENT LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advances received from customers (Refer Note 48) | 2,744.97 | - |
| **Total** | **2,744.97** | **-** |

## 20 FINANCIAL LIABILITIES - CURRENT BORROWINGS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| ***Secured Borrowings :- (at amortised cost)** | | |
| Loans Repayable on Demand | | |
| From Bank | 23,336.03 | 21,296.40 |
| Current maturities of of non-current borrowings | 1,560.10 | 883.28 |
| Interest Accrued but not due on current borrowings | 234.55 | 226.96 |
| **Unsecured Borrowings :- (at amortised cost)** | | |
| Loan from Directors | 50.02 | 1,000.54 |
| **Total** | **25,180.70** | **23,407.18** |

The Company has availed Cash credit, packing credit and working capital demand loans (Fund + Non Fund) of ₹ 36,550 Lakhs (March 31, 2025 ₹ 35,500 Lakhs) as sanctioned limit from Saraswat Co-op Bank Ltd, HDFC Bank Limited, Axis Bank Limited, SVC Co-op Bank Ltd and HSBC Bank Ltd in Multi Banking Arrangement. These loans are secured by first pari passu charge by way of hypothecation of the entire current assets of the company, Second Pari passu charge by way of Hypothecation of movable fixed assets of the company situated at Vapi and Pakhajan, Gujarat, Second Pari Passu charge (with other Lenders) by way of mortgage on immovable fixed assets of the Company situated at Vapi and Pakhajan, Gujarat.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 21 FINANCIAL LIABILITIES - CURRENT LEASE LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Current maturities of Present Value of lease obligations (Refer Note 44) | 1,025.48 | 1,155.55 |
| **Total** | **1,025.48** | **1,155.55** |

## 22 TRADE PAYABLES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| **Micro and Small Enterprises** | | |
| Trade Payables for Goods | 896.97 | 130.20 |
| Trade Payables for Expenses | 230.18 | 133.43 |
| Provision for Interest on MSME | 61.62 | 46.99 |
| | **1,188.77** | **310.62** |
| Others | | |
| Trade Payables for Goods | 5,303.99 | 4,129.39 |
| Trade Payables for Expenses | 2,453.45 | 1,746.92 |
| Trade Payables for Capex | - | 306.57 |
| | **7,757.43** | **6,182.88** |
| **Total** | **8,946.20** | **6,493.50** |

**Ageing for Trade Payables Outstanding as at 31 March, 2026**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2-3 years | More than 3 years | Total |
| MSME* | 944.60 | 212.66 | 22.86 | 8.65 | - | 1,188.77 |
| Others | 6,067.38 | 1,514.80 | 141.14 | 11.00 | 23.11 | 7,757.43 |
| Disputed Dues - MSME | - | - | - | - | - | - |
| Disputed Dues - Others | - | - | - | - | - | - |
| **Total** | **7,011.98** | **1,727.46** | **164.00** | **19.65** | **23.11** | **8,946.20** |

**Ageing for Trade Payables Outstanding as at 31 March, 2025**

| Particulars | Outstanding for following periods from due date of payment | | | | | |
|---|---|---|---|---|---|---|
| | Not due | Less than 1 year | 1-2 Years | 2-3 years | More than 3 years | Total |
| MSME* | 279.11 | 22.86 | 8.65 | - | - | 310.62 |
| Others | 4,503.14 | 1,610.93 | 41.96 | 5.12 | 21.73 | 6,182.88 |
| Disputed Dues - MSME | - | - | - | - | - | - |
| Disputed Dues - Others | - | - | - | - | - | - |
| **Total** | **4,782.25** | **1,633.79** | **50.61** | **5.12** | **21.73** | **6,493.50** |





# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**22.1 Micro, Small And Medium Enterprises Have Been Identified By The Company On The Basis Of The Information Available**

(Amount ₹ in Lakhs)

| | | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| (A) | Dues remaining unpaid as at March 31 | | |
| | Principal | 1,127.15 | 263.63 |
| | Interest on the above | 61.62 | 46.99 |
| (B) | Interest paid in terms of Section16 of the act along with amount of payment made to the supplier beyond the appointed day during the year. | - | - |
| | Principal paid beyond the appointed date | - | - |
| | Interest paid in terms of Section 16 of the act | - | - |
| (C) | Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year | - | - |
| (D) | Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises. | - | - |
| (E) | Amount of interest accrued and remaining unpaid as at March 31 | 61.62 | 46.99 |

## 23 OTHER FINANCIAL LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Unclaimed Dividend | 0.28 | 0.22 |
| Others | 37.63 | - |
| **Total** | **37.91** | **0.22** |

## 24 OTHER CURRENT LIABILITIES

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Advances received from customers | 207.16 | 104.78 |
| Due to Government Authorities | | |
| Sales tax and GST payable | 0.00 | 14.02 |
| TDS payable | 97.58 | 99.25 |
| Other Statutory Liabilities | 56.42 | 38.43 |
| | **154.00** | **151.70** |
| **Total** | **361.16** | **256.49** |

## 25 SHORT TERM PROVISIONS

(Amount ₹ in Lakhs)

| | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Provision for Employee benefits (Refer Note 38) | 720.06 | 798.10 |
| Others | 125.44 | 106.13 |
| **Total** | **845.50** | **904.23** |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 26 REVENUE FROM OPERATION

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Revenue From Contracts with Customers | | |
| Manufactured Goods | 80,724.19 | 66,389.87 |
| **Total Revenue From Contracts with Customers** | **80,724.19** | **66,389.87** |
| Other Operating Revenue | | |
| Export Incentives | 627.11 | 436.30 |
| Scrap Sales | 37.75 | 23.37 |
| Foreign exchange gain | 1,613.78 | 714.54 |
| **Total Other Operating Revenue** | **2,278.64** | **1,174.22** |
| **Total Revenue From Operations** | **83,002.83** | **67,564.08** |

* Revenue for the year ended March 31,2026 and year ended March 31,2025 is net of Goods and Service Tax (GST) / VAT

### 26.1 Disaggregated revenue information

(Amount ₹ in Lakhs)

| | | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|---|
| (a) | **Disaggregation of goods:** | | |
| | - Consumer Chemicals | 9,148.28 | 11,481.26 |
| | - Industrial Chemicals | 71,575.91 | 54,908.61 |
| | | **80,724.19** | **66,389.87** |
| (b) | **Disaggregation based on geography** | | |
| | India | 30,816.02 | 23,324.76 |
| | Outside India | 49,908.17 | 43,065.11 |
| | | **80,724.19** | **66,389.87** |
| (c) | **Reconciliation of Revenue from sale of products with the contracted price** | | |
| | Contracted price | 81,092.29 | 67,191.55 |
| | Adjustments made to contract price on account of :- | | |
| | - Discounts / Rebates / Incentives | 89.85 | 23.12 |
| | - Sales Returns /Credits / Reversals | 278.25 | 778.56 |
| | | **80,724.19** | **66,389.87** |
| (d) | **Ageing Ananlysis of Trade Receivables (refer note 41)** | | |
| (e) | **Contract balances** | | |
| | Trade receivables (Refer Note 11) | 18,116.50 | 13,398.51 |
| | Advance received from Customers (Refer Note 19 & 24) | 2,952.14 | 104.78 |
| | | **15,164.37** | **13,293.73** |

## 27 OTHER INCOME

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Other Non Operating Income** | | |
| Interest Income on: | | |
| - Bank Deposits | 87.17 | 102.42 |
| - Others | 41.30 | 41.63 |
| Dividend Income | 0.04 | 0.00 |
| Foreign exchange gain | 0.06 | - |
| Net Gain on disposal of Property, Plant & Equipment | - | 43.36 |
| **Total** | **128.57** | **187.41** |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 28 COST OF MATERIAL CONSUMED

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Raw Materials** | | |
| Inventory of raw materials (including stores & spares) at the beginning of the year | 10,218.62 | 5,421.27 |
| Add : Purchases during the year | 49,354.00 | 48,479.08 |
| Less: Inventory of raw materials (including stores & spares) at the end of the year | 9,879.16 | 10,218.62 |
| **Cost of materials consumed** | **49,693.45** | **43,681.73** |
| Inventory of Raw Materials of Pakhajan brought from Trial Runs to Inventory on | - | 2,360.84 |
| capitalisation of the Pakhajan Plant | **49,693.45** | **46,042.57** |

## 29 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **Finished Goods** | | |
| Opening Stock | 9,773.84 | 6,110.22 |
| Closing Stock | 10,244.53 | 9,773.84 |
| | **(470.69)** | **(3,663.62)** |
| Work in Progress | | |
| Opening Stock | 6,412.99 | 1,975.33 |
| Closing Stock | 5,482.16 | 6,412.99 |
| | **930.83** | **(4,437.66)** |
| Inventory of Work in Progress and Finished Goods of Pakhajan brought from Trial Runs | - | 1,064.40 |
| to Inventory on capitalisation of the Pakhajan Plant | | |
| **Total** | **460.13** | **(7,036.88)** |

## 30 EMPLOYEE BENEFITS EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Salaries, allowances, Incentives and bonus | 6,717.84 | 5,979.02 |
| Contribution to Provident and Other Funds | 243.47 | 230.44 |
| Defined Benefit Plan - Gratuity and Leave | 229.75 | 94.52 |
| Staff Welfare Expenses | 161.79 | 144.44 |
| **Total** | **7,352.85** | **6,448.42** |

## 31 FINANCE COST

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Interest on Secured Borrowings | 4,131.53 | 4,716.90 |
| Interest on Unsecured Borrowings | 509.02 | 710.22 |
| Bank Charges | 249.40 | 194.45 |
| Foreign exchange gain/loss | 491.54 | 111.57 |
| Interest on Lease Liabilities | 176.26 | 236.29 |
| Other Interest | 14.70 | 62.63 |
| | **5,572.45** | **6,032.06** |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 32 DEPRECIATION AND AMORTISATION EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Depreciation on plant, property and equipment | 3,790.17 | 3,560.59 |
| Depreciation on Right -of- use Asset | 1,168.37 | 1,042.76 |
| Amortisation on Intangible assets | 518.42 | 403.14 |
| **Total** | **5,476.96** | **5,006.49** |

## 33 OTHER EXPENSES

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Power and Fuel | 3,568.76 | 4,195.35 |
| Freight, clearing and forwarding | 2,173.12 | 2,086.31 |
| Other Expense | 1,413.38 | 855.29 |
| Repairs and Maintenance | 1,020.65 | 813.38 |
| Legal and professional fees | 771.56 | 630.51 |
| Insurance Expense | 519.34 | 381.36 |
| Rent | 515.22 | 459.60 |
| Travelling & Conveyance | 359.32 | 243.86 |
| Commission Expense | 269.80 | 350.12 |
| Research & Development Expense | 196.92 | 56.10 |
| Job Work Charges | 107.70 | 65.33 |
| Advertisement Expense | 66.74 | 5.70 |
| CSR Expenditure | 65.32 | 57.31 |
| Printing & Stationery Expense | 61.85 | 56.66 |
| Water Charges | 41.09 | 48.23 |
| Loss allowance for doubtful trade receivables | 12.96 | 5.91 |
| Payments to Auditors (Refer Note 33.1) | 12.65 | 11.09 |
| Write Off | 1.96 | 34.37 |
| Donation | 0.69 | 0.84 |
| **Total** | **11,179.04** | **10,357.30** |

### 33.1 Payments to Auditors

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| **As an Auditor** | | |
| Statutory Audit Fees | 8.75 | 8.89 |
| Other Certification Charges | 0.60 | 0.20 |
| Tax Audit Fees | 3.00 | 2.00 |
| Reimbursement of expenses | 0.30 | - |
| **Total** | **12.65** | **11.09** |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### 33.2 Details of Corporate Social Responsibility (CSR Expenditure)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Opening unspent amount brought forward | 113.00 | 12.00 |
| Amount required to be spent by the Company for the year | 115.13 | 157.60 |
| **Total Amount required to be spent during the year** | **228.13** | **169.60** |
| Amount Spent during the year: | | |
| (a) Construction/acquisition of any asset | 58.57 | 45.44 |
| (b) On purpose other than (a) above | 3.29 | 11.87 |
| **Amount yet to be spent** | 166.28 | 112.29 |
| Details related to spent / unspent obligations: | | |
| (a) Contribution to Public Trust | - | - |
| (a) Contribution to Charitable Trust | - | - |
| (c) Unspent amount for ongoing Project | 166.28 | 112.29 |
| **Closing balance:** | | |
| (a) With Company | - | - |
| (b) In CSR unspent account* | | |
| Amount transferred to CSR for ongoing projects for the year | 115.20 | 113.00 |
| Balance in unspent CSR account from the previous period | 49.68 | - |
| Total Bank Balance In CSR unspent account | **164.88** | **113.00** |

*The unspent balance in CSR of ₹ 113 Lakhs for the year March 31, 2025 was deposited to bank account on April 23, 2025.

*The unspent balance in CSR of ₹ 115.20 Lakhs for the year March 31, 2026 was deposited to bank account on April 29, 2026.

## 34 OTHER COMPREHENSIVE INCOME – ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT AND LOSS

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Remeasurement of Defined Benefit Plan | (21.78) | (171.45) |
| **Total** | **(21.78)** | **(171.45)** |

## 35 INCOME TAX

### 35A Tax charge in the Statement of profit and loss:

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Current Tax | 60.93 | (23.55) |
| (Including earlier year Tax of ₹ NIL/-, March 31, 2025 (₹ 83.49) Lakhs) | | |
| Deferred Tax | 809.80 | 314.56 |
| **Total** | **870.73** | **291.01** |

Income tax has been provided for at reduced rate as per section 115BAA of the Income-tax Act, 1961

### 35B Current Tax Assets (Net)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Opening Balance | (285.98) | (231.64) |
| Add : Current Tax Provision for the year | 60.93 | (23.55) |
| (Including earlier year Tax of ₹ NIL/-, March 31, 2025 (₹ 83.49) Lakhs) | | |
| Less : Taxes Paid | (136.66) | (30.79) |
| **Closing Balance** | **(361.71)** | **(285.98)** |

The closing balance of current tax liability is net of advance tax and tax deducted at source.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### 35C Deferred Tax Liabilities (Net)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Opening Balance | 979.31 | 707.90 |
| Add/Less : Deferred Tax Charge/(Credit) to Statement of P&L | 809.80 | 314.56 |
| Add/Less : Short/ Excess provision for earlier years | (16.38) | - |
| Add/Less : Deferred Tax Charge/(Credit) to Statement of OCI | (5.48) | (43.15) |
| **Closing Balance** | **1,767.26** | **979.31** |

### 35D Movement in Deferred Tax Assets & Liabilities

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Property Plant & Equipments and Intangible Assets | 669.75 | 899.68 |
| Provision for Employee Benefits | (11.62) | (28.05) |
| Provision for doubtful debts / advances | (3.26) | (11.14) |
| Other Timing Differences | 154.93 | (545.93) |
| **Total** | **809.80** | **314.56** |

### 35E Reconciliation of tax expense and the accounting profit multiplied by tax rate

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Profit before tax | 3,396.52 | 901.53 |
| Expected income tax expense at statutory income tax rate of 25.17% | 854.84 | 226.90 |
| **Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense** | | |
| Effect of not deductible expenses for tax computation | 21.12 | 94.97 |
| Adjustment in respect of current income tax of previous years | - | (73.68) |
| Differences in tax rates in foreign jurisdictions | (5.23) | 42.57 |
| **Total** | **870.73** | **290.76** |

## 36 EARNING PER EQUITY SHARES (EPS)

(Amount ₹ in Lakhs)

| | Year ended March 31, 2026 | Year ended March 31, 2025 |
|---|---|---|
| Face Value per Equity Share | 10.00 | 10.00 |
| Net profit attributable to shareholders for basic / diluted EPS | 2,525.79 | 610.52 |
| Weighted average number of equity shares for basic / diluted EPS | 120.57 | 114.86 |
| Basic EPS (₹) | 20.95 | 5.32 |
| Diluted EPS (₹) | 20.95 | 5.32 |





# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 37 CONTINGENT LIABILITIES & COMMITMENTS

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(A)** | **Contingent Liabilities** | | |
| 1 | Letter of Credit / Bills Under Letter of Credit | 1,588.33 | 1,287.11 |
| 2 | Bank guarantees | 232.23 | 232.23 |
| 3 | GST dispute | 3,853.72 | 3,853.72 |
| 4 | Custom duty dispute | 175.36 | 175.36 |
| 5 | Capital Commitments | 2,751.42 | 696.23 |

**GST Dispute**

1 GST demand comprises demand from GST Authorities on account of denial of pre-import condition amounting to ₹ 822.27 Lakhs upon completion of their tax review for the financial year 2017-18, 2018-19 and 2019-20. The matter is pending before various authorities. Out of this, amount to the extent of ₹ 62.13 Lakhs has been paid under protest, the same is shown under Note 9 to this financials statements.

2 GST demand also comprises of demand from GST Authorities on account of denial of GST refund on exports amounting to ₹ 3,368.28 Lakhs . upon completion of their tax review for the financial year 2017-18, 2018-19, 2019-20 and 2020-21. The matter is pending before various authorities. Out of this, amount to the extent of ₹ 336.83 Lakhs has been paid under protest, the same is shown under Note 9 to this financials statements.

**Custom Duty Dispute**

3 Custom duty demand comprises of various penalties amounting to ₹175.36 lakhs (March 31, 2025: ₹ 175.36 lakhs). The matter is pending before CESTAT.

## 38 DEFINED BENEFIT PLANS

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The major defined contribution plans operated by the Company are as below:

**(a) Provident fund**

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952 eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the provident fund administered and managed by Government of India. The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred. The benefits are paid to employees on their retirement or resignation from the Company.

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| **(A)** | Employers contribution to Provident Fund | 229.13 | 209.55 |

**(b) Gratuity**

The Company has an obligation towards gratuity, an funded defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment or on termination of the employment of an amount equivalent to 15 days salary, as applicable, payable for each completed year of service, without any payment ceiling. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation. The most recent actuarial valuation of the present value of the defined benefit obligation was carried out at March 31, 2026 by an independent actuary. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### (A) Reconciliation of Opening and Closing balances of Defined Benefit Obligation (DBO)

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Defined Benefit obligation at beginning of year | 622.49 | 375.20 |
| 2 | Current Service Cost | 107.30 | 66.62 |
| 3 | Past Service Cost | | - |
| 4 | Interest Cost | 39.84 | 26.26 |
| 5 | Actuarial (Gains)/Losses on Obligations - Due to changes in demographic assumptions | - | (33.88) |
| 6 | Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions | (22.07) | 169.37 |
| 7 | Actuarial (Gains)/Losses on Obligations - Due to Experience | 40.41 | 35.16 |
| 8 | Benefits paid | (39.91) | (16.24) |
| 9 | Defined Benefit obligation at year end | 748.06 | 622.49 |

### (B) Reconciliation of Fair Value of Plan Assets

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Fair Value of Plan Assets at start of the year | 66.88 | 54.53 |
| 2 | Contributions by Employer | 162.07 | 24.87 |
| 3 | Benefits Paid | (39.91) | (16.24) |
| 4 | Interest Income on Plan Assets | 7.88 | 4.52 |
| | Re-measurements: | | |
| 5 | Return on plan assets excluding amount included in net interest on the net defined benefit liability/ (asset) | (3.44) | (0.80) |
| 6 | Fair Value of Plan Assets at end of the year | 193.48 | 66.88 |
| 7 | Actual Return on Plan Assets | 4.44 | 3.72 |
| 8 | Expected Employer Contributions for the coming year | 150.00 | 100.00 |

### (c) Expenses recognised during the year

(Amount ₹ in Lakhs)

| | PARTICULARS | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Current Service Cost | 107.30 | 66.62 |
| 2 | Past Service Cost | - | - |
| 3 | Net Interest Cost | 31.96 | 21.74 |
| 4 | Expenses recognised in P & L | 139.26 | 88.36 |

### (D) Net Liability/ (Asset) recognised in the Balance Sheet

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Present Value of DBO | 748.06 | 622.49 |
| 2 | Fair value of Plan assets | 193.48 | 66.88 |
| 3 | Liability/ (Asset) recognised in the Balance Sheet | 554.58 | 555.61 |
| | Of which, Short term Liability | - | - |
| 4 | Funded Status [Surplus/ (Deficit)] | (554.58) | (555.61) |
| 5 | Experience Adjustment on Plan Liabilities: (Gain)/ Loss | 40.41 | 35.16 |





# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

### (E) Percentage Break-down of Total Plan Assets

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Investment Funds with Insurance Company | | |
| | Of which, Unit Linked | 0.0% | 0.0% |
| | Of which, Traditional/ Non-Unit Linked | 99.3% | 98.1% |
| 2 | Cash and cash equivalents | 0.7% | 1.9% |
| 3 | **Total** | **100%** | **100%** |

Note: None of the assets carry a quoted market price in an active market or represent the entity's own transferable financial instruments or are property occupied by the entity.

### (F) Actuarial Assumptions

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Salary Growth Rate | 7.5% p.a. | 7.5% p.a. |
| 2 | Discount Rate | 6.8% p.a. | 6.4% p.a. |
| 3 | Net Interest Rate on Net DBO/ (Assets) | 6.4% p.a. | 7% p.a. |
| 4 | Withdrawal Rate | 10% p.a. | 10% p.a. |
| 5 | Mortality | IALM 2012-14 (Ult.) | IALM 2012-14 (Ult.) |
| 6 | Expected weighted average remaining working life | 6.5 years | 6.5 years |

### (G) Movement in Other Comprehensive Income

(Amount ₹ in Lakhs)

| | | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Balance at start of year (Loss)/ Gain | (240.22) | (68.77) |
| 2 | Actuarial (Gains)/Losses from changes in demographic assumptions | - | 33.88 |
| 3 | Actuarial (Loss)/ Gain from changes in financial assumptions | 22.07 | (169.37) |
| 4 | Actuarial (Loss)/ Gain from experience over the past year | (40.41) | (35.16) |
| 5 | Re-measurements on Plan Assets | | |
| | Return on Plan assets, excluding amount included in net interest on the net defined benefit liability/ (asset) | (3.44) | (0.80) |
| 6 | Balance at end of year (Loss)/ Gain | (262.00) | (240.22) |

### (H) Sensitivity Analysis

| FY ended March 31, 2026 | | Increases 1% | Decreases 1% |
|---|---|---|---|
| 1 | Salary Growth Rate | DBO increases by 56.49 | DBO decreases by 50.58 |
| 2 | Discount Rate | DBO decreases by 50.44 | DBO increases by 57.45 |
| 3 | Withdrawal Rate | DBO decreases by 5.02 | DBO increases by 5.35 |
| 4 | Mortality (increase in expected lifetime by 1 year) | DBO increases by 0.05 | |
| 5 | Mortality (increase in expected lifetime by 3 year) | DBO increases by 0.14 | |

| FY ended March 31, 2025 | | Increases 1% | Decreases 1% |
|---|---|---|---|
| 1 | Salary Growth Rate | DBO increases by 46.93 | DBO decreases by 41.93 |
| 2 | Discount Rate | DBO decreases by 41.97 | DBO increases by 47.92 |
| 3 | Withdrawal Rate | DBO decreases by 5.25 | DBO increases by 5.66 |
| 4 | Mortality (increase in expected lifetime by 1 year) | DBO increases by 0.06 | |
| 5 | Mortality (increase in expected lifetime by 3 year) | DBO increases by 0.18 | |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

(I) Movement in Surplus/ (Deficit)

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Surplus/ (Deficit) at start of year | (555.61) | (320.67) |
| 2 | Current Service Cost | (107.30) | (66.62) |
| 3 | Past Service Cost | - | - |
| 4 | Net Interest on net DBO | (31.96) | (21.74) |
| 5 | Re-measurements gain/ (loss) | (21.78) | (171.45) |
| 6 | Contributions | 162.07 | 24.87 |
| 7 | Surplus/ (Deficit) at end of year | (554.58) | (555.61) |

**(c) Liability for Compensated Absences**

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the Balance Sheet date. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to the standalone statement of profit and loss in the period in which they arise. Expense on non-accumulating compensated absences is recognized in the period in which they arise.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised based on actuarial valuation at the present value of the obligation as on the reporting date.

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| 1 | Balance as at 1 April | - | - |
| 2 | Add: Provisions made during the year | 81.63 | - |
| | Of which, Short term provisions | 61.69 | |
| 3 | Less: Amount utilised/ reversed during the year | - | - |
| 4 | **Balance as at 31 March** | 81.63 | - |

**(d) The New Labour Code**

Pursuant to the notification by the Ministry of Labour & Employment on November 21, 2025 of the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as "the Labour Codes"), The Government had approved the Code on Social Security, 2020, which will impact the Company's employee benefit obligations. The company has recognized a provision towards past service cost on gratuity payable to employees amounting to ₹ 6.88 lakhs in standalone financials based on best possible estimates available, which is accounted for under "Employee Benefits Expenses" in accordance with Ind AS 19 -'Employee Benefits' and FAOs on key accounting implications arising from the New Labour Codes issued by the Institute of Chartered Accountants of India ('ICAI')."





# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 39 RELATED PARTY TRANSACTIONS

**(A) List Of Related Parties Where Control Exists And Relationships:**

| | Particulars | Relationship |
|---|---|---|
| 1 | Mr. Vinod H. Jhaveri | Promoter & Director |
| 2 | Mr. Parag V. Jhaveri | Promoter & Director |
| 3 | Mr. Yayesh V. Jhaveri | Promoter & Director |
| 4 | Mr. Dishit P. Jhaveri | Son of Parag Jhaveri |
| 5 | Ms. Risha Y. Jhaveri | Daughter of Yayesh Jhaveri |
| 6 | Dr. Prakash Bhate | Independent Director |
| 7 | Mr. U. R. Bhat | Independent Director |
| 8 | Mr. Anurag Surana | Independent Director |
| 9 | Mrs. Sudha Navandar | Independent Director |
| 10 | Yayesh V. Jhaveri HUF | HUF of Yayesh Jhaveri |
| 11 | Parag V. Jhaveri HUF | HUF of Parag Jhaveri |
| 12 | Mrs. Neha Parag Jhaveri | Spouse of Parag Jhaveri |
| 13 | Mrs. Payal Yayesh Jhaveri | Spouse of Yayesh Jhaveri |
| 14 | Mr. Rajnikant Desai | Father-in-Law of Yayesh Jhaveri |
| 15 | Mrs. Kalpana Desai | Mother-in-Law of Yayesh Jhaveri |
| 16 | Rajnikant Desai HUF | HUF of Rajnikant Desai |
| 17 | Mr. Chirag Shah | Chief Financial Officer |
| 18 | Ms. Rupali Verma | Company Secretary & Compliance Officer |

Note: Refer Note 14(A) (vii) regarding the reclassification for Mr. Rajanikant Desai, Mrs. Kalpana Desai and Rajanikant Desai HUF from the Promoter Group to Public.

**(B) Transactions with related parties**

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| (i) | **With Key Managerial Personnel** | | |
| | Short-term employee benefits | 1,073.27 | 1,056.35 |
| | Interest on loan | 452.89 | 465.84 |
| | Dividend Paid | 27.33 | 27.33 |
| | Loan Received | 1,768.94 | 6,083.84 |
| | Repayment of loan | 1,919.45 | 5,328.93 |
| | Sitting fees paid | 67.50 | 68.40 |
| | | | |
| (ii) | **Other Related Parties** | | |
| | Short-term employee benefits | 166.98 | 166.24 |
| | Dividend Paid | 13.66 | 11.37 |
| | Rent paid | 27.14 | 29.48 |

Note: The transactions with related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions.

**(C) Balance at the end of year**

(Amount ₹ in Lakhs)

| | Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|---|
| (i) | **Amount Payable to Key Managerial Personnel** | | |
| | Loans taken from KMP | 4,700.01 | 4,850.53 |
| | **Amount Payable to Other Related Parties** | | |
| | Other Payables | 15.93 | 15.93 |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 40 FINANCIAL INSTRUMENTS

**Fair values**

Fair value is the price that would be received to sell an asset or paid to transfer liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes in to account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, Level 2 or Level 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety, which are described as follows:

➢ Level 1 : inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

➢ Level 2 : inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and

➢ Level 3 : inputs are unobservable inputs for the asset or liability.

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

- Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected credit losses of these receivables.
- The fair values of the quoted notes and bonds are based on price quotations at the reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, obligations under finance leases, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or the discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.
- The fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

## 41 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES:

The Group's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations. The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks providing an assurance that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

**(A) Financial risk management**

The management of the Group is responsible to oversee the Risk Management Framework for developing and monitoring the Group's risk management policies. The risk management policies are established to ensure timely identification and evaluation of risks, setting acceptable risk thresholds, identifying and mapping controls against these risks, monitor the risks and their



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

limits, improve risk awareness and transparency. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Group's activities to provide reliable information to the Management and the Board to evaluate the adequacy of the risk management framework in relation to the risk faced by the Group.

The risk management policies aims to mitigate the following risks arising from the financial instruments:

➢ Market risk

➢ Credit risk; and

➢ Liquidity risk

**(B) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. The Group is exposed in the ordinary course of its business to risks related to changes in foreign currency exchange rates, commodity prices and interest rates.

The Group seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Group's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Group does not enter into or trade financial instruments, including derivatives, for speculative purposes.

**(C) Foreign currency risk management**

The Group's functional currency is Indian Rupees (₹). The Group undertakes transactions denominated in foreign currencies; consequently, exposure to exchange rate fluctuations arise. Volatility in exchange rates affects the Group's revenue from export markets and the costs of imports, primarily in relation to raw materials. The Group is exposed to exchange rate risk under its trade and debt portfolio.

Adverse movements in the exchange rate between the Rupee and any relevant foreign currency result's in increase in the Group's overall debt position in Rupee terms without the Group having incurred additional debt and favorable movements in the exchange rates will conversely result in reduction in the Group's receivables in foreign currency. In order to hedge exchange rate risk, the Group has a policy to hedge cash flows up to a specific tenure using forward exchange contracts and options. In respect of imports and other payables, the Group hedges its payables as when the exposure arises. Short term exposures are hedged progressively based on their maturity.

All hedging activities are carried out in accordance with the Group's internal risk management policies, as approved by the Board of Directors, and in accordance with the applicable regulations where the Group operates. The Group has entered currency swap transactions during the year.

The carrying amounts of the Group's monetary assets and monetary liabilities at the end of the reporting period are disclosed in Note 42

**(D) Credit risk management:**

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Credit risk encompasses both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company's credit risk arises principally from the trade receivables, loans, cash & cash equivalents and financial guarantees.

**Trade receivables**

Customer credit risk is managed centrally by the Group and subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits defined in accordance with the assessment.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

Credit risk on receivables is also mitigated by securing the same against letters of credit and guarantees of reputed nationalized and private sector banks. Trade receivables consist of many customers spread across diverse industries and geographical areas with no significant concentration of credit risk. The outstanding trade receivables are regularly monitored, and appropriate action is taken for collection of overdue receivables. Company has also taken insurance cover of trade receivable exposure to mitigate credit risk.

**The ageing analysis of trade receivables as of the reporting date is as follows:**

| Ageing of trade receivables | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Within the credit period | 15,902.62 | 11,532.63 |
| 0 - 180 days past due | 2,216.46 | 1,860.50 |
| More than 180 days past due | 34.14 | 29.13 |
| **Total Trade Receivables** | **18,153.22** | **13,422.26** |

**Reconciliation of loss allowance provision for Trade Receivables:**

| Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|
| Balance as at the beginning of the year | 23.75 | 17.84 |
| Impairment losses recognised in the year based on lifetime expected credit losses | 12.96 | 5.91 |
| Amounts written off during the year as uncollectible | - | - |
| Amounts written back during the year | - | - |
| Amounts recovered during the year | - | - |
| **Balance at the end of the year** | 36.71 | 23.75 |

**Cash and cash equivalents**

Credit risks from balances with banks and financial institutions are managed in accordance with the Group policy.

In addition, the Group is exposed to credit risk in relation to financial guarantees given to banks and other counterparties. The Group's maximum exposure in this respect is the maximum amount of the Group would have to pay if the guarantee is called upon.

**(E) Liquidity risk management**

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Group requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Group generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long- term. The Group has established an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below summarizes the maturity profiles of the company's financial liabilities based on contractual undiscounted payments:

**Year ended March 31, 2026**

(Amount ₹ in Lakhs)

| Particulars | On Demand | Less than 3 months | 3 to 12 months | 1 to 5 years | >5 years | Total |
|---|---|---|---|---|---|---|
| Borrowings (Other than Lease Liabilities) | 23,386.05 | 624.58 | 1,170.07 | 28,913.37 | - | 54,094.07 |
| Lease Liabilities | - | 322.64 | 702.84 | 673.69 | - | 1,699.17 |
| Trade Payables | - | 8,291.86 | 417.47 | 236.87 | - | 8,946.20 |
| **Total** | **23,386.05** | **9,239.08** | **2,290.38** | **29,823.93** | **-** | **64,739.44** |





# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**Year ended March 31, 2025**

(Amount ₹ in Lakhs)

| Particulars | On Demand | Less than 3 months | 3 to 12 months | 1 to 5 years | >5 years | Total |
|---|---|---|---|---|---|---|
| Borrowings (Other than Lease Liabilities) | 22,523.90 | - | 883.28 | 32,445.06 | - | 55,852.24 |
| Lease Liabilities | - | 288.89 | 866.66 | 1,247.91 | - | 2,403.46 |
| Trade Payables | - | 4,782.25 | 1,633.79 | 77.46 | - | 6,493.50 |
| **Total** | **22,523.90** | **5,071.14** | **3,383.73** | **33,770.43** | **-** | **64,749.20** |

**Collateral**

The Group has pledged part of its trade receivables, short-term investments, cash and cash equivalents and all current assets to fulfil certain collateral requirements for the banking facilities extended to the Group. There is obligation to return the securities to the Group once these banking facilities are surrendered.

**Capital management**

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximize the shareholder value.

The Group manages its capital structure and adjusts in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep the gearing ratio between 30% and 75%. The Group includes within net debt, interest bearing loans and borrowings, less cash, and cash equivalents, excluding discontinued operations.

The Group monitors its capital using gearing ratio, which is net debt divided to total equity. Net debt includes, interest bearing loans and borrowings less cash and cash equivalents, bank balances other than cash and cash equivalents and current investments. Company's gearing ratio at the end of the reporting period is as follows:

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Long Term Borrowings | 28,913.37 | 32,445.06 |
| Current maturities of long-term debt | 1,560.10 | 883.28 |
| Short Term Borrowings | 23,620.60 | 22,523.90 |
| Less: Cash and Cash Equivalent | (351.64) | (624.92) |
| Less: Bank balances other than cash and cash equivalent | (1,450.58) | (2,217.76) |
| **Net Debt** | **52,291.85** | **53,009.56** |
| Total Equity | 44,391.79 | 41,969.52 |
| **Capital and Net Debt** | **96,683.64** | **94,979.08** |
| Gearing Ratio | 54.09% | 55.81% |

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

**Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 42 FINANCIAL INSTRUMENTS

**(A) Accounting Classification and Fair Value**

| | Financial Assets / Financial Liabilities | Refer Note No | As at March 31, 2026 | | As at March 31, 2025 | |
|---|---|---|---|---|---|---|
| | | | FVTPL | Amortised Cost | FVTPL | Amortised Cost |
| | **Non Current:** | | | | | |
| (i) | **Financial assets measured at amortised cost** | | | | | |
| 1 | Non Current Investments in unquoted equity and preference shares | 7 | - | 0.28 | - | 0.28 |
| (ii) | **Financial liabilities measured at amortised cost** | | | | | |
| 1 | Borrowings | 15 | - | 28,913.37 | - | 32,445.06 |
| 2 | Lease Liabilities | 16 | - | 673.69 | - | 1,247.91 |
| 3 | Trade Payable | | | - | | - |
| | **Current:** | | | | | |
| (i) | **Financial assets measured at amortised cost** | | | | | |
| 1 | Trade Receivables | 11 | - | 18,116.50 | - | 13,398.51 |
| 2 | Cash & Cash Equivalents | 12 | - | 351.64 | - | 624.70 |
| 3 | Bank balances other than (2) above | 13 | - | 1,450.58 | - | 2,217.97 |
| 4 | Loans | 8 | - | 42.61 | - | 25.04 |
| (ii) | **Financial liabilities measured at amortised cost** | | | | | |
| 1 | Borrowings | 20 | - | 25,180.70 | - | 23,407.18 |
| 2 | Lease Liabilities | 21 | - | 1,025.48 | - | 1,155.55 |
| 3 | Trade Payable | 22 | - | 8,946.20 | - | 6,493.50 |

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables and trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

**(B) Fair Value Measurements hierarchy**

(Amount ₹ in Lakhs)

| | Financial Assets / Financial Liabilities | As at March 31, 2026 | | | As at March 31, 2025 | | |
|---|---|---|---|---|---|---|---|
| | | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) | Quoted Price in Active Market (Level 1) | Significant Observable Inputs (Level 2) | Significant Unobservable Inputs (Level 3) |
| (i) | **Financial Assets** | | | | | | |
| 1 | Non Current Investments | - | - | - | - | - | - |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 43 FOREIGN CURRENCY EXPOSURE

(Amount ₹ in Lakhs)

| | Particulars | As at March 31, 2026 | As at March 31, 2025 |
|---|---|---|---|
| (A) | **USD Currency:** | | |
| 1 | **Financial Liabilities** | | |
| | In USD Million | 4.99 | 5.74 |
| | Equivalent In ₹ lakhs | 4,728.28 | 4,943.97 |
| 2 | **Financial Assets** | | |
| | In USD Million | 5.59 | 7.85 |
| | Equivalent In ₹ lakhs | 5,277.37 | 6,749.90 |
| (B) | **EURO Currency** | | |
| 1 | **Financial Liabilities** | | |
| | In EURO Million | 0.29 | 0.00 |
| | Equivalent In ₹ lakhs | 320.73 | 7.55 |
| | **Financial Assets** | | |
| | In EURO Million | 2.39 | 2.23 |
| | Equivalent In ₹ lakhs | 2,606.91 | 2,027.71 |

## 44 LEASES

The Company has lease contracts for HO premises, Warehouse, Plant (Unit-3), Plant and Machinery and Guest House. They are having lease terms of 3-9 years.

The Company's obligations under its leases are secured by the lessor's title to the leased assets. The Company is restricted from assigning and subleasing.

The leased assets and some contracts require the Company to maintain premises in good state. The lease contract include extension and termination options which are further discussed below.

The Company also has Depots with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for this lease.

**Terms of Cancellation and Escalation**

The Leases are cancellable by giving one month notice by either parties and these does not carries any escalation.

**(A) Leases as lessee**

**(i) The movement in Lease liabilities during the year**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Opening Balance | 2,403.46 | 3,060.33 |
| Additions during the year | 472.37 | 548.74 |
| Finance costs incurred during the year | 176.26 | 236.29 |
| Lease Expired/ Retired | - | 202.16 |
| Payments of Lease Liabilities | 1,352.92 | 1,239.74 |
| **Closing Balance** | **1,699.17** | **2,403.46** |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**(ii) The carrying value of the Rights-of-use and depreciation charged during the year :**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Opening Balance | 2,229.58 | 2,925.76 |
| Additions during the year | 472.37 | 548.74 |
| Lease Expired/ Retired | - | (202.16) |
| Depreciation charged during the year | (1,168.37) | (1,042.76) |
| **Closing Balance** | **1,533.58** | **2,229.58** |

**(iii) Amount Recognised in Statement of Profit & Loss Account during the Year**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Depreciation expense of right-of-use assets | 1,168.37 | 1,042.76 |
| Interest expense on lease liabilities | 176.26 | 236.29 |
| Expense relating to short-term leases (included in other expenses) | 515.22 | 459.60 |
| **TOTAL** | **1,859.85** | **1,738.65** |

**(iv) Amounts recognised in statement of cash flows**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Total Cash outflow for Leases | 704.28 | 1,414.44 |
| **TOTAL** | **704.28** | **1,414.44** |

**(v) Maturity analysis of lease liabilities**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| **Maturity Analysis of contractual undiscounted cash flows** | | |
| Less than one year | 1,025.48 | 1,155.55 |
| One to five years | 673.69 | 1,235.26 |
| More than five years | - | 12.64 |
| **Total undiscounted Lease Liability** | **1,699.17** | **2,403.46** |

**Balances of Lease Liabilities**

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| Non Current Lease Liability | 673.69 | 1,247.91 |
| Current Lease Liability | 1,025.48 | 1,155.55 |
| **Total Lease Liability** | **1,699.17** | **2,403.46** |



# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

## 45 BORROWINGS OBTAINED ON THE BASIS OF SECURITY OF CURRENT ASSETS

During the year the company has been sanctioned working capital(WC) limits in excess of ₹ 5 crores, in aggregate from banks on the basis of security of current assets(CA).

The Company has filed quarterly returns or statements ('the statements') with such banks, which are in agreement with the books of accounts other than those as set out below.

(Amount ₹ in Lakhs)

| Name of the Bank | Aggregate WC Limits sanctioned | Nature of CA offered as security | Quarter Ended | Amount disclosed as statements | Amount as per books | Difference | Reason for difference |
|---|---|---|---|---|---|---|---|
| The Saraswat Co-op Bank Ltd, HDFC Bank Ltd, Axis Bank Ltd, HSBC Bank Ltd & SVC Co-op Bank Ltd | 35,550.00 | Refer Note below | Jun-25 | 31,041.24 | 34,304.69 | (3,263.45) | Primarily due to: 1. Revaluation of foreign currency denominated receivables and payables and booking of certain invoices after submission of quarterly returns to the bankers. |
| | 35,550.00 | Refer Note below | Sep-25 | 31,247.10 | 36,138.68 | (4,891.58) | |
| | 36,550.00 | Refer Note below | Dec-25 | 32,934.35 | 38,199.80 | (5,265.45) | |
| | 36,550.00 | Refer Note below | Mar-26 | 34,382.99 | 37,550.51 | (3,167.52) | |

**Note on Nature of Current Asset offered as security**

(Secured by first pari passu charge on stock and book debts.)

## 46 ADDITIONAL INFORMATION, AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR COMPANY PREPARING CONSOLIDATED FINANCIAL STATEMENTS:

**For March 31, 2026**

(Amount ₹ in Lakhs)

| Sr. No. | Name of Entity | Net Assets i.e. Total Assets (minus) Total Liabilities | | Share in Profit or Loss | | Share in other Comprehensive Income | | Share in Total Comprehensive Income | |
|---|---|---|---|---|---|---|---|---|---|
| | | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount | As % of Consolidated Other Comprehensive Income | Amount | As % of Consolidated Total Comprehensive Income | Amount |
| **A** | **Parent** | | | | | | | | |
| 1 | Yasho Industries Limited | 99.41% | 44,131.46 | 85.04% | 2,147.90 | 38.38% | (16.30) | 85.84% | 2,131.60 |
| **B** | **Subsidiaries- Foreign** | | | | | | | | |
| 1 | Yasho Industries Europe B.V. | 2.62% | 1,164.44 | 16.41% | 414.43 | 75.41% | (32.03) | 15.40% | 382.41 |
| 2 | Yasho Inc. | 0.55% | 242.36 | 4.70% | 118.81 | (13.79%) | 5.86 | 5.02% | 124.66 |
| **C** | **Adjustments arising out of consolidation** | (2.58%) | (1,146.47) | (6.15%) | (155.34) | 0.00% | (0.00) | (6.26%) | (155.34) |
| | **Total** | **100.00%** | **44,391.79** | **100.00%** | **2,525.79** | **100.00%** | **(42.47)** | **100.00%** | **2,483.32** |

# Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

**For March 31, 2025**

(Amount ₹ in Lakhs)

| Sr. No. | Name of Entity | Net Assets i.e. Total Assets (minus) Total Liabilities | | Share in Profit or Loss | | Share in other Comprehensive Income | | Share in Total Comprehensive Income | |
|---|---|---|---|---|---|---|---|---|---|
| | | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount | As % of Consolidated Other Comprehensive Income | Amount | As % of Consolidated Total Comprehensive Income | Amount |
| **A** | **Parent** | | | | | | | | |
| 1 | Yasho Industries Limited | 100.22% | 42,060.22 | 98.69% | 602.49 | 35.34% | (128.30) | 191.60% | 474.19 |
| **B** | **Subsidiaries- Foreign** | | | | | | | | |
| 1 | Yasho Industries Europe B.V. | 1.86% | 782.03 | 44.55% | 271.97 | 22.64% | (82.20) | 76.68% | 189.77 |
| 2 | Yasho Inc. | 0.18% | 74.92 | 22.92% | 139.91 | 42.01% | (152.52) | (5.09%) | (12.61) |
| **C** | **Adjustments arising out of consolidation** | (2.26%) | (947.66) | (66.15%) | (403.86) | 0.00% | (0.00) | (163.18%) | (403.86) |
| | **Total** | **100.00%** | **41,969.52** | **100.00%** | **610.52** | **100.00%** | **(363.02)** | **100.00%** | **247.50** |

**47** The Company is primarily engaged in the business of manufacture of rubber chemicals which in the context of Indian Accounting Standard (Ind AS) 108 on Operating Segments constitutes a single reportable segment. The relevant information regarding secondary segment reporting (by geographical segment) is presented as follows:

(Amount ₹ In Lakhs)

| Particulars | March 31, 2026 | March 31, 2025 |
|---|---|---|
| India Sales | 30,816.02 | 23,324.76 |
| Outside India Sales | 52,186.81 | 44,239.32 |
| | **83,002.83** | **67,564.08** |

## 48 ADVANCES RECEIVED FROM CUSTOMER TOWARDS LONG TERM SUPPLY AGREEMENT:

The company has signed a major 15-year long term supply agreement with global MNC for lubricant additives. The material will be supplied from Yasho Industries Pakhajan facility over a 15-year period. The company plans to set up the required plant at the Pakhajan facility within the next financial year, with commercial supply expected to commence by Q4 FY27.

**49** The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and there are no long term contracts for which there are any material foreseeable losses. The Company has ensured that adequate provision as required under any law/accounting standards for material foreseeable losses on derivative contracts has been made in the books of accounts.

## 50 DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

## 51 ADDITIONAL INFORMATION:

(a) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property."

(c) The Company does not have any charge or satisfaction of charge, which is yet to be registered with ROC beyond the statutory period.

(d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:



Notes Forming part of Consolidated Financial Statements

for the year ended March 31, 2026

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(e) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(f) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(g) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

**52** The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software, SAP application and the underlying HANA database. Further, no instance of audit trail feature being tampered with was noted in respect of the accounting software. Additionally, the audit trail of prior year(s) has been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.

**53** In line with Circular No 04/2015 issued by Ministry of Corporate Affairs dated 10/03/2015, loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

## 54 EVENTS AFTER THE REPORTING PERIOD

A dividend of ₹ 0.50 per share has been recommended on equity shares for year ended March 31, 2026. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares on record date.

**55** During the current period, the Company has reviewed the presentation of certain items in the Statement of Profit and Loss to enhance the relevance and consistency of financial statement presentation. Consequently, certain comparative figures relating to the previous period have been regrouped wherever considered appropriate, to conform to the current period presentation.

Such regrouping represents only a change in presentation and does not affect the total revenue, total expenses, profit before tax, earnings per share, total comprehensive income or shareholders' equity for the previous period. Accordingly, the comparative information should be read in conjunction with the current period presentation.

## 56 APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements were approved for issue by the board of directors on May 18, 2026.

**For Gokhale & Sathe**
Chartered Accountants
Firm's Registration Number: 103264W

**Chinmaya Deval**
(Partner)
Membership No. : 148652

Place : Mumbai
Date : May 18, 2026

For and on behalf of the Board of Directors
**Yasho Industries Limited**
CIN - L74110MH1985PLC037900

**Parag Jhaveri**
(MD & CEO)
DIN: 01257685

**Vinod Jhaveri**
(Chairman & ED)
DIN: 01655692

**Chirag Shah**
Chief Financial Officer

**Rupali Verma**
Company Secretary

# Notice of Annual General Meeting

Notice is hereby given that the **40th Annual General Meeting** of the Members of Yasho Industries Limited ("**the Company**") will be held on **Thursday, August 06, 2026,** at **4.00 P.M. IST** through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") to transact the following business:

## ORDINARY BUSINESS:

1. **To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon**

   To consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions**:

   a) **"RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.**"**

   b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2026, and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.**"**

2. **To declare dividend on equity shares for the financial year ended March 31, 2026.**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   **"RESOLVED THAT** a final dividend of ₹ **0.50/-** per Equity share of ₹ 10/- each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026, and the same be paid out of the profits of the Company.**"**

3. **To appoint Mr. Yayesh Jhaveri (DIN: 01257668), as a Director, who retires by rotation and being eligible, has offered himself for re-appointment.**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   **"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Yayesh Jhaveri (DIN: 01257668), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.**"**

## SPECIAL BUSINESS:

4. **To ratify the remuneration of the Cost Auditor for the financial year ending March 31, 2027.**

   To consider and if thought fit, to pass the following resolution with or without modifications as an **Ordinary Resolution**:

   **"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 (the "**Act**") read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder (the "**Rules**") (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon recommendation of the Audit Committee and the Board of Directors, the remuneration of ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) plus applicable taxes and reimbursement of out-of-pocket expenses to be paid to Mr. Kaushal Joshi, Cost Accountant (Registration No. 40592), the Cost Auditor of the Company, to conduct audit and submit the cost audit report for the financial year ending March 31, 2027, as approved by the Board of Directors, be and is hereby ratified and confirmed.

   **RESOLVED FURTHER THAT** approval of the members be and is hereby accorded to the Board of Directors of the Company and/or, Company Secretary to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper, or expedient to give effect to the above resolution."

5. **To re-appoint Mr. Ullal Ravindra Bhat (DIN: 00008425) as an Independent Director of the Company.**

   To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

   **"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('Rules') (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, **Mr. Ullal Ravindra Bhat (DIN: 00008425)**, who was appointed as an Independent Director at the Extra Ordinary General Meeting of the Company held on November 06, 2021 and who holds office up to September 13, 2026, and being eligible for re-appointment, has submitted a declaration confirming that he meets the criteria for independence as prescribed under Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1) (b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a **second term of five years** commencing from **September 14, 2026 up to September 13, 2031** (both days inclusive).

   **RESOLVED FURTHER THAT** pursuant to Regulation 17(1A) of the Listing Regulations, approval be and is hereby given for continuation of **Mr. Ullal Ravindra Bhat**, beyond October 14, 2026, as an Independent Director of the Company on account of his attaining the age of 75 years on the said date.

   **RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the Listing Regulations, **Mr. Ullal Ravindra Bhat**, be paid such fees and remuneration and profit-related commission as the Board may approve from time to time and subject to such limits prescribed from time to time.

   **RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient.**"**

6. **To re-appoint Mr. Anurag Surana (DIN: 00006665) as an Independent Director of the Company.**

   To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

   **"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 ('Rules') (including any statutory modification(s) or re-enactments(s) thereof for the time being in force), Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, **Mr. Anurag Surana (DIN: 00006665)**, who was appointed as an Independent Director at the Extra Ordinary General Meeting of the Company held on November 06, 2021 and who holds office up to September 30, 2026, and being eligible for re-appointment, has submitted a declaration confirming that he meets the criteria for independence as prescribed under Section 149(6) of the Act read with the Rules framed thereunder and Regulation 16(1) (b) of the Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a **second term of five years** commencing from **October 1, 2026 up to September 30, 2031** (both days inclusive).

   **RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the Listing Regulations, **Mr. Anurag Surana**, be paid such fees and remuneration and profit-related commission as the Board may approve from time to time and subject to such limits prescribed from time to time.

   **RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient.**"**

7. **To consider and approve revision in remuneration of Mr. Parag Jhaveri, Managing Director & CEO of the Company.**

   To consider and if thought fit, to pass the following resolution with or without modifications as a **Special Resolution**:

   **"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Parag Jhaveri (DIN 01257685), Managing Director and CEO of the Company for a period of 3 (three) years with effect from April 01, 2026, of his present tenure on terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company is set out as under:

| | |
|---|---|
| Salary & Perquisites | Not exceeding ₹ 3.57 Crores per annum |
| Commission | 0.25% of net sales or ₹ 50 Lacs whichever is lower |

   **RESOLVED FURTHER THAT** except for the aforesaid revision in terms of remuneration, all other terms and conditions of his appointment as Managing Director & CEO of the Company, as approved by the resolution passed at the General Meeting of the Company held on September 09, 2025, shall remain unchanged.

**RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the payment of remuneration as stated above or such other remuneration as may be mutually agreed in the manner as set out above, as minimum remuneration for a period not exceeding three (3) years or such other period as may be statutorily permitted, in the event of inadequacy or absence of profits as contemplated under Section 197 and all other applicable provisions of the Act read with Schedule V of the Act.

**RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient.**"**

8. **To consider and approve revision in remuneration of Mr. Yayesh Jhaveri, Whole Time Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (Act) and relevant rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof and the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded for revision in remuneration of Mr. Yayesh Jhaveri (DIN 01257668) as a Whole Time Director of the Company for a period of 3 (three) years with effect from April 01, 2026, of his present tenure on terms and conditions as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company is set out as under:

| | |
|---|---|
| Salary & Perquisites | Not exceeding ₹ 2.63 Crores per annum |
| Commission | 0.25% of net sales or ₹ 50 Lacs whichever is lower |

**RESOLVED FURTHER THAT** except for the aforesaid revision in terms of remuneration, all other terms and conditions of his appointment as Whole Time Director of the Company, as approved by the resolution passed at the General Meeting of the Company held on September 09, 2025, shall remain unchanged.

**RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the payment of remuneration as stated above or such other remuneration as may be mutually agreed in the manner as set out above, as minimum remuneration for a period not exceeding three (3) years or such other period as may be statutorily permitted, in the event of inadequacy or absence of profits as contemplated under Section 197 and all other applicable provisions of the Act read with Schedule V of the Act.

**RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to execute all necessary documents, applications, returns and writings as may be necessary, proper or expedient.**"**

By Order of the Board,

**Parag Vinod Jhaveri**
Managing Director and CEO
DIN: 01257685

Date: May 18, 2026
Place: Mumbai

**Registered Office:**
Office No.101/102 Peninsula Heights,
CD Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai - 400058
Email – info@yashoindustries.com



## NOTES:

1. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Accordingly, in compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars"]

   Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum.

   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 as on **Thursday, July 30, 2026** ("cut-off date") will be entitled to vote during the AGM.

   Pursuant to the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), 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 through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice.

2. Explanatory Statement pursuant to the provisions of Section 102 of the Act in respect of Special Business stating material facts and reasons for the proposed resolutions is annexed hereto and forms part of this notice. Further the relevant details as required under Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM is annexed to this Notice.

3. In compliance with the applicable provisions of the Act, Rules made thereunder, Listing Regulations, the Circulars, Notice of the 40th AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories as on **Friday, July 10, 2026**. Members may note that the Annual Report 2025-26 and Notice of AGM will be available at https://www.yashoindustries.com/annual-reports.html and will also be available on the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia. com and www.nseindia.com, respectively, and on the website of the remote e-voting service provider viz. Bigshare Services Private Limited at https://www.bigshareonline.com

4. In compliance with Regulation 36 of Listing Regulations, a letter providing the web-link of the Annual Report 2025-26, is being sent to the Members who have not registered their e-mail address with the Company/Depositories.

5. Physical copy of the Annual Report 2025-26 and the Notice of the 40th AGM shall be sent only to those Members who specifically request for the same. Accordingly, Members who wish to obtain a physical copy of the Annual Report for the financial year 2025-26, may write to the Company at cs@yashoindustries.com requesting for the same by providing their holding details and DP ID and Client ID/Folio No.

6. Institutional / Corporate Members (i.e. other than individuals/ HUF, NRI, etc.) are required to send a duly certified scanned copy (PDF/JPG Format) of its Board or governing body Resolution /Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting, pursuant to Section 113 of the Act. The said Resolution/Authorisation shall be sent to the Scrutiniser by email through its registered email address to dhrumil@dmshah.in with a copy marked to investor@bigshareonline.com and cs@yashoindustries.com. Such Corporate Members are requested to refer 'General Guidelines' for Members provided in this notice, for more information.

7. 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.

8. 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, and relevant documents referred to in this Notice will be available electronically for inspection by the Members before as well as during the AGM. Members seeking inspection of such documents can send an email to cs@yashoindustries.com

9. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat

account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

10. SEBI has introduced DigiLocker as a Digital Public Infrastructure to reduce unclaimed securities in the Indian Securities Market. DigiLocker is digital documents wallet of Government of India facilitating investors to securely store and access Issued Documents, demat holdings etc., along with a facility to appoint a nominee to their DigiLocker account. In the event of the investor's demise, such nominee(s) will be provided access to the digital information of the deceased investor to initiate the process of transmission of deceased investor's financial assets or to pass the information to surviving joint holder or to legal heirs. [SEBI Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2025/32 dated March 19, 2025]

11. To support the green initiative, Members are requested to register their e-mail addresses with their concerned DPs, in respect of electronic holding. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs for all future communications.

12. Members holding shares in dematerialized form are requested to promptly intimate any change in their name, postal address, email address, mobile number, PAN, nomination details, bank account particulars (including bank name, branch, account number, MICR and IFSC), or any other relevant details, to their respective Depository Participants ("DPs"), as such details are maintained by the depositories.

13. The Board of Directors at its meeting held on May 18, 2026, has recommended a Final Dividend of ₹ 0.50/- (5%) per equity share of face value of ₹ 10/- each. If approved at the ensuing AGM, dividend shall be paid subject to deduction of income tax at source on or after **Thursday, August 06, 2026,** to all members of the Company holding shares as on the Record Date **Thursday, July 30, 2026**.

14. With effect from November 18, 2025, dividends shall be processed only through electronic mode and payment through dividend warrants or cheques has been discontinued. Accordingly, shareholders holding shares in dematerialized form are requested to ensure that their bank account details, including IFSC and other relevant particulars, are updated with their respective Depository Participants ("DPs") for timely credit of dividend to their registered bank accounts. Payment of dividend shall be subject to the availability of valid and updated bank account details in the records of the depositories.

15. Dividend income is taxable in the hands of the members and the Company is required to deduct tax at source ("TDS") from dividend paid to the members at prescribed rates as per the Income Tax Act, 2025. In general, no tax will be deducted on payment of dividend to category of members who are resident individuals (with valid PAN details updated in their folio/client ID records) and the total dividend amount payable to them does not exceed ₹ 10,000/-. Members not falling in the said category, can go through the detailed note with regards to the applicability of tax rates for various other categories of Members and the documents that need to be submitted for nil or lower tax rate, which has been provided on the Company's website https://www.yashoindustries.com/uploads/7/9/4/9/7949862/tds_on_dividend_information_2025-26.pdf.

    Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/claimants are requested to claim their dividends from the Company within the stipulated timeline.

    Please note that the upload of documents (duly completed and signed) on the website of RTA, should be done on or before Record date for the dividend in order to enable the Company to determine and deduct appropriate TDS/Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. All communication received upto **Thursday, July 30, 2026, at 05:00 P.M. (IST)** on the tax determination/deduction shall be considered for the dividend.

    Shareholders may note that in case the tax on said Final dividend is deducted at a higher rate in absence of receipt of the aforementioned details/documents from you, option is available to you to file the return of income as per Income Tax Act, 2025 and claim an appropriate refund, if eligible. No claim shall lie against Company for any taxes deducted by the Company.

    All communications/queries in this respect should be addressed to our RTA to its email address investor@bigshareonline.com.

    In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder, the Shareholder will be responsible to indemnify the Company and also, provide the Company with all information/documents and co-operation in any tax proceedings.

    This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.

16. SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market. After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal.

17. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard-2 on General Meetings issued by ICSI and Regulation 44 of Listing Regulations (as amended), read with the MCA Circulars, the Company is providing the facility of remote e-voting to its Members in respect of the business to be transacted as mentioned in the Notice of the AGM. For this purpose, the Company has appointed Bigshare Services Private Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using a remote e-voting system as well as e-voting during the AGM will be provided by Bigshare Services Private Limited.

18. Members of the Company holding shares as on the cut-off date of **Thursday, July 30, 2026** (cut-off date not earlier than 7 days before the AGM), may cast their vote by remote e-Voting.

    A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before / during the AGM.

19. However, if you are already registered with Bigshare Services Private Limited for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on https://ivote.bigshareonline.com.

20. The remote e-voting period commences on **Sunday, August 02, 2026, at 9:00 a.m. (IST) and ends on Wednesday, August 05, 2026, at 5:00 p.m. (IST)**. The remote e-voting module shall be disabled by Bigshare Services Private Limited for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before the AGM and e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as of the cut-off date i.e. **Thursday, July 30, 2026.** Subject to receipt of the requisite number of votes, the Resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the AGM i.e., **Thursday, August 06, 2026**. The Notice of the AGM indicating the instructions for the remote e-voting process can be downloaded from the website of the Bigshare Services Private Limited at https://www.bigshareonline.com or the Company's website www.yashoindustries.com.

21. Members will be provided with the facility for voting through remote electronic voting system during the proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on such resolution(s) upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

22. The e-voting module during the AGM shall be disabled by Bigshare Services Private Limited for voting 15 minutes after the conclusion of the Meeting.

23. As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of shares held by them. Members holding shares in electronic mode may contact their respective Depository Participant for availing this facility.

24. Dhrumil M. Shah & Co. LLP, Practicing Company Secretaries has been appointed as the Scrutinizer by the Board for providing a facility to the Members of the Company to scrutinize the remote e-voting process before the AGM as well as remote e-Voting during the AGM in a fair and transparent manner.

25. The Scrutinizer will submit his report to the Chairman, or any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), within the time stipulated under the applicable laws. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges on which the shares of the Company are listed, Bigshare Services Private Limited (RTA), and will also be displayed on the Company's website at www.yashoindustries.com

26. Members are encouraged to submit their questions, if any, in advance concerning the financial statements or any other matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number /folio number, and mobile number, at the Company's email address at info@yashoindustries.com before 5.00 p.m. (IST) on **Thursday, July 30, 2026**. Queries that remain unanswered at the AGM will be appropriately responded to by the Company at the earliest, post the conclusion of the AGM.

27. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at info@yashoindustries.com before 5.00 p.m. (IST) on **Thursday, July 30, 2026.** Only those Members who have pre-registered themselves as a speaker on the abovementioned email id will be allowed to express their views/ask questions during the AGM.

    When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed.

The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

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

i. The voting period begins on **Sunday, August 02, 2026, at 9:00 a.m. (IST) and ends on Wednesday, August 05, 2026, at 5:00 p.m. (IST).** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Thursday, July 30, 2026,** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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 advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to the above said SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

| Type of shareholders | Login Method |
|---|---|
| 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 URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.<br>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 **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly.<br>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration<br>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period. |



| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in demat mode with **NSDL** | 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>2) If the user is 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<br>3) 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 name **BIGSHARE** and you will be redirected to **i-Vote** website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting<br>4) 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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| 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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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- 48867000 |
| 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 22 55 33. |

2. **Login method for e-Voting for shareholders other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID**' (User id description is given below) and '**PASSWORD**' which is shared separately on you register email id.
  - o Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.

- o Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.

- o Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note:** If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**Note**: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

  (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for shareholders on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right-hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and you will also receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/ UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

**Note**: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

**Voting method for Custodian on i-Vote E-voting portal:**

- After successful login, **Bigshare E-voting system** page will appear.

**Investor Mapping:**

- First, you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - o Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - o Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

**Note**: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

- o Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/ UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.



**Helpdesk for queries regarding e-voting:**

| Login type | Helpdesk details |
|---|---|
| Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode. | In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338 |

4. **Procedure for joining the AGM through VC/ OAVM:**

**For shareholders other than individual shareholders holding shares in Demat mode & physical mode are given below:**

- The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on "VC/ OAVM" link placed beside of "**VIDEO CONFERENCE LINK"** option.
- 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.

**The instructions for Members for e-voting on the day of the AGM are as under: -**

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the 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 AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

**Helpdesk for queries regarding virtual meeting:**

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

# EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

## ITEM NO. 04

**Ratification of Remuneration to Cost Auditor.**

The Board of Directors, on the recommendation of the Audit Committee, at its meeting held on May 18, 2026, had approved the appointment of Mr. Kaushal Joshi, Cost Accountant (Registration No. 40592), as Cost Auditor of the Company, for auditing the cost accounts of the Company relating to any products as may be applicable for the financial year 2026-27 at a remuneration of ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) plus applicable taxes, travel and Out of Pocket Expenses. The remuneration of the Cost Auditor is determined in consensus with him, taking into consideration the agreed scope of work, the performance of the Cost Auditor, and the scale and complexity of the Company's operations.

Based on the certification received from the Cost Auditor, it is confirmed that he is free from any disqualifications as specified under Section 148 (5) read with Section 141 (3) of the Companies Act, 2013 and his appointment is in accordance with the limits specified under Section 141 (3) (g) read with Section 148 (5) of the Companies Act, 2013.

The consent letter of Mr. Kaushal Joshi, Cost Accountant, will be available for inspection by the Members at the Registered Office of the Company on all working days up to and including the date of the AGM.

Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 require that the remuneration of the Cost Auditor should be ratified subsequently by the Members of the Company and hence appended resolution, as set out in Item No. 04 of the Notice, is being proposed to be passed by the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 04.

## ITEM NO. 05

**To re-appoint Mr. Ullal Ravindra Bhat (DIN: 00008425) as an Independent Director of the Company.**

Mr. Ullal Ravindra Bhat (DIN: 00008425) was appointed as an Independent Director by the Members of the Company at the Extra Ordinary General Meeting of the Company held on November 06, 2021, for a term of five years with effect from September 14, 2021, up to September 13, 2026. Accordingly, his term as an Independent Director will be ending on September 13, 2026.

As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (Five) consecutive years each. The Nomination and Remuneration Committee ("NRC"), on the basis of his performance evaluation, considering the significant contributions made by him during his tenure as an Independent Director, his experience and expertise, is of view that his continued association would be beneficial to the Company and, accordingly, at its meeting held on May 18, 2026, has recommended the re-appointment of Mr. Bhat as an Independent Director of the Company for a second term of 5 consecutive years with effect from September 14, 2026, up to September 13, 2031, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. Further, pursuant to Regulation 17(1A) of Listing Regulations, no listed entity shall appoint a person, reappoint or continue the directorship of any person who has attained the age of seventy-five years, unless a special resolution is passed to that effect. Mr. Bhat will attain the age of 75 years during the continuation of his second term i.e., on October 14, 2026. Accordingly, the prior approval of the Members of the Company is being sought by way of a special resolution for the same.

The Company has received from Mr. Ullal Ravindra Bhat

(i) Consent to act as a Director of the Company for the second term

(ii) A declaration to the effect that he meets the criteria for independence under Section 149(6) of the Companies Act, 2013 ("the Act") and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

(iii) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties and

(iv) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.

The Company has, in terms of Section 160 of the Act, received a notice in writing from a Member proposing the candidature of Mr. Ullal Ravindra Bhat for the office of Director.

Further, Mr. Ullal Ravindra Bhat has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Ullal Ravindra Bhat fulfils the conditions specified under the Act read with Rules thereunder and the SEBI Listing Regulations for his appointment as Independent Non-Executive Director of the Company and is independent of the Management. Having regard to the qualifications, skill, experience, capabilities and knowledge, the Board considers that his association would be of immense benefit to the Company and hence, it is desirable to re-appoint him as an Independent Director.

Brief Profile of Mr. Ullal Ravindra Bhat and other relevant details and disclosures as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, members may refer to the additional information forming part of this Notice.

The draft letter setting out the terms and conditions of his re-appointment as an Independent Director is available for inspection by the Members in accordance with the applicable provisions of the Act.

The Board recommends the Special Resolution at Item No. 05 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Ullal Ravindra Bhat, none of the Directors, Key Managerial Personnel ('KMP') of the Company or their respective relatives are, in any way, concerned or interested in the Resolution mentioned at Item No. 05 of the accompanying Notice.

Mr. Ullal Ravindra Bhat is not related to any Director or KMP of the Company.

## ITEM NO. 06

**To re-appoint Mr. Anurag Surana (DIN: 00006665) as an Independent Director of the Company.**

Mr. Anurag Surana (DIN: 00006665) was appointed as an Independent Director by the Members of the Company at the Extra Ordinary General Meeting of the Company held on November 06, 2021, for a term of five years with effect from October 01, 2021, up to September 30, 2026. Accordingly, his term as an Independent Director will be ending on September 30, 2026.

As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (Five) consecutive years each. The Nomination and Remuneration Committee ("NRC"), on the basis of his performance evaluation, considering the significant contributions made by him during his tenure as an Independent Director, his experience and expertise, is of view that his continued association would be beneficial to the Company and, accordingly, at its meeting held on May 18, 2026, has recommended the re-appointment of Mr. Surana as an Independent Director of the Company for a second term of 5 consecutive years with effect from October 01, 2026, up to September 30, 2031, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 149(10) of the Act and Regulation 25(2A) of Listing Regulations, re-appointment of Independent Director will be subject to the approval of Members by way of a special resolution. Accordingly, the prior approval of the Members of the Company is being sought by way of a special resolution for the same.

The Company has received from Mr. Anurag Surana

(i) Consent to act as a Director of the Company for the second term

(ii) A declaration to the effect that he meets the criteria for independence under Section 149(6) of the Companies Act, 2013 ("the Act") and the Rules made thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

(iii) Confirmation in terms of Regulation 25(8) of the SEBI Listing Regulations that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties and

(iv) Declaration pursuant to BSE Limited Circular No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited Circular No. NSE/ML/2018/24 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.

The Company has, in terms of Section 160 of the Act, received a notice in writing from a Member proposing the candidature of Mr. Anurag Surana for the office of Director.

Further, Mr. Anurag Surana has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Rules, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Anurag Surana fulfils the conditions specified under the Act read with Rules thereunder and the SEBI Listing Regulations for his appointment as Independent Non-Executive Director of the Company and is independent of the Management. Having regard to the qualifications, skill, experience, capabilities and knowledge, the Board considers that his association would be of immense benefit to the Company and hence, it is desirable to re-appoint him as an Independent Director.

Brief Profile of Mr. Anurag Surana and other relevant details and disclosures as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, members may refer to the additional information forming part of this Notice.

The Board recommends the Special Resolution at Item No. 06 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Anurag Surana, none of the Directors, Key Managerial Personnel ('KMP') of the Company or their respective relatives are, in any way, concerned or interested in the Resolution mentioned at Item No. 06 of the accompanying Notice.

Mr. Anurag Surana is not related to any Director or KMP of the Company.

## ITEM NO. 07

**To consider and approve revision in remuneration of Mr. Parag Jhaveri, Managing Director & CEO of the Company.**

Mr. Parag Jhaveri was re-appointed as the Managing Director & Chief Executive Officer of the Company for a term of 5 years with effect from February 20, 2026, in accordance with the provisions of the Companies Act, 2013 and applicable regulations.

Considering his significant contribution towards the growth and performance of the Company, his leadership abilities, increased responsibilities and taking into account the prevailing industry benchmarks and recommendations of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 18, 2026, has, subject to the approval of members, approved the revision in the remuneration payable to Mr. Parag Jhaveri.

The revised remuneration structure shall be effective from April 01, 2026, and will be within the overall limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013. The particulars of remuneration payable to Mr. Parag Jhaveri is given in the resolution at Item No. 07.

Further, considering that the Company may have inadequate profits or may incur losses during any financial year during the tenure of Mr. Parag Jhaveri, approval of the Members is sought by way of a Special Resolution pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013, for payment of remuneration to him as minimum remuneration during this term for a period of 3 years within his existing tenure.

Notwithstanding anything to the contrary herein, in the event of inadequacy or absence of profits in any financial year during the tenure of Mr. Parag Jhaveri, the Company shall pay the aforesaid remuneration to him as minimum remuneration in accordance with the applicable provisions of Schedule V of the Companies Act, 2013, as amended from time to time.

The Board (including Nomination and Remuneration Committee) shall have the authority to alter and vary the terms of remuneration within the limits permitted under applicable laws.

The Board is of the view that Mr. Parag Jhaveri knowledge and experience will be of immense benefit and value to the Company. Mr. Parag Jhaveri possesses the core skills/expertise/competencies identified in the Company's business and sectors for it to function effectively.

Accordingly, the Board recommends the resolution as set out at Item No. 07 of the Notice in relation to the remuneration to Mr. Parag Jhaveri, Managing Director, for the approval by the members of the Company, by way of a Special resolution.

The necessary information/disclosure in compliance with Schedule V and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India relating to Mr. Parag Jhaveri has been provided in a separate section of this Notice.

Except Mr. Parag Jhaveri and his relatives no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 07 of the notice.

## ITEM NO. 08

**To consider and approve revision in remuneration of Mr. Yayesh Jhaveri, Whole Time Director of the Company.**

Mr. Yayesh Jhaveri was re-appointed as the Whole Time Director of the Company for a term of 5 years with effect from February 20, 2026, in accordance with the provisions of the Companies Act, 2013 and applicable regulations.

Considering his significant contribution towards the growth and performance of the Company, his leadership abilities, increased responsibilities and taking into account the prevailing industry benchmarks and recommendations of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 18, 2026, has, subject to the approval of members, approved the revision in the remuneration payable to Mr. Yayesh Jhaveri.

The revised remuneration structure shall be effective from April 01, 2026, and will be within the overall limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013. The particulars of remuneration payable to Mr. Yayesh Jhaveri is given in the resolution at Item No. 08.

Further, considering that the Company may have inadequate profits or may incur losses during any financial year during the tenure of Mr. Yayesh Jhaveri, approval of the Members is sought by way of a Special Resolution pursuant to the provisions of Section 197 read with Schedule V of the Companies Act, 2013, for payment of remuneration to him as minimum remuneration during this term for a period of 3 years within his existing tenure.

Notwithstanding anything to the contrary herein, in the event of inadequacy or absence of profits in any financial year during the tenure of Mr. Yayesh Jhaveri, the Company shall pay the aforesaid remuneration to him as minimum remuneration in accordance with the applicable provisions of Schedule V of the Companies Act, 2013, as amended from time to time.

The Board (including Nomination and Remuneration Committee) shall have the authority to alter and vary the terms of remuneration within the limits permitted under applicable laws.

The Board is of the view that Mr. Yayesh Jhaveri knowledge and experience will be of immense benefit and value to the Company. Mr. Yayesh Jhaveri possesses the core skills/expertise/competencies identified in the Company's business and sectors for it to function effectively.

Accordingly, the Board recommends the resolution as set out at Item No. 08 of the Notice in relation to the remuneration to Mr. Yayesh Jhaveri, Whole Time Director, for the approval by the members of the Company, by way of a Special resolution.

The necessary information/disclosure in compliance with Schedule V and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India relating to Mr. Yayesh Jhaveri has been provided in a separate section of this Notice.

Except Mr. Yayesh Jhaveri and his relatives no other Director or Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 08 of the notice.

By Order of the Board

**Parag Vinod Jhaveri**
Managing Director & CEO
DIN: 01257685

Date: May 18, 2026
Place: Mumbai

**Registered Office:**
Office No. 101/102 Peninsula Heights,
CD Barfiwala Marg, Juhu Lane,
Andheri (West), Mumbai - 400058
Email – info@yashoindustries.com

**Additional information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India are as under:**

| Name of Director | Mr. Yayesh Jhaveri | Mr. Ullal Ravindra Bhat | Mr. Anurag Surana |
|---|---|---|---|
| DIN | 01257668 | 00008425 | 00006665 |
| Date of birth and Age | April 13, 1971 (54 Years) | October 14, 1951 (74 Years) | January 22, 1965 (61 Years) |
| Date of first appointment on the Board | April 04, 1997 | September 14, 2021 | October 01, 2021 |
| Resume / Experience and Expertise in specific functional areas | Mr. Yayesh Jhaveri is a Co-founder and Promoter of the Company and serves as Whole Time Director. He is a Commerce graduate from Mumbai University and has over 25 years of experience in the chemical industry. Over the years, he has played an important role in the growth of the Company by overseeing key functions such as purchase, logistics, supply chain and production planning. He has also been closely involved in setting up Unit-II and Unit-III of the Company. His industry experience, operational understanding and long association with the business continue to support the Company's growth and execution capabilities. | Mr. Ullal Ravindra Bhat is a distinguished investment management professional, independent director, and noted economic commentator with over four decades of experience across financial services, capital markets, corporate governance, and investment advisory.<br><br>An alumnus of the Indian Institute of Technology (IIT), Kanpur, Mr. Bhat began his career in banking before transitioning to investment management. He has held senior leadership roles, including heading country operations at Jardine Fleming India Securities, where he served as Director and Chief Investment Officer, gaining deep expertise in equity research, portfolio management, and foreign institutional investments.<br><br>In 2005, he founded Dalton Capital Advisors (India) Private Limited, the Indian arm of the UK-based Dalton Group, and served as its Managing Director, spearheading investment advisory operations in India with a strong focus on institutional and offshore investors. He is also a co-founder of Alphaniti Fintech Private Limited, a technology-driven investment advisory and analytics firm.<br><br>Mr. Bhat is widely respected for his contributions to corporate governance and capital market policy. He has served on various boards as an Independent Director, including Karnataka Bank Limited (2006–2021), and currently or previously on the boards of several listed and unlisted companies across sectors such as financial services, specialty chemicals, technology, and consumer businesses.<br><br>In addition to his corporate roles, Mr. Bhat is a well-known economic columnist and media commentator, having authored a long-running editorial column for The Economic Times and regularly appearing on leading business news platforms to share insights on markets, investments, and economic policy. | Mr. Anurag Surana is a seasoned industry professional with over three decades of experience in the specialty chemicals, fine chemicals, and agrochemical sectors, encompassing manufacturing, strategy, industry advisory, and corporate governance. He holds a bachelor's degree in commerce (Honours) from the University of Delhi.<br><br>He spent nearly two decades with PI Industries Ltd., one of India's leading agrochemical and specialty chemical companies, where he served in senior leadership roles including Executive Director / Whole Time Director, and was closely involved in business strategy, international partnerships, and operational scaleup.<br><br>Mr. Surana is the Founder and Managing Director of Kagashin Global Network Private Limited, a specialised consulting and advisory firm that facilitates strategic alliances, technology tieups, and market entry strategies for Indian and global companies in the specialty chemicals and agrochemicals space. Through Kagashin, he has advised Indian and multinational corporations, including Japanese chemical and trading companies, on joint ventures, sourcing strategies, and growth initiatives in India.<br><br>In addition to his executive role, Mr. Surana is an experienced board professional. He currently serves and has served as Chairman / Director / Independent Director on the boards of several listed and unlisted companies, including Neogen Chemicals Limited (Chairman), Privi Speciality Chemicals Limited, Yasho Industries Limited, DCM Shriram Industries Limited, and other companies across the chemicals, life sciences, and allied sectors.<br><br>Mr. Surana is widely regarded for his deep sectoral knowledge, strategic insight, and strong understanding of manufacturing operations, technology integration, and governance practices, and continues to play an active role in supporting the sustainable growth of India's specialty and agrochemical industry. |



| Name of Director | Mr. Yayesh Jhaveri | Mr. Ullal Ravindra Bhat | Mr. Anurag Surana |
|---|---|---|---|
| Qualifications | Bachelor of Commerce | M. Sc. from Indian Institute of Technology, Kanpur and attended advanced courses on Finance at the Harvard Business School, Boston and Indian Institute of Management, Ahmedabad. He is a Fellow of the Chartered Institute of Bankers, London. | Bachelor of Commerce (Honours) |
| Terms and conditions of appointment/ reappointment | Not applicable since the Whole Time Director retires by rotation in this AGM | Refer Item No. 5 of the Notice of the AGM | Refer Item No. 6 of the Notice of the AGM |
| Remuneration last drawn | ₹ 299.71 Lakhs pa | Only Sitting fee and commission is being paid | Only Sitting fee and commission is being paid |
| Number of Shares held in the Company as on March 31, 2026 | 13,57,416 Equity Shares | - | 45,000 Equity Shares |
| Relationship between Directors inter se / Relationship with other Directors and other Key Managerial Personnel (KMP) of the Company | Mr. Yayesh Jhaveri is son of Mr. Vinod Harilal Jhaveri and Brother of Mr. Parag Vinod Jhaveri and Promoter Shareholder of the Company except stated herein Mr. Yayesh Vinod Jhaveri has no other relationship with the Company. | NA | NA |
| Number of Meetings of the Board attended during the FY 2025-26 | 4 (Four) | 4 (Four) | 4 (Four) |
| List of other Directorships in listed entity as on March 31, 2026 | Nil | Speciality Restaurants Limited | • Privi Specialty Chemical Limited<br>• DCM Shriram Industries Limited<br>• Neogen Chemicals Limited |

**Details required to be given pursuant to Schedule V to the Companies Act, 2013 are given hereunder:**

| I | GENERAL INFORMATION | |
|---|---|---|
| 1 | Nature of Industry | Chemical Industry |
| 2 | Date or expected date of commencement of commercial production | In the year of 1985 |
| 3 | In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable |
| 4 | Financial performance based on given indicators | Please refer financial statement forming part of Annual Report for FY2026 |
| 5 | Foreign Investment or collaborations if any | None |

| II | INFORMATION ABOUT THE APPOINTEE: | Mr. Parag Jhaveri | Mr. Yayesh Jhaveri |
|---|---|---|---|
| 1 | Background Details | Mr. Parag Jhaveri is the Co-founder, Managing Director and CEO of the Company. He holds a Master of Science degree in Chemistry from Mumbai University and has over three decades of experience in the chemical industry. He has played a key role in the Company's growth with oversight of sales, finance, research and development, and marketing functions, and has contributed significantly to the strategic and operational development of the business. | Mr. Yayesh Jhaveri is the Co-founder and Whole Time Director of the Company. He is a Commerce graduate from Mumbai University and has more than 25 years of experience in the chemical industry. Over the years, he has played an important role in the growth of the Company by overseeing purchase, logistics, supply chain and production planning, and has also contributed to the development and commissioning of Unit-II and Unit-III. |
| 2 | Past Remuneration/ Commission | ₹ 388.65 Lakhs pa | ₹ 299.71 Lakhs pa |
| 3 | Recognition or awards | NIL | |

| II | INFORMATION ABOUT THE APPOINTEE: | Mr. Parag Jhaveri | Mr. Yayesh Jhaveri |
|---|---|---|---|
| 4 | Job profile and suitability | Mr. Parag Jhaveri, Co-founder, Managing Director and CEO of the Company, has extensive experience in the chemical industry. In view of his leadership experience and functional oversight of sales, finance, research and development, and marketing, the Board considers him well suited to continue guiding the Company's overall management and strategic direction. | Mr. Yayesh Jhaveri, Co-founder and Whole Time Director of the Company, has extensive experience in the chemical industry. Considering his long-standing involvement in purchase, logistics, supply chain and production planning, as well as his contribution to the development of Unit-II and Unit-III, the Board considers him well suited to continue contributing to the Company's management and operational growth. |
| 5 | Remuneration/Commission proposed | As per the details provided in the Special Resolution No. 7 & 8 | |
| 6 | Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | Having regard to the scale of the Company's operations, its position as a listed specialty chemicals manufacturer, and its improved financial performance in FY 2025-26, the proposed remuneration is considered reasonable and commensurate with the responsibilities, experience and leadership roles of the appointees. The remuneration is also broadly aligned with board-level managerial compensation practices followed by companies of comparable size and business profile in the specialty chemicals sector. | |
| 7 | Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel or other director, if any | Mr. Parag Jhaveri is a Promoter Shareholder of the Company. He is the son of Mr. Vinod Harilal Jhaveri and the brother of Mr. Yayesh Vinod Jhaveri. Except as stated above, he has no other pecuniary relationship with the Company, its managerial personnel or other directors. | Mr. Yayesh Jhaveri is a Promoter Shareholder of the Company. He is the son of Mr. Vinod Harilal Jhaveri and the brother of Mr. Parag Vinod Jhaveri. Except as stated above, he has no other pecuniary relationship with the Company, its managerial personnel or other directors. |

| III | OTHER INFORMATION | |
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| 1 | Reasons of loss or inadequate profits | Although the Company reported profits in FY 2025-26, such profits may be regarded as inadequate for the purposes of the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 in relation to the proposed managerial remuneration. |
| 2 | Steps taken or proposed to be taken for improvement | The Company has continued to focus on improving operational efficiency, optimising product mix and increasing capacity utilisation across its manufacturing facilities. During FY 2025-26, it commercialised two new manufacturing lines and further strengthened its growth platform through continued investment in research and development. The R&D laboratory at the Pakhajan facility is fully operational and multiple product formulations and customer trials are underway.<br><br>The Company has also entered into a long-term customer-funded engagement with a multinational customer, which is expected to support future business visibility and product development. With improving market conditions, progressive ramp-up of recently expanded capacities, continued focus on differentiated products and export-led growth, the Company expects a gradual improvement in productivity and profitability going forward. |
| 3 | Expected increase in productivity and profits in measurable terms. | During FY 2025-26, the Company reported consolidated revenue of ₹830.03 crore, representing year-on-year growth of 22.7%, supported by volume growth of 33%, improved operational efficiency and a more favourable product mix. The industrial business contributed 87% of total revenue for the year, while exports contributed 62% despite a challenging global market environment.<br><br>With continued ramp-up of recently commercialised manufacturing lines, improving utilisation across facilities, ongoing customer trials at the fully operational R&D laboratory at Pakhajan and focus on differentiated and export-oriented products, the Company expects gradual improvement in productivity and profitability in the coming periods. The management remains focused on disciplined execution, cost optimisation and selective business growth to strengthen operating performance on a sustainable basis. |

| IV. | DISCLOSURES: | The disclosures required under Part IV of Section II of Part II of Schedule V to the Companies Act, 2013, to the extent applicable, have been provided in the Corporate Governance Report forming part of the Annual Report. |
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# Safe Harbour Clause

This Annual Report contains 'forward-looking statements' within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that involve substantial risks and uncertainties. Certain statements in this release concerning our future prospects are forward-looking statements. Forward-looking statements by their nature involve a number of risks and uncertainties that could cause actual results to differ materially from market expectations. Forward-looking statements generally relate to future events or our future financial or operating performance and are based on our current expectations, assumptions, estimates and projections about the Company, our industry, economic conditions in the markets in which we operate, and certain other matters.

Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as 'anticipate', 'believe', 'estimate', 'expect', 'intend', 'will', 'project', 'seek', 'should' and similar expressions. Those statements include, among other things, the effects of government and other measures seeking to contain its spread, the discussions of our business strategy, including the localisation of our workforce and investments to re-skill our employees and expectations concerning our market position, future operations, margins, profitability, liquidity, capital resources, wage increases in India, change in the Indian regulations. These statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results or outcomes to differ materially from those implied by the forward-looking statements. Important factors that may cause actual results or outcomes to differ from those implied by the forward-looking statements include, but are not limited to, those discussed in the "Outlook, opportunities and challenges" section in this Annual Report. In the light of these and other uncertainties, you should not conclude that the results or outcomes referred to in any of the forward-looking statements will be achieved. These forward-looking statements represent only the Company's current intentions, beliefs or expectations, and any forwardlooking statement speaks only as of the date on which it was made. All forward-looking statements included in this Annual Report are based on information and estimates available to us on the date hereof, and we do not undertake any obligation to update these

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